

Report for: Cllr Erin Wolson, Cabinet Member for Culture & Leisure

Item number: 6

Title: Haringey Culture Collective governance: amendment to Articles of Association and appointment of independent Trustees

Report authorised by : Jess Crowe, Corporate Director for Culture, Strategy & Communities

Lead Officer: Kenneth Tharp

Ward(s) affected: N/A

**Report for Key/
Non Key Decision:** Non Key Decision

1. Describe the issue under consideration

- 1.1 This report seeks Cabinet Member approval for a minor amendment to the Articles of Association of Haringey Culture Collective (HCC), a charitable company established to support the delivery and legacy of Haringey's London Borough of Culture 2027 programme.
- 1.2 Cabinet approved the Articles of Association of Haringey Culture Collective on 15 July 2025. Following subsequent engagement with the Charity Commission as part of the charity registration process, it has been identified that the organisation's charitable objects require amendment before charitable status can be granted.
- 1.3 In order to be charitable, an organisation's objects must be worded precisely, must fall within recognised charitable purposes under the Charities Act 2011 and must accurately reflect the charitable purposes that the organisation will pursue. These principles have been established through charity law and case law over many years. The Charity Commission has recommended an alternative form of words which the Cabinet Member is asked to approve, set out at Appendix 1.
- 1.4 The Cabinet Member is also asked to approve the appointment of additional independent Trustees, following an open recruitment process overseen by the Board of Trustees of HCC. The biographies of the recommended candidates are set out in Appendix 2.

2. Cabinet Member Introduction

N/A

3. Recommendations

3.1 It is recommended that the Cabinet Member for Culture & Leisure:

- i. Approve the amendment to Article 4 (Objects) of the Haringey Culture Collective Articles of Association as set out in the Special Resolution attached at Appendix 1.
- ii. Authorise Haringey Culture Collective to take all necessary steps to implement the amendment, including completion of the Special Resolution and any associated filings with Companies House and the Charity Commission.
- iii. Approve the appointment of the recommended independent Trustees whose biographies are set out at Appendix 2.

4. Reasons for decision

4.1 The amendment is required to enable Haringey Culture Collective to secure charitable status.

4.2 In order to be charitable, an organisation's objects must be drafted with precision, must fall within recognised charitable purposes under the Charities Act 2011 and must accurately reflect the charitable purposes being pursued. Following consideration of Haringey Culture Collective's governing document, the Charity Commission has advised that the current objects should be amended before charitable status can be granted.

4.3 Approval of the amendment will support the registration of Haringey Culture Collective as a charity, provide greater clarity regarding its charitable purposes and ensure the organisation's governing document accurately reflects its intended activities.

4.4 Appointment of Trustees to HCC as a Council-founded charity falls to the Council, based on the recommendation of the organisation's governing body. The HCC Trustee Board on 27 May 2026 considered the outcome of the recent open recruitment exercise and recommended a shortlist of candidates for final interview by the Chair and CEO before final recommendations would be put to the Council for approval.

4.5 This is a non-key decision as it does not result in significant expenditure or savings and does not have significant effects on communities living or working in two or more wards beyond those already considered and approved by Cabinet when establishing the organisation. The Trustee positions are unpaid and voluntary.

5. Alternative options considered

5.1 Retain the existing Articles of Association approved by Cabinet on 15 July 2025

This option is not recommended because the Charity Commission has advised that the charitable objects require amendment before Haringey Culture Collective can be registered as a charity. Retaining the existing wording would therefore risk preventing Haringey Culture Collective from obtaining charitable status. This would have implications for the organisation's governance arrangements and its ability to operate as the charitable vehicle established to support the delivery and legacy of Haringey's London Borough of Culture 2027 programme. The proposed amendment is therefore considered necessary.

6. Background information

6.1 Cabinet approved the establishment of Haringey Culture Collective and its Articles of Association on 15 July 2025.

6.2 As part of the charity registration process, discussions have taken place with the Charity Commission regarding the organisation's governing document. Following review of the Articles of Association, the Charity Commission advised that the charitable objects should be amended to ensure they are sufficiently precise, reflect recognised charitable purposes and accurately describe the charitable purposes that the organisation intends to pursue.

