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| ****THIS EMAIL CONCERNS THE SECOND ANNUAL MEMBERS' (SHAREHOLDERS) MEETING OF UPPER TWEED COMMUNITY ENTERPRISE LTD**** |

The SECOND Annual Members' Meeting (AMM) of UTCE Ltd will be held on Tuesday 31st August 2021 at 7pm. While the Covid-19 rules have relaxed considerably, the board considers that the situation is still too uncertain to be able to plan a traditional meeting, so we intend to conduct the meeting using PROXY VOTING and ZOOM video technology. We need at least 25 shareholders to engage with the meeting in one of these formats in order for the AMM to be quorate. Whilst in some respects the AMM is a formality, it is still important and we would appreciate the participation of as many shareholders as possible.**TO VOTE BY PROXY**Please read the Agenda, below, and the associated documents and resolutions. For simplicity we are keeping the Agenda as compact as possible. If you approve all the resolutions please simply reply to this email saying: **"Being a member of UTCE Ltd I appoint the Chairman as my proxy to vote for me on my behalf at the SECOND AMM of UTCE to be held at 7pm on Tuesday 31st August 2021"**. If you only wish to vote in favour of some of the resolutions please make this clear**. You may receive this email if you are a supporter of the shop who did not become a member by buying shares. Non-members are welcome to read the documents but are not eligible to vote.** Non-members may also attend the zoom meeting as guests.**TO JOIN THE MEETING BY ZOOM**Please reply to this email requesting a meeting ID and password. It would be helpful if those requesting Zoom access to the meeting could also apply to vote by proxy -- this means that we will still have your vote if the technology fails to work perfectly.**AGENDA**(Documents referred to are available to members as protected downloads on <http://broughtonvillagestore.co.uk/amm2-docs/> password: UTCE2021AMM)* Welcome; apologies.
* Minutes of the first AMM on 18th August 2020
* Chairman's report
* Presentation of the accounts and Treasurer's report.
* Election of the UTCE Management Committee, aka the Board
* Any other business (if any member has a pressing concern please get in touch before the meeting).
* Closing remarks.

**RESOLUTIONS**1. to approve the minutes of the 1st AMM
2. to receive and adopt the Chairman's report.
3. to receive and adopt the accounts and the Treasurer's report.
4. to exercise the Society's right under the Community Benefit Societies Act 2014 NOT to appoint an auditor.
5. to refer hereafter to the “Management Committee” of UTCE Ltd as the “Board”. This is to avoid confusion with the separate shop management committee which deals with day-to-day running of the shop. The Board has more general responsibility for the overall strategic direction of UTCE Ltd.
6. to re-elect the following office bearers to the Board of UTCE Ltd: Christopher Lambton (Chairman); Simon Edwards (Secretary); Donald Stewart (Treasurer), Jen McBeth (in her capacity as shop manager).
7. to accept the resignation of the following Board member: Sir David Younger
8. to elect the following Board members: Camilla Younger; Bill Sheridan

I look forward to receiving your replies. Please get in touch if anything is unclear.Christopher LambtonChairman UTCE Ltd07879 470920 |