

62ND ANNUAL GENERAL MEETING – 8TH NOVEMBER 2025



Special Resolution for Members:

It is good governance practice to review Articles periodically to ensure that they are still functioning for our organisation. Shoosmiths LLP has worked with The Wildlife Trusts to update template articles of association in 2025, and in conjunction with the five Welsh Trusts, has reviewed them in detail to ensure that they offer a straightforward approach to the governance requirements of a Trust. Through all Welsh Trusts choosing to adopt the same template articles, with relevant local amendments as necessary, this will facilitate the governance aspects of delivering joint working. At the same time, this aligned approach will also bring efficiency and effectiveness when reviewing and updating governance in the future and in developing associated policies and procedures.

Members are asked to vote on the following:

- a) **To adopt the new Articles including the revised Objects which have been approved by the Charity Commission on 25th September 2025.**

The Charity Commission has granted formal consent under s198(2)(a) of the Charities Act 2011 to amend the charity's objects to read:

2. **Objects**

2.1 The Trust's objects ("**Objects**") for which the Charity is established are for the benefit of the public:

- a) To advance, promote and further the conservation, maintenance, restoration and protection of:
 - (i) wildlife, their habitats and ecosystems
 - (ii) places of zoological, botanical, geological, ecological or scientific interest or of natural beauty or landscape value
- b) To advance the education of the public in relation to all aspects of a) above.
- c) To promote research and the dissemination of information in relation to all aspects of a) above.

A summary of all changes is:

	Current 2013 Articles Version A	Revised 2025 Version B
Alignment	Developed independently of other Wildlife Trusts with our own legal advice.	Benefitting from current legal advice to whole Wildlife Trust Federation
Revised Objects and Powers	Traditional list of charitable objects without mention of restoration and research.	Modernised into three core objects: conservation & restoration, education, and research. Powers are more clearly structured and aligned with Charity Commission guidance, including modern fundraising and advocacy provisions.
New Sections	No mention of Royal Society of Wildlife Trusts (RSWT) relationship.	Relationship with the Royal Society of Wildlife Trusts: A new clause formalises alignment and cooperation with RSWT.
On dissolution	No mention of RSWT	RSWT is mentioned alongside other Trusts or charities with similar purposes
Trustees	Minimum number 10 and maximum 14	Minimum number 5 and maximum 12 (as recommended by the Charity Governance Code)
AGM	Quorum of 10	Quorum of 20 (to account for our growth in membership)

Ends