

Minutes of the Extraordinary General Meeting

Date/Time: 2pm, Saturday 21st November 2020

Venue: Online via Zoom

Minutes recorded by: Nigel Dallard

In attendance

HBA Trustees:

Grant McNaughton (Chairman), Nigel Dallard, Darran Huish, Graham Medhurst, Ian Pinnell, Mike Sarre, Sam Smette

HBA President:

June Snowden

HBA Volunteers:

Liam Heffernan, Neil Ogden

Full Members:

<u>Member:</u>	<u>Represented by:</u>	<u>Member:</u>	<u>Represented by:</u>
Anker Radio	Chairman of Meeting	Radio Cherwell	Chairman of Meeting
BHBN (Birmingham)	Chairman of Meeting	Radio Clatterbridge	Chairman of Meeting
Durham HR	Chairman of Meeting	Radio General	Keith Inman
Gosport HR	Chairman of Meeting	Radio Grapevine	Grant McNaughton
Harrogate HR	Chairman of Meeting	Radio Horton	Sam Smette
HR Basingstoke	Neil Ogden	Radio Tyneside	Chairman of Meeting
HR Chelmsford	Paul Morrish	Radio Wey	Chairman of Meeting
HR Exeter	Malcolm Marden	Torbay HR	Chairman of Meeting
HR Norwich	Mike Sarre	Whipps Cross HR	Chairman of Meeting
HR Perth	John Watson	Winchester Radio	Nigel Dallard
Radio Broadgreen	Chairman of Meeting	Wrightington HR	Chairman of Meeting
Radio Brockley	Keith Reeve	York HR	June Snowden
Radio Cavell	Dave McGealy		

Apologies for Absence

Apologies were received from those member stations appointing the meeting Chairman as their proxy.

There being 25 of 166 Full Members of the Association present, by authorised representative or proxy, the meeting was quorate and declared open at 2:05pm by HBA's Chairman of Trustees, Grant McNaughton, who acted as chairman.

Grant explained that the meeting was taking place entirely online because of the COVID-19 pandemic, under the provisions of the Corporate Insolvency and Governance Act 2020, as extended by The Corporate Insolvency and Governance Act 2020 (Coronavirus) (Extension of the Relevant Period) Regulations 2020.

he said that the meeting had been called to conduct a single item of business – amending the constitution, and invited Nigel Dallard to explain the proposed change in more detail.

Constitutional Amendment

Nigel explained that the proposed amendment, distributed with the Notice of Meeting, added a new sub-clause (5) to Clause 11 of the constitution, which covered General Meetings of the charity. The amendment made two substantive changes to the constitution:

- (a) enabling remote participation in a "normal" general meeting, allowing anyone who could not physically attend the meeting to join remotely if they so desired;
- (b) enabling, if the trustees decide it is impossible or impractical to hold a "normal" general meeting (e.g. in situations such as at the date of the meeting, where the country is in "lockdown"), a general meeting to take place entirely online without having to rely on emergency legislation.

The additional paragraphs of the new sub-clause clarified that those attending remotely counted towards the quorum, and that the same rules applied for remotely-attended meetings as for physical meetings.

There was then some consequential re-numbering of subsequent sub-clauses within Clause 11 and updating of cross-references elsewhere.

Nigel invited questions, of which there were none. A vote was therefore taken by a show of hands.

The proposal to amend the constitution was unanimously agreed.

There being no further business, the Chairman thanked those present for attending, wished them well in the coming months, and declared the meeting closed at 2:19pm.