

BRIGHTON & HOVE HEBREW CONGREGATION

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Registered Company No. 5842863

Registered Charity No. 1115092

1 September 2023

Dear Member,

Deferred Annual General Meeting

I am writing to give notice to you all of another deferral of our AGM.

Unfortunately, we have to postpone the AGM yet again due to a number of legal issues concerning BHHC's compliance with the Companies Act 2006, particularly in the calling and management of company meetings (e.g. AGMs) and the new requirement in the act to allow for the appointment of proxies. We will be putting in place temporary arrangements for the appointment of proxies for this AGM, prior to updating our constitution to include such appointments, but we need to carefully examine the legal and administrative to ensure that we have a legal, acceptable and workable arrangement for this meeting.

We are urgently reviewing our constitution concerning the holding of general meetings in light of the Act (a full review will also be carried out after the AGM) and will then call the AGM in a manner that meets the current legal requirements. I would like to thank all those who have helped in pointing out the provisions of the Act and for the advice they have given and continue to give.

At this time, we do not intend to table any amendments to our constitution at this AGM but will, in due course, hold a general meeting at which all the changes to our constitution will be tabled and can be thoroughly discussed, giving good and sufficient time for members to digest the proposed changes and provide feedback prior to the meeting, so that we can ensure that the proposals, as tabled, will have the general approval and acceptance from the membership, and allowing for discussion on any contentious issues.

We do not intend to have a general discussion at this AGM concerning Hove Hebrew Congregation and its cessation of services. We are sad whenever this happens. We did approach HHC at the start of our redevelopment to join in with us as we thought that this could be positive for both communities. HHC have recently made a suggestion to us about how we can accommodate the needs of their members after they close, and we are keen to pursue this, but both communities have charitable trustees and we are currently taking advice to ensure that the trustees of both shuls are taking proper steps. As such, we do not intend to have a general discussion at this AGM about Hove Hebrew Congregation.

Once we have reviewed the urgent changes to ensure that our AGM meets all the legal requirements we will inform the members of those changes and set a new date for the AGM.

The current nominations remain in force and new nomination forms will be sent out, together with the proxy forms and details of their temporary arrangements for the deferred AGM, when the calling papers go out for the new date.

On the issue of questions at the AGM, we have asked for them to be sent in writing in advance in order for the Board to ensure that we can give answers at the meeting. Questions and discussions **relevant** to the agenda items, including the answers to the written questions, will, of course, be allowed.

BY ORDER OF THE BOARD.



Jack Rose
Honorary and Company Secretary