



**Amnesty International UK**  
**National Conference and AGM 2015**

# **DECISIONS**

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## **TREASURER'S RESOLUTIONS**

### **1 – FINANCIAL STATEMENTS 2014**

**Proposer:** AIUK Board

#### **This AGM DECIDES**

To receive the Financial Statements, the Reports of the Board and Auditor for the year ended 31 December 2014.

### **2 – APPOINTMENT OF AUDITORS**

**Proposer:** AIUK Board

#### **This AGM DECIDES**

To re-appoint BDO LLP as Auditor of the Company, to hold office until the conclusion of the next general meeting at which accounts are laid before the Company, and to authorise the Directors to approve the Auditor's remuneration.

## **SPECIAL RESOLUTIONS**

### **A1S - TO MOVE THE PROVISIONS OF THE MEMORANDUM INTO THE ARTICLES OF ASSOCIATION**

**Proposer:** AIUK BOARD

#### **This AGM DECIDES**

That, as required by company law, all substantive provisions of the Memorandum of Association of the Company be moved from the Memorandum into the Articles of Association, by:

- a) Deleting clauses 1 to 7 from the Memorandum and inserting them as new Articles 3 to 9 of the Articles of Association;
- b) Deleting clause 8 of the Memorandum and inserting it as a replacement of the current Article 44 of the Articles of Association (to be new Article 51 or, if the numbering of the Articles has been altered because of the passing of any of the other special resolutions in this notice, the corresponding Article)
- c) Deleting clause 9 of the Memorandum
- d) Deleting all references to "the Memorandum" and "this Memorandum" which appear in the Articles of Association; and
- e) Updating the numbering and cross-references in the Articles of Association to take account of the above changes.

### **A2S - TO ADDRESS THE USE OF GENDERED TERMINOLOGY IN THE MEMORANDUM AND ARTICLES OF ASSOCIATION**

**Proposer:** AIUK BOARD

#### **This AGM DECIDES**

That all references to 'he or she' in the Articles of Association be replaced by 'they', and all references to 'his or her' in the Articles of Association be replaced by 'their'.

### **A3S - TO UPDATE REFERENCES TO LEGISLATION**

**Proposer:** AIUK BOARD

#### **This AGM DECIDES**

That, in order to update references to legislation in the Articles of Association, Article 1.1.1 be deleted and replaced with the following wording:

‘1.1.1 “Act” the Companies Acts (as defined in Section 2 of the Companies Act 2006), in so far as they apply to the Company’

and that the headings of the Memorandum and the Articles of Association be replaced with the heading ‘The Companies Acts 1985 to 2006’.

### **A4S - TO CLARIFY THE DECISION MAKING PROCESS FOR REMOVING A DIRECTOR WHO FAILS TO ATTEND THREE CONSECUTIVE MEETINGS WITHOUT GOOD CAUSE**

**Proposer:** AIUK BOARD

#### **This AGM DECIDES**

That, to clarify the decision-making process, the current Article 31.1.8 (or if the numbering of the Articles has been altered because of the passing of any of the other special resolutions in this notice, the corresponding Article) shall be amended so that it reads as follows:

‘they fail to attend three consecutive meetings of the Board without good cause, as determined by a majority of the Directors’.

### **A5S - TO FACILITATE DECISIONS BEING TAKEN OUTSIDE OF BOARD MEETINGS**

**Proposer:** AIUK BOARD

#### **This AGM DECIDES**

That, in order to allow the Directors to take decisions outside of a meeting where at least 75% of the Directors are in favour of a decision, the current Article 36 (or if the numbering of the Articles has been altered because of the passing of any of the other special resolutions in this notice, the corresponding Article, with the cross-references below updated accordingly) shall be amended as follows:

- a) Article 36.10 shall be deleted and the following Articles renumbered accordingly; and
- b) Following the renumbering above, new Articles 36.12 to 36.15 shall be inserted which read as follows:

