



NOTICE OF EXTRAORDINARY GENERAL MEETING

Wednesday 31st May 2023

Guernsey Disability Alliance LBG

(Incorporated in Guernsey with registered number: 55102 and registered charity number CH41)

Due to the new Charity Law, the Guernsey Disability Alliance LBG (the "Company") needs to review and update its articles of association. The Company is also taking this opportunity to confirm its indefinite waiver of an audit, agree the accounts for 2023 and vote in a new Honorary Treasurer.

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting ("EGM") of the Guernsey Disability Alliance LBG will be held online using a Microsoft Teams meeting.

The meeting site will be open 15 minutes before the EGM is due to start. Join on your computer, mobile app or room device:

[Ctrl + Click here to join the meeting](#)

Meeting ID: 363 359 668 117

Passcode: cDLjKR

[Download Teams](#) | [Join on the web](#)

[Learn More](#) | [Meeting options](#)

Links to the Teams meeting will also be accessible via our GDA website at <https://www.disabilityalliance.org.gg/?p=15405&preview=true> **on Wednesday 31st May, 2023 at 6:00 pm.**

If you are unable to attend the meeting but still wish to vote, you are asked to appoint the Chair of the EGM as your proxy. Please see the separate proxy sheet and phone Carol (tel: 07781 151397) or email: carol@disabilityalliance.org.gg if you need any help and to let them know to expect a proxy from you.

If you have any questions you wish to raise at the EGM please email carol@disabilityalliance.org.gg by **4pm** on the afternoon of the EGM.

If you have any questions about how to participate in the meeting contact Carol by emailing: carol@disabilityalliance.org.gg or phone her on 07781 1513897

All members attending online will be asked to consider the transaction of the following business.

AGENDA

1. Welcome
2. Chair for the EGM and quorum (4 members) - Chair – Toni De Kooker
3. Apologies for absence
4. Minutes of the AGM held on 13th February 2023
5. Matters arising
6. Matters requiring Ordinary Resolutions (requires simple majority):

ORDINARY RESOLUTIONS	Related Document	Presented by:
i. THAT the reviewed annual unaudited accounts for the year ended 31 st December 2022, together with the Directors' Report on those accounts, be accepted. Proposed by Toni De Kooker Seconded by Jane Wonnacott	Accounts	Chair
ii. THAT Vivien Nemeth be elected as Honorary Treasurer of the Company Proposed by Toni De Kooker Seconded by Jane Wonnacott	Bio of Vivien Nemeth	Chair

7. Matters requiring Special Resolutions (requires at least 75% majority)

SPECIAL RESOLUTIONS	Related Document	Presented by:
i. THAT the amended articles are agreed. Proposed by Toni de Kooker Seconded by Jane Wonnacott	Amended articles of incorporation - consolidated text	Chair

8. Matters requiring Waiver Resolutions (requires at least 90% majority)

WAIVER RESOLUTIONS	Related Document	Presented by:
i. THAT the audit waiver continues indefinitely subject to any review by the Executive. Proposed by Toni de Kooker Seconded by Jane Wonnacott		Chair

9. Any Other Business

10. Date of next AGM – February 2024

The Board of Directors of the Company is of the opinion that the above resolutions are in the best interests of the Company and its members as a whole and unanimously recommends that members vote in favour of the resolutions to be proposed at the EGM.

The Board of the GDA

3 May 2023

Registered office:

First Floor (West),
Island House,
La Grande Rue,
St Martins,
Guernsey,
GY4 6RU

Notes:

