

**Points raised in correspondence, at JLAM or in zooms by 20 September**

| <b>Point raised</b>                                                                                                                                                                                                                                                                                                 | <b>Response</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | <b>Action in relation to AoA</b>             |
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| We should not be a Charitable Company                                                                                                                                                                                                                                                                               | JLAM2025/19 (October 2025) minuted that QiL should use LQPT's registration as a Charitable Company Ltd by Guarantee as the easiest, quickest and least expensive way of merging.                                                                                                                                                                                                                                                                                                                                                                                                        | No change                                    |
| We should not have to be members of a Charitable Company                                                                                                                                                                                                                                                            | JLAM 2025/19 ' <i>The legal members of the charity will be all Quakers in membership in London, in line with the principles of spiritual Quaker governance</i> '.<br>We have found a way to give a few extra months so that everyone who wants to transfer their membership has a chance to do so.                                                                                                                                                                                                                                                                                      | No change                                    |
| Can't we have the LMs as members instead of individual Friends.                                                                                                                                                                                                                                                     | The members of every AM are the individual Friends in membership not the LMs. This is set out in Qf&p chapter 4.<br>An LM does not have a legal identity so it cannot be a member of anything.                                                                                                                                                                                                                                                                                                                                                                                          | No change                                    |
| We shouldn't have to fill in forms (particularly ones that say we are a member of the charitable company).<br>Some other AMs registered as Charitable Companies didn't ask members to fill in forms.                                                                                                                | We have had unequivocal legal advice that we have to do this. It's not just about membership of a Charitable Company, but also transferring data, making sure that we have up-to-date records and being clear who wants to receive what information.<br>The 2011 Charity Act & the General Data Protection Regulation (GDPR) that came into effect in 2016 both affect this merger and didn't apply to AMs registered before that.                                                                                                                                                      | No change                                    |
| It was said that those who don't sign the form will no longer be Quakers. A provisional measure is necessary so that their Quaker identity as members of the Religious Society of Friends is not forfeited because of a bureaucratic injunction of the proposed charity with whose proposed articles they disagree. | We realise that it's upsetting some Friends and can understand why. There are multiple reasons why Members do have to decide whether or not to be a member of QiL at some point - just as an individual Quaker in membership has to agree to move their membership from one AM to another when they move to another part of the country: no one else can make that decision for them.<br>We need to comply with GDPR (and there is particular sensitivity about data on religious affiliation), Company Law and what the Society of Friends requires. All three require active consent. | No change                                    |
| If a Member doesn't fill in the form, does this count as a termination of Membership?                                                                                                                                                                                                                               | We think we have worked out a legal way to allow more time for everyone who wishes to do so to transfer their membership, so that 31                                                                                                                                                                                                                                                                                                                                                                                                                                                    | No change to articles though we are going to |

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| Quaker Faith and Practice talks about how much care should be taken over ending membership. How is QiL going to approach this?                                                                          | December 2026 is no longer a hard deadline - though it will be easier if most Friends do it as soon as possible!                                                                                                                                                                                                                                                                                                                                             | be able to allow more time.        |
| Under what basis in QFP do we terminate membership for those that don't join QiL?                                                                                                                       | It depends why they don't join. If we can't make contact with them then it's b); if they have ceased to show any interest in the life of the Society it's a); if they chose not to fill in the form then its resignation because the old AM ceases to exist and they choose not to join the new one.                                                                                                                                                         | No change                          |
| We cannot allow the current GDPR rules to determine who is and who is not a member of the Religious Society of Friends.                                                                                 | Legal advice is that we must produce a register of members for the company after the merger is completed. This will require that only those in membership are shown on the register. Qf&p also requires that an accurate register of members is kept for each AM.                                                                                                                                                                                            | No change.                         |
| 8.1.1 defines members as 'those individuals who were, on the effective date, the relevant Area Meetings.' If that's the case, why do we have to complete a form to make sure that our membership moves? | Lawyers have flagged this point too and that the wording is not exact enough.                                                                                                                                                                                                                                                                                                                                                                                | Wording in 8.1.1 has been changed. |
| 8.1 Membership - hope that this stays as the draft shared with JLAM. It clearly describes the intention of the merger to bring all our Members together                                                 | We have received further legal advice on this point and have had to make some changes                                                                                                                                                                                                                                                                                                                                                                        | Changes made                       |
| It's wrong that only 7 Friends are needed to change the AoA                                                                                                                                             | This is the case with the current LQPT Articles where it's one person from each AM. In the QiL AoA, it is all in membership of QiL                                                                                                                                                                                                                                                                                                                           | No change                          |
| How can the constitution more fully reflect Quaker principles & practices as set out in Qf&p and enshrine more explicitly the primacy of Area Meeting.                                                  | How trustees and the AM work together isn't set out in detail in the Articles. QiL will follow what Qf&p chapter 4 says, refer to and further develop our own governance documents including terms of reference for the various committees, and experiment to see what works best. Trusteeship is not a separate authority standing above the Meeting, nor are trustees simply delegates of the membership. It is for all Quakers in London to make it work. | No change                          |
| The AoA should include more about the Quaker ways of operating.                                                                                                                                         | The AoA are our interface with the Charity Commission and Company Law. We have been able to include that decision making will be ' in the                                                                                                                                                                                                                                                                                                                    | No change                          |

