



**BRITISH TAEKWONDO COUNCIL ("the Company")**

**Private Limited Company by guarantee without share capital use of 'Limited' exemption**

**Company number 07428946**

**CALLING NOTICE FOR THE ANNUAL GENERAL MEETING 2023 ("AGM 2023")**

Notice is hereby given that the Annual General Meeting 2023 ("AGM 2023") of British Taekwondo Council (the "Company" or "BTC") with Company number 07428946 will be held on

**Wednesday 27<sup>th</sup> September 2023, 10.00.**

This meeting will be hybrid, accessible via ;

MSTeams video conference with Meeting ID: 282 864 043 772 Passcode: pQJFE and in person at

Delta Hotel by Marriott, M40, Junction 15, A429 Stratford Road, Warwick, Warwickshire, CV34 6RE.

**Agenda**

1. Welcome, Introductions and Apologies.
2. Declarations of Conflict and Interest.
3. Ordinary Resolution\*\* approve of the Minutes of the Annual General Meeting 2022 ("AGM 2022") held on 19<sup>th</sup> October 2022.
4. Presentation of the Activities of the Company by Trevor Nicholls.
5. Ordinary Resolution \*\* to
  - i. approve the Company's Unaudited Financial Statements (the "Accounts") for the year end 31<sup>st</sup> March 2023; and
  - ii. authorise Kevin Beddows to sign the Accounts on behalf of the Board of Directors.
6. Presentation of the Company's Projected Finances for the year ended 31<sup>st</sup> March 2024.
7. Ordinary Resolution\*\* to
  - i. re-appoint Mattocks Grinley as Auditors of the Company for the year ended 31<sup>st</sup> March 2024; and
  - ii. authorise the Board of Directors to approve their remuneration for the year ended 31<sup>st</sup> March 2024.
8. Special Resolution\*\* to
  - i. adopt the revised Articles of Association (the "New Articles") to replace the ones recorded at Companies House at incorporation on 3<sup>rd</sup> November 2010; and
  - ii. authorise the Chair, Joanne Kennedy-Reardon to sign the Special Resolution on behalf of the Board of Directors.



Noting that the revised Articles of Association approved on 11<sup>th</sup> July 2022 by the Board of Directors were not duly recorded at Companies House.

9. Any Other Business; of which due written notice of 7 (seven) days of this meeting has been given to the Chair at [j.kennedy-reardon@taekwondoorganisation.com](mailto:j.kennedy-reardon@taekwondoorganisation.com)

As this meeting is being conducted in person and virtually, the Board of Directors' recognise that the opportunity to host discussion and debate may be affected. To facilitate this important aspect of the meeting, time has been allocated within the agenda to enable delegates to respond and raise questions. Where members who have questions ahead of the meeting they are requested to submit them so that, where possible and appropriate, a response could be made directly in the meeting to reduce repetition and ensure that BTC member's voices are represented.

## VOTING PROCEDURES

There are a number of actions required to attend to and vote on at the AGM.

The action list is detailed below for your convenience.

Action required	Deadline for completion	Format
Register for the Annual General Meeting	Wednesday 13 <sup>th</sup> September 2023, 17.00	Hybrid – in person and via MTeams video conference with:  Meeting ID: 282 864 043 772 Passcode: pQJFE  Notifications of proxy must be registered in writing at <a href="mailto:terry@tkd.co.uk">terry@tkd.co.uk</a>
Register your proxy / duly authorised representative for Agenda items **	Wednesday 20 <sup>th</sup> September 2023, 17.00	Notifications of proxy must be registered in writing at <a href="mailto:terry@tkd.co.uk">terry@tkd.co.uk</a>

The resolutions\*\* at the 2023 AGM are voted on in the first instance by a show of hands.

If Directors are unable to join the meeting in person or remotely, they can vote by appointing a **PROXY**.



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**FORM OF PROXY ANNUAL GENERAL MEETING 2023 ("AGM 2023")**

For use at the Annual General meeting to be held on 27<sup>th</sup> September 2023 at 10.00

I ..... of (specify member organisation).....

Being a voting member of the British Taekwondo Council, hereby appoint  
(please tick appropriate box below)

☐ the "Chair of the Meeting"

☐ the voting member named below

..... of (specify member organisation).....

