**QUAKERS IN SCOTLAND: DRAFT GOVERNING DOCUMENT JANUARY 2024**

1. Comments have been invited on a Draft Governing Document (henceforth DGD) which envisages that Quakers in Scotland should form themselves into a new Scottish Charitable Incorporated Organisation (SCIO) taking over the purposes and powers of the current charities. The main drivers of the proposal for a single body are difficulties and costs for the current charities of regulatory requirements, some shortage of volunteers for Trustee roles and the general Quaker desire to move to simpler structures. I offer below some questions arising from the DGD proposals on Type of Organisation, Purposes, Powers and Membership, and in conclusion some comments and suggestions.
2. There are 5 Scottish Quaker charities, excluding the Dundee Property Trust[[1]](#footnote-1): 4 Regional Area Meetings and the General Meeting for Scotland. The total membership is about 1300 members and attenders. Total assets are in the region of £5m, combined annual income is about £0.5m. The DGD has been constructed by combining requirements from the current governing documents of these Quaker charities with the OSCR template for SCIOs.

**Type of Organisation**

1. The DGD’s organisation would be a Scottish Charitable Incorporated Organisation. The Implementation Group has been advised that moving to SCIO status (as opposed to charitable status as unincorporated charitable organisations) would provide greater protection to the Friends serving as trustees and reduce the workload around employment contracts and property ownership.
2. It may however complicate the transition process, although it is hard to understand quite what that is going to involve. Would all 5 charities first convert themselves to SCIOs and then transfer into new SCIO or could they as charities move straight to join a new SCIO? I am not clear whether the two AMs who produce accrual accounts are companies (not unincorporated associations), in which case the conversion procedure becomes different again?
3. It appears that the requirements on Membership for SCIOs could result in 5 different types of Quakers – see below on Members.

**Purposes**

1. Clause 4 of the DGD carries into the new single body the current religious and charitable purposes of the 5 separate charities: see clauses 4.1; 4.2; 4.3; 4.5; 4.11, and to some extent also 4.4; 4.6; 4.8; & 4.10. The Options Analysis following the final report made it clear that individual local meetings would continue to carry out their current activities which are directed to these purposes. So why does the new SCIO have the same religious purposes as these organisations as opposed to a purpose of supporting and facilitating the work of local meetings?
2. If it is thought necessary to have these purposes to retain charitable status (on which advice should be taken) before the process of amalgamation is complete there will be a duplication of responsibilities with the unamalgamated charities. This will need, at the least, a temporary MOU setting out who will be responsible for what over what could be a period of at least two years.
3. In relation to 4.4; 4.6; 4.8; & 4.10 the new SCIO’s purpose should be about facilitating or administering these functions which will be carried out by local meetings and individual Members or Committees. Philadelphia Yearly Meeting provides a possible model for this, describing the purpose of its Administrative Council: *“With divine assistance the Administrative Council maintains the health and integrity of the finances, property, personnel, and long-term vision of Philadelphia Yearly Meeting. It ensures that resources are well managed in a sustainable manner….. (it) holds full authority and responsibility for managing the affairs of PYM except for the authority and responsibility assigned to the Quaker Life Council or reserved to yearly meeting in session, the yearly meeting officers, or staff. Its authority and responsibility shall include, but not be limited to: property, finance, budget preparation, audit, investments, development, grant-making, personnel and periodic strategic planning.”*  See <https://www.pym.org/administrative-council/>

**Powers**

1. Clause 5 is a list which seems exactly to describe the powers needed and what the activities of the amalgamated body should be. Clause 6 would be dependent on the local structures post amalgamation.

**MEMBERS**

1. I found this section (Clauses 11- 30) hard to understand, perhaps because of the use of the term Members. SCIOs are bound under statute to keep a *Register of Members* fulfilling certain criteria set out in Clauses 12-16 Members then are defined as those listed on the SCIO Register of Members. Clause 29 defines Attenders as ‘Quakers involved in the life of Quakers in Scotland who are not and do not want to be in formal membership’ and 30 says that Attenders can ask to be included in the book of Members and Attenders (not previously referenced in this document) and that if they cease to attend their details can be removed. The *Book of Members and Attenders* is a Quaker document compiled (at present) informally by GMS with the co-operation of local LMS and AMs. The following questions arise:
2. Will all those currently listed as Members in the Quaker book be required to go through the process set out in section 12-16 to become members of the SCIO?
3. Who will decide and how whether Attenders currently listed in the Quaker book can become members of the SCIO if they too apply ?
4. Who decides on listing and de-listing on the SCIO register?
5. Who in future will keep the Book of Members and Attenders?
6. If we have two separate lists – the SCIO register and the Book of Members and Attenders – we have potentially 5 classes of membership:
7. Member on the Register and listed in the Quaker book
8. Member not on the Register but listed in the Quaker book
9. Attender on the Register and listed in the Quaker book
10. Attender not on the Register but listed in the Quaker book
11. Attender neither on the Register nor in the Quaker books (but active Attender at an LM or Worshipping Group)

**Comments and next steps**

1. I fully support the notion of a single body charged with the financial and regulatory functions currently carried out by the 5 Scottish Quaker charities. I applaud the attempt to set out the practicalities of moving to a single body by drafting this Governing Document: it is a very useful starting point in attempting to set out what the proposed creation of an amalgamated body for Quakers in Scotland might involve, and indeed it is hard to see how else the Implementation Group could proceed. It has thrown up questions of structure and intent which for me need further exploration (or at any rate explanation) before we can deal with the questions of detail which are highlighted in the notes to the GBD.
2. Any single organisation replacing 5 (or 6) separate ones has some scope to streamline processes and make efficiency gains. I would like to understand quite why SCIO status is thought to have benefits of greater protection and reduced workload as opposed to charitable and company status: might ‘greater protection’ be dealt with by Trustee Insurance and limited guarantees?
3. Do these benefits outweigh the possible problems of transition and membership? The DBD does not mention that Quakers in Scotland are Members of Britain Yearly Meeting – so that might be a 6th category. Friends are members of local, area, regional and country regions and BYM: previously it has not been necessary to declare membership to Regulators. Might SCIO status impede moves to simpler structures, including the changes to the status of Attenders?
4. The next step might be to examine what other bodies we might need to fulfil Quaker religious and charitable purposes and how they would interact with a new unified Quakers in Scotland charity: this would help with questions about the number and type of trustees in the new body, how they would be selected, to whom they would be accountable and how often it would need to meet.

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13th March 2024

1. I am unsighted on the status of the Dundee Property Trust [↑](#footnote-ref-1)