**Notice of Extraordinary General Meeting of**

**National Art Collections Fund**

**(“Art Fund”)**

**(registered charity number 209174)**

**Notice** is hereby given that an **Extraordinary General Meeting** of Art Fund will be held at **Art Fund, 2 Granary Square, London N1C 4BH** at **4pm** on **10 January 2024**

The business of the meeting will be to consider and, if thought fit, to pass the following resolutions:

|  |  |
| --- | --- |
| **RESOLUTION 1: Amendment of Royal Charter** | **RESOLUTION 2: Amendment of Byelaws** |
| 1 | In exercise of the power set out in s280C(4) Charities Act 2011, the members of Art Fund resolve to:  | 22.1 | In exercise of the power set out in clause 13 of Art Fund’s Royal Charter and byelaw 52 of Art Fund’s byelaws dated 19 December 1928, as amended by a supplemental Royal charter dated 8 February 1977 (the **Byelaws**) and all other available powers (if any), and insofar as they are not adopted by virtue of the adoption of the Royal Charter, the members of Art Fund resolve to:revoke the Byelaws in its entirety and, in replacement of this, hereby approve and adopt the revised byelaws attached hereto as the byelaws of Art Fund subject to the following:1. Resolution 1 being duly passed.
2. The Trustees may resolve to make non-substantive alterations, revocations and amendments to the bye-laws attached hereto on behalf of Art Fund (which shall not require confirmation by Art Fund in General or Extraordinary General Meeting) prior to those byelaws’ adoption.
3. The Privy Council and its secretariat or advisers may require changes to the byelaws attached hereto, or any changes incidental or consequential thereto and in either case which the Trustees may approve on behalf of Art Fund (which shall not require confirmation by the Art Fund in General or Extraordinary General Meeting).
4. Subject thereto, the new byelaws shall take effect on the later of the date when approved by the Privy Council and the date on which, the amendments to the Royal Charter take effect in accordance with the Members’ Resolution 1.
 |
| 1.1 | approve the resolution of Art Fund’s trustees (the “**Trustees”**) dated 16 October 2023 to the effect that the provisions of the Royal charter dated 19 December 1928, as amended by a supplemental Royal charter dated 8 February 1977 (the “**Royal Charter”**) be amended so that: |
| 1.1.1 | the Preamble, clauses 1 and 2 and the final provisions commencing “**IN WITNESS** whereof WE have caused” and ending with “By warrant under the hands of the Counsellors of State.” of the Royal Charter stay the same; and |
| 1.1.2 | clauses 3 to 16 (inclusive) of the Royal Charter are deleted and replaced with clauses 3 to 14 (inclusive) of the Royal charter attached hereto, subject to the following:1. The Trustees may resolve to make non-substantive alterations, revocations and/or amendments to the Royal charter attached hereto on behalf of Art Fund (which shall not require confirmation by Art Fund in General or Extraordinary General Meeting) prior to it becoming effective.
2. The Privy Council and its secretariat or advisers may require changes to the Royal charter attached hereto, or any changes incidental or consequential thereto, and in either case which the Trustees may approve on behalf of Art Fund (which shall not require confirmation by Art Fund in General or Extraordinary General Meeting).
3. Subject thereto, the amendments to the Royal Charter shall take effect from the date when approved by His Majesty by Order in Council.
 |

**Please note, where the above resolutions state “attached hereto”, copies of the resolutions provided to members at the EGM will have the draft new Charter and Byelaws attached. In the meantime these can be viewed in advance on our website or requested by post as above.**

**Dated:** 1 December 2023

By order of the Executive Committee (Board of Trustees)

Sarah Cosby, Secretary to the Board of Trustees