

Secret Garden Outdoor Nursery

Motion 1 for Resolution at the EGM

Motion: I propose that the following addition with respect to Friends of the Secret Garden be inserted into the Secret Garden Company's Articles of Association (its 'Constitution'):

FRIENDS OF THE SECRET GARDEN

- 2 All parents of children registered to attend the Secret Garden from time to time shall automatically become Friends of the Secret Garden, receiving newsletters and invitations to celebrations and events organised by the Company. Parents will automatically cease to be Friends of the Secret Garden when their child is no longer so registered, subject to the provisions of Article 3. Friends of the Secret Garden will not automatically be Members, but may be so if admitted pursuant to Article 5.
- 3 Any other person wanting to keep connected with the Secret Garden shall also be entitled to become a Friend of the Secret Garden (subject to the prior approval of the Council) on payment of a minimum donation of £5 per annum, and will receive newsletters and invitations to celebrations and events organised by the Company.

Article 5 (Membership) is as follows:

The subscribers to the Memorandum of Association of the Company and such other persons as are admitted to membership in accordance with the Articles shall be Members of the Company. No person shall be admitted as a Member of the Company unless he is approved by the Council. Every person who wishes to become a Member of the Company shall deliver to the Company an application for Membership in such form and by such means as the Council requires executed by him. The Council may approach an individual to be a Member.

(For information only; there are no changes proposed to Article 5.)

proposed by*	Emma Forster	date	30/09/12
seconded by*	Louise Durrant	date	30/09/12