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|                                                                                                                                                            | manner of Friends' and other key points. But for most of how we operate our source will be Qf&p.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |           |
| Where matters are the concern of Trustees for example finance & staffing, what is the role of the Area Meeting?                                            | Sub committees of trustees – including staffing & finance – will have trustee & non-trustee members; the committee will report to trustees, and directly to the AM when appropriate. Trustees will report regularly to QiL in session; the TARA will come to QiL & the budget & other matters as appropriate. Much that staffing discusses must be confidential for obvious reasons as will be some matters considered by other committees.<br>Committees like Elders & Pastoral Friends and Arrangements Committee will report directly to QiL (not trustees).                                                                              | No change |
| Can 3-14 Trustees sufficiently represent the whole of London?                                                                                              | Charity Commission advice is that trustee bodies should usually be 8 – 12 members; QiL AoA 25.1 states 10 – 14. Committees will include non-trustees which will help spread the workload. One of the aims of the merger has been to reduce the number needed to serve as trustees across London & to free energy for worship & witness. Trustees will have to consider carefully how best to engage with Friends through regular reporting & by other means.                                                                                                                                                                                 | No change |
| Can we be assured that where work needs to be done, we will first look for Quakers willing to offer service, as service is a valued part of being a Quaker | Great joy can come from service, but many are overburdened at the moment. The original driver for the pan London process was to reduce the burden on Friends. LQPT is getting increasing requests to take over work in relation to buildings that was previously done through service because the LM is no longer able to do it.<br>Although there will be slightly more staff overall than previously, & there should be less work overall with so many fewer trustees, treasurers etc, there is still much service needed from Friends. Nominations Committees are still finding it difficult to find Friends to fill roles at all levels. | No change |
| General meetings are unQuakerly and we shouldn't have them                                                                                                 | A Charitable Company must be able to change its AoA and this can only be done at a General Meeting under Company Law.<br>Discernment on almost everything else will be done at an AMfWfB.                                                                                                                                                                                                                                                                                                                                                                                                                                                    | No change |
| Make it really clear that General Meetings are needed very rarely so occasions where Attenders aren't able to take part would be rare.                     | The only occasions when a General Meeting <i>must</i> be held is to:<br>- Make changes to the Articles of Association                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | No change |

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|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | <ul style="list-style-type: none"> <li>- 'Remove any trustee before the end of their office whatever the rest of these articles or any agreement between the Charity and the trustee may say'.</li> </ul> <p>A General Meeting could be held as just one session of a normal MfWfB if appropriate.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |            |
| All AMfWfB should be held as a General Meeting                                                                                                                                                                                                                                                                                                                                                                                                                                          | <p>JLAM 2026/54 has minuted to follow the advice of LDG Legal subgroup on this matter.</p> <p>It is not clear that there would be any advantages in holding AMfWfB as General meetings. It is the opposite of what JLAM asked LDG to do which was <i>"to look further at what else is needed to reflect our Quaker practice and values"</i>. We can hold our AMfWfB according to Qf&amp;p whereas a General Meeting has to comply with Company Law. Other AMs registered as Charitable Companies don't hold their regular AMs as General Meetings.</p> <p>Company law states that non-members cannot vote. Given that we use discernment instead of voting anyone taking part in the discernment is doing the equivalent of voting so we can't have Attenders at a General Meeting or they would be de facto 'voting'.</p> <p>Changing AoA to say that every AMfWfB is a General Meeting reduces the AM's options as it would not then be able to meet in a 'normal' Quaker way. If needed a General Meeting can be called.</p> <p>Setting up a General Meeting is administratively heavy because the way &amp; timing of delivering invitations &amp; papers is tightly prescribed; and because the quota of members has to be rigorously noted etc.</p> | No change. |
| It would simplify the structures if all AMffB were General Meetings. That would confirm the non-hierarchical traditions of the Society in relation to the conduct of church affairs. Three major committees (Finance, Property and Employment Committees) are proposed to be answerable to trustees rather than to the AM. That is undesirable "because our business method depends on the widest possible participation by our members". The proposal if accepted could limit the AM's | <p>Holding all AMfWfB as General Meetings would not address your concern about committees like finance reporting to trustees – that would still be required under both company and charity law.</p> <p>Committees made up of 1or2 trustees and Friends with particular skills/experience can provide detailed scrutiny of information including figures and advice which can inform discernment by the Trustees and AM. Trustees are responsible for stewardship of assets and legal compliance leaving the AMfWfB to focus on wider Quaker concerns including strategic issues brought by Trustee to AMfWfB. If AM had to deal with all matters there would be no time for things spiritual and community (and AM would be very uninteresting for many Friends).</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | No change. |

