

Date: 11 September 2025

Ref: AGM2025Invite

Notice to Residents – Proposed Changes to the Constitution

Dear Resident,

We hope this letter finds you well.

We are writing to inform you of important proposed changes to our Constitution, which will be presented for vote at the **Annual General Meeting (AGM) on Tuesday 7 October 2025**.

Following a thorough review of our current rules, the Dovecotes Board—supported by independent legal advice—has proposed updates to ensure our Constitution is:

- Legally compliant with current company law
- Inclusive of all residents regardless of tenure
- Fit for purpose in supporting our community-led mission

Key Proposed Changes Include:

- **Clarifying our not-for-profit status** and ensuring assets benefit the Dovecotes Estate upon dissolution.
- **Introducing the term “resident”** to include tenants, leaseholders, and owner-occupiers equally.
- **Removing membership fees** – all tenant residents are automatically members.
- **Enabling proxy voting for** those unable to attend the AGM.
- **Updating board composition rules** – including a minimum of 5 and maximum of 11 members and limiting board membership to one person per household.
- **Replacing outdated terms and roles** (e.g., removing references to “Tenant Members” and the “Secretary” role).
- **Ensuring inclusive governance** – all board members must stand for re-election annually.

A full summary of the proposed changes is included with this letter and is also available on our website, in the office, or by request. We encourage all residents to review the changes and attend the AGM to cast your vote.

These changes are intended to strengthen our governance, improve transparency, and ensure our organisation continues to meet the needs of our community effectively. Key proposed summary and brief amendments are attached to this letter:

A full copy of the proposed revised Constitution is available and can be viewed on our website online via www.dovecotesmo.com or upon request at our office during normal working hours. We encourage all residents to review the changes and attend the AGM to have your say.

AGM Details:

 **Date: Tuesday 7 October 2025**

 **Time: 6pm**

 **Location: Dovecotes TMO Housing Office, 86 Ryefield, Wolverhampton, WV8 1UD**

Your participation is vital to the democratic running of our organisation, and we look forward to seeing you there.

Dovecotes Tenant Management Organisation

86 Ryefield, Dovecotes Estate, Pendeford, Wolverhampton, WV8 1UD

Telephone: **01902 522780**. Email: generalenquiries@dovecotesmo.com.

Website: www.dovecotesmo.com

Company Registration No: 05692344. VAT Registration Number: GB887270875

We welcome any observations on the proposed rule changes. Please submit your observation via email to generalenquiries@dovecotestmo.com or in writing to Nikki Rolls, Dovecotes TMO Housing Office, 86 Ryefield, Dovecotes, Pendeford, WV8 1UD by close of business **30 September 2025**.

Your voice matters. We look forward to seeing you at the AGM.

Thank you.

Warm regards,



Nikki Rolls
Chief Officer
Dovecotes Tenant Management Organisation

Attached:
Constitution amendments 2025

Changes to Constitution

Dovecotes Board have reviewed the rules of the company to ensure that it is in line with updates to legislation, fit for purpose and inclusive for all living on Dovecotes Estate.

The table below is a summary of the changes. This will be voted on by shareholders at the AGM since the board do not have the mandate to change the rules; only the shareholders do.

The rules are available on our website if you would like to read them in full to contextualise the changes proposed. The rules can also be collected in hardcopy in the office or viewed in the office.

We have taken independent advice on the rules and we believe that these changes will ensure that we are an inclusive organisation that operates within the legal framework of company law.

If you would like to discuss the proposed rule changes in more detail please contact the office.

We welcome any observations on the proposed rule changes. Please submit your observation via email to generalenquiries@dovecotestmo.com or in writing to Nikki Rolls, Dovecotes TMO Housing Office, 86 Ryefield, Dovecotes, Pendeford, WV81UD by close of business 30 September 2025.

