



Basingstoke Makerspace

Suite 2, 65 New Road, Basingstoke, Hants, RG21 7PW

Queries to: admin@basingstokemakerspace.org.uk

Registered in England and Wales, Company Number: 10742431

Registered Address: 16, Springfield Road, Pamber Heath, Tadley, Hampshire RG26 3DL

This notice is issued by order of the Board of Directors of Basingstoke Makerspace on 20th October 2020, as required by the company's Articles of Association.

Notice of Annual General Meeting to be held on 10th November 2020 at 7:30pm as a virtual meeting at:

<https://meet.google.com/vfy-tegr-wfu>

As required by the Articles of Association, this is the 14 day notice of the third AGM of Basingstoke Makerspace. The AGM meeting will provide an opportunity for the members to accept or reject the 2019-2020 year end accounts (presented on page 3 of this notice) and to vote for new directors.

This year the two members standing for election as directors, they are *Michael Dadswell* and *Mark de Roussier* (who is re-standing). At this time we would urge all members to consider their vote. Any member is entitled to vote. There are three different ways to do this:

- Submit an email vote as described in this 14 day notice,; or else
- Appoint any specific adult person as a proxy to cast their vote publicly in the virtual meeting when called to do so; Or
- Attend the virtual meeting in person and cast their vote publicly when called to do so

eMail

In order to vote by email the member must send an email from their registered email address to elections@basingstokemakerspace.org.uk containing this text:

I **<member name>** select option **<1/ 2/ 3/ 4>** from this list:

- 1) **Vote for Michael Dadswell & Mark de Roussier**
- 2) **Vote for Michael Dadswell alone**
- 3) **Vote for Mark de Roussier alone**
- 4) **Vote for neither**

I **<accept/ reject/ defer>** approval of the 2019-2020 accounts

The text in green should be edited to reflect the member's identity and intentions. You can select options 1, 2, 3 or 4 to indicate your support for the potential directors. An eMail vote cast this way may be withdrawn by the member at the ACM.

Proxy

In order to register a proxy the member must send an email from their registered email address to elections@basingstokemakerspace.org.uk containing this text:

I **<member name>** wish my votes to be exercised by **<name of proxy>** at the AGM.

The text in green should be edited to provide the identities of the member and that of an adult that will act as their proxy at the meeting. A proxy need not be a member of Basingstoke Makerspace. They must turn up in person to the AGM virtual meeting with a means of identification (Passport and proof of address, or Photo Drivers licence with correct address) before they are allowed to vote. They must supply their full name and residential address. A vote placed by that proxy will then be considered to



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be equivalent to a vote cast by the voter who appointed them. A record of that evidence of identification must be kept by the officers of the company until the following election takes place. This evidence may be examined in the case of a dispute by any mutually appointed third party arbitrator, or by a court of Law in England or Wales.

Appointed proxies will be considered to still be legitimate for any subsequent re-running of the same election unless or until the member appointing that proxy withdraws their consent by appearing in person at the virtual meeting and by making their presence and withdrawal of that consent clear. An opportunity to declare any such withdrawal of consent will be provided before voting starts. Votes submitted by proxy voters will be clearly indicated as proxy votes in the record.

In Person

Under normal circumstances a voting form would consist of a list of the candidates, and the voter could privately select which candidates they supported with a cross against their name, as detailed on the form. Each candidate can only receive one vote from each voter, and each voter can only vote for at most the number of candidates required to fill the available Directorships (**two this year**).

Given the fact that this AGM has to be held as a remote meeting because of COVID policies the chairman will have to emulate the voting process by a public process. Any member that wishes to maintain confidentiality in their vote is strongly urged to vote by email prior to the meeting.

Any proxy appointed or email vote submitted may be replaced by a vote in person on the day, for example if the voter changes their mind in the interim. Therefore, the officer presiding will formally request those present to declare any withdrawn email votes or proxy appointments *before* the election commences. This will occur both in the AGM and in any re-run of the AGM. Any withdrawn email votes will be clearly be marked as withdrawn, but must be preserved as evidence alongside all other voting materials.

Such voting materials as are available will be archived in electronic format available to, and accessible by, any interested member on the makerspace server for a minimum of 3 months after the election to allow open scrutiny of the process. Personal information such as email addresses may be redacted on the materials available for general inspection, but an un-redacted copy should be kept in secure storage available for inspection in the event of any dispute concerning email votes or proxy votes with respect to the identity of the voter or proxy voter.

The rules for counting of the vote

The number of voters casting their votes must reach the meeting Quorum for the AGM in order for the election to be legitimate. That is a minimum of 10 or of half the members (whichever is smaller) must take part. At the time of writing this notice, the Quorum stands at 10, as there are 37 members.

To be elected, a Director needs at least 30% of the available votes (the total votes possible given the number of participating voters), in lieu of a nomination process. The votes will be received and counted, and the results declared by the outgoing chairperson. Any legitimate voter who wishes to do so may oversee the process, as long as no attempt is made to interfere with the result.

This year since there are two candidates and four available positions any candidate that receives the required votes will be elected.

What happens if the elections fail to take place for whatever reason?

If the elections fail to be conducted successfully on the day (e.g. because of not meeting Quorum, which will include email and voters by proxy, as the election is the main business of the meeting) then the whole process will be repeated one more time, but according to the rules only 7 day's notice (minimum) are required for a re-run of the AGM.

