



Rules

Governing the

Triratna Buddhist Community (_____)

As adopted at the meeting on the of 20.....

The name of the association is The Triratna Buddhist Community (_____), in this document called “the Association.”

1. Objects

The object of the Association is the advancement of the Buddhist religion, in particular by:

- 1.1 Encouraging members and others to live in accordance with the teachings of the Buddha;
- 1.2 Supporting ordained members of the Triratna Buddhist Community and other duly ordained Buddhists, at the discretion of the Council of the Association;
- 1.3 Maintaining close communication with and working under the guidance of the Triratna Buddhist Order and in co-operation with other groups with the same objects; and
- 1.4 Using applications of the Buddha’s teaching to promote the health and well-being of all.

2. Principles

The Association shall operate in accordance with the following principles:

- 2.1 The Association is organisationally and financially independent from other groups with the same objects;
- 2.2 The Association respects all aspects of the Buddhist tradition and recognises the value of each, and intends to work in harmony with all other existing Buddhist groups and organisations;
- 2.3 The Association shall not, as such, be affiliated with any political party or organisation, and shall not take part in political activities except in accordance with guidelines issued from time to time by the Charity Commissioners of England and Wales;
- 2.4 The Association shall not be run for profit, and any surplus which may accrue from publications or other activities shall be devoted to the furtherance of its aims.

2.5 All decisions of the Association shall be made by consensus. Should this prove to be impossible to ascertain within a reasonable time, the decision shall be by majority vote, the Chair having the casting vote in the event of a tie.

3. Membership

- 3.1 Membership is open to those persons over the age of 18 years prepared to support these aims, in accordance with the membership policy of the Association, which must be made available to any applicant upon request.
- 3.2 Election to membership is in the hands of the Council whose Officers and Members must be satisfied as to the suitability of the candidates.
- 3.3 The Council shall keep a register of members, which must be made available to any member upon request.
- 3.4 Members are expected to support the work of the Association to whatever extent they feel able, and to pay such minimum subscriptions as may be acceptable to the Council.
- 3.5 Members are deemed to be cognisant of these rules, a copy of which is to be available for their inspection on request, and to assent to them.
- 3.6 Life members may be elected by the Council upon such terms as it may approve.
- 3.7 Honorary membership may be extended to those considered by the Council to merit it for their services to Buddhism.
- 3.8 Membership of all types ceases upon receipt by the Council of written resignation or by the refusal of the member to pay the minimum subscription acceptable to the Council. The Council reserves the right to determine the membership of anyone whose conduct, in its opinion, renders that member unsuitable for further membership. Such a member shall be given the opportunity to appear before the Council to state his or her case, but the Council's decision shall be final.

4. Council

- 4.1 The Council shall govern the Association and shall exercise all the powers of the Association not specifically reserved in these rules to the members of the Association in general meeting.
- 4.2 The Council shall consist of not fewer than 5, and not more than 15 Members, who shall be elected at the Annual General Meeting. Nominations for election, proposed and seconded by existing members, must be in the hands of the Secretary at least one week before the date of the Annual General Meeting.
- 4.3 Council Members shall serve as trustees of the Association for a period of one year, when they become eligible for re-election. All candidates for election to the Council must satisfy the Council that they are professed Buddhists.
- 4.4 A quorum of the Council shall be 3, or fifty percent of its members, whichever is the greater, and all members of the Council shall be notified of its meetings in reasonable time. If the number of Council Members is less than the number fixed as the quorum, the continuing Council Members or Member may act only for the purpose of filling vacancies or calling a general meeting.
- 4.5 Vacancies on the Council, including Officers, may be filled during the year by co-option, such members to hold office until the next Annual General Meeting.
- 4.6 Membership of the Council is open to members of the Association, in accordance with the policy for Membership of the Council, which must be made available to any Member of the Association upon request.
- 4.7 A Council Member automatically ceases to be a member of the Council if he or she:
- (i) is disqualified from acting as a trustee by virtue of section 72 of the Charities Act 1993 (or any statutory re-enactment or modification of that provision); or
 - (ii) is incapable, whether mentally or physically, of managing his or her own affairs; or

- (iii) ceases to be a member of the Association; or
- (iv) resigns by written notice to the Council; or
- (v) is removed by a resolution passed by all the other members of the Council after inviting the views of the Council Member concerned and considering the matter in the light of any such views.

