

**SPECIAL GENERAL MEETING**  
**Small Meeting Hall**  
**Mildmay Club & Institute Limited**  
**33-34 Newington Green**  
**London N16 9PR**

**17th July 2024 18.45**

Access to the small meeting hall was limited to Members on proof of membership with a membership card or against a list of eligible Members. Each Member was supplied with two numbered ballot cards on entry. A total of 141 Members were admitted to the meeting.

The President opened the meeting at 18.45 and asked for courtesy throughout the meeting as all Officers gave their time voluntarily to manage the Club. He explained fire evacuation procedures in the event of a fire alarm. He proposed there should be two ballots, one on each of the proposed amendments to the new model rules and a vote on a show of hands on whether to adopt the new model CIU rules if, or as, amended by those ballots.

David Dades raised a point of order to question if meeting had been properly called. The President ruled the meeting was compliant with rule 15 (2) (a).

Tom explained that the proposed amendments did not propose to transfer Club ownership away from its Members. He explained current model rules allowed personal gain to individual Members if the Club was closed down. The suggested change to rule 30 only applied on dissolution and gives access to lottery and charity funding. The suggested change to rule 37 ensured the Club rules applied whether the Club operated under a Club Premises Certificate or a Premises License.

After explaining this to the meeting Tom responded to questions and statements from Members covering the following points;

Members claimed they had not been adequately notified of the proposed changes. (I have some sympathy with this as I only received a paper copy of the proposed rule book marked up with planned amendments at the last minute.)

Two Members claimed said they were opposed to the Club being changed into a "venue" but were told the Club remained committed to expanding the range of events for its Members and their guests..

It was claimed that under the new CIU rules individual benefit to Members on dissolution would be restricted to £25.00 each. (Tom remembers this point being made but it is not in the rules so I've sought clarification/ backup from the CIU rules officer.

A Member complained that the only reason the Club needed more funding was because it had wasted money on jobs that were not needed.

John Wood gave a personal view opposing any move to a Premises License noting that the Club capacity is currently limited to 329 so there was no scope to increase capacity even if new rules were adopted. He did not like the implication of the proposals that current Members were interested in making money out of closing the Club. He said he did not accept the President's

ruling that the meeting had been properly called.

The Secretary then took a visual ballot on adopting the new CIU rule book by show of hands of those present . The meeting voted against adopting the current model rules of the Club & Institute Union through a show of hands by 49 votes to 37.

Two ballot boxes were kept open for those who had collected cards at the start of the meeting until 9.30pm under the supervision of David Dade and Tom Jones who then counted the ballot cards in each box, with the Secretary, Peter Snell, as an observer.

The results were as follows:-

To amend rule 30 (Dissolution) to read as follows (changes in bold)

### **Rule 30 Dissolution**

"The Club may at any time be dissolved by the consent of three fourths of the Members, certified by their signatures to an instrument of dissolution in the form provided by the Act, or by winding up in a manner provided by the Cooperative and Community Benefit Act 2014. **The remaining assets, after the payment of all liabilities, shall not be paid to or distributed among the Members of the Club, but shall be given or transferred, to a charity or charities or other not-for-profit organisation(s) serving the local community chosen by a simple majority of members who have been a member for at least five years before the resolution to dissolve.**"

Ballot result; In favour 54, Against 87

To amend rule 37 (Interpretation) to read as follows (changes in bold)

### **37. Interpretation**

(1) In these rules, words denoting the masculine gender shall be deemed to include the feminine.

(2) Any reference to the Chief Registrar, Registrar, Central Office, Assistant Registrar (for Scotland), includes reference to the Financial Conduct Authority (FCA) or any other statutory successor carrying on the relevant functions of any of them.

**(3) Any reference to a Club Premises Certificate includes reference to a Premises License or any other similar License granted to the Club by a statutory authority."**

Ballot result; In favour 54, Against 81

**Peter Snell (Secretary)**

**30th July 2024**