



CONSTITUTION

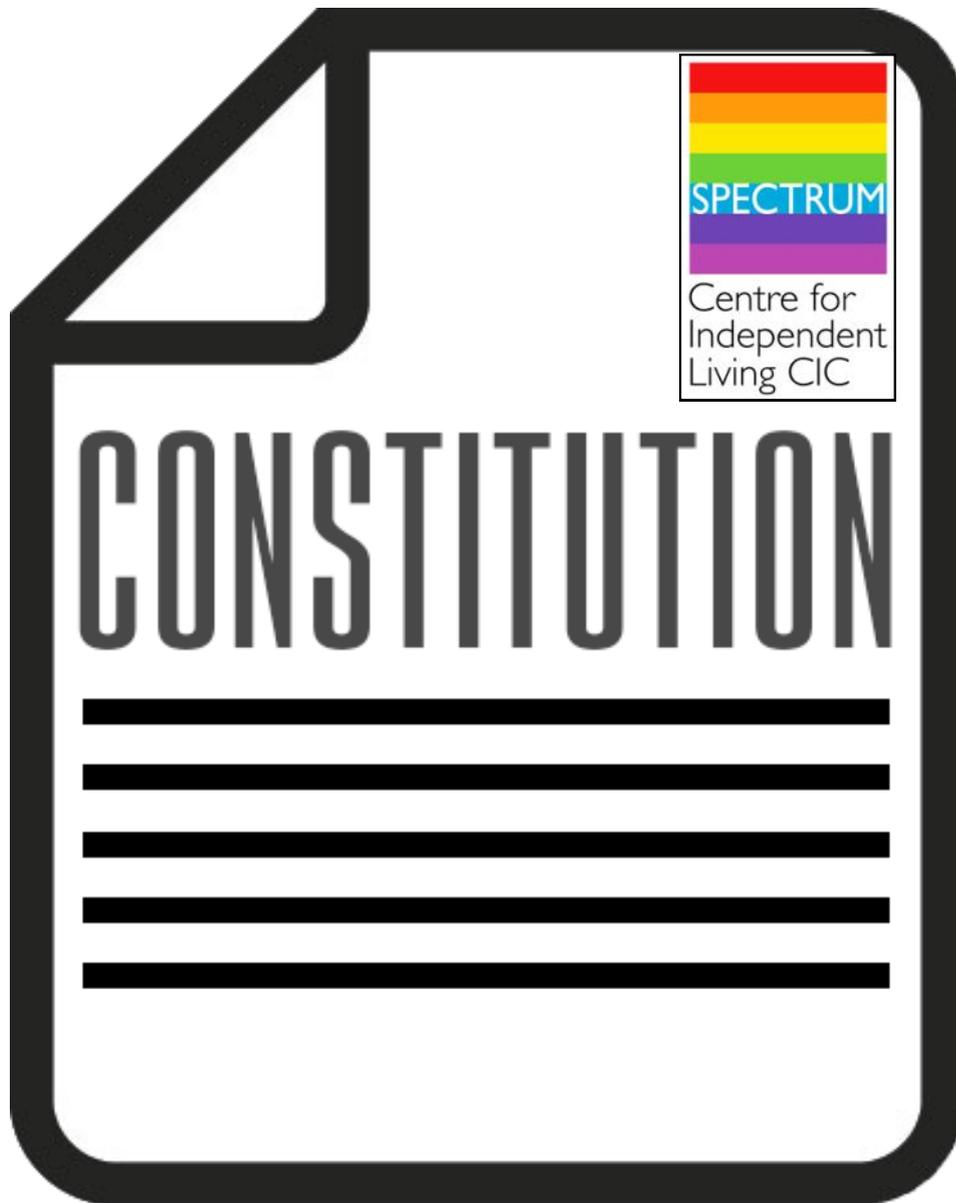
SPECTRUM NEWS

September 2016

Why we are proposing changes to
SPECTRUM's constitution?

Edited By Lesley Long-Price

Think you know
Disabled People...
Think Again



From the Editor:
Lesley Long-Price



Welcome to SPECTRUM's Special Constitutional change proposal Newsletter!

Welcome to this special members newsletter. We are proposing changes to SPECTRUM's constitution and want to get your opinions and views prior to the Extraordinary General Meeting on Saturday 22nd October (invite to follow) where the constitutional changes will be tabled.

