

Evolving the BuDS Constitution

Introduction

BuDS continues to grow and develop, and our constitution needs to grow and develop too, so that the charity has a legal form which is suitable for the future. This paper asks for your views about a number of changes to BuDS' constitution, our governing document. You can find the Constitution on our website in the 'About BuDS' section.

1. Buckinghamshire... & Beyond

The BuDS constitution says that we will work 'principally within the County of Buckinghamshire excluding Milton Keynes ("the area of benefit")'. However, BuDS is now increasingly working outside Bucks. Four of our fastest-growing projects are already used by many people outside Bucks: Reach4Work, the Fair4All Card, the Hate Crime & Reporting Service, and our Information, Advice & Guidance project. We may soon reach the point where our work overall is not 'principally' within Bucks.

We have two choices. We can close our doors to disabled people who need our help because they do not live in Bucks, or we can change our constitution to allow BuDS to operate legally anywhere in England. Trustees recommend that we take the second choice. This would mean that our legal 'area of operation' would become 'England', rather than 'the County of Buckinghamshire excluding Milton Keynes'.

Changing BuDS' legal area of operation does not mean that BuDS would automatically become a national charity. Having the legal power to operate in England doesn't mean that BuDS *has* to work across England. In reality, nothing much would change. BuDS would continue to work principally in and around Bucks just as it does now, with some projects operating across the South East or Thames Valley, or nationally, when it's right and possible.

Members have to vote at the AGM in favour of changing the constitution so that BuDS' legal 'area of operation' is England. If members vote in favour, the Charity Commission would then need to approve the change before it takes effect.

2. Membership of BuDS

At the moment, the BuDS constitution says that only disabled people 'either living in Bucks or with a direct interest in Bucks' can become members of BuDS. However, BuDS is increasingly supported by many disabled people from beyond Bucks, because our work helps people outside our county borders. These people technically cannot become members of BuDS. Also, especially since we moved to remote working in 2020, many of our Trustees and volunteers (who are automatically counted as members) live outside Bucks.

We have two choices. We can close our doors to disabled people who would like to become supporters, members and volunteers of BuDS because they do not live in Bucks, or we can change our constitution to allow disabled people from anywhere in England to become members of BuDS. Trustees recommend that we take the second choice. This would mean that the constitution would say that 'Membership of the Charity shall be open to disabled individuals living in England'.

Changing who can become a member of BuDS does not mean that BuDS would automatically start recruiting members from across England. In reality, nothing much would change. BuDS would

continue to work as it does now, mainly in and around Bucks, but with the difference that any disabled person from anywhere in England who wants to join us would be able to do so.

Members have to vote at the AGM in favour of changing the constitution so that disabled people can join from anywhere in England. If members vote in favour, the Charity Commission would then need to approve the change before it takes effect.

3. Elected Trustees

Because currently only disabled people 'either living in Bucks or with a direct interest in Bucks' can become members of BuDS, elected Trustees of BuDS (who must be members) also have to live in Bucks or have a direct interest in Bucks. However, it is extremely difficult to recruit only Trustees who are disabled people living in Bucks or having a direct interest in the County. The number of disabled people living or directly interested in Bucks who have the time, skills and experience to become a Trustee is very small. As a result, 8 of 15 BuDS Trustee positions are currently vacant, including the vital Treasurer and Vice-Chair roles, and no suitable external candidates have yet put themselves forward to potentially take over as Chair.

We have two choices. We can close our doors to Trustees living outside Bucks, and accept that it will be hard to find and recruit enough Trustees to lead the charity forward. Or we can reach outside our County borders to disabled people with excellent knowledge, skills, experience, and a huge passion for equality and accessibility, wherever they live in England. Trustees recommend that we take the second option.

No separate change to the constitution will be needed for this to happen, as it flows automatically from the membership change above.

