



**EXTRAORDINARY GENERAL MEETING /
12TH OCTOBER 2009**

SUE RYDER CARE OFFICES, 2ND FLOOR, 114-118 SOUTHAMPTON ROW,

MONDAY



A13 *A5R6JF7H* 23/11/2009 59
COMPANIES HOUSE

The meeting opened at 4.30pm.

In attendance were:

Directors: Stefan Lipa (SL), Adrian Beney (AB), Patrick Boggon (PB), Andrew de Mille (AdeM) and Gill Wootton (GW).

Non-Directors: Kathy Seligman (KS), Michael Wootton (MW) and JJ Clews (JJC).

Apologies received:

Directors: Geoff Howard (GH) and Gina Negus (GN).

Three proxies received: Robin Jequier, David Saint and Tim Finn - all cast votes in favour of all 3 resolutions.

AdeM confirmed that a Special Resolution requires 75% majority and that a Ordinary Resolution requires 50% majority.

BY WAY OF SPECIAL RESOLUTION (Proposed by AdeM, seconded by AB)

1. To amend the Articles of Association of the Association by the deletion of Article 4.3 (v) in order to abolish the separate categories of Corporate member and Professional member.

This resolution came about via discussions around the benefits of membership and what AFC specifically offered members. As a result, it is proposed that there be one category of full membership only and that there be a flat membership fee, with an optional advertising fee offered to members separately and in addition to the flat membership fee.

Carried. 8 in favour. 0 against.

BY WAY OF SPECIAL RESOLUTION (Proposed by AdeM, seconded by KS)

2. To replace Article 6 in full of the Articles of Association of the Association so as to read "The Directors shall levy an annual subscription on all members of the Association at such rates as the members shall determine in general meeting from time to time".

This resolution came about because of ambiguity in existing wording.

Carried. 8 in favour. 0 against.

BY WAY OF ORDINARY RESOLUTION (Proposed by AdeM, seconded by GW)

3. To set the annual membership subscription of the Association with effect from 1st January 2010 at £500 per annum if paid in full in advance or £540 per annum if paid by standing order either on a monthly, quarterly or half yearly basis.

This resolution came about after discussion with one or two smaller member firms who asked to spread subscription payments over the year. Only 3 additional member firms will be permitted to join the Standing Order scheme per year; this will ensure cash flow is protected.

Carried. 9 in favour. 0 against.

The meeting closed at 5.06pm.

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