4.8 A Council meeting may be held either in person or through suitable alternative means agreed by the Council in which each participant may verbally communicate simultaneously with all other participants. In either case decisions should be reached by consensus or majority voting according to the principles set out at (2.5)

4.9 A resolution which is in writing and signed by all members of the Council is as valid as a resolution passed at a meeting and for this purpose the resolution may be contained in more than one document and will be treated as passed on the date of the last signature.

5. Amendment of Rules

5.1 The Council may, in properly constituted meetings, amend these Rules and make or amend any by-laws which may be considered desirable, provided that:

- (i) no amendment should be made which shall cause the Association to cease to be a charity at law.
- (ii) no amendment may be made to alter the Objects if the change would not be within the reasonable contemplation of the members of or donors to the Association.

5.2 A copy of any resolution amending this constitution shall be sent to the Charity Commission within 21 days of it being passed.

6. Application of Income and Property

6.1 The income and property of the Association shall be applied solely towards the promotion of the Objects.

6.2 No Council Member shall receive any financial remuneration from the Association for his or her membership of the Council, nor shall any Council Member gain any profit from holding office. A Council Member may however be reimbursed for reasonable expenses incurred by him or her when acting on behalf of the Association, including those incurred fulfilling his or her duties as a Council Member.

6.3 Council Members, including members of the Triratna Buddhist Order, or other duly ordained Buddhists, may be employed to work for the Association. Financial remuneration may be given to them to cover the reasonable costs of food, accommodation, and other living expenses, and to enable them to attend Buddhist retreats.

6.4 Council Members who are also members of the Triratna Buddhist Order, or other duly ordained Buddhists, may receive financial support out of the income of the Association to enable them to practise Buddhism or advance the Buddhist religion. Such financial support may be given to cover the reasonable cost of food, accommodation, and other living expenses, and to enable them to attend Buddhist retreats.

6.5 The Council may only authorise the payment of direct financial remuneration or support or other financial benefit to Members of the Council, or any person firm or company connected with them, if the Council as a whole comprises a majority of Members who are not in receipt of any such benefit. If it is proposed that such a person receive any remuneration or other financial benefit then the Council must be satisfied that -

- (i) the work they do, or the services they provide, are in the best interests of the Association
- (ii) they are the best person to do the work or provide the service
- (iii) any discussion of the proposal is conducted according to a written policy for managing conflicts of interest. This policy shall include the provision that the Council Member concerned must absent himself or herself from any discussions of the Council in which it is possible that a conflict will arise between his or her duty to act solely in the interests of the Association and any personal interest (including but not limited to any personal financial interest) and take no part in the voting upon the matter.

7 Officers

- 7.1 The Officers of the Association shall be a Chair, Secretary, and Treasurer, and such other as may be determined by the Council.
- 7.2 Officers shall be elected by the Council at the first Council meeting after the Annual General Meeting, and shall hold office for one year and then become eligible for re-election. Officers may resign by informing the Council in writing of their wish to do so.

8. General Meetings and Annual General Meeting (AGM)

- 8.1 All members are entitled to attend general meetings of the Association in person.
- 8.2 General meetings are called by 14 days notice specifying the business to be transacted. Written notice of the AGM shall be sent to all members and to all local members of the Triratna Buddhist Order.
- 8.3 An Extraordinary General Meeting may be called at any time by the Council and must be called within 21 days after a written request to the Council from at least five members of the Association.
- 8.4 There is a quorum at a general meeting if the number of members personally present is at least three (or twenty percent of the members if greater).
- 8.5 Every member present in person is entitled to one vote on every matter, except for the Chair of the meeting, who has a second or casting vote. The Chair of the Council or (if he or she is unable or unwilling to do so) some other member elected by those present, presides at a general meeting.
- 8.6 An AGM shall be held in each calendar year, no AGM being held more than 15 months after the previous AGM, at which the members:
 - (i) receive the accounts of the Association for the previous financial year;
 - (ii) receive the report of the Council on the Association's activities since the previous AGM;
 - (iii) elect Council members to replace those retiring from office;
 - (iv) discuss and determine any matters of policy or deal with any other business put before them.

9. Powers

- 9.1 The Association shall have powers as specified in the Schedule of Powers which forms part of this Constitution. These may be exercised only in promoting the Objects.

