

NOTICE OF ANNUAL GENERAL MEETING

BOWLSWALES

Company number 10838128



Notice is hereby given that the Annual General Meeting of the Company shall take place on **Tuesday 12th January** at **5pm** via **zoom**.

A Special Resolution to amend the Company Articles will be put to the meeting; the resolution will require a 75% majority to pass. The Special Resolution is outlined below:

It is resolved that the current Company Articles are replaced in their entirety by the new Articles previously circulated and identified to Members with the Agenda of the Annual General Meeting and by placing on the Company website.

The replacement new Articles include a change to the Objects of the Company as identified by **Article 2 Objects**.

Important Notes for Members:

- The Agenda for the meeting will be circulated **at least 14 days** before the AGM in line with the current Articles.
- The new Articles have been developed by a working group comprising of four representatives from the Members and four representatives from the Board with assistance from Sport Wales, the General Manager and an independent consultant.
- If the Special Resolution to change the Articles is **passed**, the new Articles (other than the new Objects) will come into immediate effect. Accordingly and in anticipation of the Members agreement to the new Articles, Members are asked to nominate for the one new position of 'Director nominated by a Member'.

Nominations for this position can only be made by a Member holding voting rights. Nominations must be submitted (together with the nominee's written consent) on the Company's approved form. The approved form and associated information will be made available on the Company website or if necessary by request from the General Manager. Please ensure any nominations are received by the Company by **Monday 23rd November 5pm 2020**.

If the Special Resolution **fails** – the process for nomination and election relating to the new 'Director nominated by a Member' shall be negated and a vote for the position will not take place.

- Notices of motion put forward by Members for the Annual General Meeting must be received by the Company at least 28 days before the date of the Annual General Meeting **Tuesday 15th December 2020** and must be accompanied by an explanatory paper outlining the terms of the motion.
- Proxy voting forms and full details shall be made available with the Agenda for the meeting and placed on the Company website.
- The vacant position for an elected Director will be advertised in line with the current recruitment process and will be elected by the Members at the AGM.
- The chairman of the AGM will be **Ken Burton**.
- Directors may attend and speak at all meetings of the Company.
- Please supply the names and email addresses of the Nominated Representatives who shall be attending the AGM to the General Manager so that the link to the Zoom meeting can be provided to the correct individuals. The deadline for this is **Friday 18th December**. After this date, the Nominated Representatives cannot be changed.