

Change of Articles Summary

The South Western Federation of Museums and Art Galleries (South West Fed) is calling all members to help ensure our future

Why a change?

We are proposing a change to our Articles of Association (our core constitutional document) to bring these in line with the Charity Commission's recommended model framework and to reflect the way in which the South West Fed operates today.

What are the changes?

Your Board is recommending modernising our Articles to enable us to better serve the current needs and interests of the charity and our members, not least in complying with the Charity's Commission's current expectations. If the new Articles are not adopted, our fear is that the South West Fed will find it difficult to function going forward.

The full text of the proposed new Articles is available [here](#).

Our existing Articles of Association are available to read and compare [here](#).

Summary changes

- Compliance with the Charity Commission's latest model constitution.
- Retention of the South West Fed's existing charitable objects (set out in our Memorandum of Association appended to the Articles).
- Updated quorum requirements for general meetings, enabling these meetings to proceed with the support of at least 50% more members in attendance than Board members (see Article 17).
- Where a general meeting quorum is not met, enabling the Board to proceed with considering its annual report, accounts and appointment of auditors (where applicable), to ensure the South West Fed can continue operating to a minimum level (see Article 18).
- Inclusion of the longstanding requirement that trustee directors are also members of the South West Fed (see Article 27).
- A new streamlined approach to Board appointments enabling a focus on elections for new trustee directors, rather than full Board re-election each year (see Articles 34-37).
- In conjunction, a requirement that the third longest-serving Board members retire by rotation each year, opening up vacancies to new candidates but with the option of re-electing former Board members should no new candidates come forward (see Articles 33-37).
- Board service to be capped at nine years total save in special circumstances (see Article 33A).

We hope you will agree these updates are in the best interests of the South West Fed and its valued membership by ensuring a more efficient and effective approach to our operations.

If you would like further information or have any questions in connection, please do not hesitate to contact us at: info@swfed.org.uk with the subject header "SOUTH WEST FED NEW ARTICLES".