10. Dissolution

- 10.1 In the event of the dissolution of the Association, after payment of all outstanding debts and liabilities, all assets shall be handed over to such charitable organisations with similar objects, or to such other Buddhist charitable organisations, as the Council may determine.

signed.....(date)

.....(Chair)

.....(Secretary)

.....(Treasurer)



9. Schedule of Powers

The Association has the following powers, which may be exercised only in promoting the Objects:

- 9.1 to hold services of worship and perform other devotional acts;
- 9.2 to organise lectures, broadcasts and courses of instruction;
- 9.3 to publish literature and other instructional material in any format, but nothing shall be published in the name of the Association without the permission of the Council being obtained;
- 9.4 to provide or assist in the provision of money, materials or other help of whatsoever kind in and towards the Objects;
- 9.5 to buy, take on lease or in exchange, hire or otherwise acquire any property necessary for the achievement of the Objects and to maintain and equip it for use;
- 9.6 subject to any consents required by law, to sell, lease or otherwise dispose of all or any part of the property held by the Association; In exercising this power, the Council must comply as appropriate with sections 36 and 37 of the Charities Act 1993, as amended by the Charities Act 2006;
- 9.7 to raise funds and invite and receive contributions, provided that in raising funds, the Association shall not undertake any substantial permanent trading activity and shall conform to any relevant statutory regulation;
- 9.8 to carry on trade in the course of carrying out the Objects;
- 9.9 to carry on temporary trade ancillary to carrying out the Objects;
- 9.10 subject to any consent required by law, to borrow money and to charge the whole or any part of the property of the Association with repayment of the money so borrowed. The Council must comply as appropriate with sections 38 and 39 of the Charities Act 1993, as amended by the Charities Act 2006, if they intend to mortgage land;
- 9.11 to co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the Objects or of similar charitable purposes and to exchange information and advice with them;
- 9.12 to establish or support any charitable trusts, associations or institutions in pursuit of the Objects;
- 9.13 to establish branches comprising members of the Association, such branches to be governed by regulations from time to time prescribed by the Council;
- 9.14 to make grants or loans of money and give guarantees;
- 9.15 to open and operate such bank and other accounts as the Council consider necessary and to invest funds and to delegate the management of funds in the same manner and subject to the same conditions as the trustees of a trust are permitted to do by the Trustee Act 2000;
- 9.16 to appoint and remove at least two but not more than four Council Members (or a corporate trustee registered in England and Wales) as nominee(s) for the Association to hold on its behalf and under the control of the Council any assets of the Association;
- 9.17 to insure the Association's property against any foreseeable risk and take out other insurance policies to protect the Association where required;
- 9.18 to insure members of the Council against any liability that by virtue of any rule of law would otherwise attach to a Council Member or other officer in respect of any negligence, default breach of duty or breach of trust of which he or she may be guilty in relation to the Association but excluding:
 - (i) fines;
 - (ii) costs of unsuccessfully defending criminal prosecutions for offences arising out of the fraud, dishonesty or wilful or reckless misconduct of the Council Member or other officer
 - (iii) liabilities to the Association that result from conduct that the Council Member or other officer knew or ought to have known was not in the best interests of the Association or in respect of which the person concerned did not care whether that conduct was in the best interests of the Association or not;

9.19 to employ paid or unpaid agents, staff or advisers;

9.20 to enter into contracts to provide services to or on behalf of other bodies;

9.21 to pay the costs of forming the Association;

9.22 to delegate any functions of the Council according to the following manner:

- (i) The Council may delegate any of their powers or functions to a committee of two or more Council Members but the terms of any such delegation must be recorded in the minute book.
- (ii) The Council may impose conditions when delegating, including the conditions that:
 - . the relevant powers are to be exercised exclusively by the committee to whom they delegate;
 - . no expenditure may be incurred on behalf of the Association except in accordance with a budget previously agreed with the Council.
- (iii) The Council may revoke or alter a delegation.
- (iv) All acts and proceedings of any committees must be fully and promptly reported to the Council.

9.23 to do anything else within the law which promotes or helps to promote the Objects;



Triratna Buddhist Community

Conflict of Interest

MODEL POLICY

If it is proposed in any item of business that a Council Member should receive a direct financial benefit from the Association, the Council must conduct that item according to the following policy for managing conflicts of interest.