4. Non-Executive Trustees

BuDS has always appointed people with extremely strong knowledge, experience or skills to be non-executive Trustees of BuDS. Non-executive Trustees do not take an active day-to-day role in BuDS, but they bring their skill and knowledge into the charity as advisors and help the Trustee Board make the right decisions. It is sometimes hard to find a disabled person who has the right skills or experience to be a non-executive Trustee, and so we have always been open to appointing a very small number of non-executive Trustees who are not disabled people. Currently, of the 7 BuDS Trustees, only 1 is not disabled.

However, the constitution currently does not say anything about appointing non-disabled Trustees. For that reason, Trustees would like to make a small change which would regularise the appointment of non-disabled people as Trustees. Because BuDS is and will always remain a disabled-led charity, we propose that only 3 Trustees or 25% of the current Trustee Board (whichever is the smaller, rounding down to the nearest whole number) can be non-disabled people. This will require a new clause to be added to the constitution and approved by members at the AGM.

5. Changing the Name

BuDS is already much better known by its initials 'BuDS' than by its full name of Buckinghamshire Disability Service. As the charity continues to grow beyond Bucks, being called a 'Buckinghamshire' charity gets more confusing and less appropriate. Already, for example, people are put off getting a Fair4All Card because they do not live in Bucks, even though the Card is valid everywhere in the UK.

Trustees would like to propose that, over time, BuDS moves to call itself 'BuDS Disability Service', rather than 'Buckinghamshire Disability Service BuDS'. There would not be a big rebrand or launch, but a gradual shift over to the new name and an evolved logo as materials are reprinted and

websites updated. To do this, Trustees will ask the AGM to give them the authority to switch over to using the new name when they think the time is right, rather than doing it from the date of the AGM.

Members have to vote at the AGM in favour of giving Trustees the power to change the name of the charity. If members vote in favour, the Charity Commission would then need to approve the change as well before Trustees could take any action.

6. Changing the Legal Form

BuDS is currently what is known as an 'unincorporated association'. This legal form needs to change, as it is no longer appropriate for a much bigger charity with multi-year funding grants. The AGM agreed in 2018 that BuDS could switch over to becoming a registered charity (with exactly the same objects as the charity) in the form of a company limited by guarantee when the Trustees thought it was right to do so. This is the form that most bigger charities have.

Because the AGM has already given Trustees power to make this switch, there's no need for any further action, but you might like to know that Trustees have decided to take this step as soon as the constitutional changes above have all been put into place. This will take some time, possibly up to two years.

Summary

At the AGM, Trustees will ask members to approve or note the following:

- **Make BuDS' legal 'area of operation' England rather than just Bucks.** BuDS would continue to work principally in and around Bucks just as it does now, with some projects operating across the South East or Thames Valley, or nationally, when it's right and possible.
- **Allow disabled people to join BuDS as members from anywhere in England.** BuDS would continue to work as it does now, mainly in and around Bucks, but with the difference that any disabled person from anywhere in England who wants to join us would be able to do so.
- **Allowing BuDS Trustees to be disabled people from anywhere in England.** BuDS would continue to recruit only the best qualified and most passionate disabled people to become Trustees, but from anywhere in England rather than just in Bucks.
- **Permit a small number of BuDS Trustees to be non-disabled people.** BuDS has always recruited a few non-disabled people as Trustees if their skills and experience were vital for the charity and this change would allow this to continue, provided 75% of Trustees are always disabled people.
- **Allow Trustees to change the name of BuDS from 'Buckinghamshire Disability Service BuDS' to 'BuDS Disability Service'.** This gradual change over time would stop people being confused whether BuDS could help them or not.
- **Note that Trustees intend in due course to change the legal form of BuDS from an unincorporated association to a company limited by guarantee.** This is a technical legal change which is recommended for all larger charities, and which would not affect what BuDS does and how it helps disabled people.

Questions & Comments?

If you have any questions or comments about the changes suggested above, please do get in touch with BuDS. You can e-mail info@buds.org.uk, leave us a voicemail on 01494 211179 or message us through a social media platform.