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| <p>strategic and operational influence on those three areas of work which affect the life of the charity &amp; the local communities it serves. Trustees are members of the AM &amp; contribute to its discernment. If General Meetings are used to conduct all the business of the single London Area meeting governance structure is simplified, the legitimacy in the use of the Quaker business method is maintained and Quaker traditions of governance are upheld. In the unlikely event that a General Meeting is in unity in advocating an unlawful or imprudent action or policy the trustees as a body, which must include the AM treasurer, need not endorse nor finance it. It may take what further action it needs to take to exercise its responsibilities and accountabilities to the Charity Commission according to its own discernment. That does not negate the statement in <i>Quaker faith &amp; practice</i> 15.03 'The law may assume that authority for determining action passes to the trustees and the meeting may choose to do this. However, under Gospel Order, the ultimate authority will still lie with the gathered meeting.'</p> | <p>And see above</p>                                                                                                                                                                                                                                                                                                                                                      |                   |
| <p>At least two AMfWfB each year should be held as General Meetings.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | <p>While some Friends feel strongly that AMfWfB should be held as General Meetings, there are many others who want as few as possible to be held in this way. Anything written into the AoA must happen. Leaving the AoA as currently drafted allows QiL itself to discern whether and how many AMfWfB it wants to hold as a General Meetings in any particular year.</p> | <p>No change</p>  |
| <p>Given that the AoA say that meetings are held 'in the manner of Friends' shouldn't that</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | <p>The definition of 'In the manner of Friends' says nothing about Attenders being able to take part in decision making. Even if it did the</p>                                                                                                                                                                                                                           | <p>No change.</p> |

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| mean that Attenders can be there as that's what we normally do?                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | problem would remain that under company law, only members of the company can take the decisions.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |               |
| <p>The quorum should be lower to make sure that a meeting can take place when needed.</p> <p>The quorum should be higher - 30 members is less than three percent of the membership, making it possible that a small minority of people may be able to impose their views unreasonably.</p>                                                                                                                                                                                                                                      | Current draft says 'not less than 30'.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | Changed to 50 |
| 16.2 Allows for general meeting decisions to be made with the possibility of very few attending.                                                                                                                                                                                                                                                                                                                                                                                                                                | This provision is there to be used in extremis. Given that the requirements of notification are considerable, it should be possible to ensure that the quorum of members attend.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | No change     |
| Per centage of members needed to call a General Meeting should be fewer than 10%.                                                                                                                                                                                                                                                                                                                                                                                                                                               | <p>AoA said 'not less than 10% of members'.</p> <p>AoA also allows the QiL clerks to call a General Meeting or trustees</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | Reduce to 5%  |
| <p>1.1 defines the name of our organisation as "Quakers in London". However, this leads to an ambiguity (in 1.2, the definition of Area Meeting- "A meeting of the members of the Religious Society of Friends in London or such other place as the members shall decide". This could describe BYM or Yearly Meeting or any special Meeting open to members of the Society.</p> <p>Surely it should read: "a meeting of the members of Quakers In London, [held] in London or such other place as the members shall decide"</p> | <p>"Area Meeting" when used on its own is only referred to in the AoA in the winding-up clause [subject to change of Article 8]. We cannot amend this clause (51) before the merger because this would require Charity Commission approval, and the advice from Bates Wells was that this should include the associated definitions.</p> <p>Yes, the definition is overly broad but not in a way that should cause any harm or unintended consequences; it may reasonably be revised if QiL decides to proceed with further amendments in future that require Charity Commission consent.</p> <p>In contrast, any time that we mean an Area Meeting of the charity and worshipping community (that is, the event), we use the specific term "Area Meeting in Session". This is used consistently throughout the document and refers to either General Meetings or other Area Meetings (the event).</p> | No change.    |
| The objects give too much emphasis to managing Meeting Houses, appropriate for LQPT but not Quakers in London.                                                                                                                                                                                                                                                                                                                                                                                                                  | <p>Legal advice is that LQPT's articles are a good enough match with those of each AM to allow QiL to operate.</p> <p>Changing the articles would require Charity Commission permission which takes time.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | No change     |

