**THE NATIONAL GOVERNANCE ASSOCIATION**

**(a company limited by guarantee)**

**Registered No: 3549029**

**THE COMPANIES ACT 2006**

**NOTICE IS HEREBY GIVEN** under the Act mentioned above of the Electronic Annual General Meeting of the Company to be held on **Friday 15th November 2024 at 12.30PM via ZOOM (link will be shared closer to the event).** Therefore, there is no need for any member to attend the AGM in person.

We urge all members to make use of proxies to exercise their voting rights and submit any questions prior to the meeting in accordance with the timeline specified below:

Deadline for submission of questions: 18th October 2024 5.00pm

Publication of trustee responses on the website: 22nd October 2024 9.00am

Commencement of proxy voting: 23rd October 2024 9.00am

Deadline for proxy voting: 7th November 2024 5.00pm

All members are invited to observe the AGM but should be aware that there will be no facility to vote at the meeting or after the deadline for proxy votes.

The meeting will be for the following purposes:

**To consider and if thought fit, pass resolutions as to the ordinary business of the Company,**

1. Election of Tellers and Scrutineers
2. Approval of minutes of Annual General Meeting 17 November 2023
3. Notification of the Directors elected by ballot
4. The receipt and adoption of the report of the Directors and the audited accounts of the Association for the year ended 31 March 2024
5. Auditors - It is proposed that Feltons be appointed as auditors and to authorize the Company’s board of directors to negotiate and determine their fees
6. Any other ordinary business.

**Special Business**

**To consider and if thought fit, pass the following special resolutions:**

There are no items of special business.

BY ORDER OF THE BOARD

Lara Angell

Company Secretary

Date: 11 October 2024

A copy of the accounts and every document required by law to be annexed to them which are to be laid before the meeting will be published on the NGA website and dispatched in hard copy form to any member who requests such a copy.

The statutory registers and list of members are available for inspection by appointment during normal business hours (9.00 a.m. to 5.00 p.m.) without charge at The National Governance Association, 102 Colmore Row, Birmingham B3 3AG

Association Members, Governing Body Members, Multi Academy Trust Members and Corporate Members entitled to attend and vote in advance of the electronic meeting are each entitled by Article 28 to one vote. That vote is to be cast by the Representative of such member, being the person appointed as such pursuant to Article 9, or if so appointed by the Chair as a proxy for that Member pursuant to Article 31 and in accordance with Article 32.

An Individual Member entitled to attend and vote in advance of the electronic meeting personally or may appoint any other Individual Member or the Chair as his/her proxy pursuant to Article 34 and in accordance with Article 35.

Members are reminded that

(i) by Article 38(a) all monies payable by the Member (including subscriptions) must have been paid to entitle a Member to vote

(ii) a Representative is asked to have available appropriate evidence of his/her appointment which may be produced to the Chair, or as the Chair directs, on request, should his/her qualification be challenged. Ideally, that evidence should comply with the provisions of Article 9(c).