

SPINAL INJURIES ASSOCIATION

NOTICE OF EXTRAORDINARY GENERAL MEETING

The Spinal Injuries Association (“the Association”) is a Company Limited by Guarantee and was incorporated as such on 19th March 1996. As a Limited Company, the Association is governed by the Memorandum and Articles of Association of the Spinal Injuries Association.

Following a review of the Memorandum and Articles of Association by the Board of Trustees of the Association, the following special resolutions to amend the documents are now to be put to the membership. The proposed amendments have already been approved by the Board who recommend their adoption.

Notice is hereby given that the Extraordinary General Meeting of the Spinal Injuries Association, company number 3175203 charity number 1054097 will be held by ZOOM teleconference on Thursday 29th October 2021 at 1.30pm to consider the following matters:

- 1. EGM commences with opening remarks from SIA’s Chair.**
- 2. Apologies for absence**
To receive and record apologies for absence.
- 3. Special Resolution to Amend SIA’s Articles of Association**
If thought fit, and subject to receiving the consent of the Charity Commission for England and Wales to the alterations requiring its prior consent, to pass the following resolution as a special resolution of the Company:

“THAT all clauses of the memorandum of association of the Company be moved into the articles of association of the Company; and THAT the draft regulations available by electronic link at <https://www.spinal.co.uk/> be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association. *

”
- 4. Presentation of SIA Annual Report and Accounts**
Presentation of and vote to approve SIA’s Annual Report and Accounts 2020/21*.
- 5. Closing Remarks from the Chair**

NOTES TO THE NOTICE OF EXTRAORDINARY GENERAL MEETING

* The draft regulations referred to in the above special resolution and the Annual report and Accounts 2020/21 are available for review on the SIA website at <https://www.spinal.co.uk/egm2021> if you would like to receive these in hard copy please e-mail EGM2021@spinal.co.uk or telephone us on 01908 604191.

Appointment of proxies

1. As a full member of SIA, you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at the Extraordinary General Meeting. You can only appoint a proxy using the procedures set out in the Articles and these notes.
2. A proxy does not need to be a member of SIA but must attend the meeting to represent you. You may appoint the Chair of the Meeting or another person as your proxy using a proxy form. If you wish your proxy to speak on your behalf at the meeting you will need to appoint your own choice of proxy (not the Chair) and give your instructions directly to them.
3. If you do not give your proxy an indication of how to vote on any resolution, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the Meeting. To appoint a proxy using a proxy form, the form attached must be completed and signed; sent or delivered to SIA by post to SIA House or by e-mail to EGM2021@spinal.co.uk; and received no later than 10.30am on 28/10/2021.

Changing proxy instructions

4. To change your proxy instructions simply submit a new proxy appointment using the methods set out above. Note that the cut-off time for receipt of proxy appointments (see above) also apply in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded.
5. Where you have appointed a proxy using the hard-copy proxy form and would like to change the instructions using another hard-copy proxy form, please contact EGM2021@spinal.co.uk or telephone us on 01908 604191. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.

Termination of proxy appointments

6. In order to revoke a proxy instruction you will need to inform us clearly stating your intention to revoke your proxy appointment to EGM2021@spinal.co.uk or by telephone prior to the start of the meeting. If you attempt to revoke your proxy appointment but the revocation is received after the time specified then, subject to the paragraph directly below, your proxy appointment will remain valid. Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.