

Special General Meeting of the Board of Directors of Ironworks 1895 Supporters Society Limited

Minutes of Meeting held on 22nd November 2022

Location: Virtual by Zoom

Attendees:

Sue Watson (Chair), Mark Inskipp (Secretary), Kevin Hind (Treasurer),
Richard Elliott, Rachel McFetridge, Terry Reynolds, Chris Wheal

Apologies: Anthony Knight, David Shaer

The Secretary moved that sufficient notice of the meeting had been duly given and that a Quorum of Directors was present.

The Special General Meeting of the Board of Directors was held to consider and vote upon that the Society shall not require an audit for the first Society accounts and the approval of the Election Policy and Standing Orders for General Meetings Policy.

The following motions were presented and unanimously agreed upon by those board members present and those voting by proxy.

Motion 1:

It is hereby resolved that subject to the provisions of section 4A of the 2014 Cooperative and Community Benefit Societies Act, the board members of the Society shall not require an audit for the first society accounts covering the financial year ending on 31st August 2022 when they are presented to the first AGM held in early 2023.

A further resolution must be presented at the first AGM that the members of the Society shall not require an audit for the accounts covering the first financial year ending on 31st August 2022.

The Accounts for the financial year ending on 31st August 2022 and for which reports will be laid before the following AGM do not require a full audit provided that:

- An Independent Examination of those accounts is carried out in place of the full Audit.
- The Independent Examination is carried out in line with the best practice of the FSA as set out in the Guidance Notes.
- A report from the Independent Examiner is included within the Accounts and circulated to members.

The Society notes that:

- The Independent Examination does not carry the same weight as a full Audit.
- The Board to identify a suitably qualified practitioner to undertake the review.

- The Board shall agree the appointment of the examiner and shall agree the terms of that appointment in writing.
- That a further resolution must be presented at the first AGM that the members of the Society shall not require an audit for the accounts covering the first financial year ending on 31st August 2022.

Motion 2:

WHEREAS Ironworks 1895 Supporters Society Ltd wishes to adopt an Election Policy to ensure that the elections for the Society Board members are conducted in a democratic and unbiased manner and the process and results are accepted as free and fair by all participants.

It was RESOLVED that the Election Policy distributed to board members for approval be adopted.

Motion 3:

WHEREAS Ironworks 1895 Supporters Society Ltd wishes to adopt a Standing Orders for General Meetings Policy to ensure that the Society conducts its meetings in an effective and professional way.

It was RESOLVED that the Standing Orders for General Meetings Policy distributed to board members for approval be adopted.

It is hereby certified by a vote of the Attendees present and proxy votes received by the Chair, that the foregoing resolutions were duly passed by the Board of Directors of Ironworks 1895 Supporters Society Limited on the 22nd day of November 2022, in accordance with the Model Rules of the Society and the laws and by-laws governing the Society and that the said resolutions have been duly recorded in the Minute Book and are in full force and effect.

The Chair stated that the Election Policy and Standing Orders for Meetings should be published on the Society's website.

There was no further business and therefore the Chair declared that the meeting was closed.