



## **Notice for the Annual General Meeting of Exeter Street Community Hall Ltd**

Notice is hereby given that the first ANNUAL GENERAL MEETING of Exeter Street Community Hall Ltd, will be held on **Friday September 18<sup>th</sup> 2020** at 7:30pm. The meeting will be held via Zoom videoconference (details below).

### **Agenda**

1. Minutes of the last AGM
2. The Directors' Report
3. The Financial Report for the year 2019/20
4. Appointment of Auditors (if required)
5. Election of Directors
6. Any other business

You have been invited to the AGM because you are a Member (= shareholder) of Exeter Street Community Hall Ltd (ESCH), the society that has run Exeter Street Hall since it took over the Hall's business last year from The Hall Get Involved Ltd (THGI).

*ESCH is a community benefit society registered with the Financial Conduct Authority under the Co-operative and Community Benefit Societies Act 2014 (registration no. 8161) and recognised as charitable by HMRC (reference no. ZD03543).*

Only Members may vote and each Member has one vote irrespective of the number of shares held. We need 5% of the adult Members (equivalent to 42 people, including proxy votes) for the quorum. If there is no quorum by 7:30pm, the start of the meeting can be delayed for up to 30 minutes.

All papers will be available at <https://exeterstreethall.org/agm-2020> from Friday 4<sup>th</sup> September.

### **Summary of Dates and Deadlines**

<b>Date</b>	<b>Event / Deadline</b>
Friday 4 <sup>th</sup> September	Papers available on the website
Friday 11 <sup>th</sup> September	Deadline for nomination forms for Directors
Tuesday 15 <sup>th</sup> September	Deadline for (optional) notification of attendance, for notification of Any Other Business items and for sending in proxy voting forms
Friday 18 <sup>th</sup> September	AGM, via Zoom, starting 7:30pm

### **Format of the Meeting**

Because there are now Covid-19-related restrictions on the number of people who can be in the Hall at the same time we have decided to hold the AGM via videoconference this year, specifically by using

Zoom, which has probably been the most-used videoconferencing service during the last six months. A personal Zoom account is free and is easy to install on personal computers, tablets and phones. If you haven't got it already you can get Zoom from <https://zoom.us/>. Sign up for an account, then download the client/app, either via <https://zoom.us/download> (for a computer) or via Apple's App Store or – for Android devices – Google Play (for a tablet or phone, but note that you may not be able to see the details in some of the presentation slides clearly if you join by phone).

A message giving instructions on how to join the AGM meeting, including a one-click link, will be sent on the day of the meeting to all Members who can receive shareholder newsletters and it will also be placed on the website. For convenience, and in case there are any changes to the procedures, this notice will be included with the joining message.

Having a large number of people in a Zoom meeting could become chaotic, so we'll ask you to observe the following procedures and etiquette during the meeting:

- Please join the meeting 10-15 minutes before 7:30pm so that any technical issues can be sorted out and an attendance register can be taken. The meeting will be open from 7:15pm.
- If two or more Members are watching via the same computer/device please let us know the names of all Members watching (by typing in the 'Chat' tab) at the start of the meeting. The Chair will remind people to do this.
- When you join the meeting, please mute your audio if it is not already muted.
- Please use 'speaker mode' (as opposed to 'gallery mode') to view the proceedings. This normally shows whoever is speaking in the main screen and yourself in a corner. For much of the AGM we will be screen-sharing presentations, so you'll see the slides in the main screen.
- If you want to ask a question during a presentation, please do so by typing it in, via the 'Chat' tab. We know this is not ideal, but neither the 'host' of the Zoom meeting nor the Chair of the AGM will be able to see everyone at once, so taking written questions is the most manageable way to do this. Once the main business of the meeting has been completed we may try taking verbal questions and contributions, with people using the 'Raise Hand' icon to show they want to speak.

Voting will be carried out via Zoom's 'Poll' feature. This is easy to use and shows the results to everyone immediately afterwards. The proxy votes will then be added to the results of the Zoom poll and the final figures will be announced at the end of the meeting. If two or more people are watching from the same screen and wish to vote in different ways, we will ask you to not to vote in the Zoom poll but to type in the different votes in the 'Chat' tab (there won't be any time pressure to do this as it doesn't have to be done before the poll closes). If you all want to vote in the same way, vote in the Zoom poll and we will add in the extra numbers (as long as they have been notified at the start).

Gremlins permitting, the meeting will be recorded and a link to the recording will be made available to all Members afterwards. Questions can also be asked by email after the meeting and will be answered by a member of the Management Committee.

