



## Special Resolution 1

### Addition to Clause 10

#### Clause 10(3)

*Wording follows legal advice of the Third Age Trust*

#### 3 Online and hybrid general meetings

- (a) A general meeting (whether an annual general meeting or a special general meeting) may be held that allows attendance in person or by suitable electronic means agreed by the trustees in which each participant may communicate with all the other participants either directly or through the Chair. Where the trustees determine that a general meeting is to be held by electronic means pursuant to this clause 10 (3)(a) such determination shall be set out in the notice of general meeting sent to members, together with details of how a member may participate in such meeting.
- (b) Where the committee determines that a general meeting is to be held by electronic means only such determination shall be set in the notice of general meeting sent to members, along with an explanation of the exceptional circumstances which require the general meeting to be held by electronic means only.
- (c) For the purposes of this clause "exceptional circumstances" means circumstances which in the reasonable opinion of the committee render it impossible to hold an effective general meeting in person or by a combination of meeting in person and through electronic means.

- (d) Where a general meeting is to be held in person, the trustees may if they deem it appropriate set out a procedure in the notice of the meeting which allows members to attend electronically if they so wish, and in such circumstances both members physically present in person or by proxy and members present by electronic means will be considered present in person and will count towards the quorum for the relevant meeting.
- (e) If the meeting is held solely by electronic means pursuant to clause 10 (3)(a), the place of the meeting shall be deemed to be the charity's registered office address.
- (f) Proceedings at a general meeting held by electronic means pursuant to clause 10 (3)(a) or a physical meeting at which procedures are put in place to allow members to attend electronically pursuant to clause 10 (3)(a), will not be invalidated due to technical issues which prohibit members from joining such a meeting electronically, so long as sufficient number of members to form a quorum under clause 12 (2) is able to join the meeting successfully.