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| Don't believe that the charitable objects of QIL accurately reflect the charitable objects of our KWAQM charity.                                                                | QIL should probably revise them at some point, but that decision & the timing of it is for QIL in session & QIL trustees and we can't pre-empt that.                                                                                                                                                                                                                                                                                                                                                                                                                 |                                         |
| 34 Quorum for the Trustee Body: a third of the Trustees subject to a minimum of three feels too low. The Charity Commission suggests one-third of your total trustees plus one. | The Charity Commission recommendation is one third plus 1 and we agree that's better than the previous draft.                                                                                                                                                                                                                                                                                                                                                                                                                                                        | Changed to one third plus 1; minimum 4. |
| At least one trustee has to be on every committee. Is this over controlling and an unnecessary burden on trustees?                                                              | For committees that hold delegated powers of the trustees (i.e. trustee sub-committees) there must be at least one trustee on each under both company and charity law. Having non-trustee members on each committee gives the opportunity to bring in specific expertise & to spread the workload.<br>Committees that report directly to QIL AM in session such as Arrangements and Nominations don't have to have a trustee on them.                                                                                                                                | No change                               |
| 33.1 Officers of the trustee body; Isn't the treasurer the treasurer to the company/charity, not the trustee body                                                               | This article explains that the Treasurer is a trustee, and that they – like the clerk – are directly appointed by the AM rather than by the trustee body. They serve QIL including trustees and the full AM.                                                                                                                                                                                                                                                                                                                                                         | No change                               |
| 21 Management . Business of the charity is managed by the trustee body. Suggest adding `which should conform to the general direction and discernment of the Area Meeting.      | Such wording would not be legal for any type of charity. We will have to make sure through the ways of working that we develop the AM and trustees work properly together and that matters that need wide discernment come to the AM in session.                                                                                                                                                                                                                                                                                                                     | No change                               |
| Concern about the use of terms including 'Proxy' and 'voting'                                                                                                                   | We have to include these terms in the AoA under company law although there is no intention of using them. However, the latest version of the AoA define 'in the manner of Friends' as 'the form of decision making described in the Book of Discipline and practised by Friends, in which the sense of the meeting is sought until unity is reached. A draft minute is then written to record the decision and read to the meeting. Those in the meeting may comment on the minute until unity is reached, and the minute becomes the formal record of the meeting'. | No change                               |

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| <p>'In the Manner of Friends - hope the definition could be edited. The final two sentences are highly abbreviated extracts of our practice &amp; not a full enough description of all that goes into our discernment.</p>                                                              | <p>We had retained the definition used in the LQPT Articles, but agree that the final two sentences could be better drafted. We have replaced them.</p>                                                                                                                                                                                             | <p>Definition of 'in the manner of Friends' reworded.</p> |
| <p>'Quaker' is defined as 'a member or attender'. 25.3 says trustees are appointed from 'Quakers in London Nomination Committee'. Should this committee contain those who are not members of the Religious Society of Friends?</p>                                                      | <p>The AoA doesn't define who can or cannot serve on the Nominations Committee. We don't need to go into that detail in the AoA and our practice will rely on Qf&amp;p and what we include in terms of reference. Those on Nominations Committee should be in membership, and that's clear in the terms or reference that JLAM agreed for them.</p> | <p>No change</p>                                          |
| <p>Clarification is needed in the Articles on how trustees are to exercise their legal authority including a statement on the relationship between the trustees' responsibilities &amp; the AM's e.g. re the charity incurring financial obligations and costs see 5a, c, e, w etc.</p> | <p>Extra detail in the AoA would not be usual. How things are done within the AM will be shaped by Qf&amp;p, our terms of reference and other QIL governance documents, and experimentation as an area meeting - with the AoA as one small element of that mix.</p>                                                                                 | <p>No change</p>                                          |