



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

Notice is hereby given that a **SPECIAL GENERAL MEETING** of The Hall Get Involved Ltd, will be held on **Sunday October 20th 2019** at 7.30pm at Exeter Street Hall, 16-17 Exeter Street, BN1 5PG, (doors open 7.00pm). The SGM will conduct the following single item of business:

Agenda

1. Resolution to transfer the business of The Hall Get Involved Ltd to Exeter Street Community Hall Ltd

This should be a very short meeting, but it is an important one. 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.

As this is a special general meeting our rules state that the only business the society can do is that which is identified in this notice. It will be possible for Members to discuss other items informally, but such items will not be part of the formal meeting and no further votes will be recorded.

All papers will be available at www.exeterstreethall.org/sgm-2019 from 22nd September.

Please note that:

You have been invited to this SGM 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.

There will be ONE item on the SGM 2019 agenda to be voted on by Members:

1. 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 is on our website at www.exeterstreethall.org/sgm-2019

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 (if passed at the AGM) 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.

Proxy Voting

If you are unable to attend the SGM, you have the right to give your vote to another Member to cast by proxy. Please complete the proxy voting form (available at www.exeterstreethall.org/sgm-2019) 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 **Thursday 17th 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 22nd September.

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