1. If it is proposed in any item of business that a Council Member should receive a direct financial benefit from the Association, the Council Member must:
 - (i) declare an interest before discussion begins on the matter;
 - (ii) withdraw from that part of the meeting unless expressly invited to remain in order to provide information;
 - (iii) not be counted in the quorum for that part of the meeting; and
 - (iv) withdraw during the vote and have no vote on the matter.
2. If the item of business is such that the Council Member stands to receive a benefit from it, those Council Members who do not stand to receive the proposed benefit must be satisfied that it is in the best interests of the Association to contract with or employ that Council Member rather than with someone who is not a Council Member and they must record the reason for their decision in the minutes.
3. In reaching that decision the Council must balance the advantage of contracting with or employing a Council Member against the disadvantage of doing so (especially the loss of the Council Member's services as a result of dealing with their conflict of interest).
4. This policy does not prevent a Council Member from:
 - (i) buying goods or services from the Association upon the same terms as other members or members of the public;
 - (ii) receiving a benefit from the Association in the capacity of a beneficiary of the Association.
5. The purchase of indemnity insurance for all Members of the Council is permitted without reference to the above procedures.
6. Subject to clause (5) of this policy, all acts done by a Council meeting, or of a committee of Council Members, shall be valid notwithstanding the participation in any vote of a Council Member who:
 - (i) was disqualified from holding office;
 - (ii) had previously retired or who had been obliged by the constitution to vacate office;
 - (iii) was not entitled to vote on the matter, whether by reason of a conflict of interest or otherwise; if, without the vote of that Council Member; and that Council Member being counted in the quorum, the decision has been made by a majority of the Council Members at a quorate meeting.



Triratna Buddhist Community

Membership of Triratna Charities

MODEL POLICY

The following is a model policy for membership of Triratna charities, as required by section 3.1 of the Constitution. It is based on that adopted by the North London Buddhist Centre.

Introduction

In accordance with its constitution, the Council of the Triratna Buddhist Centre (____) has decided to establish a membership scheme and invites local Order Members to consider becoming members of the Triratna Buddhist Centre (____), ie the charity that runs the Centre.

The role of Members

Membership offers a means for a wider circle of Order Members to play a part in the development of the Centre.

Members will be entitled to attend general meetings and in particular the AGM, when the membership of the Council is decided. They will have a vote when Council Members (the trustees of the charity) are elected and can propose prospective new Council Members.

Members of the charity will have no legal responsibilities or liabilities and will not be directly involved with the running of the charity which will remain the responsibility of the Council.

Criteria for Membership

Members should be actively involved in the work of the Centre, either through teaching, supporting classes, or volunteering, and all members should be loyal and sympathetic to the Triratna Buddhist Community and Order.

Size of Membership

We would like the membership of the charity to be made up of a group of 10 to 20 members of the Triratna Buddhist Order. The present size of the membership will be taken into account when considering new applications for membership, but this shall not be a determining factor.

Membership of the Council: DRAFT MODEL POLICY

The Constitution specifies in section 4.6 that there should be a policy for membership of the Councils of Triratna charities. The London Buddhist Centre has developed a policy which is offered here as a template to other Triratna charities to use or amend as they choose. They say -

Guidelines for new LBC Council members (Jan 2011)

The LBC Council - its Structure and Spirit

Structure

Having a charity structure is not a principal choice, but a practical one: it is the most convenient worldly structure to define ourselves by, and brings certain advantages, such as society's recognition of the value of non-commercial aims.

Within this structure, LBC Council members, as trustees of the charity, have financial responsibility for the legal assets and running of the LBC mandala and its different aspects eg its businesses, communities, and Vajrasana, as well as the Centre itself. They also have relationships with other charities in the mandala, eg London Buddhist Arts Centre, Bodywise, Globe Project, Bodhi Tree.

They provide or oversee **four important functions**:

- considered checks and balances to ensure the charity's ongoing health (the traditional function of a trustee);
- generating the direction of the Centre and its different aspects;
- implementing the work of running both Centre and charity, and thus
- actively contributing to the positive spiritual life of the mandala.

Members of the Council are involved in generating direction and implementing work to be done, in addition to their traditional function as a trustee. It is therefore very important that Council members are willing to carry out the tasks of the Council as well as being in line with its principles and spirit.

Spirit

The principal choice (as different from the practical choice of a charity structure) is to involve people who are able to hold and maintain a clear sense of the spirit in which the Council operates, in line with Bhante's teaching and the methods and means he has encouraged, holding a reasonable balance between men and women. Council members have responsibilities to maintain and develop the centre and the mandala which has grown up around it as an expression of Bhante's Bodhisattva vow, lived out through his Order, in the context of Kalyanamitratā.

