

### Welcome & Introductions

- Andrew Durrant, Director of Finance & Resources
- Pippa Masters, In-House Legal Counsel
- Sarah Cosby, Governance Manager

## The process so far

- Trustees undertook review of Art Fund's governing documents
- Trustees established small working group
- Engaged legal team Bates Wells
- Draft presented today has been through three iterations with the full board

## What are the changes we are proposing?

### Current governing documents

- Royal Charter dated 1928 (as amended by supplemental charter in 1976)
- Byelaws dated 1928.

### Amended governing documents:

- Royal Charter & Byelaws
- Modernise language
- Easier to read, understand and use

#### Charter

George the fifth by the Grace of God, of Great Britain, Ireland and the British Dominions beyond the Seas, King, Defender of the Fatth, Emperor of India.

the Faith, Emperor of India.

To ALL TO WHOM THESE PRESENTS SHALL COME,
OWNERING!

TUDETCAS the National Art-Collections Fund have petitioned US for a Charter of Incorporation such as is in and by these Presents granted;

AND WHEREAS WE are minded to comply with the prayer of such Petition: NOW, THEREFORE, WE Of Our Special

NOW, THEREFORE, WE Of Our Special Grace, certain knowledge and mere motion, DO hereby for US Our Heiss and Successors will, grant, direct, appoint and declare:—

1. THE person, corporation and institutions (which in incorporated or unicorporated) represents of the National Art-Collections Transf. (which is incorporated or unicorporated) as may be reafter become members of the body corporated or the power person of the power granted by these Treestits, and their theorem and the property of the power granted by these Treestits, and their these Treestits, one Body Corporate and Politic by the same name, and have perpetual succession make some the said seal from time to time at their will and pleasarts, and by the same name shall have power to do all other matters and thing and in all manner of sections and vists, and shall have power to do all other matters and thing and in all manner of sections and vists, and shall have power to do all other matters and things of the same power to do all other matters and things of the property of the proper

necidental or appertaining to a Body Corporate.

2. WE do also hereby for Li, Our Heirs and Successors, licence, authorize and for over here-after enable the National Art-Collection Fund, or any person on its behalf, to equite our superior of the National Art-Collection Fund, or any person on the behalf, to equite our within Our United Kingdom, not assessing at any west lime, the annual union of £5,000, and to boad the same in perpetuity and from time to time great, denote, alterate, or otherwise dispose of the same or any part thereof.

and Successors give and grans our Leepast and Successors give and grans our Leepast and grans our Leepast and grans our Leepast and grans are granted to the leepast of the definition of Corporate, to assure in perpetuity of to demise to or for the benefit of the Newtonial Art-Collections Fund any lands, temperating, or the definition of the leepast of the leepast

1. THE objects and purposes for which the National Art-Collections Fund (hereinafter called "the Fund") is hereby constituted are as follows:—

"(a) To secure by purchase, gift, exchange, bequest or otherwise works of art, and objects of national and historical importance for presentation or loan to public art collections in our United Kingdom and the Commonwealth, and to the National Trust for Pleaces of Historic Interest or Natural Beauty and the National Trust for Scotland for public exhibition such presentation or loan to be made subject to such conditions and terms as are required."

of national and historical importance for presentation or loan to the public art sollertions of the United Kingdom, Dominions and

- (b) To cellect and invite from members of the Fund or from any other persons, corporation or authority, subscriptions, donations, gifts and other assistance with a view to carrying on or promoting the objective region of the contract of the contract of the fund for such purposes, and to see of the Fund for such purposes, and to make and give grants, gifts or other assistance cut of such moneys, and to conform to and make proper grants, gifts or other assistance may be made to or by the Fund.
- (c) To promote, maintain or make grants in aid of and to co-operate with others in opening and maintaining public or private exhibitions of works of art and objects of national and historical importance wherever held and to lend to and exhibitions.
- (d) To establish, maintain, control and manage branches of the Fund in the United Kingdom and chinorhes to the theory of the Control and chinorhes the to determine the constitution, rights, privileges, obligations and duties of such branches, and, when thought it to dissolve the same or modify such rights, privileges, obligations or duties.
- (p) To establishmente cooperate with the control of the cooperate with trustees, agents, nominees or delegates for control, manage, superintend, afford financial sasistance to, guarantee or otherwise assistance to guarantee or otherwise assistance possible of the control of the control of the bottle of the control of the control of the form of the fundamental control of the of the Fundamental control of the control of the of the Fundamental control of the control of the fundamental control of the control of the fundamental control of the control of the fundamental control of the fundamental control of the fundamental control of the fundamental control of fundamental control of
- of the Fund.