6.3 The current objects clause contains three separate objects:

- Promotion of arts, culture and heritage.
- Advancement of education in relation to arts, culture and heritage.
- Relief of need arising through disadvantage.

6.4 The proposed amendment replaces the current objects clause with a revised charitable object:

"To advance the arts, culture and heritage for the public benefit and to advance education in the understanding and appreciation of the arts, culture and heritage, in particular by making them accessible to all sections of the community, in the London Borough of Haringey and surrounding areas, particularly but not exclusively in relation to Haringey's designation as London Borough of Culture 2027."

6.5 The proposed amendment more clearly reflects the organisation's overriding purpose of advancing arts, culture and heritage for the public benefit and advancing education in the understanding and appreciation of arts, culture and heritage. The amendment is technical in nature and does not change the organisation's intended activities, beneficiaries, strategic objectives or its role in supporting the delivery and legacy of Haringey's London Borough of Culture 2027 programme. It is intended to ensure that the organisation's governing document is consistent with charity law requirements and supports the successful registration of the organisation as a charity.

- 6.6 Following approval by Cabinet of the Special Resolution attached at Appendix 1, the amended Articles of Association and Special Resolution will be filed with Companies House and entered on the Register of Companies. Any necessary notifications and supporting documentation will also be provided to the Charity Commission.
- 6.7 As the proposal relates to a technical amendment to the organisation's governing document and does not alter policy, service delivery or expected outcomes, no public consultation has been undertaken.
- 6.8 Failure to approve the amendment presents a risk that Haringey Culture Collective will be unable to secure charitable status. Without charitable registration, Haringey Culture Collective would be unable to operate in the manner originally intended when established by Cabinet and could face reputational, financial and governance challenges. Approval of the amendment mitigates this risk by ensuring that the charitable objects reflect Charity Commission requirements and support successful registration.
- 6.9 The Haringey Culture Collective (HCC) Board was originally established with five Trustees comprised of three Council officers and two independents. The intention has always been to review the skills and expertise required to oversee the London Borough of Culture delivery and to expand the Board accordingly.
- 6.10 A full skills audit has been carried out by the existing Trustees, identifying gaps in areas such as cultural leadership, community representation, and specialist expertise including legal and financial experience. The Board agreed on both the targeted appointment of suitable individuals and the initiation of an open recruitment process to ensure transparency and representation.
- 6.11 On 13 April 2026, following initial targeted recruitment, two new Trustees were approved by the previous Leader of the Council and the open recruitment process was initiated. One of those new Trustees was subsequently unable to take up the appointment.
- 6.12 The individuals recommended for appointment by Cabinet are all Haringey residents or have a strong Haringey connection and bring a range of experiences and expertise which will enhance the skills and understanding of the Board and support delivery of London Borough of Culture. Their details and short biographies are set out in Appendix 2.

7. Contribution to the Corporate Delivery Plan 2024-2026 High level Strategic outcomes?

- 7.1 The proposal supports the Council's **Culturally Rich Borough** priority outlined in the Corporate Delivery Plan 2024-26 by strengthening the governance arrangements of Haringey Culture Collective, the organisation established to

support the delivery and legacy of Haringey's London Borough of Culture 2027 programme.

7.2 By enabling Haringey Culture Collective to secure charitable status, the amendment will help ensure the organisation can effectively advance arts, culture and heritage for public benefit and support cultural participation and education across the borough.

7.3 The proposal is also consistent with the principles of the **Haringey Deal**, supporting inclusive access to arts, culture and heritage through the revised charitable object, which promotes accessibility for all sections of the community.

8. Carbon and Climate Change

8.1 The recommendations contained within this report relate solely to the governance arrangements of Haringey Culture Collective. The proposed amendment has no direct implications for carbon emissions, energy consumption or climate change adaptation.

9. Statutory Officers comments (Director of Finance (procurement), Head of Legal and Governance, Equalities)

9.1 Finance

There are no financial implications relating to this technical amendment to Haringey Culture Collective's Articles of Association.

9.2 Procurement

Strategic Procurement has been consulted on the preparation of this report. There are no procurement implications arising from the recommendations set out at paragraph 3.

