



Dear Member,

Extraordinary General Meeting, 10 November 2012 - National Volleyball Centre, Thurston Drive, Kettering, Northamptonshire, NN15 6PB - commencing at 12:30 pm.

Please find enclosed papers in connection with the Extraordinary General Meeting of the Association called for 10 November 2012.

This information is being sent to all members of the Association entitled to receive notices of extraordinary general meetings, but kindly note that only members as defined in Clause 33 of the Articles of Association, i.e. Affiliated Clubs, are eligible to vote. Members that are ineligible to vote are still entitled to attend the EGM.

Clubs and such organisations are reminded of Article 47.6 of the Articles of Association governing General Meetings:

*There are two ways in which Members which are organisations rather than individuals (including for example Clubs and Affiliated Associations) ("**Member Organisations**") may exercise their rights in general meeting, including (where applicable) its rights to attend, speak and/or vote. The first is by appointing a proxy to exercise its rights by notifying the Association of that proxy pursuant to Article 48. Alternatively, a Member Organisation may authorise a person or persons to act as its representative or representatives at any general meeting of the Association ("**Appointed Representative**") by complying with Article 49.*

For reference below please note Article 48 and 49.

48. **Appointment of Proxies**

48.1 *Members may appoint a proxy to exercise their rights in general meeting, including (where applicable) their rights to attend, speak and/or vote. Proxies shall be appointed by a notice in Writing ("**ProxyNotice**") which:*

48.1.1 states the name and address of the Member appointing the proxy;

48.1.2 identifies the person appointed to be that Member's proxy and the general meeting in relation to which that person is appointed;

48.1.3 is signed by or on behalf of the Member appointing the proxy, or is authenticated in such manner as the Executive Board may determine; and

48.1.4 is delivered to the Association in accordance with the Articles and any instructions contained in the notice of the general meeting to which they relate.

48.2 *Unless a Proxy Notice indicates otherwise, it must be treated as:*

48.2.1 allowing the person appointed under it as a proxy discretion as to how to vote on any ancillary or procedural resolutions put to the meeting; and

48.2.2 appointing that person as a proxy in relation to any adjournment of the general meeting to which it relates as well as the meeting itself.

48.3 *A person who is entitled to attend, speak or vote (either on a show of hands or on a poll) at a general meeting may still do so in respect of that meeting or any adjournment of it, even though a valid ProxyNotice has been delivered to the Association by or on behalf of that person. If the person casts a vote in such circumstances, any vote cast by the proxy appointed under the Proxy Notice is not valid.*

- 48.4 *An appointment under a Proxy Notice may be revoked by delivering to the Association a notice in Writing given by or on behalf of the person by whom or on whose behalf the Proxy Notice was given.*
- 48.5 *A notice revoking the appointment of a proxy only takes effect if it is delivered before the start of the meeting or adjourned meeting to which it relates.*
- 48.6 *A Member present in person or by proxy at any meeting of the Association shall be deemed to have received notice of the meeting and of the purposes for which it was called.*

49. **Appointed Representatives**

Evidence of appointment of any Appointed Representative must be produced in the form of:

- 49.1 *an original or certified copy of the resolution of the directors or other governing body of the Member Organisation;*
- 49.2 *a letter confirming the appointment of the representative on the letterhead of the Member Organisation signed by a duly authorised individual and submitted with evidence of the authority under which it was signed; or*
- 49.3 *such other form as the Executive Board may reasonably require.*

Written confirmation, in accordance with articles 48 or 49, of the appointment of a Proxy or Appointed Representative must be deposited with the Association Officer responsible for arrangements at the meeting prior to participating in the meeting.

Only paid up affiliated clubs since 1st August 2012 are entitled to vote.

The meeting will commence at 12.30 pm. Tea/coffee will be available beforehand.



Lisa Wainwright
Chief Executive
Volleyball England

Address and Directions
National Volleyball Centre,
Thurston Drive, Kettering,
Northamptonshire,
NN15 6PB

Directions can be found on http://www.volleyballengland.org/performance/national_volleyball_centre/directions