

Your approval requested, to modify Society Governance Rules 19 and 25

At the April 2024 AGM the membership voted to approve a change to Rule 25 concerning what happens to the Society's assets upon Dissolution of the Society. The reason for requesting this change was to enable us to submit a grant application to the Heritage Lottery Fund (HLF) to fully fund the making of a short film about John Walker which will form part of our 2026 celebrations and act as a lasting legacy for future generations.

HLF have a number of 'legal' requirements that we need to satisfy before we can apply for a grant, and we had hoped that the change to Rule 25 would satisfy their requirements.

Unfortunately, and frustratingly, HLF subsequently informed us that the revised wording approved in April is not acceptable. Their primary concern is to be certain that the Society cannot distribute any assets to the membership, either during the lifetime of the Society or on dissolution, and the revised wording does not satisfy them.

After discussing this situation at the Society Committee meeting on 22nd May a decision was taken to still pursue a grant application to HLF and to therefore again modify the wording of Rule 19 and Rule 25 to meet their requirements. This time HLF agreed to review any proposed changes of wording before putting those changes before our membership.

Firstly, we would like to apologise for taking up members' time with this and making an unsuccessful approach to HLF in April. Secondly, we have now revised the wording and HLF have recently told us that this revised wording looks acceptable.

Proposed Rule changes

Rule 19 : talks about use of Society Funds. We propose adding a clause to it of :

None of the income or property of the Society may be paid to or distributed among the members of the Society during its lifetime.

Rule 25 : talks about use of funds on dissolution of the Society. We propose changing it to :

Dissolution of the Society shall require the Committee to pass all the Society's remaining assets to a properly constituted not-for-profit organisation, as identified by decision of the Committee, and the Committee shall ensure that none of the assets of the Society are paid to or distributed among the members upon dissolution of the Society.

Seeking members' approval of the Rule changes, at an Extraordinary General Meeting on 7th September 2024 or in advance

Normally any Rule changes are submitted to the Annual General Meeting for approval. However, if we wait until the April 2025 AGM to do this it will not leave sufficient time to make the film before 2026.

Therefore we have decided to convene an Extraordinary General Meeting on Saturday 7th September at the Northwich Show (as provided for in our Governance Rule 12) at which we will seek members' permission for these changes to our Rules.

We invite all members to vote on these proposed Rule changes by:

- attending the EGM on 7th September, at Memorial Court, Chester Way, Northwich, Cheshire CW9 5QJ. or in advance by one of the following methods:
- using the on-line voting form on our web site, www.phillumeny.com or
- sending us an email at egm@phillumeny.com, or
- writing to our president at: 18 Blackbrook Road, Gt. Horkesley, Colchester CO6 4TL

The Committee, July 2024