9.3 Legal

Under section 21 of the Companies Act 2006 a company has the power to alter the articles of association by special resolution. Section 283 of the Companies Act 2006 requires that a special resolution must be passed by a majority of not less than 75 per cent of the company's members.

Section 21(2) of the Companies Act 2006 requires that a company that is a charity is subject to additional regulatory requirements under sections 197 and 198 of Charities Act 2011. Section 197 of the Charities Act 2011 prohibits a charitable company from amending its governing documents in a way that causes it to cease to

be a charity. Section 198 of Charities Act requires that any changes of the articles of association must have the Charity Commission's written consent.

Legal confirm that the amendments to the articles of association comply with the regulatory requirements of section 21 of the Companies Act 2006 and sections 197-198 Charities Act 2011 since these changes have been suggested by the Charities Commission. The amendments are being made bona fide (in good faith) for the benefit of the company.

Section 30 of the CA 2006 requires that once the special resolution is passed to amend the articles of association a copy of the amended articles of association and the special resolution must be filed at Companies House within 15 days of being passed.

9.4 Equality

The council has a Public Sector Equality Duty (PSED) under the Equality Act (2010) to have due regard to the need to:

- Eliminate discrimination, harassment and victimisation and any other conduct prohibited under the Act
- Advance equality of opportunity between people who share protected characteristics and people who do not
- Foster good relations between people who share those characteristics and people who do not

The three parts of the duty apply to the following protected characteristics: age, disability, gender reassignment, pregnancy/maternity, race, religion/faith, sex and sexual orientation. Marriage and civil partnership status applies to the first part of the duty.

Although it is not enforced in legislation as a protected characteristic, Haringey Council treats socioeconomic status as a local protected characteristic.

The decision to establish Haringey Culture Collective was approved by Cabinet on 15 July 2025 as part of the delivery arrangements for Haringey's London Borough of Culture 2027 programme. In approving the creation of the charitable company, Cabinet recognised the opportunity presented by London Borough of Culture to celebrate Haringey's diverse communities, showcase the borough's rich cultural heritage, increase participation in cultural activity, and create opportunities for residents and young people from all backgrounds.

A core ambition of the London Borough of Culture programme is to widen access to arts and culture, ensuring that cultural opportunities are available to communities that are often underrepresented or face barriers to participation. The programme is intended to create opportunities for residents of all ages and backgrounds to engage with culture, develop skills, build confidence, strengthen community connections and access pathways into the creative industries. Cabinet also noted the potential for the programme to create a sustainable cultural legacy for the borough beyond 2027.

The proposed amendment to the Articles of Association does not change the intended activities, beneficiaries or objectives of Haringey Culture Collective. However, the amendment is required to secure charitable status, which the Charity Commission has advised cannot be granted under the current wording of the charitable objects. Approval of the amendment will therefore support Haringey Culture Collective's ability to carry out the public benefit purposes for which it was established and to deliver the inclusive cultural outcomes anticipated through the London Borough of Culture programme.

The revised charitable object specifically refers to advancing arts, culture and heritage for the public benefit and making these accessible to all sections of the community within Haringey and surrounding areas. This reinforces the organisation's commitment to inclusive participation and access to cultural opportunities.

No disproportionate adverse impact on any group with a protected characteristic has been identified. On the contrary, by supporting the charity's registration and long-term operation, the proposal is expected to contribute positively to the wider equalities objectives associated with London Borough of Culture 2027, including increasing access to cultural participation, education and creative opportunities across Haringey's diverse communities.

No Equality Impact Assessment is considered necessary as this proposal relates to a technical amendment to the charity's governing document and does not introduce any changes to service delivery, eligibility criteria or access to services.

10. Use of Appendices

Appendix 1 – Haringey Culture Collective Special Resolution (Amendment to Articles of Association)

Appendix 2 – Biographies of recommended Trustees

11. Background papers

1. Cabinet Report and Appendices including Articles of Association approved by Cabinet 15 July 2025: [Agenda item - London Borough of Culture 2027 Delivery Arrangements: Creation of a Charitable Company Limited by Guarantee | Haringey Council](#)