



**Minutes of the Special General Meeting  
held on Tuesday 9<sup>th</sup> October 2012 at  
Co-operative Bank, Prescot Street, Tower Hamlets, London E1 8AZ  
commencing at 14.30 pm**

**1. ATTENDANCE**

**Board members:**

Nadiya Donovan  
Graham Hammond (Chair)  
James Mathie  
Brian Morley  
Donald Morrison  
Sally Reith  
Andrew Syrett (Treasurer)

**Members:**

Nina Lambert (SACDA)  
Phil Lambert (Solent Credit Union)

**2. WELCOME**

The Chair, Graham Hammond, welcomed everyone to the meeting which had been adjourned previously when inquorate. This was a reconvened meeting for which notice had been given.

**3. SPECIAL RESOLUTION**

**Interpretation - electronic communication**

THAT the Articles of Association of Co-operatives South East be amended in the manner and to the extent set out below,

Article 2: At the end of the first sentence, insert "including electronic communication".

This was agreed unanimously.

**Proxy Voting**

THAT the Articles of Association of Co-operatives South East be amended in the manner and to the extent set out below,

Article 19: Delete the last sentence and insert:

"A member who is absent from a general meeting may appoint any Person to act as their proxy, providing that no person shall hold a proxy for more than five members at any one time in any general meeting.

The change was proposed and carried unanimously.

**Quorum**

THAT the Articles of Association of Co-operatives South East be amended in the manner and to the extent set out below,

Article 20: Delete the words “...one-third of the membership...” and replace with “one-tenth of the Membership or three whichever is greater...”

This was agreed unanimously.

**Term of Office**

THAT the Articles of Association of Co-operatives South East be amended in the manner and to the extent set out below,

Article 33: Delete all words and insert:

“One third of the Board of Directors shall retire from office each year. The Directors to retire shall be the Directors who have been longest in office since their last election. Where Directors have held office for the same amount of time the Directors to retire shall be decided by lot. A retiring Director shall be eligible for re-election”.

**Co-options**

THAT the Articles of Association of Co-operatives South East be amended in the manner and to the extent set out below,

Article 35: Delete final words “...number elected at the last held Annual General Meeting.” and replace with “maximum permitted of fifteen. Such co-opted individuals must be Members of the Co-operative and will hold office as Director only until the next annual general meeting”.

It was agreed unanimously to have two one year, two two year and three three year vacancies this year. The manner in which this would be applied would be agreed at a following Board Meeting and subsequently the revised articles would be made available.

There was no further business and the meeting closed at 13.55.