*36.12 The Directors may, in the circumstances outlined in these Articles 36.12 to 36.15, make a decision by a majority of three quarters without holding a Directors’ meeting.*

*36.13 If:*

*36.13.1 a Director has become aware of a matter on which the Directors need to take a decision;*

*36.13.2. that Director has taken all reasonable steps to make all the other Directors aware of the matter and the decision to be taken;*

*36.13.3 the Directors have had a reasonable opportunity to communicate their views on the matter and the decision to each other; and*

*36.13.4 at least three quarters of the Directors who are entitled to take part in the decision vote in favour of a particular decision on that matter, a decision of the Directors may be taken by majority of three quarters and shall be as valid and effectual as if it had been taken at a Directors’ meeting duly convened and held.*

*36.14 Directors participating in the taking of a decision by a majority of three quarters otherwise than at a Directors’ meeting in accordance with these Articles 36.12 to 36.15:*

- 36.14.1 *may be in different places, and may participate at different times; and*  
 36.14.2 *may communicate with each other by any means.*
- 36.15 *The Chair, or such other Director as shall be appointed by the Directors, shall be the chair of the process of decision-making in accordance with these Articles 36.12 to 36.15. The process shall include:*
- 36.15.1 *circulation of the proposed decision with an indication of the time period for discussion and the date by which Directors are asked to cast their votes;*  
 36.15.2 *the nomination of a person to whom all Directors' votes must be communicated;*  
 36.15.3 *if a majority of three quarters of the Directors vote in favour of the decision, the nominated person shall communicate the decision to all the Directors and the date of the decision shall be the date of the communication from the nominated person confirming formal approval; and*  
 36.15.4 *the nominated person must prepare a minute of the decision in accordance with Article 39.*
- c) *The numbering and cross-referencing in the Articles of Association be updated to take account of the above changes.*

#### **A6S - NOMINATION COMMITTEE CO-OPTION**

**Proposer:** AIUK BOARD

##### **This AGM DECIDES:**

That, in the current Article 22.5 (or if the numbering of the Articles has been altered because of the passing of any of the other special resolutions in this notice, the corresponding Article) of the Articles of Association of the Company the phrase "may co-opt one additional NC member" be replaced by "may co-opt two additional NC members".

#### **A7S - TERMINOLOGY**

**Proposer:** AIUK BOARD

##### **This AGM DECIDES:**

That, in order to reflect Decision 10 of the International Council meeting, in the current Clause 8 of the Memorandum of Association (or if the numbering of the Memorandum and Articles has been altered because of the passing of any of the other special resolutions in this notice, the corresponding Clause or Article), the term "International Executive Committee" be deleted and replaced with the term "International Board (or such other name as may be given to that body in the future)".

#### **ORDINARY RESOLUTIONS**

#### **A8 - CONSTITUTION AND STANDING ORDERS REVIEW**

**Proposer:** AIUK BOARD

##### **This AGM**

Commends the work undertaken by the Governance Task Force and Board to strengthen the quality of AIUK's governance, notes the intention of the Board to continue with this work and, accordingly, agrees THAT:

- a) the Board should complete a comprehensive review of AIUK's Constitution, informed by a wide-ranging consultation of members with a view to proposing a revised, updated Constitution to the 2016 AGM;

- b) the Board should ensure that any changes it deems significant are taken as separate Special Resolutions at the 2016 AGM; and
- c) concurrently, the Board should work with the Standing Orders Committee to review the Standing Orders so that these are revised to complement and support the new Constitution.