To help us estimate numbers **please email [secretary@exeterstreethall.org](mailto:secretary@exeterstreethall.org) by Tuesday 15<sup>th</sup> September if you plan to join the videoconference (giving your name if it isn't obvious from your email address)**. You may of course still attend if you haven't notified us in advance – notification is useful but optional. If you don't have the right technology, or if you would prefer to have someone else work it for you, let us know and we will try to find a friend or neighbour who can let you join the meeting with them.

## **There will be five items on the AGM 2020 agenda to be voted on by Members:**

### **1. Approval of last year's Minutes**

Minutes of the 2019 AGM and the Special General Meeting that followed it will be posted on our website from Friday 4<sup>th</sup> September.

*The Directors recommend that the Members vote to approve last year's Minutes.*

### **2. The Directors' Report**

The Report on this interesting and challenging year will be presented at the AGM with time set aside to answer written questions. It will be posted on our website from Friday 4<sup>th</sup> September.

*The Directors recommend that the Members vote to approve the Directors' Report.*

### **3. Financial Report for April 2019 to March 2020 (included with the Annual Report)**

The Report will be presented at the AGM with time to answer written questions. It will be posted on our website from Friday 4<sup>th</sup> September.

*The Directors recommend that the Members vote to approve the Financial Report.*

### **4. Appointment of Auditors (if required).**

The Co-operative and Community Benefit Societies Act 2014 gives smaller societies the option not to go to the expense of an external audit of accounts for the current financial year. Members must approve a resolution not to appoint auditors by a large (80%) majority. The accounts may then be signed off by the secretary and two committee members.

Our Treasurer is a qualified, practising accountant and we are confident that our accounts are accurate and that they comply with legal requirements.

*The Directors recommend that the Members vote **not** to have an external audit for the April 2020 - March 2021 accounts.*

### **5. Election of the Directors of Exeter Street Community Hall Ltd.**

Normally, one third of Directors, in order of longest serving, must stand down. They can be re-elected. However, as this is the first AGM of ESCH, all the current Directors (who were elected by THGI shareholders before the transfer of business) must stand for election if they wish to continue.

#### **Current Directors**

- Jo Camplisson (Treasurer)
- David Fellows (Chair)
- Sunita Shier
- Graham Thomas (Secretary)
- Norman Wright

## **New Directors**

There is an opportunity to elect new Directors (nominations to be received by **Friday 11<sup>th</sup> September**), and we are actively looking for one or two more Directors. The nomination form for new Directors will be posted on our website from 4<sup>th</sup> September. If you would like informal advice on what is involved in being a Director, please contact any of the current Directors or email [secretary@exeterstreethall.org](mailto:secretary@exeterstreethall.org).

## **Current Co-opted Members of the Management Committee**

- Dexter Coombe (Bar Manager)
- Susan Corlett (Hall Manager) and Amanda Nichols (Building Team co-ordinator) attend as required.

## **Any Other Business?**

Members can ask questions on the day but if you have any specific matter(s) you want discussed at the AGM under Any Other Business, please send a short email, including your name and contact details, by **Tuesday 15<sup>th</sup> September** to: [secretary@exeterstreethall.org](mailto:secretary@exeterstreethall.org)

(Or, if you prefer, you can deliver/post a paper version to Secretary, Exeter Street Hall, 16-17 Exeter Street, Brighton, BN1 5PG.)

## **Proxy Voting**

Because this year we are holding the AGM via Zoom it will not be practicable to nominate another Member to attend as your proxy and vote on your behalf. Instead, the Chair of the meeting will act as the proxy for members who can't or don't wish to attend.

If you would like to record your votes in this way please fill in the proxy voting form and return it to the ESCH Secretary. 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. To make it easier, this year you do not have to sign the form and scan it. Simply email the completed form by **Tuesday 15<sup>th</sup> September** to: [secretary@exeterstreethall.org](mailto:secretary@exeterstreethall.org).

(Or, if you prefer, you can print it and deliver/post it to Secretary, Exeter Street Hall, 16-17 Exeter Street, Brighton, BN1 5PG.)

Submitted forms will be checked against the attendance register to ensure that there is no duplicate voting. Exeter Street Hall shareholders are by and large honest people but we are required to take all reasonable steps to ensure accurate voting results. The proxy voting form and related information will be available on the website from **Friday 4<sup>th</sup> September**.

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Graham Thomas  
Secretary, ESCH

on behalf of the Management Committee