It is important, therefore, that Council members are people who

- deeply understand the Triratna tradition as a living and working thing; understanding the heart of what we do, not just the manifestations of it;
- recognise the Council's responsibility to bring in Trustees who understand these criteria, ie understand the basis of and reasons for this tradition, and be motivated to maintain it;
- are in harmony, and capable of restoring harmony should it diminish, with Bhante, the mandala, other council members. This asks for some degree of maturity and integration, and an active understanding of Going For Refuge;
- are able to understand and practice consensus - our way of operating;
- are able to take responsibility outside their own immediate area, with an active interest in the whole of the mandala;
- are able to apply themselves to the finances for the whole of the mandala;
- take an active role in the life of the mandala: eg at the LBC, Vajrasana, in the businesses, leading a class...;
- have active friendships and connections with a range of people in the mandala;
- ideally be known well by at least some people on the council over some years (eg to have lived, worked with, been in a chapter together);
- have considered their motivation for joining - any special interests? particular areas of change desired? willingness to take into account the Centre and charity *as a whole* and *in the light of Bhante's aims for the movement*?
- are able to come to meetings and retreats.

Long-term guidelines have included that a Council member should be -

- ordained more than 2 years (ie already be embedded in the Order and mandala, and able to take a broader perspective within them), and
- taking some responsibility in the mandala (ie committed, active and effective within it).

NB These are guidelines.

The Council holds the responsibility to choose other Council members, and this is a spiritual responsibility - it cannot be boiled down to a set of criteria, but needs to allow for the individual (eg someone may not have a specific responsibility in the mandala, but may be excellent to have on the Council).

The points listed above are considered to be more important than the presence of Council members with specific professional skills; if such skills are needed, the Council will find them in another way.



Notes to accompany the new recommended Constitution for Triratna Buddhist Centres

These notes accompany the new recommended Constitution for Triratna Buddhist Centres.

Process

The drafting process began by taking our original Constitution (still used by many Triratna centres) and building on it in the following way -

- collation of the various constitution-related issues that had arisen in various Centres over the years, plus associated correspondence with the Charity Commissioners
- comparison with the 'Precedent Constitution' drawn up when Surana and Dhammadassin worked for the Chairs
- comparison with the latest 'Model Constitution' suggested by the Charity Commission
- numerous discussions with Vajragupta, Mokshini, David Waterston (now ordained as Satyadasa) and others
- draft #6 was sent to the Charity Commissioners for their comment and approval in May 2011;
- Charity Commission approval was received on June 10th 2011. It was then presented to the European Chairs Assembly in August 2011, slightly modified, and re-presented to the Charity Commissioners; their approval for the final draft (version #7) was received on 05 September 2011.
- An unexpected hiccup occurred in February 2012 when Brighton submitted the new Constitution to the Charity Commissioners for approval, expecting it to be a formality. To everyone's surprise it was rejected. It turned out the members of staff who'd approved our model Constitution had left and the new people wanted one specific change made, namely that Councils could only ever support a minority of their Trustees. We had known this was an area of concern to them and so we agreed to this change. Their reasoning was that Trustees receiving support necessarily suffered conflicts of interest when it came to discussing support; if the majority were being supported, the Charity would never be able to discuss this area properly. Copies of the relevant emails and reference numbers are contained later in this document.

The new Triratna Model Constitution is now available for any Triratna charity to adopt immediately.

Suitability

This version is suitable for UK charities which are unincorporated associations - ie most of our Centres. However a few UK Triratna charities (eg Buddhafield) are also incorporated as companies and this version will not be suitable for them. Non-UK centres wanting to adopt it will need to review it and amend in line with their local laws.

What follows are a number of points relating to the new constitution. In several areas Centres will need to follow slightly new procedures or adopt new policies - these are highlighted in **bold**.

In summary, the new procedures and policies are -

- a new optional object for Breathworks-style activities
- a new policy for membership of the Charity (and need to keep up-to-date membership register)
- a new policy for managing conflicts of interest
- a new policy for Membership of the Council

They are described in more detail below.

Once the Centre decides it wishes to adopt the new Constitution, it will need to follow the same procedure as for our name change, ie resolving to adopt the new Constitution, then writing to the Charity Commission to gain their formal consent. The associated policies covering conflicts of interest etc will also need to be adopted by the Council but do not need to be sent to the Charity Commission.

Here is a "template" resolution that would be written into the minutes of a Council meeting:

"The Trustees AGREED to adopt the new standard Constitution for Centres belonging to the Triratna Buddhist Community and to write to the Charity Commission notifying them of this. A copy of the new Constitution is appended to these Minutes. The Trustees noted that this has been pre-approved by the Charity Commission in their emails of 10 June 2011 and 05 September 2011, ref C-325081-L074 : THE TRIRATNA TRUST : 293978 CC:02430689".

