



Company Reg. No. - 6846269; Charity Reg. No. - 1129699

## 2021 ANNUAL GENERAL MEETING of the PARTNERSHIP

Venue: Brockwell Centre, Pelton Fell

### **A Programme for Proceedings**

#### **A(i)** For the Annual General Meeting of the Partnership

Time	Occurrence
6. p.m.	AGM commences

#### **A(ii)** For the subsequent Meeting of the Board of Directors

6.30 p.m. approx.	Meeting of new Board to decide its officers etc.
7.30 p.m. approx.	Board meeting ends

### **B AGENDA for ANNUAL GENERAL MEETING on Wednesday 22<sup>nd</sup> September 2021**

**1 The Notice convening the meeting** will be taken as read

**2 Welcome** - Chair {Mrs L. Marshall}

**3 Apologies for absence** - Secretary {Mr. C. Reynolds}

**4 Minutes of Reconvened Annual General Meeting in 2020**

It is recommended that the Minutes of the Reconvened Annual General Meeting in 2020 be approved.

**5 Matters Arising**

**6 Annual Report of the Partnership on behalf of the Board of Directors for the financial year 2020/2021**

To receive the Annual Report.  
Introduction by the Chair and the Secretary.

It is recommended that the Annual Report for 2020/2021 be accepted.

**7 The Partnership's Accounts for the financial year 2020/2021**

To receive the Accounts, the Independent Examiner's Report and supporting documentation.  
The Treasurer {Mr. D. Simpson} to present the Accounts.  
The Independent Examiner's report will be taken as read.

It is recommended that the Accounts for the financial year 2020/2021 and the Independent Examiner's report thereon be accepted.

## **8 To Appoint the Independent Examiner for the financial year 2021/2022**

The Treasurer to propose that B. J. Straughan and Co., Chartered Accountants act as the Partnership's Independent Examiner for the financial year 2021/2022.

It is recommended that B. J. Straughan and Co., Chartered Accountants be appointed as the Independent Examiner of the Partnership's Accounts for the financial year 2021/2022.

## **9 Election of Directors to the Board of the Partnership for the period September 2021 to September 2024**

### **9.1 Retiring Directors – Re-appointment for the period 2021 to 2024**

The following Directors who have to retire at the end of this AGM have indicated their willingness to continue:

Name	Reason for retirement	Community Director
Mrs. L Marshal	End of 3yr term	
Mr D. Simpson	End of 3yr term	Yes
Mr. C. Reynolds	End of 3yr term	Yes
Mr S. Henig	End of 3yr term	
Mrs E. A Hall	End of 1 year term	Yes
Mrs. S-B Beetham	End of 1 year term	Yes

It is deemed under Clause 11.3 of the Articles of Association that Mrs. L. Marshal, Mrs. E. A. Hall, Mrs. S-B. Beetham and Messrs. D. Simpson, C. Reynolds and S. Henig be re-appointed as Directors for the period September 2021 to September 2024.

### **9.2 Vacancies To elect up to 8 Directors for a period of up to 3 years**

Nominations for election to fill the vacancies are required and will be dealt with as set out in Section IV of the NOTES to the Agenda {below}.

## **10 Any Other Relevant Business**

### **10.1 Meeting of the Board of Directors**

The next meeting of the Board will take place on 22<sup>nd</sup> September 2021 at the Brockwell Centre commencing at 1830 hours. {6.30 p.m.}

### **10.2 2021 Annual General Meeting**

It is recommended that the next Annual General Meeting take place on Wednesday 21<sup>st</sup> September 2022 at the Brockwell Centre at a time to be agreed.

## **NOTES to the Agenda**

### **I Quorum for the meeting**

Articles of Association (AoA) Clause 7 requires that 9 members entitled to vote be present.

### **II Voting rights and proxies**

AoA Clause 8 sets out the voting rights of Members

In accordance with Section 325(1) of the Companies Act 2006 a member who is entitled to vote is entitled to appoint one or multiple proxies to attend, speak and vote instead of him. In the event that a member appoints multiple proxies, the member may not appoint more than one proxy per vote.

A proxy need not also be a member.

### **III Qualifications for Directors**

AoA Clauses 9 and 13 detail the qualifications required for appointment as a Director and remaining as a Director. Of note are:

- 9.1 - Directors MUST be 18 years of age or older
- 9.3 - The number of directors must be at least 5 and not more than 15
- 9.4 - The majority of directors must be residents within the Area {See Art 1.1 where it is defined as the community of Pelton Fell, Chester le Street Co. Durham.} Referred to as **Community Directors**
- 13 - Reasons to be disqualified or removed as a Director

### **IV Retirement and Election of Directors at a General Meeting (AoA Clauses 11 & 12)**

Set out the procedure for retirement of Directors and also the nomination of persons other than a Director retiring by rotation as a Director

In brief, generally up to one-third of the Directors will retire by rotation at each AGM. The procedure for that is detailed.

Of note are:

- 11.3 - All retiring Directors should indicate their willingness or otherwise to continue. If willing the provisions of this article would then apply.
- 11.4/11.5} - Details the procedure for nomination of others for election at the AGM.  
12.2/12.3} In the event that further nominations are received, then, if possible the members of the Company will be notified in the period 6<sup>th</sup> September to 10<sup>th</sup> Sep 2021 for election under Clause 12.2/12.3.

Otherwise nominations will be dealt with under the provisions of Clause 12.4

### **V Criminal Record Bureau {CRB} checks**

In accordance with Partnership policy all Directors will be subject to an Enhanced CRB check on their initial appointment and if re-appointed after a break in service.