This is a very exciting time for us as we are also operationally merging with our subsidiary organisations Unity 12 and SCIL Continuing Care. This will reduce operational duplication and make us more efficient i.e. by merging administration roles.

Our Chief Executive outlines why we are proposing the constitutional changes on pages 6 to 9 of this newsletter.

You can find the proposed constitutional changes outlined on pages 10 to 13.

You can contact us in various ways to ask us that burning question. We are holding a 'drop-in' session on Tuesday 4th October at Unity 12. But you can also contact us via telephone, email or you can write to us please see pages 14 to 15.

We look forward to hearing from you!

Planning for SPECTRUM's future And why we need to change our constitution



From Ian Loynes, SPECTRUM's Chief Executive

Dear Member

This Special Edition of our newsletter is for members only - As an organisation run and controlled by Disabled People, it is to our members that SPECTRUM is accountable, and it is you, as one of our members, who will decide how SPECTRUM develops in the future - To enable us to improve how we support you to Live Independently in the future, as we have done for hundreds of Disabled People over the last 32 years!

This newsletter special edition has been written to inform you about a number of changes that SPECTRUM's Management Committee (MC) & I feel we need to make to help ensure the future of SPECTRUM remains as successful as possible.

As a result of a strategic review over the last 12 months, we have identified a number of improvements we should make to ensure SPECTRUM's future - but in order for these changes to be made we also need to update our constitutional rules.



Changes to our constitution can only be made if our members vote to accept them. For this reason, we will be organising an EXTRAORDINARY GENERAL MEETING (EGM) on Saturday 22nd October for members to vote on these proposed changes.

SPECTRUM should be very proud of itself - in the current economic environment, we are seeing more and more not-for-profit organisations like SPECTRUM either closing down or having to merge with larger organisations to survive. Yet SPECTRUM continues to develop the work we do. As an organisation run and controlled by Disabled People we are proud that we continue to exist in an environment where many similar organisations have not.

But, as I have said previously, we will only survive if we continue to reflect the needs of our members, and the priorities of the organisations that fund our work.

Let me explain what changes are being proposed and why we think they will enable SPECTRUM to develop better in the future?

These are the improvements and changes we need to make to assure SPECTRUM's future - most of these will need constitutional changes:

- To work more closely with our two subsidiary organisations, Unity 12 & SCIL Continuing Care (SCILCC): Running each organisation as separate

Why we need to change our constitution

Continued...

organisations makes working together and sharing staff and resources difficult. We propose changing our constitutions so that all 3 organisations share the same aims, and that we operate as if we were just one organisation. This will result in better services that co-ordinate with each other more effectively. By pooling our staff and resources we can save money and spend more on front-line support services. These changes only affect Unity 12's and SCILCC's constitutions rather than SPECTRUM's but they will ensure that the work of our subsidiaries becomes more accountable to SPECTRUM's members in future.

- Bringing more skills into the organisation: SPECTRUM & our subsidiaries are now complex organisations, yet the structure of our MC has not changed much for over 20 years. We propose enlarging the MC to a maximum of 11 members to create more space for extra skills. We also propose that we allow up to 25% of the MC to be non-disabled people if the MC identifies a need for particular skills which we cannot find any Full Members to provide. This important change to our constitution will ensure that SPECTRUM is still run and controlled by Disabled People, but it will also allow us to bring up to 2 non-disabled people into the MC, if needed, to bring extra skills and experiences to our MC so that they can govern SPECTRUM better. However these changes ensure Disabled people remain firmly in control, and that the Chairperson must always be a Disabled Person.
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- Improving the way we govern SPECTRUM: To help improve how the MC governs the organisation, and to make it more accountable to our members, we propose making the following changes:
 - Increasing the financial limits for MC conflicts of interest from £2,000 to £5,000 per year. The old limit of £2,000 has not changed for over 20 years and needs to increase to account for inflation.
 - Requiring the MC to decide who they feel should be Treasurer and Company Secretary and then asking members to approve these appointments at each Annual General Meeting. This will help ensure that people have been selected based on their skills to do these jobs.
 - Requiring members to have been members of SPECTRUM for a minimum of 12 months before they can be elected to the MC (except if they have exceptional skills that the MC needs). We feel that this will ensure that members have time to learn what SPECTRUM does before considering the MC. It will be better for the individual and better for SPECTRUM.

Why we need to change our constitution

Continued...



