



## **NOTICE OF ANNUAL GENERAL MEETING**

Dear Member,

You are cordially invited to attend the Annual General Meeting of the Stratford-upon-Avon Society will be held on:

**Monday 18th May 2015 at the Falcon Hotel, Chapel Street, Stratford upon Avon**

The meeting will commence at **7.00 pm**.

After the conclusion of the formal business, at approximately 7.45 p.m., there will be a talk by Jandy Spurway on Clopton House. Jandy is a member of the Historic Society of Moreton-in-Marsh and has historic family connections with Clopton House.

### **AGENDA**

1. Apologies
2. Minutes of the Annual General Meeting held on 14th April 2014 (enclosed)
3. Chairman's Report
4. Hon. Treasurer's Report
5. Appointment of Independent Examiner 2015
6. Trustees Report and Accounts for the year ended 31st December 2014 (enclosed)

## 7. Special Resolution

It is PROPOSED:

Under the heading "Officers" in the Constitution, to delete the 1<sup>st</sup>, 4<sup>th</sup> and 6<sup>th</sup> paragraphs in their entirety and to insert the following new 1<sup>st</sup> paragraph:

"The management and administration of the Society shall be the responsibility of a General Committee of eleven persons who shall also be the Trustees of the Charity. These eleven persons shall be the Office Holders, being the Chairman, Deputy Chairman, Honorary Secretary, Honorary Treasurer and Honorary Membership Secretary and six other persons. All eleven persons will be elected from among the membership at an Annual General Meeting for a term of three years commencing at the Annual General Meeting in 2015. The Chairman, who may serve for a maximum of three three-year terms, shall have a second or casting vote in the event of an equality of votes cast at a meeting of the Committee. The Committee may fill casual vacancies arising among the Office Holders or other members of the Committee."

*See explanatory note below*

## 8. Election of General Committee Members and Office Holders for the period 2015-2018.

PROPOSED:

Kevin Bond	Chairman
John Scampion	Deputy Chairman
Richard Eggington	Honorary Secretary
Jon Craig	Honorary Treasurer
Ian Fradgley	Honorary Membership Secretary
John Deegan	
Joyce Bridges	
Peter Burgess	
Ian Prosser	
Robin Sankey	
Nicolas Walsh	

## 9. Any Other Business

10. The date of the next Annual General Meeting is to be advised.

### *Explanatory Note Agenda Item 7*

The Society is an unincorporated charitable trust and is governed by a trust deed drawn up in 1966. This deed identified five persons as being Trustees and as such they carry all responsibility and authority for the management and administration of the Society. In recent years the Trustees have sought to take advantage of the considerable expertise and enthusiasm among the membership by inviting other people to sit alongside them on a General Committee. Strictly speaking that Committee should be subservient to the five Trustees but in reality the Committee is the stronger and more competent body and it is also more representative of the membership.

The Charity Commission's latest guidance makes clear that a managing committee may include Trustee and non-Trustee members, providing that the Trustees are in a majority. The General Committee, having reviewed the position, believes that it would be artificial to draw distinctions between its members and that the simplest and most effective way to meet the Commission's requirements would be for all the eleven members of the Committee to become Trustees.

NB: This proposed amendment requires two-thirds of people attending the meeting to vote in favour and is also subject to ratification by the Charity Commission.

Richard Eggington  
Acting Honorary Secretary