



The 2020 Annual General Meeting of The Sussex Archaeological Society (charity no 207037) will be held on Saturday 12th September 2020 at 10.30 a.m. by Zoom videoconference. Joining instructions will be sent out by email and put on the Sussex Past website (Members Section).

It is strongly recommended that, where members have questions relating to specifics (e.g. regarding financial matters, dates, visitor numbers, etc.), rather than general questions, then these are sent by email to members@sussexpast.co.uk at least 14 days before the meeting. Such a procedure will allow the preparation of full responses which can be given at the meeting. The complete audited accounts, previous minutes, all other tabled documents referred to in this notice or relating to the meeting and other details will be found in the Members' area of our website www.sussexpast.co.uk. To obtain log in details, please contact the Membership Secretary on members@sussexpast.co.uk.

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the ANNUAL GENERAL MEETING of THE SUSSEX ARCHAEOLOGICAL SOCIETY (a company limited by guarantee: 202795) will be held on Saturday 12th September 2020 by Zoom videoconference as permitted by the Corporate Insolvency and Governance Act 2020

AGENDA

1. Welcome by the President and apologies for absence.
2. To approve the minutes of the Annual General Meeting held on 29th June 2019 and the Extraordinary General Meeting held on 18 January 2020.
3. To receive the report of the Trustees for the year 2019. This is will be presented by the Chair of Council and is contained in the opening statement of the accounts.
4. To receive the accounts for the year 2019 presented by the Chairman of Finance committee and the auditor's report thereon, printed in the Financial Statements.
5. To appoint auditors for the year and to authorise Council to fix their remuneration.
6. To elect Members of Council -The Council has a maximum of 14 members. There are vacant places on Council.
Every person whom it is intended to nominate as a candidate for election to Council shall be proposed and seconded in writing. Nominations must reach the Chief Executive at Bull House, Lewes, not less than 14 days before the meeting and shall be accompanied by the written consent of the person so nominated to serve if elected. Nominations should also be accompanied by an autobiographical statement from the candidate, indicating the experience and skills that the candidate would bring to the assistance of the Council, and also by a statement on the candidate's aspirations for the future of the Society. These statements should be no longer than one side of A4 and should be typed or written clearly for reproduction to the Members.
7. To transact any other business in accordance with the Memorandum and Articles of Association.

End of AGM

Note: Further details for proxy voting and a form of proxy (the only type of voting permissible) will be given on the members section of the Society's website and/or by email after expiry of the period noted for candidates to submit their nominations prior to the AGM as detailed in item 6 above. Under s324 of the Companies Act 2006 a member is entitled to appoint another person as his or her proxy to exercise all or any of his or her rights to attend and to speak and vote at the meeting convened by this notice.

By Order of Council
21 July 2020

Amanda Jones
Chair of Council



**Advance Notice of an Extraordinary General Meeting of The
Sussex Archaeological Society (charity no 207037) which will be held on
.....at**

It is strongly recommended that, where members have questions relating to specifics rather than general questions, then these are sent to the membership secretary at Bull House, 92 High Street, Lewes BN7 1XH, members@sussexpast.co.uk at least 14 days before the meeting. Such a procedure will allow the preparation of full responses which can be given at the meeting. The complete suite of documents for consideration are to be found on the Members' area of our website www.sussexpast.co.uk and are included with this notice where it is sent out by email. To obtain log in details, please contact the Membership Secretary on members@sussexpast.co.uk.

ADVANCE NOTICE OF EXTRAORDINARY GENERAL MEETING
**Advance Notice is hereby given that an EXTRAORDINARY GENERAL MEETING of THE
SUSSEX ARCHAEOLOGICAL SOCIETY (a company limited by guarantee: 202795) will be
held on at**

