

## Annual General Meeting



**NOTICE IS HEREBY GIVEN that the Annual General Meeting of City of Chelmsford Mencap (RCN: 245421, England and Wales) will be held at 56 Mildmay Road, Chelmsford, CM2 0DZ on Wednesday, 15<sup>th</sup> May 2024 at 7.00p.m.**

### Agenda

1. Welcome and Apologies for Absence
2. Approval of the Minutes of the previous AGM
3. Special Resolutions
  1. To change the structure of City of Chelmsford Mencap from a charitable association (registration number 245421) to a Charitable Incorporated Organisation - CIO (registration number 1171835) and adopt the new Objects of the CIO
  2. To close the current charitable association (registration number 245421)
4. Ordinary Resolutions
  1. Report of the Trustees and Financial Statements
    - a. to receive and approve the Annual Report of the Trustees for year ending 31<sup>st</sup> December 2023
    - b. to receive and approve the Annual Financial Statements for the financial year ending 31<sup>st</sup> December 2023
  2. Appointment of the Independent Examiners.
  3. *Subject to resolution 3.1 and 3.2 above, to elect Trustees in accordance with Clause 7 of the Constitution of City of Chelmsford Mencap.*
  4. *Subject to resolution 3.1 and 3.2 above, to elect Honorary officers in accordance with Clause 5 of the Constitution of City of Chelmsford Mencap*
5. Any Other Business
6. Vote of thanks

By Order of the Board  
Neil Barnes, Secretary  
24<sup>th</sup> April 2024

As a member of City of Chelmsford Mencap if you wish to nominate a person for election to a Trustee please email [neil.barnes@cityofchelmsfordmencap.co.uk](mailto:neil.barnes@cityofchelmsfordmencap.co.uk) by 4<sup>th</sup> May 2024

## Notes to the resolutions

Special Resolutions

### **3.1 Change the structure of City of Chelmsford Mencap from a charitable association (registration number 245421) to a Charitable Incorporated Organisation - CIO (registration number 1171835)**

The move to a Charitable Incorporated Organisation (CIO) for CCM has been a long time coming. Members approved the board pursuing this objective at the AGM in 2016 with the Charity Commission registering City of Chelmsford Mencap registration number 1171835 on 1<sup>st</sup> March 2017. There have been a number of issues preventing the transfer to the CIO including Mencap Centre being unlisted at the Land Registry. All outstanding issues have now been resolved. As part of the change in structure the Board of Trustees have taken the opportunity to update the governing document of CCM to better reflect the language and wording of a modern-day charity. These changes have been approved by both the Charity Commission and Royal Mencap Society.

Core to these changes has been the rewording of the charity's Objects, removing much of the mid 20<sup>th</sup> century language that would now be deemed to be inappropriate. Our proposed new Objects are:

For the public benefit, to relieve the needs of people with a learning disability, their families, dependents and carers, by:

- a. providing or assisting in the provision of services, support and information to, in order to enhance their opportunities to express their individuality, choice and control, improve their quality of life and fulfil their potential;
- b. promoting activities that advocate for a reduction in inequality of access to public services and justice for people with a learning disability.

In furtherance of that object but not otherwise, the trustees shall have power to engage in political activity provided that the trustees are satisfied that the proposed activities will further the purposes of the charity to an extent justified by the resources committed and the activity is not the dominant means by which the charity carries out its objects.

Subject to the passing of resolution 3.1, the new governing document will be able to come into force and the Board of Trustees will commence the transfer of assets from the charitable association (reg no. 245421) to the CIO. Whilst there are a lot

of moving parts to this transfer, it should be seamless and without impact upon CCM members, staff, volunteers and, most importantly, service users.

Subject to the passing of resolution 3.1, all existing trustees and honorary positions will be re-elected to office.

The proposed full governing document can be found here:

<https://www.cityofchelmsfordmencap.org.uk/ccm-cio-constitution>

### **3.2 Close the charitable association (registration number 245421)**

Subject to resolution 3.1, the transfer of CCM to the CIO will require formal closure of the unincorporated charity 245421. This will remove the charity registration and cease all formal charity commission obligations such as filing reports and accounts. Subject to passing of resolution 3.1 and 3.2, all existing trustees and honorary positions will be re-elected to office for charity registration 245421 until its closure.

#### **Ordinary Resolutions**

4.1 The charity is required to present its Report of the Trustees and Financial Statements to Members at Annual General Meetings.

4.2 The Board of Trustees recommends the continued appointment of NSO Associates as Independent Examiners of our annual accounts

*4.3 To elect Trustees in accordance with Clause 7 of the Constitution of City of Chelmsford Mencap. Note this resolution will only be put to vote if a majority of the membership do not vote in favour of resolution 3.1 and 3.2.*

*4.4 To elect Honorary officers in accordance with Clause 5 of the Constitution of City of Chelmsford Mencap. Note this resolution will only be put to vote if a majority of the membership do not vote in favour of resolution 3.1 and 3.2.*