WEDNESDAY



SCT 15/10/2014 #202
COMPANIES HOUSE

* Current members

Secret Garden Outdoor Nursery

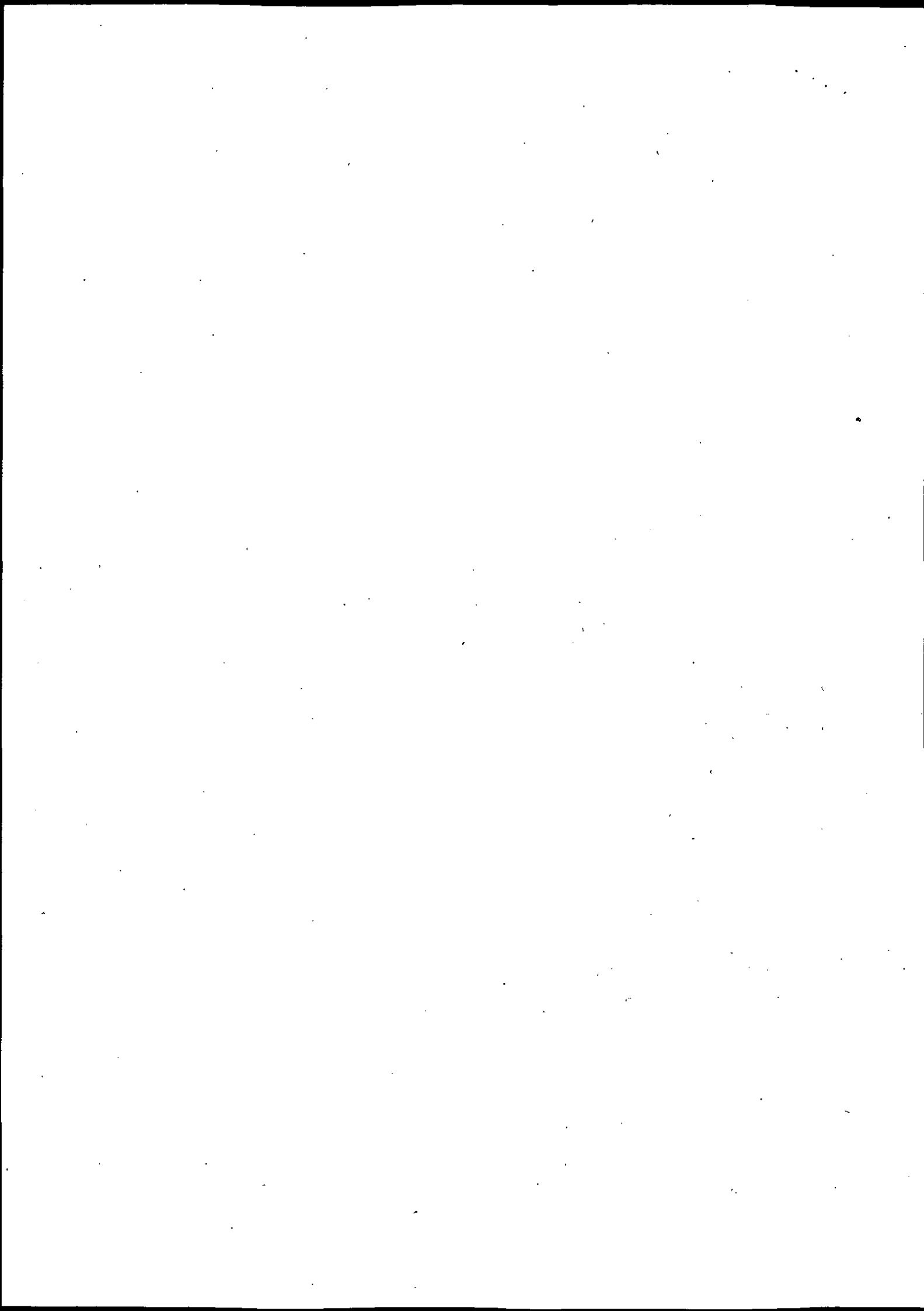
Motion 2 for Resolution at the EGM

Motion: I propose that the following changes with respect to appointment, length of term and notice period for Council members ('Directors') of the Secret Garden Company be made to its Articles of Association (its 'Constitution'):

- 32 At an Annual General Meeting a Director may retire from office or, at any time between Annual General Meetings, by giving 3 months notice to the Council. If a replacing Director is co-opted by the Council within such 3 month notice period, the retiring Director may stand down immediately. Directors may serve for 5 years maximum.
- 34 No person other than a Director retiring by rotation may be appointed a Director at any Annual General Meeting unless:
- (a) he or she is recommended for election by the Council, or recommended for re-election by the Council; or
 - (b) not less than 14 nor more than 28 days before the date of the meeting, the Company is given a notice that:
 - (i) is signed by a Member entitled to vote at the meeting;
 - (ii) states the Member's intention to propose the appointment of a person who has been recommended by the Council to become a Director;
 - (iii) contains the details that, if the person were to be appointed, the Company would have to file at Companies House; and
 - (iv) is signed by the person who is to be proposed to show his or her willingness to be appointed.

proposed by*	Cathy Bache	date	30/09/12
seconded by*	Sharon Hedley	date	30/09/12

* Current members



EGM

Monday 22nd October 2012
7.30pm, Yurt



Present:

Cathy Bache (D), Sharon Hedley (D), Marjolaine Caillat (D), Rehema White, Carmen Miller, Sheila Bell, Marie Lamont, Kathryn Webster, Polly Duplock, Sharon Cunningham, Sandra Wilson, Graham Black.

Welcome

Meeting opened by Marjolaine Caillat as the Chair who welcomed everyone.

Apologies

Emma Forster (D), Louise Durrant, Sue Armstrong, Susanne Lumsden, Vicky Paterson.

Finances

Provisional report read out by Sharon Hedley. See attached

Motions for Resolution

Motion 1: I propose that the following addition with respect to Friends of the Secret Garden be inserted into the Secret Garden Company's Articles of Association (its 'Constitution')

See attached.

This motion was agreed unanimously

Motion 2: I propose that the following changes with respect to appointment, length of term and notice period for Council members ('Directors') of the Secret Garden Company be made to its Articles of Association (its 'Constitution').

See attached.

This motion was agreed unanimously.

A.O.C.B

None

Gratitude and Closing

Marjolaine thanked everyone and meeting closed at 8.10pm.