- Improving our membership offer: SPECTRUM has always been a membership based organisation and we want to build significantly on how many members we have and what we offer those members. We also want to enable members to become more involved in what we do. Therefore, for the first time, we are creating a paid Information & Membership Officer role who will help us communicate better with members and organise events and other involvement opportunities for members to get involved with.

Additionally, we want to change the constitution in two important ways to help improve membership numbers, diversity and involvement:

- Currently, members have to be at least 14 years old before they can join SPECTRUM. We want to remove a lower age limit as we want to encourage more young Disabled People to become members.
- Create options for organisations to become members. We think we have a lot to offer businesses and other organisations - we also think we could raise funds by enabling organisations to become members of SPECTRUM. However, to ensure Disabled People remain in control, we will only allow organisations who are run and controlled by Disabled People to become 'full' members and be able to vote.
- Better membership meetings and AGM's. SPECTRUM prides itself on ensuring Full members are fully involved and fully informed on the issues they are asked to vote on. However, we want to get even better! - particularly at our Annual General Meetings (AGM's). We propose to change the constitution to:
 - Ensure members get between 21 and 28 days notice of AGM's - our current constitution is ambiguous on this issue, but we want to make sure that all members get plenty of notice of meetings in future.
 - Ensure that members can attend AGM's even if they cannot physically attend the meeting. This will include via video conferencing, via phone, via the internet or via any other method where they can express their views and cast their votes. This will provide many new ways for members to get involved. Our current constitution is out of date on these new methods for people to get involved in our meetings.
 - Improve options for members to appoint a 'proxy' to vote on their behalf if they are unable to attend a meeting. We want to allow members to appoint a 'proxy' at any time up to the start of the meeting in future. Up until now we have needed a week's prior notice which doesn't cater for members

Why we need to change our constitution

Continued...

being ill on the day. We didn't think this was fair.

- Clarify what a vote to 'abstain' actually means. Currently this is very ambiguous and has caused arguments in the past. We want to make it clear that an abstention vote does not count 'for' or 'against' a motion. In future a vote to abstain will not contribute to any totals when deciding if a motion has passed or failed.
- Better protection for staff and volunteer confidentiality: Currently, members are entitled to see any minutes and documents of any SPECTRUM meeting. Whilst we want this openness and transparency to continue, there are times when personal staff or volunteer issues are discussed which would not be appropriate to disclose, and disclosure could potentially break the Data Protection Act or employment law. We propose to change the constitution to allow SPECTRUM to remove personal confidential issues from minutes and documents before members get the opportunity to view them.

So, there we are - these are the reasons why we would like to make to our constitution to enable SPECTRUM to improve how it works in the future. The next 4 pages of this newsletter provides you with more technical information about what changes we are proposing to make.

However - as a member of SPECTRUM it is you that must decide if you are in favour of these changes being made. **YOU DECIDE!**

At the end of our AGM on the 22nd October, we will hold an EGM for you to decide if you want to vote in favour of these changes.



To help our members to talk about these changes, and to help you decide how to vote, we are providing a drop-in session and other ways to get involved. Please look at pages 14 & 15 for more information.

If you would like to read a copy of our old and proposed new constitutions so you can examine the changes in detail, please contact us and I will be happy to send these to you.

Thank you for reading this members only newsletter.

What are the proposed constitutional changes?

The following summarises the proposed constitutional changes:

1) Increase in the number serving on the Management Committee

The proposal is to increase the number of Management Committee who can serve on the Committee from 9 to 11.

2) Remove any minimum age for SPECTRUM Membership

The current age is 14, we propose that we remove the minimum age for membership to open up the organisation to younger Disabled People.

3) The proposal to allow 25% of members on the Management Committee (MC) to be non-disabled people

This is obviously a big change and may be controversial. But non-disabled people would only be able to serve on the MC if there were no Disabled People with the required skills available.

Should a non-disabled MC member be appointed , they serve either the standard fixed term of 3 years, or a fixed shorter term if the MC decides it more appropriate.

It should also be noted that a non-disabled MC member can only be appointed **if** the MC decides this is the only way to get specific skills the MC needs.

The Chairperson must always be a Disabled Person.

What are the proposed constitutional changes?

Continued

4) How long do you have to be a member before becoming a MC member?

The proposal is that you have to be a SPECTRUM member for at least one year before serving on the MC.

5) Financial conflict of interest level

We propose raising the financial conflict of interest level from £2,000 to £5,000 to account for inflation since this was agreed 20+ years ago.

