



Number 63 (Sorooptimist) Limited Minutes of Special General Meeting of Shareholders held electronically (via zoom) on Saturday 20 November 2021 at 2pm.

1.Welcome,Notice of Meeting, apologies for absence and confirmation of quorum

The meeting was chaired by Ann Garvie, Chair of the Board of Directors . Carwen Wynne Howells, Board Administrative Officer, read the Notice convening the Meeting and confirmed that the Meeting was quorate .

Apologies for absence had been received from the following:

Patron and Federation President Cathy Cottridge, Liz Batten ,Liz Bell, Val Dunning, Janet Garnons- Williams, Anne Hodgson, Thelma de Leeuw, Dorothy Lee Ogden, Eurwen Richards, Christina Rollason, Helen Scourfield ,Joan Smyth, Yinka Soetan, Joyce Szameitat.

2.Special Resolution.

Before proposing the Special Resolution ,Ann Garvie stated that it had been a particularly difficult and challenging year for Number 63.She expressed her thanks to two outgoing Directors, Giselle Davies and Angela Elkholy who stepped down in January 2021, both had contributed immensely to the wellbeing of Number 63.Seven Directors were elected in January 2021 five of whom were new to the Board :Pat Dale, Margaret Emsley, Barbara Jeremiah, Isobel Smith and Yinka Soetan . It had been difficult for them because ,although they were appointed in January 2021 ,they did not meet collectively face to face as a Board until July 2021. As a consequence the Special Resolution was being proposed to give to a degree of continuity in order that the Board could become a cohesive group, and to continue to manage the business in a positive and constructive way. The Board had to ensure that the business could return to operational profitability and that meant having people to book rooms and use Number 63's facilities. Hence the Special Resolution. Ann Garvie then moved the Special Resolution:

“That Clauses 15.2,15.3,15.4 and 15.5 of the Revised Rule Book 2019 be suspended with immediate effect until 1 October 2022.” Be suspended by the order of Board of directors.

Voting on the Special Resolution had taken place electronically ahead of the Meeting and Ann Garvie informed Shareholders of the result as follows:

Voting strength :	77
Votes cast :	42
Return rate :	54.45%

Votes for the Resolution: 42
Votes against the Resolution: 0
Abstentions : 0

The Board was grateful for the positive response of the Shareholders. The Shareholders clearly understood the rationale and the Board was grateful that the outcome of the vote was unanimous that it can implement the Special Resolution. Shareholders were thanked for their considerable support and encouragement particularly those who had recently visited Number 63 and thanked Shareholders for assisting in the wellbeing of the business.

3. Concluding Remarks.

Ann Garvie stated that she had no other comments to make but was happy to take questions but highlighted that a full report will be presented at the Annual General Meeting (AGM). She reiterated that she understood the issues facing Number 63 and did not underestimate the challenges ahead. She then invited questions.

There was a question from Jane 'Pinky' Slatter who just wanted to ask for an update about the flooding. Ann visited Number 63 soon after the flood. The flash floods had been caused by a very powerful surge of water and staff had rescued two children and elderly lady from the pavement from drowning. The staff did fantastic job in the clean-up but, as many of you know, that this was not the first flood to affect number 63 and we are pursuing matters with the local authority. She was indebted to Board members but especially the Finance Director who is dealing with various claims. There is considerable damage to some parts of the building and you will be fully appraised of the actual impact, both physical and financial, at the AGM. It had been challenging and wouldn't wish it on anyone. She thanked Jane for the question.

Ann Garvie thanked all those involved in the organisation of the Meeting and Shareholders for their support, diligence and for voting. She thanked Carol Reed, President of SI Canterbury and SI South East England for hosting the Meeting and wished her every success in her presidency.

In conclusion she wished everyone a very pleasant weekend and hopefully a very happy time with family and friends over the festive period.

The meeting closed at 14.15