## **B1 - AI'S STRATEGIC GOALS 2016-2019**

**Proposer:** AIUK BOARD

### **This AGM:**

Welcomes the emphasis on providing a clear sense of direction for the movement that is focussed on impact;

Welcomes the inclusion of women's human rights, human rights education, human rights defenders and freedom of expression in the second draft of the Strategic Goals;

Calls on AIUK's Board to use its influence on the development of the strategic goals and theories of change before and during the 2015 ICM to:

- Ensure explicit reference to and balance between both "new" and "signature" issues;
- Make a more explicit connection between Economic, Social and Cultural Rights and Civil and Political Rights;
- Ensure that each goal is supported by a robust and achievable plan of action;
- Ensure that there are sufficient resources, including human resources at the IS, to deliver this plan of action;
- Provide enough scope for flexibility and locally relevant work.

## **B2 - STRATEGIC GOALS 2016-2019 (Trade Union Rights)**

**Proposer:** BATTERSEA AND WANDSWORTH TUC

### **This AGM**

**Notes** the long and proud record of AIUK in collaborating with trade unionists to deliver substantial and impactful human rights campaigns;

**Welcomes** the unique MoU we have with the Trades Union Congress, and our role supporting the movement globally on TU relationships and opportunities;

**Applauds** the contribution made by our local, student, youth groups, country coordinators and other activists to shared workers' rights cases;

**Believes** that our strategic goals should reflect opportunities for TU collaboration and partnerships.

**Calls** on the AIUK Board to use its influence before, during and after the ICM to:

Insert language into the strategic goals and theories of change that makes explicit these opportunities:

- Where the document talks of rights-holders, communities and civil society organisations: add "including trade unions" or "trade unionists" as appropriate.
- Where the documents references poor communities or economic exclusion: "economic inequality, "precarious, unsafe and vulnerable work", "workers' rights."
- Where the document lists identities "class" should be included

- References to accessing rights will usefully specify “the right to strike.”
- Under the goal on gender and equality, to specifically highlight education of girls and women.
- The goals should also refer to “new ways of organising and mobilising through partnerships and coalitions.”

### **B3 - AMNESTY INTERNATIONAL’S STANCE ON ABORTION - PRO - CHOICE**

**Proposer:** Chris Bovis

**Seconder:** Amy Foster

#### **This AGM INSTRUCTS**

The Board to

- 1.1. Commission research within AIUK to determine the views of the membership concerning Amnesty International's current stance on Abortion.
- 1.2. Determine whether the membership would support an action by the board to change the current stance from support of abortion in the cases of rape, incest, or when the life or health of the mother is threatened, to support in the case of choice (pro-choice).
- 2.1. That following a positive response from 1.1 and 1.2 that the AGM 2016 would be informed of this and the AGM 2016 would be allowed a vote on whether to proceed with a motion to the ICM.”

### **B4 - ADDRESSING IMPUNITY IN GUATEMALA**

**Proposer:** Giacomo Manca di Villahermosa

**Seconder:** Ellen May

#### **This AGM DECIDES**

That Amnesty International UK will further the 2014 AGM motion, whereby AIUK will conduct a campaign addressing impunity for human rights abuses in Guatemala, including:

- ending impunity for attacks on trade unionists and human rights defenders
- addressing indigenous rights (socio-economic, land, cultural rights) and women’s rights

We support the actions taken by AIUK to raise awareness of this issue through its May 2014 conference and its facilitation of a network of allied organisations for Guatemala, including the TUC.

To further this work, this AGM calls for AIUK to call on the IS to release a public statement supporting the call for a Commission of Enquiry (CoI) at the International Labour Organisation (ILO) to investigate abuses of workers and indigenous peoples rights. Amnesty cannot directly file a complaint. However, as an influential human rights NGO, we believe that Amnesty’s legitimacy would have a positive impact in ensuring that this CoI is viewed as a necessary investigation into fundamental human rights abuses. We also ask for Amnesty UK to call on the current network of allied NGOs for Guatemala and the wider NGO community to support the TUC’s advocacy of a CoI towards Britain’s government and the Confederation of British Industry.

