



## Special General Meeting 2019

### Minutes

**The Hall Get Involved Ltd (FCA registration no 31628R)  
7:30pm, Sunday 20<sup>th</sup> October 2019  
Exeter Street Hall, 16-17 Exeter Street, Brighton, BN1 5PG**

#### **1. Members Present**

A register of attendees was taken on arrival. The number of voting Members was 90 throughout the SGM, including proxies.

Directors present: David Fellows, Norman Wright, Jo Camplisson, Sunita Shier, Graham Thomas.

The Chair, David Fellows, opened the SGM at 7.35pm and explained the voting procedure and order of the meeting.

#### **2. Transfer of the business of The Hall Get Involved Ltd (THGI) to Exeter Street Community Hall Ltd (ESCH)**

Graham Thomas briefly explained the background to this resolution. Because of a problem with its asset lock rule THGI needs to transfer its business (legally a 'transfer of engagements') to a newly-created Charitable Community Benefit Society so that the society that runs the Hall can continue to be recognized as charitable. ESCH has been set up and has been granted charitable status by HMRC. Members are being asked to vote twice to transfer THGI's business. The first vote was passed unanimously at the AGM held on 4<sup>th</sup> October 2019. The resolution passed then needs to be confirmed at this Special General Meeting just over two weeks later. Once the transfer takes place THGI shareholders will automatically become ESCH shareholders, with the same number and value of shares.

After questions from Members the following resolution was proposed by Graham Thomas and seconded by David Fellows:

***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 resolution to transfer THGI's engagements was approved unanimously (90 votes in favour; none against; no abstentions).

**3. Any Other Business**

There was no other business. The Chair thanked everyone who had helped with the meeting and the work that had preceded it and formally closed the SGM at 8.05pm.