

Minutes of Radstock and Westfield Big Local CIC EGM 4th December 2019

1pm – 1.30pm 1 Riverside Cottages, Radstock

- **Present:** Marlene Morley, Robin Moss, Rob Wicke, Ron Hopkins, Sarah Westell, Janine Woodward-Grant (by proxy)
- **Apologies:**
- **Chair:** Robin Moss
- **Note taker:** Rob Wicke

1. Welcome and meeting opened.		
2. Declarations of interest		
None		
	Person	Action Date
3. Articles of Association		
<p>Changes within the CIC Articles of Association were considered and unanimously approved:</p> <p>Article 12 (12.1; 12.2) Committees: Removed. All article numbers hereafter are one less.</p> <p>Article 13 (now 12): Directors to take decisions collectively: The article it refers to as being in accordance with is changed from 19 to 18.</p> <p>Article 19 (now 18): 19.2.4 The article it refers to as being in accordance with is changed from 47 to 32</p> <p>Article 20.3 (now 19.3): The article it refers to as being in accordance with is changed from 19 to 18 and from 21 to 20</p> <p>Article 21.1.1 (now 20.1.1): changed from “20.3” to “19.3”</p> <p>Article 21.2 (now 20.2): changed from “21.1” to “20.1”</p> <p>Article 21.3 (now 20.3): changed from “21.1” to “20.1”</p> <p>Article 23.2 (now 22.2): changed from (c) to 22.2.1</p> <p>Article 23.2 (now 22.2): changed from (d) to 22.2.2</p> <p>Article 23.3: Removed.</p> <p>Article 24 (now 23): changed from (e) to (b)</p> <p>Article 24 (now 23): changed from (f) to (c)</p> <p>Article 24 (now 23): changed from (g) to (d)</p>		

<p>Article 24 (now 23): changed from (h) to (e)</p> <p>Article 24 (now 23): changed from (i) to (f)</p> <p>Article 24 l (now 23f): changed from current text to “the Director ceases to be a member”</p> <p>Article 26 (now 25): changed (j) (k) (l) to (a) (b) (c) respectively</p> <p>Article 27 (now 26): added 26.5: Each member of the Company shall be a Director.</p> <p>Articles 29 to 43.3: Removed</p> <p>Inserted Article 28: Members’ meetings</p> <p style="padding-left: 40px;">28.1 The Directors may call a general meeting at any time.</p> <p style="padding-left: 40px;">28.2 General meetings must be held in accordance with the provisions regarding such meetings in the Companies Acts.</p> <p style="padding-left: 40px;">28.3 A person who is not a member of the Company shall not have any right to vote at a General meeting of the Company; but this is without prejudice to any right to vote on a resolution affecting the rights attached to a class of the Company’s debentures.</p> <p style="padding-left: 40px;">28.4 Article 28.3 shall not prevent a person who is a proxy for a member from voting at a General meeting of the Company.</p> <p>Article 44: is now Article 29</p> <p>Article 44.1 (29.1): “with this Article 44” – changed to “with this Article 29”</p> <p>Article 49.1 (34.1): Changed from “Subject to Article 49.2” to “Subject to Article 34.2”</p> <p>Article 49.3 (now 34.3): Changed from (d) to (a), and (e) to (b)</p> <p>Article 50.2 (now 35.2): Changed from (f) to (a), from (g) to (b), from (h) to (c)</p> <p>Chairman Robin Moss signed and dated the special resolution.</p> <p>ACTION: RW SW to send the relevant documents to Companies House for the amendment to the CIC Articles of Association.</p>	<p>RW SW</p>	<p>Dec 2019</p>
<p>Meeting closed at 1.30pm</p>		