

MERGER FAQs

Why is a merger between the Friends charity and the Gallery charity being proposed?

The Friends was founded in 1954 when the Gallery was part of the Dulwich Estate. The Friends became a registered charity in 1990 and the Gallery became a charity in its own right in 1994. The Friends have played an important role in supporting all aspects of the Gallery - from front of house roles to arranging events and fund raising. After considerable discussion, the Friends Committee has come to the conclusion that the size of the Friends' membership, coupled with recent changes in the Gallery ticketing system and growing regulatory requirements, means that a volunteer led and managed organisation is no longer appropriate and is not sustainable in the long term.

Current regulations that the Committee has to follow in running the Friends' organisation:

- Charity Commission and the various Charities Acts
- The Fundraising Regulator and the fundraising code
- Data Protection Act 2018 (UK) and General Data Protection Regulations (EU)
- HMRC and Gift Aid legislation and guidance
- BACS Direct Debit regulations
- PCI compliance (Payment Card Industry)
- PSD2 (Payment Systems Directive)

Will I still get the same membership benefits?

Yes, the Gallery has committed to maintain the current benefits of membership and there will be no change as a result of the merger. The Friends will always be a highly valued part of the Gallery's community, continuing to receive benefits in return for their support. You will still be able to visit the Gallery and special exhibitions as often as you wish, and to bring a Family Guest, or Guests, according to your membership level.

Has the Charity Commission approved this merger?

Charity Commission approval is not required for the merger but they will be informed once it is complete.

What does the Constitution of the Friends say about closure of the Friends charity? Are you following it?

The Friends Constitution specifies that there must be a Special General Meeting (SGM) and a two-thirds majority of those members present and voting in person or by proxy is required.

Has the Committee taken legal advice?

The Committee has taken its own legal advice about the proposed merger from a major firm of lawyers who have been advisers to the charity sector for many years.

Is the Committee unanimous in recommending a merger?

Yes, it is.

What happens if the meeting does not support the proposed merger?

Having recommended a merger, in the event of a "no" vote the present committee members would give notice of their intention to resign. In order to allow the Friends to continue, they would remain in post until a new committee had been elected. This would take place at a further Special General Meeting which would be called as soon as practicable, probably within three to four weeks.

What will be the effective date of the merger?

There will be various administrative matters to finalise such as Direct Debit processing and Gift Aid so the effective date will need to be agreed between the Friends Committee and the Gallery. Friends will be notified of the outcome.

Will the Friends be able to vote on the proposal to merge?

Yes, there will be an SGM to vote on the proposal. This meeting will follow directly on from the AGM, which will be at 8:00pm on Wednesday 9 December via Zoom.

Will I be able to ask questions about the proposed merger?

Questions concerning the merger can be submitted in advance by emailing the secretary at friendssecretary@dulwichpicturegallery.org.uk by Wednesday 2nd December. At the SGM, the Chair will outline the reasons why the Committee is recommending the merger and will respond to the questions which have been submitted.

I won't be able to attend the Special General Meeting/ what if I'm still shielding?

There will be a system for recording proxy votes for those who cannot or do not wish to attend. Friends will be notified of the outcome. If you are shielding you can still attend the Zoom AGM/SGM.

I don't have access to Zoom. How can I vote?

If you are unable to join the meeting via Zoom, you can appoint a Proxy, who need not be a member of the Friends, to attend the Zoom and vote for you. In order to do so, you will need to email the Secretary, Heather Stubbs, at friendssecretary@dulwichpicturegallery.org.uk at least 48 hours before the start of the meeting, i.e. by 8pm on Monday 7th December, stating your name and membership number and the name of the Proxy, and providing an electronic or typed signature. The Proxy can then vote on your behalf at the meeting. We will be providing information on Zoom and Proxy voting on the AGM/SGM Agendas, on the website and in an e-Newsletter nearer the time of the meeting.

What about Data Protection?

The Friends and the Gallery currently share a database and are already joint controllers for the purposes of the Data Protection Act 2018.

Will I still be a Friend of Dulwich Picture Gallery?

Yes, the Gallery's membership programme will still be called Friends of Dulwich Picture Gallery.

Will I have to rejoin the Friends/Will I have to do anything?

Your Friends' membership will automatically be transferred to the Gallery.

I pay by Direct Debit; do I have to sign a new form?

No, your existing Direct Debit instruction will continue; you will receive notification that the name of the collecting party has changed but you will not need to do anything.

Do I have to make a new Gift Aid declaration?

No, your existing Gift Aid declaration will remain valid for the Gallery.

I've written a bequest to the Friends in my will. Do I need to change it?

There will be no change needed to your will but should you be changing it for some other reason, then you could refer instead to Dulwich Picture Gallery.

Who will be carrying out the membership administration?

Membership administration arrangements will remain the same including the email address friends@dulwichpicturegallery.org.uk and the telephone number 020 8299 8751. The Gallery's Head of Development will take overall responsibility for Friends matters.

Will I need a new membership card?

If you have renewed your membership then your card will remain valid and you can be scanned at the entrance to the Gallery as usual.

Will the cost of membership increase?

No, there will be no increase in membership fees as a direct consequence of the merger.

Will Friends events still be organised and by whom?

Yes, as now, (and subject to government guidelines) there will still be a variety of events and visits, including exhibition previews, organised by groups of volunteers from both the Friends and the Gallery.

Will Friends still get a discount on events?

Yes, there will be no adverse impact to your Friends benefits.

Will In View still be published?

Yes, In View will continue to be published as a regular magazine for Friends as now and you will also continue to receive regular eNewsletter updates.

I'm a Life Member. Will I still be?

Yes, your benefits will continue as now.

Will the Friends' Committee still exist?

The Friends Committee will no longer exist once the merger has been completed. However, the Gallery will set up a Friends' Advisory Panel to liaise between Friends and Gallery.

What will the Friends' Advisory Panel do, how big will it be?

It will act as a 'critical friend' and will consist of ten members. It will meet at least three times a year. A critical friend is someone who is supportive while providing honest feedback on the Gallery's decisions and activities.

How will members of the Friends' Advisory Panel be chosen? Can I join it?

The Gallery will set out a brief of the skills and experience required on the Panel and will ask for applications. The Gallery Trustees will then select the members of the Panel who will serve for a maximum of two years. Existing Committee members will not automatically transfer to the Panel, but they would be eligible for selection should they so wish.

When will the Friends Trustee Report and the Accounts for 2019/20 be published?

They will be available for the upcoming AGM.

What about the 1811 Club and the Desenfans Circle?

The existing Gallery Patrons schemes are unaffected by this proposed merger.