

# Tottenham Hotspur Supporters' Trust Annual General Meeting



## Agenda

Tuesday 26 February 2019 at 7pm  
CMS Reception, 1<sup>st</sup> Floor  
Cannon Place, 78 Cannon Street, London EC4N 6AF

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### **NORMAL BUSINESS:**

1. Chair's Introductions/ Report on Trust performance

### **RESOLUTION TO DISAPPLY THE APPOINTMENT OF AUDITORS:**

2. That the requirement to appoint auditors is disapplied and that an external examiner is appointed

At the 2018 AGM, a resolution was passed to reappoint The Greene Partnership as THST's financial auditors. We have recently been informed by The Greene Partnership that, due to changes within their firm, they are no longer undertaking statutory audits and it is their intention to resign as our auditors.

Under existing Trust rules (R.90), we are able to appoint a different auditor without calling a general meeting as their indication of unavailability classes as a "casual vacancy occurring between general meetings".

However, the new Act gives the Trust provision to disapply the need for an auditor and instead go down the route of having an independent examination of the accounts conducted in respect of "small societies", as defined by the Co-operative and Community Benefit Societies Act 2014.

The resolution is that we disapply section 83 of the Co-operative and Community Benefit Societies Act 2014 (the duty to appoint auditors) and will appoint an independent examiner to examine the accounts for 2017-2018.

As per the Convening Notice circulated to members on 11 January 2019, under the new trust rules (or if resolution 8 is not passed, under Rule 90 of the Trust Rules 2006), the Board recommend approval to disapply the requirement to appoint external auditors. A simple majority of 51% will be required of those voting at the meeting or by proxy vote, under Rule 48 of the current Trust Rules.

- a) Show of hands

3. Review of audited accounts up to 31 August 2018

### **RESOLUTIONS TO RE-APPOINT EXISTING SOCIETY BOARD MEMBERS:**

4. Resolution to re-appoint existing Trust Board member Adam Bailey
5. Resolution to re-appoint existing Trust Board member Pete Haine
6. Resolution to re-appoint existing Trust Board member Rachel Martin

- a) Open questions
- b) Show of hands

NB: Under Rule 61, one third of the Trust Board comprising those who have served the longest at the date of the Annual General Meeting must resign and stand for re-appointment, if desired. If at any time the number of elected directors is not divisible by three, the Trust Board shall decide the number of directors to resign in accordance with this rule.

On this occasion, six members of the nine person board have been re-appointed in the last two years, namely Martin Buhagiar, Martin Cloake, Kevin Fitzgerald, Michael Green, Katrina Law and Keith Sharp. In the interests of continuity and to enable the Trust Board to continue to function effectively, the Trust Board has agreed that the third of directors resigning and standing for re-appointment at the 2019 AGM will be Adam Bailey, Pete Haine and Rachel Martin.

For the re-appointment of each of Adam Bailey, Pete Haine and Rachel Martin to the Society Board, a simple majority of 51% will be required of those full members voting at the meeting or by proxy vote, under Rule 48 of the current Trust Rules.

### **ELECTION OF UP TO THREE NEW BOARD MEMBER(S) TO TRUST BOARD:**

In accordance with the AGM timetable, the nomination period for full members wishing to stand for election to the THST Board closed on 28 January 2019.

3 places were available and 1 nomination was received. Manifestos are included in this communication.

Therefore, the 1 candidate will be elected to the THST Board, providing this is approved by the membership.

We ask that you sanction the election of the candidate to the Board below.

7. Resolution to approve the election of **Anthoulla Achilleos** to the Board of the Tottenham Hotspur Supporters' Trust
  - a) Open questions
  - b) Show of hands

### **RESOLUTION TO APPROVE MODERNISED TRUST RULES:**

8. That the new THST Rules are adopted to replace the 2006 Rules

The rules under which we currently operate are outdated and not fit for purpose. They date back to 2006, since when there has been new legislation (The Co-operative and Community Benefit Societies Act 2014). We have also encountered difficulties in applying the rules in respect of the AGM.

A modernised set of Rules has been prepared based on a template provided by Supporters Direct and has been signed off by the Board. These Rules are available to download and read on our dedicated webpage, <http://www.thstofficial.com/agm.html>.

The resolution is to formally approve replacement of the existing 2006 Rules with the 2019 Rules.

To achieve a full rule amendment, we require a majority of 2/3 of the membership to vote in favour (either in person or by proxy).

- a) Open questions
- b) Show of hands

**End of business.**