AGENDA
1. Welcome by the President and apologies for absence.
<p>2. <i>SPECIAL RESOLUTIONS</i></p> <p>It is proposed that the following resolutions be passed as Special Resolutions:</p> <p>a. THAT the Existing Articles of Association of the Society be amended by deleting all the provisions of the Society's memorandum of association which, by virtue of s28 of the Companies Act 2006, are to be treated as provisions of the Society's articles of association;</p> <p>b. THAT, subject to approval by the Charities Commission, and to such amendments as they so direct, the proposed new articles of association of the Company contained in the printed document as published on Members' section of the Society's website, be adopted as the New Articles of Association of the Company in substitution for, and to the exclusion of, the Existing Articles of Association of the Company in force at the date hereof; and</p> <p>c. THAT, if and for so long as the number of trustees who were duly appointed in accordance with the provisions of regulations 21 or 22 of the Existing Articles of Association exceeds the number permitted under regulation 33 of the New Articles of Association, neither the proceedings of Council, nor the appointment of any trustee in office at the date of this resolution, shall be deemed invalid by the provisions of regulations 33 or 36 of the New Articles of Association.</p>
3. Any other business

Note: Under s324 of the Companies Act 2006 a member is entitled to appoint another person as his or her proxy to exercise all or any of his or her rights to attend and to speak and vote at the meeting convened by this notice. A form of proxy is enclosed for the special resolutions.

End of EGM

By Order of Council
21 July 2020

Amanda Jones
Chair of Council

**THE SUSSEX ARCHAEOLOGICAL SOCIETY - Company Number: 202795 (the "Society")
whose registered office is at Bull House, 92 High Street, Lewes BN7 1XH†
- Form of proxy for the EGM only-**

I (*see Note 1*)

of,

being a member of the Society HEREBY APPOINT
EITHER:

[the Chair of the meeting]* (*see Note 2*) OR:

[.....

of]

as my proxy to vote (or abstain) on my behalf at the Extraordinary General Meeting of the Society to be held on [] and at any adjournment thereof.

Signed this _____ day of _____ 2020*

.....

Name:

* Delete as appropriate

Notes:

1. The full name and address of the member should be inserted here in block capitals.
2. A member may appoint a proxy other than the Chair of the meeting by:
 - 2.1 striking out the first of these two alternatives; and
 - 2.2 inserting the name and address of such proxy (who need not be a member) where indicated in the second alternative.
- 2.3 If no name is entered the return of this Form of Proxy, duly signed, will authorise the Chair of the meeting to act as your proxy. This Form of Proxy should be signed by the member (or his/her attorney).
3. Please indicate with an "X" in the boxes provided how you wish your vote to be cast in respect of each of the resolutions. Unless otherwise instructed, the proxy will vote or abstain as he/she thinks fit on any particular resolution and on any other business (including amendments to resolutions and any procedural business) which may come before the Extraordinary General Meeting.
4. The "Vote Withheld" option is provided to enable you to abstain on any particular resolution. However, it should be noted that a vote withheld is not a vote in law and will not be counted in the calculation of the proportion of votes "For" and "Against" a resolution but will be counted to establish if a quorum is present.

5. Completion and submission of a Form of Proxy does not preclude a member from attending and voting in person should he/she subsequently decide to do so.
6. When two or more valid Forms of Proxy are delivered in respect of the same member for use at the same meeting, the one which was executed last shall be treated as replacing and revoking the other(s) as regards that member
7. To be valid, this Form of Proxy must be completed and deposited (together with any power of attorney or other authority under which it is signed or a notarially certified or office copy thereof) at the registered office† of the Society not less than 48 hours before the time fixed for holding the meeting or adjourned meeting.
8. Each individual member is entitled to one vote per resolution at the meeting. Therefore those holding joint membership, or 2 adult family membership, should submit a separate proxy form for each of the two adult members. Such members may or may not wish to appoint the same person as their proxy but must submit two separate forms.

Special Resolution	For	Against	Vote withheld
1. THAT the articles of association of the Company be amended by deleting all the provisions of the Company's memorandum of association which, by virtue of s28 of the Companies Act 2006, are to be treated as provisions of the Company's articles of association			
2. THAT, subject to approval by the Charities Commission, and to such amendments as they so direct, the proposed new articles of association of the Company as published on Members' section of the Society's website, be adopted as the new articles of association of the Company in substitution for, and to the exclusion of, the articles of association of the Company existing at the date hereof.			