If the Centre wishes to adopt the new optional Object 4 (see next section) it will need a second resolution, a "template" for this is as follows:

"The Trustees also AGREED to write to the Charity Commission requesting permission to add a new Object to the Charity's Constitution, as follows - "1.4 Using applications of the Buddha's teaching to promote the health and well-being of all".

Objects

These are unchanged, except that a **new OPTIONAL object** 1.4 has been added to allow Bodywise/ Breathworks style activities.

Principles

This is a new section aiming to lay out our core principles, including the principle of decision-making by consensus. Apart from that, its clauses were all in the original constitution but scattered about. One important principle - that control of the Charity should be in the hands of the spiritually committed - is not listed here, but can be ensured through the Charity's Membership policy and policy for membership of the Council. See next section...

Membership of the Charity

Triratna charities have always, in principle, had members who were able to elect the Council each year at the AGM. Membership was generally open to all local Order Members but this was rarely spelt out and membership lists were often not up to date. The new Constitution requires Centre charities to have a **membership policy**, which must be made available to any applicant upon request (see section 3.1). This will probably be new for many Centres, and a model membership policy, based on North London's, forms part of this document. However each Centre is free to formulate their own. You will see that North London have opted for a slightly stricter policy than merely being an Order Member and living locally.

Having a policy means that people need to **apply for membership** and be accepted by the Council. New members can join at any time of year, so consideration of new members may need to be a standing item

of business for the Council (or a sub-committee if it wishes). What is important is that new members have been considered and are in place by the time of the AGM. Since the whole Council resigns at the AGM, it is not possible to consider new members at the AGM itself.

The Constitution also requires Centres to have a **membership register**, which must be kept up to date and made available to any member upon request. This matters as it's the members who re-elect the Council each year at the AGM. It is important to be clear who your members are at any time in case disputes arise!

Council membership

The new Constitution also requires Centres to have a separate policy for **Membership of the Council**. This reflects the fact that Council Members carry significantly greater responsibility for the practical and spiritual welfare of the Charity. The LBC has developed a sample policy which is contained in this document. Council Members carry the responsibility for managing their charity and approving new members; they therefore need to be well tuned in to the ethos and principles of Triratna as a whole. The Council is allowed to choose who does or doesn't meet its criteria for Council Members, but in the interests of transparency, the policy itself must be made available to any member upon request. All this is contained in section 4.6.

In practice, the way it will work is that at the AGM all Council Members resign, to be re-elected (or replaced) by the Members, but the shortlist of candidates standing for the Council will have been pre-approved by the Council before it resigns, probably at its last meeting before the AGM. This has implications for the timing of notice of the AGM, which is spelled out in more detail below.

Clause 4.7 (v) gives a way for someone to be removed from the Council - namely by unanimous resolution of all the other members. It is an 'emergency' clause and would clearly be invoked only after attempts to find consensus had completely broken down. Section 72 of the Charities Act 1993 deals with disqualification; see eg www.gvoc.org.uk/Advice/documents/23_000.doc.

General Meetings and the AGM

Clause 8.2 specifies that all local Order Members, whether members of the Charity or not, should be informed of the AGM. This ensures that once a year at least local Order Members will be reminded that they are eligible to apply for membership of the charity.

At the AGM all Council Members resign, to be re-elected (or replaced) by the Members, but the shortlist of candidates standing for the Council must be pre-approved by the Council before it resigns (as specified in 4.6). This means the Council must make sure it gives sufficient time for notice of the AGM to be given, and candidates for election to the Council to be received and considered by the Council before the AGM itself. This probably means giving a lot more than the statutory 14 days notice: I suggest that once the date of the AGM is clear, Centres work backwards with a calendar to see what notice period would work for them.

Supporting Council Members

Clauses 6.2, 6.3, 6.4, and 6.5 are important as they refer to the Centre's ability to support Order Members who are also Trustees (ie Council Members). This was ambiguous in our previous constitution and gave rise to most of the correspondence various FWBOs had over the years with the Charity Commission.

The new wording makes it quite clear that Order Members on the Council may be financially supported - either to work for the Centre or simply to practice Buddhism. What is new is that it also requires that the Centre must take such decisions according to a written **policy for managing conflicts of interest**. A model policy is also contained in this document. It also requires that there may only be a minority of Trustees financially supported by the Charity. Clause 6.3 spells out what 'support' means in financial terms; this is based on a constitutional amendment adopted by North London and accepted some years ago by the Charity Commission.

