

DRAFT UNTIL APPROVED BY AGM



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SPECIAL GENERAL MEETING

**Minutes of the Special General Meeting held at Friends' House,
Euston Road, London NW1 2BJ on Wednesday 23 November 2011**

PRESENT

Mr Paul Clayden	(vice-president)
Mr Edgar Powell	(vice-president)
Mr Bernard Selwyn	(vice-president)
Mr Roger de Freitas	(vice-president)
Mr Tim Crowther	(chairman)
Mrs Jean Macdonald	(vice-chairman)
Mr Chris Beney	(trustee)
Mr Chris Borland	(trustee)
Mr Peter Newman	(trustee)

and 17 other members of the society

IN ATTENDANCE

Ms Kate Ashbrook	(general secretary)
Mrs Nicola Hodgson	(case officer)
Mr Robert Foster	(Henmans, solicitors)

Apologies were received from 142 members.

- s1/11 The chairman of the special general meeting, Paul Clayden, welcomed members to the meeting.
- s2/11 The following motion was proposed by Tim Crowther and seconded by Chris Borland:

It is **RESOLVED** that

1. The Society can best achieve its objects by conducting its activities through a limited liability organisation.

1. The Society transfer its assets and undertaking to the Open Spaces Society (a new company formed for the purpose) which will carry on the Society's charitable activities from 31 December 2011, subject to the Open Spaces Society (i.e. the new company) being registered by the Charity Commission as a charity.
2. In accordance with Clause U of the Society's constitution the Society will be dissolved on such date as the Trustees determine, subject to the Society's assets being transferred to the Open Spaces Society (i.e. the new company) and its proper debts and liabilities having either been assumed by the new company or satisfied.
3. From 31 December 2011 the Commons, Open Spaces and Footpaths Preservation Society will undertake no further activities and will not admit any further members or accept any renewal of any membership.

S3/11 After questions and discussion, the motion was put to the vote and was carried unanimously.

S4/11 The members expressed their appreciation to the working party (Tim Crowther, Chris Beney, Chris Borland, Robert Foster and Kate Ashbrook) and to the staff for all their work on this.

S5/11 Tim Crowther thanked the members for attending and ensuring there was a quorum.

The meeting closed at 2.30pm.