

ARTICLES, 2020 PROPOSAL VS 2017

Article number	Change	Comment
25.2	Currently a trustee stands down after 3 years and may stand again only if a majority of the “remaining...” trustees vote in favour. The required majority is currently 75% and we propose reducing this to an Ordinary majority	Since we have interpreted and clarified that the “remaining...” trustees who are entitled to vote are only those who are not in the group required to stand down, there are few of these and securing a 75% vote could result in just two, or even one, having a veto
25.3	Clarification that the 9 year maximum office term may not apply to es officio, eg wardens who sit on the board	Wardens do come back a second time, or may together with their term as a trustee exceed the 9 year maximum rule. As this refers to sitting “in any capacity” this is to provide clarification that time served as a warden is not included in this maximum term

RULES, 2020 PROPOSAL VS 2017

1.1	Advisory Group abandoned	The AG was set up for a specific purpose. If such a group of “wise heads” is needed, the President can call an ad hoc arrangement outside the Rules
3.2.3/3.4.3	President/Chairman nomination, if ratification is refused by the Congregation, goes back to the Board. The Board decision to resubmit (or not) is currently taken by 75% majority and it is suggested this be reduced to 2/3	Whilst this is an important Board decision, it is not a critical one and it was considered that 2/4 was appropriate (as opposed to the current 75% or a simple majority)
3.6	At present it does not say that a Chairman stepping down should retire from the Board	As a matter of good governance, it is recommended that a retiring Chairman does stand down, allowing for exceptional circumstances where a 2/3 of the board decision may permit him/her to stay on
3.8.6	Executive Group mandate and rules established	Whilst there was previous provision for an Executive Group, its mandate was not clear. This has now been clarified (please refer to the draft)
3.8.13	Obligatory Deputy Chair	Again for good corporate governance, it is suggested that the Chairman should be obliged to appoint a deputy within 3 months of his/her appointment
6.5.2	Duties of the Executive Director	Authority lines and levels of the ED to be determined by the Board on the advice of the Executive Group, in consultation with the Senior Rabbis

7.3/7/4/7.5	Co Senior Rabbis	Rules amended to allow for provisions relating to the appointment of Co SRs
12.1c(ii)C	Persons acquiring burial rights before 80 retain that right	To avoid accidental rights acquiring to a person who drop in and out of entitlement