

Notice to AGM relating to amendments to the MCS Articles of Association

At the AGM, we will be asking members to approve by special resolution the replacement of MCS existing Articles of Association with new ones that make changes to:

- Ensure that they are fit for purpose and compliant with the latest legal requirements (Article 4.1, 4.1.4, 4.1.6, 4.1.8, 4.1.24(b), 4.1.24(c), 7.2, 7.3, 40.1.2, 64.3)
- Amend our objects to include educational and research activities (which were previously only in the powers), as they are key aspects of our strategy going forward and an important aspect of our fundable activities (Article 3)
- Amend our powers to include fund-raising (previously absent) (Article 4.1.2)
- Amend and clarify the provisions regarding trustees' terms, providing for maximum trustee terms of 6 years (Article 36, 39.2)
- Clarify some of the rules on Committee membership to facilitate Board Committee meetings (Article 46.1, 48.1, 49.1)

All these changes are set out in the new Articles attached to this note [here](#)

The MCS Board of Trustees approved all these changes in Board meetings on 15 June and 12 September 2018, and the Charity Commission has also given its approval, where required.

The following special resolution will be proposed for approval by the AGM on 6 November.

SPECIAL RESOLUTION

That the Articles of Association of the Company be deleted in their entirety and replaced by the Articles of Association attached to this notice in substitution for all former articles of association.

By order of the Board