Schedule of Powers

This is a long list of standard powers taken from the Charity Commission's Model Constitution. Several of the clauses refer to limitations imposed by Government legislation; these are uncontroversial and further details may be found by Googling the relevant Act or following these specimen links:

- Charities Act 2006: www.ilmnet.org/ilm/resources/solicitor_factsheets/fs_s36.php or www.uk-charities-act-1993.co.uk/s-2
- Sections 38 and 39 of the Charities Act 1993, as amended by the Charities Act 2006: www.charity-commission.gov.uk/publications/cc28.aspx or www.charity-commission.gov.uk/About_us/Ogs/q022a001.aspx

These notes by Lokabandhu August 2011, revised May 2012.

Letters to Charity Commissioners (March 2011 - March 2012) and replies

From: LOKABANDHU

Sent: 12/08/2011

To: registrationapplications@charitycommission.gsi.gov.uk

Subject: RE: C-325081-L074 : THE TRIRATNA TRUST : 293978 CC:02430689

Dear Sarah-Jane,

You will remember we corresponded in June this year about a new Model Constitution for the 50 or so charities that make up the Triratna Buddhist Community in the UK; you kindly approved our draft on 10th June (cf your email below)

I presented this to our biannual Chairs Assembly this week and they accepted it subject to three small amendments which they requested me to make – a clarification, a simplification, and a slight shift in emphasis. I have now incorporated these into a new draft (draft 7) and attach it in the hope that you will again be able to ‘pre-approve’ it for us – at which point our Centres and other projects will, I think, be delighted to adopt it.

I attach it with the new changes highlighted in green; they are also summarised below -

2.2 The Association respects all aspects of the Buddhist tradition and recognises the value of each, and intends to work in harmony with all other existing Buddhist groups and organisations; [was “accepts” all aspects...]

4.8 A Council meeting may be held either in person or through suitable alternative means agreed by the Council in which each participant may verbally communicate simultaneously with all other participants. In either case decisions should be reached by consensus or majority voting according to the principles set out at (2.5) [“verbally” added to ensure telephone conferencing is ok; plus final sentence...]

6.2 No Council Member shall receive any financial remuneration from the Association for his or her membership of the Council, nor shall any Council Member gain any profit from holding office. [was “salary or other emolument”...]

6.3 and 6.4 are slightly changed to separate out financial remuneration for ‘being employed by the Association’ as opposed to receiving it to ‘practise Buddhism or advance the Buddhist religion’.

The only other change from the final draft you saw is that I have improved the formatting and removed the words ‘draft’ in one or two places.

I hope these changes are not problematic and that you will be able to confirm you are happy with them. We will then offer it to our member charities as an updated Model Constitution.

With thanks for your attention.

With all good wishes,

Lokabandhu

From: RTN Registration Applications [mailto:registrationapplications@charitycommission.gsi.gov.uk]

Sent: 05 September 2011 11:39

To: lokabandhu@googlemail.com

Subject: RE: C-325081-L074 : THE TRIRATNA TRUST : 293978 CC:02430689

Dear Lokabandhu

Thank you for your e-mail below.

Sarah-Jane has recently left the Commission and I have been asked to consider the revised model constitution.

I'm pleased to be able to tell you that we're happy with the amendments and I have made sure a copy is on our files.

Kind regards

Mark Edwards

Registration Division

Direct line: 01823 345006
Email - registrationapplications@charitycommission.gsi.gov.uk

----- Original Message -----

Dear Sir/Madam,

I work as adviser to a family of about thirty Buddhist charities in the UK, all Buddhist Centres. Each is an independent charity but they together make up the Triratna Buddhist Community. I attach a schedule of their names and charity numbers.

They have asked me to research and draft an update to their Constitutions so as to bring them more into line with current best practice. In many cases their constitution has not been significantly changed since the 1980s when most Triratna Buddhist Centres were founded.

I now writing to you with a new draft Constitution which I hope you will be able to check and confirm that it meets with your approval. In preparing it I have had regard to your Model Constitution (GD3 - Charitable Associations Model Constitution) and your guidance note CC36 (Changing your Charity's Governing Document), plus legal advice as needed.

We will then be able to recommend this new constitution for adoption by all those charities which are members of the Triratna Buddhist Community.

We hope that by submitting it to you at this stage for approval 'in principle' we can avoid the necessity of you checking a large number of separate applications.