As my proxy to vote for me on my behalf at the Annual General Meeting 2023 of the British Taekwondo Council to be held on 27<sup>th</sup> September 2023 and I direct my proxy to vote in respect of the business to be proposed at the meeting as indicated below (note 2 below).

		For	Against
1	To approve of the Minutes of the Annual General Meeting 2022 ("AGM 2022") held on 19 <sup>th</sup> October 2022.		
2	To approve the Company's Unaudited Financial Statements (the "Accounts") for the year end 31 <sup>st</sup> March 2023.		
3	To authorise Kevin Beddows to sign the Accounts on behalf of the Board of Directors.		
4	To re-appoint Mattocks Grinley as Auditors of the Company for the year ended 31 <sup>st</sup> March 2024.		
5	To authorise the Board of Directors to approve their remuneration for the year ended 31 <sup>st</sup> March 2024.		
6	To adopt the revised Articles of Association (the "New Articles") to replace the ones recorded at Companies House at incorporation on 3 <sup>rd</sup> November 2010.		
7	To authorise the Chair, Joanne Kennedy-Reardon to sign the Special Resolution to adopt the New Articles on behalf of the Board of Directors.		

Dated this ..... day of ..... 2023    Signature .....



Notes:

1. A member entitled to attend and vote at the meeting may appoint a proxy on their choice to attend and vote instead of them. A proxy must be a voting member of the British Taekwondo Council. You can appoint the "Chair of the Meeting" or alternatively a voting member if your choice and who has agreed to be your proxy.
2. Please indicate by inserting a cross in the appropriate box how you wish your proxy to vote in respect of each of the resolutions. In the absence of any specific direction, the proxy will vote or abstain at their discretion as they will on any other matter arising at the meeting.
3. To be effective, this form, duly signed must be deposited at the Registered Office of the British Taekwondo Council, 18 Mulberry Avenue, Turnstone Business Park, Widnes, Cheshire WA8 0WN or e-mailed to [terry@tkd.co.uk](mailto:terry@tkd.co.uk)

no later than 17.00 on Wednesday 20<sup>th</sup> September 2023.

If sending by post, please allow sufficient time to ensure delivery for the specified date.



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**Company number 07428946**

**ORDINARY RESOLUTION**

At the Annual General Meeting held on 27<sup>th</sup> September 2023 at Delta Hotel by Marriott, M40, Junction 15, A429 Stratford Road, Warwick, Warwickshire, CV34 6RE and via MSTeams video conference, the following resolutions were duly passed as Ordinary Resolutions of the Company (the "Resolution").

**ORDINARY RESOLUTIONS**

**THAT;**

1. *The minutes of the previous Annual General Meeting 2022 ("AGM 2022") held on 19<sup>th</sup> October 2022 be approved;*
2. *The Company's Unaudited Financial Statements (the "Accounts") for the year end 31<sup>st</sup> March 2023 be approved; and that Kevin Beddows has delegated authority to sign the Special Resolution on behalf of the Board of Directors;*
3. *Mattocks Grinley be re-appointed as Auditors of the Company for the year ended 30<sup>th</sup> April 2024; and*
4. *The Board of Directors has delegated authority to approve the remuneration of Mattocks Grinley as Auditors of the Company for the year ended 30<sup>th</sup> April 2024.*

**SIGNED BY:**

JOANNE KENNEDY-REARDON

CHAIR of the Board of Directors



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**SPECIAL RESOLUTION**

At the Annual General Meeting held on 27<sup>th</sup> September 2023 at Delta Hotel by Marriott, M40, Junction 15, A429 Stratford Road, Warwick, Warwickshire, CV34 6RE and via MSTeams video conference, the following resolution was duly passed as a Special Resolution of the Company (the "Resolution").

**SPECIAL RESOLUTION in respect of the ARTICLES OF ASSOCIATION**

***THAT,** The Articles of Association contained in the document attached to this Resolution be and hereby approved and adopted as the new Articles of Association of the Company (the "**New Articles**") in substitution for and to the entire exclusion of the existing Articles of Association forthwith; and that the Chair, Joanne Kennedy-Reardon has delegated authority to sign the Special Resolution on behalf of the Board of Directors.*

**SIGNED BY:**

JOANNE KENNEDY-REARDON

CHAIR of the Board of Directors