6) Notice of an Annual General Meeting (AGM)

There must be at least 21 to 28 days notice of an AGM.

7) Selection process for MC Members

This proposal enables a selection process if MC wanted to, for instance to ask for members with particular skills to put themselves forward. We currently have no selection process

What are the proposed constitutional changes?

Continued

8) Organisational membership category

This would allow SPECTRUM to set-up a new 'organisational' membership category. If this proposal is agreed the MC will decide the rules so that only an organisation that is run and controlled by Disabled People will be entitled to 'full member' status, and therefore entitled to a vote.

9) Treasurer and Company Secretary

This proposed change will change what is already our working practice, the MC decides who they think should be Treasurer and Company Secretary, and the members at an AGM will be asked to approve the recommendation.

10) Participation at AGM's

This proposal allows members to participate in AGM's and other meetings via telephone or video conferencing if they want too. Up to now our constitution was ambiguous as to whether this was allowed or not.

11) Abstention voting

This proposal has been added to clarify the status of a vote to 'abstain'. Previously we have had difficulties when members had different interpretations of how abstentions should be counted. If agreed a vote to abstain will count as zero votes for and zero votes against, and will not count towards determining if a resolution is passed or lost.

What are the proposed constitutional changes?

Continued

12) Proxy voting

This proposal is that proxy votes will be accepted right up until the start of the meeting (i.e. If a member is poorly on the day, they could then appoint a proxy)

13) Confidential Human Resources (HR)

Confidential HR aspects of the Minutes of a meeting can be removed before any member saw them.

We want to consult with members on the proposed changes highlighted above. We want your opinions and views on the proposed changes, and to answer any questions you might have.

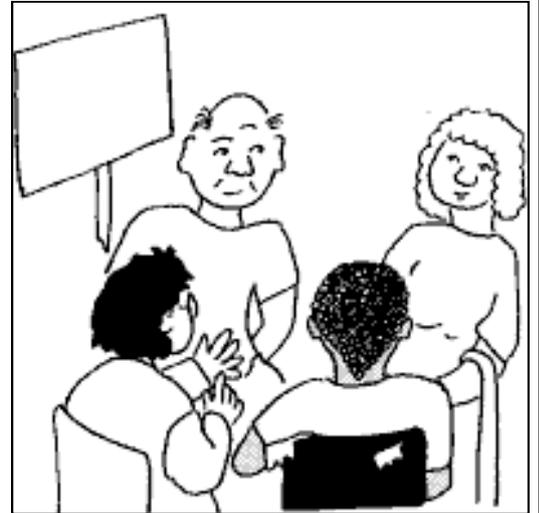
Please see over the page for ways you can contact us.

Ways to get more information? Continued

What is your burning question?

We want to give you as many opportunities to ask questions about the proposed constitutional changes as possible before the Extraordinary General Meeting on 22nd October 2016

We would like to invite you to a 'drop-in session at Unity 12, on 4th October 2016, at 12 Noon to 3pm for you to ask that burning question (buffet lunch provided). Steve Polden from the Management Committee will be available to answer questions.



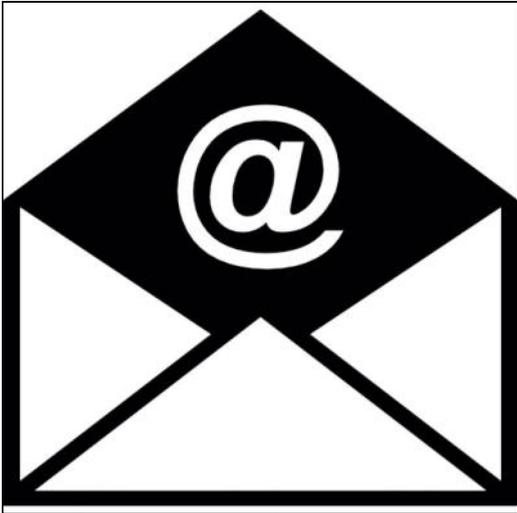
You can ring and speak to Lesley on: 023 8020 2635

You can send us your question by post. Please use the FREEPOST envelope provided and return it to us.



Ways to get more information?

Continued



You can email us by using this address:
Info@SPECTRUMCIL.co.uk

We will also ring some of you to get your views.

You have until 14th October to contact us

We look forward to hearing from you!



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