## **B5 - VIOLATION OF THE RIGHTS OF COLOMBIAN ACTIVISTS, INCLUDING TRADE UNION LEADER HUBER BALLESTEROS**

**Proposer:** UNISON

Human and labour rights in Colombia have long been under attack. According to the International Trade Union Confederation (ITUC) Colombia is the most dangerous place in the world to be a trade unionist.

Murder, death threats and false public accusations are all used to intimidate and silence activists. The practice of 'false positives', where the Army murders civilians and then dresses them in guerrilla clothing to bolster stats, has left thousands dead and continues to occur.

Huber Ballesteros is one of Colombia's most well respected trade union leaders, and has been imprisoned without trial since August 2013 accused of 'rebellion' and 'financing terrorism'.

Mr. Ballesteros is vice-president of the agricultural union, FENSUAGRO, and an elected member of the National Executive of Colombia's largest trade union centre, the CUT, and his case is emblematic of the thousands of human rights activists who are repeatedly intimidated for their work for social justice and their support for marginalised groups.

We call on Amnesty International UK to advocate for Amnesty International to:

1. Campaign to ensure a fair trial for political prisoners in Colombia;
2. Conduct further research into the detention of Colombian trade union leaders, including Huber Ballesteros.
3. Consider sending observers to the trial of Huber Ballesteros when it eventually takes place.

## **C1 - THE UNITED KINGDOM: RENDITION AND TORTURE**

**Proposer:** COLWYN BAY GROUP

**This AGM DECIDES:**

That AIUK will commit staff and membership resources to ensure that British complicity in rendition and torture since 9/11 is subject to a fully independent judge-led inquiry which meets international human rights standards. AIUK will also seek to raise awareness of the Justice and Security Act 2013 and its implications for those seeking legal redress.

## **C2 - ASYLUM DETENTION IN THE UK**

**Proposer:** OXFORD CITY GROUP

**This AGM calls** on AIUK to strengthen its position on asylum detention by undertaking campaigns on human rights abuses associated with asylum detention, paying attention to concerns about the following areas:

- The Detention Fast Track and Detained Non Suspensive Appeals Process;
- The lack of a legal time limit to current detention practices which results in indefinite detention
- Promotion of alternatives to detention as outlined in Amnesty's 2009 publication Irregular Migrants and Asylum Seekers: Alternatives to Immigration Detention
- Promotion of greater judicial oversight and the rights and abilities of detainees to challenge the legality of their detention.

#### **C4 - AIUK WILL UNDERTAKE RESEARCH INTO THE WRONGFUL DETENTION OF TORTURE AND TRAFFICKING VICTIMS IN BRITISH DETENTION**

**Proposer:** University of Kent

##### **This AGM RESOLVES**

This AGM urges AIUK to acknowledge the challenges facing trafficking and torture survivors wrongfully held in immigration detention.

This AGM calls on AIUK to research the challenges facing trafficking and torture victims as part of any wider fact-finding venture on immigration detention. This research should include, but should not be limited to:

- a) The frequency with which victims of trafficking and torture survivors are detained in prisons and Immigration Removal Centres
- b) Failures of the National Referral Mechanism and the impact this has on immigration detention
- c) The prevalence of asylum claims rejected on the basis of torture and trafficking
- d) The frequency with which detained individuals are referred to local or national charities on grounds related to torture, trafficking, or other factors which render detainees legally unfit for detention
- e) The ramifications of new legislation on potential torture and trafficking victims, including the Immigration Act 2014 and potential future expansion of Britain's detention estate.

#### **DEFEATED RESOLUTIONS**

##### **C3 – ANTI-SEMITISM IN THE UK**

**Proposer:** Andrew Thorpe-Apps

**Seconder:** Barrie Hay

##### **This AGM CALLS**

On AIUK to:

- Campaign against anti-Semitism in the UK.
- Lobby the UK Government to do more to tackle the rise in anti-Semitic attacks in Britain, whether physical or verbal, online or in person. The UK Government should monitor anti-semitism closely and periodically review the security of Britain's Jewish population.