I hope that you may be able to issue us with the statement found at the bottom of your form CSD1342 (Amendment to an Unincorporated Charity's Governing Document) to the effect that "The Commission is satisfied that the proposed changes to the governing document are in the interests of the charity and gives the trustees the authority to make them".

If you have any comments or wish to suggest any changes to the draft Constitution we would be very pleased to hear from you.

With thanks for your time and attention.

Yours sincerely, Lokabandhu

Triratna Development Team: m:07852.281750 h:01458 830957



encl (attached):

new draft Constitution for Triratna Buddhist Centres

original Constitution as currently used by most Triratna Buddhist Centres

schedule of Triratna Buddhist Centre names and charity numbers

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From: RTN Registration Applications [mailto:registrationapplications@charitycommission.gsi.gov.uk]

Sent: 10 June 2011 11:21

To: lokabandhu@googlemail.com

Subject: C-325081-L074 : THE TRIRATNA TRUST : 293978 CC:02430689

Dear Lokabandhu

I am writing to tell you that I have now received a response from HMRC and they have no comment to make about the draft constitution.

I will therefore arrange for our records to be amended to show that there is now an approved constitution for members of the Buddhist Community. So your members should be able to start using it from Monday.

Kind Regards, Sarah-Jane

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From: FC Email Team [mailto:enquiries@charitycommission.gsi.gov.uk]
Sent: 05 March 2012 14:00
To: lokabandhu@googlemail.com
Subject: RE: Attn. Kenneth Rogers [FRIENDS OF THE WESTERN BUDDHIST ORDER (BRIGHTON) - 273682 - (Invalid amendments) CC:07414331]

Dear Lokabandhu,
Thank you for your email of 15 February and the documents that were attached.
I can confirm that the revised constitution is in an acceptable format.
Please arrange for the Charity Commission's Online Form to be completed following the General Meeting at which the resolution to adopt the revised document was discussed. The Form can be found at <http://www.charitycommission.gov.uk/Amendments/Amendments.aspx>
Yours sincerely
Tony Robinson

----- Original Message -----

From: LOKABANDHU, XXXX
Sent: 15/02/2012
To: FC Email Team
Subject: Attn. Kenneth Rogers [FRIENDS OF THE WESTERN BUDDHIST ORDER (BRIGHTON) - 273682 - (Invalid amendments) CC:07414331]

Dear Mr. Rogers,

RE: FRIENDS OF THE WESTERN BUDDHIST ORDER (BRIGHTON) - 273682 - (Invalid amendments)
CC:07414331

I have been passed your email of January 20th addressed to Mr Garland of the Brighton Buddhist Centre. They are a member of the Triratna Buddhist Community's family of UK charities and were seeking to amend their constitution to the new Triratna Model Constitution as approved by your two colleagues Mark Edwards and Sarah Jane in their messages of 05 September 2011 and 10 June 2011 (Charity Commission ref RE: C-325081-L074 : THE TRIRATNA TRUST : 293978 CC:02430689).

However I understand you are not happy with the approved draft, specifically our Clauses 6.3, 6.4. and 6.5 and have asked our Brighton Centre to amend it. Since we wish the Triratna Model Constitution to be adopted by all our Buddhist Centres (approx 40 in the UK) they have asked me, as its principle drafter, to take this up with you and find a way forwards.

As I understand it your key point is that at present Clauses 6.3, 6.4 and 6.5 of our Model Constitution allow for a potentially unmanageable conflict of interest since they do not specify the maximum proportion of Trustees who may work for the Charity and be financially remunerated for doing so. As you say "[if the draft constitution stands] there would be no un-conflicted trustees to decide who would be employed or otherwise benefit under this provision - as the provision/potential to benefit extends to all members of Council". You have asked us to amend these clauses in line with the benefit provisions within your Model Constitution and this we are happy to do.

The key change requested, as I understand it, is that we incorporate into the Constitution a requirement that at all times a majority of Trustees must not be in receipt of financial remuneration from the Charity. This was in fact already laid out in our Model 'Conflict of Interest Policy' which was submitted to you as part of the supporting documentation for our Constitution; however to comply with your requirements it has now been moved and appears in the Constitution proper.

I attach a revised Model Constitution with the changes highlighted in yellow. You will see that some clauses have appeared in the Constitution and some which were in the Model Conflict of Interest Policy have disappeared - due to them being moved into the Constitution itself.

I hope the new wording is clear and acceptable to you.

I look forwards to hearing from you.

Yours sincerely,

Lokabandhu

Triratna Development Team: m:07852.281750 h:01458 830957