  (I To purchase, take on lease or in exchange, hire or otherwise acquire or bold any real or personal property, and any rights or privileges which the Fund may think necessary or convenient for the purposes of the Fund, and to construct, erect, which may from time to recessary or convenient for the purpose of the Fund.

  (I To records and obtain or support any Act.)
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### Proposed Charitable Purposes

#### 4 Purposes

Art Fund exists for the following charitable purposes, for the public benefit:

- 4.1 To promote art and culture, including (without limitation) by:
- (a) securing (or assisting others to secure) works of art, and objects of national and historical importance, for presentation or loan to public art collections in the United Kingdom and elsewhere, for public exhibition on such terms as the Trustees consider appropriate; and
- (b) increasing public access to art and culture.
- 4.2 To advance education in art and culture; and
- 4.3 To support the effectiveness of museums and other organisations concerned with the purposes set out in clauses 4.1 and 4.2.

### Saving works of Art for the Nation

### Art Fund is, and always will be, the National Charity for Art









The Armada Portrait of Elizabeth I, by unknown artist

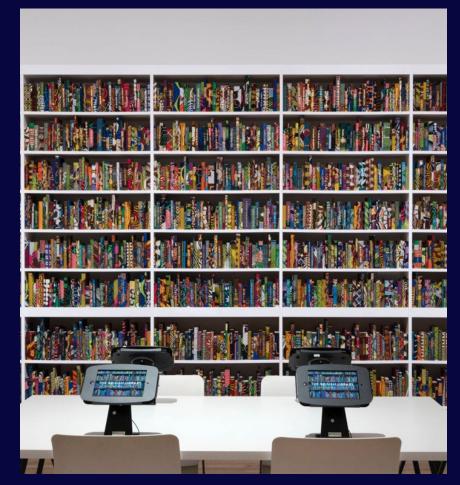
# Proposed changes: Membership

- Quorum for general meetings increased to 30
- Notice for general meetings increased to 14 days
- Number of members to call a meeting increased to 250
- Trustee recruitment and retirement by rotation
- Use of technology
- Power to delay meetings



# Proposed changes: Board of Trustees

- Board Quorum increased to one third
- Maximum number of trustees decreased to 20
- Disqualification & Removal of trustees added
- Virtual Board meetings





# What's next?

|   | F | FEBRUARY |    |    | MARCH |    |    |    | APRIL |    |    |    | MAY |   |    | JUNE |   |    |    |    |
|---|---|----------|----|----|-------|----|----|----|-------|----|----|----|-----|---|----|------|---|----|----|----|
| w/c   | 6 | 13       | 20 | 27 | 6     | 13 | 20 | 27 | 3     | 10 | 17 | 24 | 1   | 8 | 16 | 23   | 5 | 12 | 19 | 26 |
| MEMBER CONSULATION PERIOD                                     |   |          |    |    |       |    |    |    |       |    |    |    |     |   |    |      |   |    |    |    |
| DEADLINE FOR MEMBER QUESTIONS                                 |   |          |    |    |       |    |    |    |       |    |    |    |     |   |    |      |   |    |    |    |
| ONLINE MEMBER INFORMATION SHAREING SESSION                    |   |          |    |    |       |    |    |    |       |    |    |    |     |   |    |      |   |    |    |    |
| CONSULTATION WITH PRIVY COUNCIL AND CHARITY COMMISSION        |   |          |    |    |       |    |    |    |       |    |    |    |     |   |    |      |   |    |    |    |
| BOARD CONSIDER FEEDBACK FROM CONSULTATIONS                    |   |          |    |    |       |    |    |    |       |    |    |    |     |   |    |      |   |    |    |    |
| FINAL CHARTER & RESOLUTIONS FOR EGM AGREED                    |   |          |    |    |       |    |    |    |       |    |    |    |     |   |    |      |   |    |    |    |
| FINAL DRAFT CHARTER AND RESOLUTION TO APPROVE SENT TO MEMBERS |   |          |    |    |       |    |    |    |       |    |    |    |     |   |    |      |   |    |    |    |
| MEMBERS VOTE ON UPDATED CHARTER                               |   |          |    |    |       |    |    |    |       |    |    |    |     |   |    |      |   |    |    |    |

# Thank you!

Questions to: <a href="mailto:charter@artfund.org">charter@artfund.org</a>

By Wednesday 15 March 2023