



Barbican Centre Trust
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John Barradell
Town Clerk and Chief Executive of the City of London
Corporation
Town Clerk's Department
City of London
Guildhall
London EC2V 7HH

23 September 2022

Dear John,

I am writing to inform you that on the consultation of pro-bono solicitor Simon Cox of Norton Fulbright Rose LLP, the Barbican Centre Trust is proposing to update the Articles of the Charity. In this letter I will outline what the proposed changes are and how they may impact the City of London Corporation.

Apart from a general updating, the following changes/clarifications are currently proposed:

- Making it clear that no AGM needs to be held
- Putting the ability to hold virtual/hybrid members' meetings beyond doubt
- Including a definition of "electronic form" and related provisions
- Providing for Trustees/Directors to be appointed for an initial term of four years, renewable for a second term of 4 years by a Board decision. In exceptional cases the Board could approve a Trustee remaining in office beyond this period.
- Trustees will be able to resign their appointment at any time. They should cease to hold office if they become disqualified to be a director of an English company and their appointment could also be terminated in exceptional cases, by a decision of two thirds of the other Trustees.
- A Director can only resign by notice if at least two directors will remain in office when the notice of resignation is to take effect.

- Additional Trustees can be appointed by the Trustees without the need for them to resign at the next AGM (if there is one).
- Updating ex-officio appointment rules so that another member of the Barbican Centre Board nominated by its then current Chair can sit as ex officio
- The City of London Corporation shall also have the right to appoint and remove one further ex officio director and in doing so shall specify the relevant office by reference to which such appointment is made.
- Formalising the ability of the Board to appoint committees with specific tasks. It is not intended to amend the Articles to provide for wider membership.

Additionally to these proposed changes, there are certain further changes to the Articles for which we propose to seeking Charity Commission approval. These comprise an updated objects clause and updated wording relating to the scope and powers permitting directors' or connected persons' benefits. The new proposed objects are outlined below:

To support, promote and encourage people in London, the United Kingdom and globally to discover and appreciate the arts through:

(i) artistic, cultural and educational activities generally;

(ii) artistic, cultural and educational programmes and activities run by the Barbican Centre; and

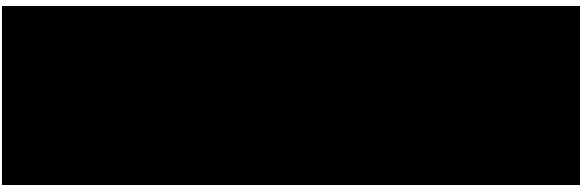
(iii) the maintenance and development of the Barbican Centre as a centre of the arts, culture and education,

in each case to the extent that such support, promotion and encouragement is of a charitable nature.

The Barbican Centre Trust has a provisional AGM meeting date of the 22nd November 2022 where we plan to pass resolutions to adopt these articles and approve the changes for submission following the meeting to the Charity Commission. Following the meeting we will send you a copy of the new articles being filed and the proposed changes as submitted to the Charity Commission.

Please can you pass on these proposed changes for decision to the City Corporation members, so that the Barbican Centre Trust can receive a formal response on the updated Articles ahead of the BCT AGM meeting on the provisional date of 22nd November 2022.

Many thanks, and please do not hesitate to get in touch if you have any questions.



Farmida Bi CBE
Barbican Centre Trust Chair