RICHARD III SOCIETY

Resolutions to be presented to the AGM on 01 October 2022

There are six motions that members are asked to consider and vote on at the AGM. There is no Director election at this AGM as the number of candidates (five) is lower than the number of vacancies (seven) and so all five are deemed elected.

The motions are set out formally below.

In summary the Resolutions are:

1. A proposal to amend Society Rules 13.1 and 13.3 relating to Honorary Members
2. A proposal to amend Branches & Groups Rule 3 relating to Branches
3. A proposal to amend Society Branches & Groups Rule 5.6c relating to Branches or Groups which dissolve
4. Approving the minutes of the Society's 2021 AGM
5. Approving the Accounts of the Society for the year to 31 March 2022
6. Reappointment of the Independent Examiner

Members will vote on the above resolutions at the AGM in Leicester, either by a show of hands for those in the room or the equivalent for those participating via Zoom. Members who cannot attend the AGM in person may submit a proxy vote by which you are formally appointing the Chair of the meeting as your proxy and instructing him how you wish your vote to be cast. **Note: You must NOT vote twice – if you plan to vote in person, you should not submit a proxy vote; if you have voted by proxy, you may still attend and participate in the AGM but you must NOT vote when a poll is called.**

RESOLUTIONS

1. **Resolution to amend the Society Rules around Honorary membership**

   That changes to paragraphs 13.1 and 13.3 of the Society Rules made during the year by the Directors be approved as follows:

Rule 13: Honorary membership and Fellowship

Original wording:

13.1. The Directors may, at their discretion, nominate for honorary membership members of the Society who, in their judgement, have rendered outstanding services to the Society or its objects. Such nominations shall be reported to the next AGM for approval by the members.

13.3. The bestowing of honorary membership is a lifetime honour which takes effect from the date of AGM which approves the award.

Revised wording:

13.1. The Directors may, at their discretion, nominate for honorary membership members of the Society who, in their judgement, have rendered outstanding services to the Society or its objects. Such nominations, which require at least 75% of the Board to vote in favour, shall be reported to the next AGM.

13.3. Honorary membership is a lifetime honour which takes effect from the date on which it is bestowed.

Explanation & rationale

The Society Rules make provision for the award of Honorary membership of the Society. Since the 2021 AGM, the Board have made some small changes to the Society's Rules around Honorary membership to facilitate the working of the Society, as the Rules allow the Board to do. The changes were reported to members in the March Bulletin, as required by the Rules, and are now presented to the AGM for formal ratification. No concerns have been raised by members.

The rationale for the changes was explained in the Bulletin article but in summary it is to remove the need for a full member vote on an award and to allow the award to be kept confidential until the AGM (in the same way as the Robert Hamlyn award). To ensure proper governance, at least 75% of the Board must vote in favour of any Honorary membership proposal.

Additional point for discussion at the AGM

The Rules currently only allows Honorary membership to be awarded to an existing Society member. The Board can see merit in changing this to allow Honorary membership to be awarded to a non-member who has, in the words of para 13.1 '…*rendered outstanding services to the Society or its objects*' and would be interested in the views of members at the AGM. There are no candidates in mind at present but future candidates might, for example, be someone who has published a major new biography or research relevant to our objects.

Proposer: John Whiting

Seconder: Susan Ollier

Endorsed by all other Board members

2. <u>Resolution to amend Society Rules relating to financial arrangements of Branches</u>

That the mandatory requirement for Branches to have a bank account be removed.

Explanation and rationale

The Society's Branches & Groups Rule 5.2a states that *"Branches and Groups must be financially self-supporting. The Society will accept no responsibility for any debts incurred by a Branch or Group."* Given this, it seems unnecessary for the Society to impose some of the current financial regulations on the Branches and Groups as it has no liability in that respect. One condition given for a Group to become a Branch is the requirement for a bank account in Rule 3.3b. However, with the increase in bank charges and reluctance of banks to open smaller accounts, it seems unreasonable for the Society to make this a mandatory requirement. Accordingly, Rule 3.3b should be amended to read 'if it [the Branch] has a bank account, it follows Rule 5.2'.

Note that it would have been possible for the Board to make the changes to the Rules proposed in this and the next motion in the same way as it made the changes that are the subject of Motion 1. However, as there was insufficient time to make the changes and report them to members in advance of the AGM, as required by our procedural rules, they are presented to the AGM as ordinary motions.

Proposer: Jane Trump

Seconder: Wendy Moorhen

3. **<u>Resolution to amend Society Rule 5.6c relating the dissolution of a Branch or Group and disbursement of any remaining monies after debts are settled</u>**
Proposal to change Rule 5.6c to read *"If a Branch or Group dissolves, members will decide how any monies remaining after the payment of debts should be disbursed."*

Explanation and rationale

The Society Rule 5.2a for Branches and Groups states that *"Branches and Groups must be financially self-supporting. The Society will accept no responsibility for any debts incurred by a Branch or Group."* Given this, it seems unnecessary for the Society to impose some of the current financial regulations on the Branches and Groups as it has no liability in that respect. Rule 5.6c states that *"If a Branch or Group dissolves, members will decide where any monies remaining after payment of debts should be donated. The recipient(s) must be an appropriate organisation sharing aims similar to the Branch or Group."* As any monies remaining will belong solely to members of the Branch or Group being dissolved, it seems fairer for those members to decide what to do with them. It is only right that they should make that decision and be able to divide it up amongst themselves if that is everyone's wish.

Proposer: Jane Trump

Seconder: Wendy Moorhen

4. **<u>Minutes of the 2021 AGM</u>:** that the Minutes of the 2021 AGM, held in York in October 2021 be approved.

Explanatory comment: The Minutes were approved by the Board and published to members in the June 2022 Bulletin; no further comments have been received on them.

5. **<u>Accounts of the CLG for the year ended 31 March 2022</u>:** that the accounts of the CLG be approved.

Explanatory comment: The Accounts, together with a financial report from the Chair and Treasurer on behalf of the Board, were published to members with the September

2022 *Bulletin*. Any questions raised with the Treasurer on the Accounts will be reported to the AGM when further questions may be raised.

6. <u>Appointment of Independent Examiner</u>: that William Featherstone FRSA ACIB be reappointed.

Explanatory comment: Bill Featherstone was appointed at the 2021 AGM to act as an Independent Examiner on the Company's accounts and report to members with the published accounts. His report was published to members with the Accounts. Bill is willing to continue in his office.