

**GENERAL MEETING
OF OPEN SPACES SOCIETY**
(limited company number 7846516, charity number 1144840)

**Minutes of the General Meeting held by videoconference
on Monday 20 September 2021 at 1800 hours**

PRESENT

Dr Phil Wadey (chairman)
Mr Steve Warr (treasurer)

and 20 other members of the society

APOLOGIES were received from three members.

WELCOME BY THE GENERAL MEETING CHAIRMAN

- G21/1 The general meeting chairman, Phil Wadey, welcomed everyone to the meeting, explaining that the meeting would be recorded, and giving some tips about the protocol for using zoom.
- G21/2 The chairman reported that:
- The Charity Commission understands that articles do not always allow virtual general meetings but is content that we do the best we can, and record the fact in the minutes.
 - The Charity Commission advice is to amend governing documents to enable charities to hold meetings in a way authorised by their articles.
 - Trustees have proposed a motion to amend the articles to facilitate any future meetings that cannot be in person. Trustees do, however, look to getting together as soon as the public-health situation permits.
- G21/3 The chairman noted that article 9.3 of the present articles says 'There is a quorum at a general meeting if the number of Members present in person (or in the case of Member Organisations, through their appointed representative) is at least 20.'

It was confirmed that there were 17 individual members present in person and 5 members present as representatives of member organisations. The number required for a quorum was 20, and so the meeting was therefore quorate.

G21/4 The chairman requested participants to limit the time of their contributions to three minutes for speeches.

G21/5 The chairman explained that all voting had been done by proxy for the special resolution, so there would be no voting at the meeting, nor any need to appoint tellers. The votes had been collated and counted by the office manager, Sarah Hacking, and office assistant, Christine Hunter.

SPECIAL RESOLUTION

G21/6 It was explained that the purpose of the general meeting was to consider the trustees' proposal to change the articles for the better governance of the society.

G21/7 The special resolution was proposed by the chairman on behalf of the trustees and seconded by Chris Beney.

G21/8 The main change is to make provision for online general meetings, such as the annual general meeting in 2020 and 2021, while expressing a preference for a physical general meeting. The opportunity has been taken of removing transitional provisions that were required at the incorporation of the Open Spaces Society now that they have no further effect, to correct minor typographical errors, and to clarify potentially ambiguous statements. The proposed revised articles and a table listing the changes in each amended article were provided with the general meeting papers.

G21/9 The chairman reported that 82 votes were cast, 16 of which were proxies to the chairman. The chairman said that, in accordance with the mood of those who voted, he had applied all the proxies in favour of the motion.

G21/10 The special resolution was carried by 82 votes for, none against, and no abstentions. The chairman declared the motion carried, and so the revised Articles were adopted.

G21/11 The chairman thanked members and staff for joining the meeting and for their contributions. He closed the meeting at 18.07 hours.

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