

Notice to all members



Annual General Meeting

Learning Disability England

Where



Friends Meeting House,
6 Mount St,
Manchester M2 5NS

February

12

When

12th February 2020



What time

16:30 for arrivals

Start at 16:45



We think the meeting will last 45 minutes

Who can come?



Individual and lifetime members can come

A rep from organisation members can
come too



Learning Disability England

Members can come with someone else, but their guest cannot vote.



All members subscriptions need to be up to date to come.



Please tell us if you are coming by contacting the office on info@LDEngland.org.uk or 03001110444



Voting

Members can vote on the decisions being made at the meeting.



The votes will happen by a show of hands unless the Chair of the Trustees decides, or 2 members ask for a different way of voting (like a ballot)

If you cannot come to the AGM but want to vote

If you cannot come you can give someone else the right to vote for you.



This is called voting by proxy

You can set up a proxy by sending the form at the end of this notice.



The form signed by the member must arrive at Learning Disability England's office or to info@LDEngland.org.uk by 5pm on Monday 10th February 2020.



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What will happen at the meeting?



At the meeting there will votes on resolutions.

Resolutions are another word for decisions on important points or questions



There is a special resolution on changing the legal rules.

In the agenda we say decision instead of resolution



There is more information about this after the agenda

The Trustees will also share information about Learning Disability England's money and work

The agenda is next

AGM Agenda

1. Welcome and introductions

Apologies – who cannot come

2. Minutes of the last AGM in January 2019

Decision: Are these the right minutes?





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3. Annual Accounts 2018 – 2019



We will talk about the money LDE had and how it used it

You can ask the Trustees questions about the report and accounts

Decision: Do the members accept the accounts and report from the Trustees?



4. What work Learning Disability England has done

We will talk about the work LDE did from April 2018 – March 2019



You can ask the Trustees and Chief Executive questions about the work and plans



5. Appointment of Auditors

Decision: To keep Polkadot and Ellis as independent examiner of the accountants

6. Special resolution one

Decision: Should Learning Disability England change the legal rules?



The special resolution is explained later in this paper.



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7. Appointment of Officers



Troy Jones is leaving as a Trustee. Thank you to Troy for his work as a Trustee

The other Trustees will carry on

Decision: Should there be a vice Chair?

8. Appointment of bankers



Decision: Should Learning Disability England keep the same bank?



9. Any other business

The special resolution

What this is about



Learning Disability England has legal rules

These are called Articles of Association.

They say how the charity should act and what the Trustees and Rep Body should do



You can read more about the legal rules on the website [here](#)



The Trustees would like to change the legal rules.

The idea is to change the rules on how many Trustees Learning Disability England has.

What the rules say now

At the moment the rules say Learning Disability England should have at least 8 trustees

8 – 10

There should be no more than 10 Trustees

So that means there should always be between 8 and 10 Trustees.

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There is also a Representative Body that work with the Trustees.

12 people are elected by the members to be representatives on the Rep Body.

The Trustees and the Rep Body work together to make sure LDE is doing what members want and following the law



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The change to the rules the Trustees are asking if members agree to



The trustees want to change the rules so that there would be less Trustees

6 – 8

If members agree there would be at least 6 trustees and 8 at the most

So, there would be between 6 and 8 trustees

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The way the rep Body works would not change.

The Trustees and rep Body would still work together.

Why make this change?



The Trustees want to make this change because they think 6 Trustees working with the Rep Body will be better for LDE.

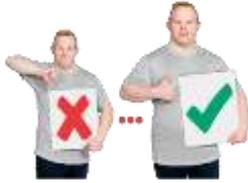
They think this because

- 8 Trustees are a lot to keep for an organisation as small as LDE.
- It is more work for LDE to keep recruiting and supporting 8 trustees
- There are other people involved in checking on the organisation through the Rep Body so decisions will still be shared

At the meeting members will be asked to vote on if they agree to change the number of Trustees from 8 at least to 6 at least.



Also, if they agree to change the most Trustees from 10 at most to 8 at most



If members have signed the form
someone can vote for them by proxy

The formal resolution is below

Learning Disability England (“the Company”) MEMBERS’ SPECIAL RESOLUTIONS

At the Annual General Meeting of the Company held on 12th February 2020 at Friends Meeting House, 6 Mount Street Manchester the following resolutions will be voted on as special resolutions by the members of the Company who were present and voting.

SPECIAL RESOLUTIONS **Resolution One**

“That the Articles of Association of the Company are amended in the following way:

- In Article 19.3.4 the word “eight” be deleted and replaced with the word “six” and the word “ten” be deleted and replaced with the word “eight”.
- In Article 20.1 the word “eight” be deleted and replaced with the word “six” and the word “ten” be deleted and replaced with the word “eight”.
- In Article 40.4 the word “eight” be deleted and replaced with the word “six” and the word “ten” be deleted and replaced with the word “eight”.”

Proxy form

Please fill in the form below if you want to give someone else permission to vote on your behalf.

The person you chose does not have to be a member of Learning Disability England

	Your name	
	Your address	
	Are you an individual member?	
	Are you the rep for an organisation?	

  	<p>Who do you want to vote for you?</p> <p>Give their name and address</p>	
	<p>Do you give them permission to vote for you at the AGM on 12th February 2020?</p>	
	<p>How should the proxy vote on the special resolution decision?</p> <p>Do you agree to the rule change?</p>	<p>Yes, No or abstain</p>



Learning Disability England



Please sign here to confirm that you are a member and you are giving a proxy the right to vote for you



Date

You must e mail or post this to arrive at Learning Disability England by 5pm on **10th February** at the latest



E mail to info@LDEngland.org.uk



Post to
Learning Disability England
Rose House
4 Preston Street
Faversham
ME13 8NS