



Notice for the Annual General Meeting of The Hall Get Involved Ltd (Registered no 31628R)

Notice is hereby given that the seventh ANNUAL GENERAL MEETING of The Hall Get Involved Ltd, will be held on **Friday October 4th 2019** at 7.30pm at Exeter Street Hall, 16-17 Exeter Street, BN1 5PG, (doors open 7.00pm). The AGM will conduct the following business:

Agenda

1. Minutes of the last AGM
2. The Directors' Report
3. The Financial Report of The Hall Get Involved Ltd for the year 2018/19
4. Appointment of Auditors (if required)
5. Appointment of Directors
6. Resolution to transfer the business of The Hall Get Involved Ltd to Exeter Street Community Hall Ltd
7. Date and time of a special general meeting of The Hall Get Involved Ltd
8. Any other business

Please note that:

You have been invited to the AGM because you are a Member of The Hall Get Involved Ltd. The Hall Get Involved Ltd is a Registered Society (registration number 31628R) registered with the Financial Conduct Authority under the Co-operative and Community Benefit Societies Act 2014. (This 2014 Act replaced the Industrial & Provident Societies Act 1965 under which The Hall Get Involved Ltd was originally incorporated as a community benefit society.)

Only Members may vote. We need 5% of the Members (equivalent to 45 people) for the quorum. If there is no quorum by 7.30pm, the meeting will be adjourned for 30 minutes.

To help us estimate numbers and provide the optimal seating layout **please email secretary@exeterstreethall.org if you will be attending (giving your name as it may not always be obvious from an email address) and please say if you have any particular seating or access requirements.**

All papers will be available at www.exeterstreethall.org/agm-2019 from 7th September.

There will be six items on the AGM 2019 agenda to be voted on by Members:

1. Approval of last year's Minutes

Minutes of the 2018 AGM will be posted on our website from 7th September.

The Directors recommend that the Members vote in favour of approving last year's Minutes.

2. The Directors' Report

The Report will be presented at the AGM with time for discussion and questions. It will be posted on our website from 7th September.

The Directors recommend that the Members vote in favour of approving the Directors' Report.

3. Financial Report for April 2018 to March 2019 (part of the Annual Report)

The Report will be presented at the AGM with time for discussion and questions. It will be posted on our website from 7th September.

The Directors recommend that the Members vote in favour of approving the Financial Report.

4. Appointment of Auditors (if required) The Co-operative and Community Benefit Societies Act 2014 gives the Directors the option not to have an external audit of the current financial year's accounts. Instead the accounts are signed off by the secretary and two committee members.

*The Directors recommend that the Members vote **not** to have an external audit for the accounts April 2019 - March 2020.*

5. Electing the Management Committee of Directors for The Hall Get Involved Ltd.

At least one third of Directors, in order of longest serving, must stand down. They can be re-elected.

Current Directors

- Jo Camplisson, who is seeking re-election
- David Fellows, who is seeking re-election
- Norman Wright, who will continue as a Director
- Sunita Shier, who will continue as a Director

New Directors

There is an opportunity to elect new Directors (nominations to be received by 20th September). The nomination form for new Directors will be posted on our website from 7th September.

Current Co-opted Members of the Management Committee

- Dexter Coombe (Bar Manager)
- Graham Thomas (Secretary)

6. Resolution to Transfer the Business of The Hall Get Involved Ltd

In order for the Hall to remain charitable THGI needs to transfer its business to a new charitable community benefit society with a fully HMRC-compliant set of rules. This society, Exeter Street Community Hall Ltd, has now been set up and, after the transfer, will be owned and run by the same people as THGI, in the same way and for the same purposes. Background information will be posted on our website from 7th September.

To enable the transfer THGI shareholders must pass a transfer resolution at two general meetings. This resolution is being presented firstly at the AGM and then will be presented again at a special

general meeting to take place no later than a month after the AGM. The resolution, worded according to guidelines from the Financial Conduct Authority (FCA), is as follows:

This meeting of members of *The Hall Get Involved Limited* hereby resolves to transfer the whole of the stock, property and other assets and all engagements of the society to *Exeter Street Community Hall Limited* in consideration of *Exeter Street Community Hall Limited* issuing to each member of *The Hall Get Involved Limited* paid up shares equal to the amount standing to the credit of each member in the share ledgers of *The Hall Get Involved Limited* on the date when the transfer of engagements becomes effective.

The Directors recommend that the Members vote in favour of the resolution.

Special General Meeting

We need to hold a second General Meeting in order to confirm the transfer resolution. According to FCA rules this meeting must take place between two weeks and one month after the resolution is first approved. This meeting will be very short, but it does need to be quorate. The proposed date for this second General Meeting (which will be a short one) is **Sunday 20th October, 2019, starting at 7:30pm (in Exeter Street Hall).**

Any Other Business?

Members can ask questions on the day but if you have any specific matters you want discussed at the AGM under Any Other Business, please send a short written summary or question, and include your name and contact details, to:

Graham Thomas, THGI Secretary, 30 Buxton Road, Brighton, BN1 5DE
or email: secretary@exeterstreethall.org

Proxy Voting

If you are unable to attend the AGM, you have the right to give your vote to another Member to cast by proxy. Please complete the proxy voting form and give your form to your chosen proxy (who does not have to be a Member). The proxy must bring it on the night and give it to the tellers on the door.

Alternatively, fill in the proxy voting form and return it to THGI Secretary, Graham Thomas. He will count the votes and pass them on to the Chair of the AGM, who will act as a proxy for any Members requesting this. Return the form by **Tuesday 1st October** to:

Graham Thomas, THGI Secretary, 30 Buxton Road, Brighton, BN1 5DE
or email the scanned form to: secretary@exeterstreethall.org

The proxy voting form and related information will be available on the website from 7th September.

By Order of the Directors, The Hall Get Involved Ltd.