

**Milton Keynes Reader Service
Minutes of Extraordinary General Meeting
held on Saturday 23 January 2016 at 10.30am
at AgeUK, Chadds Lane, Peartree Bridge**

1. Chairman's opening remarks:

Paula Suchy MBE welcomed everyone and thanked Karen Preece for organising the event, the ladies in the kitchen and everyone for their help.

She said that Junction 14 A Capella has nominated the Reader Service as their 2016 charity and would be raising monies at events.

The EGM minutes would be available in a couple of months, once they have been approved by the Committee.

She introduced Stephen Harrison, the Treasurer, who was to be presenting the EGM Resolutions. He expressed his thanks to Philip Ward for the work he has done on our application to become a Charitable Incorporated Organisation.

2. Roll call of those present:

A list of service users and volunteer attendees is attached at Appendix A.

3. Apologies for absence:

A list of apologies from service users and volunteers is attached at Appendix B.

4. Resolution:

Stephen said that the Extraordinary General Meeting had been called, as our previous application to register

as a Charitable Incorporated Organisation (CIO) with the Charity Commission had not been successful. Following this, our Constitution has been reviewed and Resolutions drawn up for approval, so that we can resubmit our application.

Stephen said that since the Draft Resolution was circulated, a further review of the Constitution resulted in two additional Resolutions (g) and (h) being included. He asked if there were any objections to these inclusions, there were none.

Stephen read the Resolutions and after each one, asked if there were any questions:

Draft Resolution

THAT the Constitution of Milton Keynes Reader Service as a Charitable Incorporated Organisation as adopted at the Extraordinary General Meeting held on 27 June 2015 be amended as follows:

- (a) Section 3 'Object' to revert to the shorter text set out in our current constitution i.e.:

“The Milton Keynes Reader Service provides a reading, writing and facilitation service to people living and/or working within the Unitary Authority of Milton Keynes who have sensory or physical disabilities or learning difficulties.”

The only difference between the above text and our existing constitution is that the existing constitution states that “The Milton Keynes Reader Service aims to provide...” rather than “The Milton

Keynes Reader Service provides”;

(b) The remaining text in Section 3 Object to be transferred to Section 4 Powers with two amendments as set out in part (c) of the resolution;

(c) (i) In new section 4 the power:

‘to offer a large print and recording transcription service’
shall be replaced by the power:

‘to offer a Braille, large print and recording transcription service’;

(c) (ii) the text:

“The organisation facilitates the use of Braille as it relates to Reader Service activities and signposts others requiring braille transcription to appropriate providers.”
shall be deleted;

(d) various references to “the Reader Service”, “the association” and “the charity” shall be amended for consistency to “the CIO” (Charitable Incorporated Organisation).

(e) sub-clause 11(5)(b) General meetings of members, Quorum at general meetings as set out below:

“Subject to the following provisions, the quorum for general meetings shall be the greater of 5% of members. An organisation represented by a person present at the meeting in accordance with sub-

clause (7) of this clause, is counted as being present in person.”

shall be deleted and be replaced with:

“Subject to the following provisions, the quorum for general meetings shall be 5% of the members. An organisation represented by a person present at the meeting in accordance with sub-clause (7) of this clause, is counted as being present in person.”;

- (f) the first paragraph of sub-clause 11(7)(a) General meetings of members Proxy voting as set out below:

“Any member of the CIO may appoint another person as a proxy to exercise all or any of that member’s rights to attend, speak and vote at a general meeting of the CIO. Proxies must be appointed by a notice in writing (a “proxy notice”) which:”

Shall be deleted and be replaced with:

“Any member of the CIO may, if the charity trustees so decide, appoint another person as a proxy to exercise all or any of that member’s rights to attend, speak and vote at a general meeting of the CIO. Proxies must be appointed by a notice in writing in the form issued by the CIO (a “proxy notice”) which:”.

Additional resolutions

(g) (i) the power to:

“employ and dismiss staff, provided that no member of the committee can be employed by the CIO”

be amended to the power to:

“employ and dismiss staff, provided that no trustee or co-opted member of the Committee of Trustees can be employed by the CIO”

(g) (ii) The following text shall be added to sub-clause 12(3)(d) (Charity trustees - Number of charity trustees):

“The provisions of Clause 6 (Benefits and payments to charity trustees and connected persons) shall apply to all persons co-opted to the committee in non-voting roles as though they were a charity trustee or connected person.”

(g) (iii) In sub-clause 12(3)(e) (Charity trustees – Number of charity trustees) the text:

“The Service Co-ordinator employed by the CIO will be invited to attend meetings of the trustees as a non-voting member”

shall be replaced with:

“The Service Co-ordinator employed by the CIO will be invited to attend meetings of the

trustees in a non-voting capacity”

- (h) It further be resolved that the version of the constitution incorporating the changes listed in the preceding resolution along with non-substantive drafting amendments to the version previously adopted on 27 June 2015 and which was available on request in electronic or paper form from the Co-ordinator prior to this meeting shall be the version used to progress our application to the Charity Commission for Charitable Incorporated Organisation status.

Questions:

Alan Smith asked how someone approaches the committee to ask the timeline for making a proxy vote. PS said they can call the office and ask for information.

Martin Pollard said he feels the committee should consider this and outline procedures for making proxy votes available. PS said the committee would discuss this proposal.

Stephen then handed over to Paula, who thanked him for his presentation and explaining them so clearly.

Paula asked for a show of hands for approval, which was given. She asked if there were any abstentions or objections and there were none.

It was agreed that Resolutions (a) to (h) above are approved.

5. Any other business:

None.

The meeting ended at 10.50am.