



AGM 25 October 2018

NOTICE is hereby given of the seventh Annual General Meeting of Crowborough Community Association to be held in the Crowborough Community Centre, Pine Grove, Crowborough on Thursday, 25 October 2018 at 7.30 pm to transact the following business.

The meeting will conclude with some light refreshments. Would you, therefore, please confirm if you will be attending,

AGENDA

1. Apologies for absence
2. Minutes of the AGM held on the 24 October 2017; to be agreed and to deal with matters arising. Copies of the minutes are available on the CCA website
3. Chairman's report, including updates on Pine Grove and Mead House.
4. Report from the Centre Manager on activities in the Centre.
5. To receive and consider the accounts for the period ended 31st December 2017 and the reports of the charity's trustees and of Taylorcocks (previously known as Russell New Limited) as independent examiners. Copies are available on the CCA website.
6. Examiners; to appoint Taylorcocks as the examiners of the company for the year ending 31 December 2018
7. Auditors' and Examiners' remuneration; to authorise the directors to set the level of Taylorcocks' remuneration.
8. Election of directors;
 - 8.1. One third of the serving directors are required to retire at the conclusion of each AGM; there are currently eight elected directors thus two are require to

resign, with those two being chosen as those with the greatest time as directors since they were appointed or, where relevant, re-elected. In pursuance of this provision, Clive Wilson and David Larkin are required to retire but being eligible, each offers themselves for re-election.

- 8.2. During the year, Janet Somers was co-opted as a director and Honorary Treasurer. As a co-opted director, she is required to resign at the end of the AGM but being eligible, will be proposed for election by the members at this AGM.
9. Such other recommendations as the board shall make, if any, for the appointment of additional directors.
10. Membership fees; to authorise the directors to set new membership fees from the year beginning after AGM 2019.
11. Special Resolution – to alter clauses in the articles of association
 - 11.1. Attached to this notice is a copy of the special resolution to be put to members. This precedent is drafted as a certificate of passing of the special resolution, which is necessary for the association to alter its articles of association. A 75% vote in favour of the resolution is required for it to pass.
 - 11.2. Wealden District Council have written to the CCA to say that they have no objection to the proposed resolution.
12. AOB – to be notified to the chairman not less than 24 hours before the meeting.
(chairman@crowboroughcentre.info)

Russell Wakefield

Company Secretary 11 September 2018

NOTE: Members have the right under S.324 Companies Act 2006 to appoint a proxy by written notice. To be valid, such a proxy must:

- i. state the name and address of the member appointing the proxy;
- ii. identify the person appointed to be that member's proxy and the general meeting in relation to which that person is appointed;
- iii. be signed by the member appointing the proxy; and
- iv. be delivered to the charity secretary before the commencement of the general meeting to which it relates.

Crowborough Community Association

A company limited by guarantee and registered in England & Wales.

Registered No: 7130145; Registered Charity No: 1134266

Registered office: Crowborough Community Centre, Pine Grove, Crowborough, TN6 1FE

THE COMPANIES ACT 2006

SPECIAL RESOLUTION

To alter clauses in the articles of association

Part A

Company name: Crowborough Community Association

Company number: 07130145

Charity Number: 1134266

At a general meeting of the above company, duly convened and held at:

Crowborough Community Centre

Pine Grove

Crowborough

East Sussex

TN6 1FE

On the following date: 25 October 2018

The following two resolutions listed in Part B were passed as special resolutions.

Part B

RESOLUTION

That:

(1) The following clauses in the articles of association shall be amended as follows: (Words in red and struck-through indicate proposed deletions from the text of the current articles.)

25 The number of directors but excluding those nominated by Crowborough Town Council ~~and Wealden District Council~~ pursuant to Article 34 (3) shall be not less than five or more than nine.

34(3) ~~Wealden District Council and~~ Crowborough Town Council (and their successors) may ~~each~~ nominate a person to act as a director of the charity by written notice signed by an authorised officer and similarly remove such person and appoint another in his or her stead. Upon

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receipt of such notice the Directors at their next meeting shall resolve to either appoint such person as a director or to remove such person as a director as the case may be.

- (2) The articles of association shall be altered so as to take the form of the articles of association attached to this resolution and are in substitution for, and to the exclusion of, any articles of association of the company previously registered with the Registrar of Companies.

.....
Chairman

.....
Date

NOTE

(1) This precedent is drafted as a certificate of passing of the special resolution, which the company must pass to alter its articles of association. It is a document to be signed by the chairman of the general meeting at which the special resolution is passed, certifying that the meeting was duly convened and the resolution duly passed. This document shall be forwarded to Companies House to show that the resolutions have been passed as required.