



Folk Camps
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Folk Camps Society Limited

Tor View, Lakenham Hill, Northam, Devon, EX39 1JH

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Folk Camps is a company limited by guarantee (Reg No 931434) and a registered charity (No 255901)

Resolutions for the Folk Camps 2023 AGM

Folk Camps Council recommends that you vote to agree with all of these resolutions.

Resolution 1: To adopt the annual report and approve the accounts for the year ending 31 August 2023.

The accounts are on the AGM page of the website.

Resolution 2: To appoint Lightwater Accountants as accountants for the financial year commencing 1 September 2023

This is stated for year commencing instead of year ending, see below for rationale.

Resolution 3: to Modify the Articles of Association paragraph 14 to the following:

14. The Society shall hold a General Meeting in every *company financial* year as its Annual General Meeting at such time and place or by method of electronic communication as may be determined by the Council, and shall specify the meeting as such in the notices calling it. ***The timing of the AGM shall be determined by the Trustees, to allow the annual accounts to be approved and submitted to Companies House within 9 months of the end of the financial year.*** The notice must specify the place, date and time of the meeting, and the general nature of all items of the business to be transacted; and must, in the case of an AGM, specify the meeting as an AGM. The text of all special, extraordinary and elective resolutions to be proposed must be set out in the notice. All business at a General Meeting attended in person or by means of virtual attendance using electronic communication shall be deemed as valid as if all persons participating were in the same room. In the event of a technology breakdown or other impediment to participation by electronic communication it is at the discretion of the chair whether or not to postpone the meeting but no business may be conducted unless a quorum is present and able to access the meeting.

NB The New proposed words in bold italic, see below for previous wording.

Background Information

We are looking into **options of changing the end date for the financial year** to make Folk Camps administration easier. Moving to a date later in the autumn (rather than 31st August) will simplify the work for our Admin Manager (Kerstin Jewell), and this will also help Folk Camps Council, the volunteer trustees that make decisions that enable Folk Camps to function.



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It is possible to lengthen a company's financial year once in a five-year period, by making appropriate notification to Companies House. This would then set new dates for subsequent financial years.

There are a few words in the Memorandum and Articles of Association that hinder making a change to the year end. The purpose of this resolution is to remove those obstacles, without significantly changing the purpose of the affected clauses.

We propose to make the changes to M+AA now, without forcing a commitment to immediately change the year end.

We need to hold an AGM within a period of the end of the previous financial year in time for the AGM to approve the annual accounts and submit them to Companies House. The legal limit for submission is 9 months after the end of the financial year.

NB: some of the clauses in the M+AA are now superseded by the Companies Act 2006 which imposes legislation that affects all UK companies, including Folk Camps.

The words highlighted in yellow are what need to change (some are now irrelevant).

Previous wording of this paragraph:

14. The Society shall hold a General Meeting in every **calendar** year as its Annual General Meeting at such time and place or by method of electronic communication as may be determined by the Council, and shall specify the meeting as such in the notices calling it, **provided that every Annual General Meeting except the first shall be held not more than fifteen months after the holding of the last preceding Annual General Meeting, and that so long as the Society holds its first Annual General Meeting within eighteen months after its incorporation it need not hold it in the year of its incorporation or in the following year.** The notice must specify the place, date and time of the meeting, and the general nature of all items of the business to be transacted; and must, in the case of an AGM, specify the meeting as an AGM. The text of all special, extraordinary and elective resolutions to be proposed must be set out in the notice. All business at a General Meeting attended in person or by means of virtual attendance using electronic communication shall be deemed as valid as if all persons participating were in the same room. In the event of a technology breakdown or other impediment to participation by electronic communication it is at the discretion of the chair whether or not to postpone the meeting but no business may be conducted unless a quorum is present and able to access the meeting.