RICHARD III SOCIETY

To all members of the Richard III Society

Dear fellow member,

I am writing this covering note to introduce to you our 2022 AGM documents and to explain some relevant details. With this letter you should receive the agenda for the AGM, a note setting out the motions to be considered at the AGM and a proxy voting form.

AGM arrangements

As you know, the AGM is scheduled for Saturday 01 October in Leicester at the Mercure Grand Hotel. Following the success of our "hybrid" meeting in 2021 we also plan to offer a Zoom facility for members unable to be present in person to participate in proceedings. If you plan to attend, either virtually or in person, we will need your name, membership number and email address. Please refer to the details in your June and September Bulletins Registration can be made by e-mail to **janetrump@btinternet.com** or by completing and returning the booking form published in the *Bulletin.* The deadline for registrations is **Friday 23 September 2021**.

This AGM relates to the Society as a Company Limited by Guarantee (CLG) – the "new" Society. The old unincorporated Society was wound up at 31 December 2021 in accordance with the motion passed at the 2021 SGM. We can therefore now concentrate solely on the limited company.

It will not be necessary to be present in person at the AGM to vote on the resolutions/motions presented to the membership. Members not present will be able to vote via proxy votes supplied to the Chair (in essence instructing the Chair on how they wish to vote). A proxy voting form is supplied with your AGM documentation. We hope that those attending via Zoom will be able to vote via Zoom (technology permitting!) but you may prefer to submit a proxy. **Please note: you MUST NOT vote twice. If you will be attending the AGM and voting in person please do not submit a proxy vote; equally, submitting a proxy vote in advance does not preclude your attending and participating in the AGM but do not vote again when polls are called.**

There is a dedicated email address to which members can submit their proxy votes to the Chair. Members not on email will have received this package via a mail-out from First Mailing. You may return your proxy vote by post. Any proxy votes submitted by post must be sent to the Secretary's PO Box address to be collated by the Secretary and supplied to the Chair. All proxies must be received at least 48 hours before the AGM – so by 29 September 2022.

Director elections

You will note that there are no papers relating to an election for new Board members. Our Articles of Association require one third of the Board – five members – to step down each year (with the option of seeking re-election if they so wish, subject to tenure limits).

The longest serving Directors are Susan Ollier (Secretary), Stephen York and John Whiting (Treasurer) who will step down; together with the sad death of Anne Sutton (Editor of *The Ricardian*) and the resignation of Helena Smith this constitutes the required turnover of five Directors. In addition, Geoffrey Wheeler stepped down immediately after the last AGM and, more recently, Jayne Adams has also resigned, leaving seven vacancies.

We have received four valid nominations submitted by the deadline of 2 August 2022. Since this number is fewer than the current seven vacancies, the four nominees are therefore automatically elected to the Board without the need for a formal election. The new Directors will be formally announced during the AGM.

Motions/resolutions before the AGM

Three of the motions presented to you are routine:

- Approval of the minutes of the last AGM
- Approval of the accounts
- Reappointment of Bill Featherstone as Independent Examiner

However, there are three other properly proposed significant motions which are presented for your consideration:

- A proposal to amend Society Rules 13.1 and 13.3 such that Honorary Members (Fellows) nominated by the Directors should be reported to the next AGM and approved by members, to a requirement to report the appointment with no requirement for formal approval by members and that their appointment is effective immediately rather than as of the next AGM.
- A proposal to amend Branches & Groups Rule 3.3b to remove the requirement for a Group to have a bank account before being recognised as a Branch, which is becoming untenable with increases in bank charges together with the reluctance of banks to open smaller accounts.
- A proposal to amend Branches & Groups Rule 5.6c to remove the requirement for Branches or Groups who dissolve to donate any remaining funds to an organisation with similar aims but rather to leave the members to decide the disbursement of any remaining funds.

We also plan to canvass views at the AGM on how the Society's income can be increased – almost certainly via subscription increases, as discussed in the Society's Annual Report – and whether we should be able to award Honorary memberships to non-members.

Yours sincerely
Matt Lewis
Chair, The Richard III Society
August 2022