Point	Reason
5. The Company is a not-for-profit and shall operate exclusively for charitable, educational, or community purposes within the meaning of applicable law. No part of the net income or assets of the company shall be distributed to or benefit any private individual or member thereof, except that reasonable remuneration may be paid for services rendered. Upon dissolution, any remaining assets shall be distributed for the benefit of the area known as Dovecotes Estate Pendeford	Insert: Outlining the nature of the business and its purpose
“Residents” means A person over the age of 18 who is either a tenant of Wolverhampton City Council or a tenant of a privately owned property. A person over the age of 18 who is either a freeholder or a leaseholder of a dwelling that was previously owned by Wolverhampton City Council	Insert: The term used for both tenants and leaseholders. By using this term we see all residents as one tenure and with the same right of access to being part in the community led entity

"Tenant" or a owner occupier	Add: tenure of tenancy of a person that rent from a privately owned property
"Owner occupier"	Add: leasehold owners since they are missing in the context of the current rules
4. The Board shall admit to membership individuals who have paid or agreed to pay the annual subscription, if any, and who are either tenants, or owner-occupiers resident in the Pendeford Dovecotes area of Wolverhampton City Council	Remove: there is no fee to become a member. Anyone that lives on the estate will become a member.
b) The Board shall place members after they have been accepted as members of the Company in one of the following categories hereinafter known as Interest Groups. (i) Tenant Members (ii) Owner-occupier Members	Remove: the term residents will be used which is an inclusive term that encompasses all tenure of residents on the estate
7. A member shall cease to be a member with no readmission	Add: with no readmission which makes it clear that when either (a) – (d) takes place there is no readmission regardless, position cannot be retracted.
7. (e) fails to pay any subscription set within 60 days; or	Remove: There is no fee
9. (d) (d) the fixing of annual subscriptions, if any;	Remove: There is no fee
19. A proxy appointment must be made using a written proxy form, signed by the appointing member, and submitted to [designated address or method] no later than [specific deadline, e.g., 48 hours before the meeting].	Add: there is no proxy voting however this amendment will enable proxy voting. Proxy voting is when a member for whatever reason cannot attend the AGM and want to ensure that their vote counts at the AGM.

20.	Remove
21. provided that no meeting shall be quorate unless three-quarters or more of members present are Tenant Members.	Remove: Residents is the tenure recommended going forward.
31. Number on the board	Change to: Minimum 5 and maximum 11
32. On the Board the Interest Groups shall be represented as follows: (a) Only one member per household / per family living in the Dovecotes Estate area of benefit can be appointed as a member of the board at any one time (b) Resident who live in the Dovecotes Estate area of benefit can be appointed as an elected member of the board Seven seats shall be for elected representatives nominated for election and elected by Tenant Members. (b) Two seats shall be for elected representatives nominated for election and elected by Owner-occupier Members.	Change: Ensure only one member per household or family can be a board member at any one time. This is in line with good governance to ensure that there is no bias in the decision making.
35. (a) All board members appointed under Article 31 are required to retire at each Annual General Meeting but shall be eligible to stand for re-election..	Add: this is to ensure that anyone has an opportunity to join the board and that it is not a selected group of people who are on the board. Remove: previous paragraph
36.	Delete

39. with no readmission	Add: to make clear that no member that meet the (a)- (h) cannot rejoin the board
46. The quorum necessary for the transaction of the business of the Board shall be one half of the Board,	Delete: the rest of the paragraph this is to ensure that resident is the tenure for all business
48. The Board shall elect a Resident as Chair	Change: from tenant to resident
50.	Delete: (a), (b), (c) there is a lot of personal information that does not meet GDPR
55. Secretary	Remove: the role of the secretary has change under company law and does not need a separate mentioning.
56. Delete Secretary	Remove: no need to separate mention of secretary
57. The seal	Delete: the company seal is mentioned in other parts of the rules and nowadays the seal is rarely used.
66. Delete secretary	As previously mentioned the role of company secretary has changed