1. A member entitled to attend, speak and vote is entitled to appoint one or more proxies to exercise all or any of his/her/its rights to attend, speak and vote at the EGM. A proxy need not be a member of the Company. If you wish to appoint a person other than the Chair of the EGM, please insert the name of your chosen proxy holder in the space provided on the Form of Proxy.
2. To appoint a proxy you may use the Form of Proxy, which is enclosed with this Notice of EGM. To be valid, the Form of Proxy, must be returned by email to Info@disabilityalliance.org.gg or in hard copy form by post, by courier or by hand to Guernsey Disability Alliance, First Floor (West), Island House, La Grande Rue, St Martins, Guernsey, GY4 6RU.
3. Forms of Proxy should be received as soon as possible but, in any event, so as to arrive no later than 12 noon on Monday 29th May, 2023 (or, if the meeting is adjourned, not less than 48 hours before the time appointed for holding the Meeting).
4. Completion and return of the Form of Proxy will not preclude a member from subsequently attending, speaking and voting at the EGM should they wish.
5. Members are asked to appoint the Chair of the EGM as their proxy if they are unable to attend the meeting in person.
6. If you submit more than one valid Form of Proxy, the Form of Proxy received last before the latest time for the receipt of proxies will take precedence. If the Company is unable to determine which Form of Proxy was last validly received, none of them shall be treated as valid in respect of the same.
7. To have the right to vote at the meeting you must be a member of the GDA.
8. By attending the EGM remotely a member expressly agrees they are requesting and willing to receive any communications made at the EGM.
9. To allow effective constitution of the EGM, if it is apparent to the Chair that no members will be present in person, online or by proxy, other than by proxy in the Chair's favour, the Chair may appoint a substitute to act as proxy in his stead for any member, provided that such substitute proxy shall vote on the same basis as the Chair.
10. The time by which a person must be entered on the register of members in order to have the right to vote at the meeting is close of business on Friday 26th May, 2023. If the meeting is adjourned, the time by which a person must be entered on the register of members in order to have the right to vote at the adjourned meeting is close of business two days before the date fixed for the adjourned meeting. Changes to entries on the register of members after such

times shall be disregarded in determining the rights of any person to attend, speak and vote or vote via Form of Proxy.

11. A quorum consisting of four members being entitled to vote and attending in person, online or by proxy is required for the EGM. If within half an hour after the time appointed for the meeting a quorum is not present the EGM shall be adjourned for 14 (fourteen) days at the same time and place or to such other time and place as may be fixed by the Chair of the meeting, and if at such adjourned meeting a quorum is not present within half an hour from the time appointed for the holding of the meeting, those members present in person or by proxy shall constitute the quorum at any such adjourned meeting.
12. The Resolutions to be proposed at the EGM proposed as Ordinary Resolutions must receive the support of a majority of the total number of votes cast in respect of each resolution respectively.
13. The Resolutions to be proposed at the EGM proposed as Special Resolutions must receive the support of 75% or more the total number of votes cast in respect of each resolution respectively.
14. The Resolutions to be proposed at the EGM proposed as Waiver Resolutions must receive the support of 90% or more the total number of votes cast in respect of each resolution respectively.



Guernsey Disability Alliance LBG (the “Company”)

(Incorporated in Guernsey with registered number: 55102 and registered charity number CH41)

FORM OF PROXY For use at the Extraordinary General Meeting to be held on Wednesday 31st May, 2023

I
(in Block Capitals) of

.....
being a member of the Company HEREBY APPOINT the Chair of the meeting (see note (i) below) or failing her

..... as my proxy to vote for me and on my behalf at the Extraordinary General Meeting of the Company (the “EGM”) to be held on 31st May, 2023, and at any adjournment thereof and in respect of the Resolutions set out in the Notice of the EGM to vote as indicated below.

ORDINARY RESOLUTIONS	Agree	Disagree	Abstain
i. THAT the reviewed annual unaudited accounts for the year ended 31 st December 2022, together with the Directors’ Report on those accounts, be accepted. Proposed by Toni De Kooker Seconded by Jane Wonnacott			
ii. THAT Vivien Nemeth be elected as Honorary Treasurer of the Company Proposed by Toni De Kooker Seconded by Jane Wonnacott			

SPECIAL RESOLUTIONS	Agree	Disagree	Abstain
i. THAT the amended articles are agreed. Proposed by Toni de Kooker Seconded by Jane Wonnacott			

WAIVER RESOLUTIONS	Agree	Disagree	Abstain
i. THAT the audit waiver continues indefinitely subject to any review by the Executive. Proposed by Toni de Kooker Seconded by Jane Wonnacott			

My email address (if applicable) is:

.....

Signed

Dated

Upon completion, please return this Form of Proxy to the following address, so as to arrive no later than 12:00 noon on Monday 29th May, 2023.

Guernsey Disability Alliance,
First Floor (West),
Island House,
La Grande Rue,
St Martins,
Guernsey,
GY4 6RU

Or by email to carol@disabilityalliance.org.gg