



# The countryside charity Kent

**NOTICE OF ANNUAL GENERAL MEETING**  
of the Kent Branch of the Council for the Protection of Rural England  
*Registered charity number 268183*  
and the Kent Branch of the Campaign to Protect Rural England  
*Company Limited by Guarantee number 4335730*  
*Registered charity number 1092012*

To be held at 10:30am on Friday 4<sup>th</sup> November 2022  
Lenham Community Centre, Groom Way, Lenham, Kent ME17 2QT

## **AGENDA**

1. Apologies for Absence
2. Minutes of the last meeting (17<sup>th</sup> November 2021)
3. To receive the Annual Report
4. To receive the Accounts for the year ending 31<sup>st</sup> March 2022
5. Appointment of Auditors
6. Election of Honorary Officers and members of the Board (*see overleaf*)
7. Amendment to Articles of Association (see explanatory note and proposed amendments)
8. Keynote Speakers:                    James Seymour, Natural England  
   James Smith, Loddington Farm
9. Any other business

**CPRE Kent - The Countryside Charity**

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Registered charity (number 1092012), limited company registered in England (number 4335730)

<b>NOMINATIONS</b>	
<b>HONORARY OFFICERS WILLING TO BE RE-ELECTED</b>	
<b>Patron</b>	Sir Robert Worcester KBE, DL
<b>President</b>	
<b>Vice Presidents</b>	Amanda Cottrell, OBE, DL Tracey Crouch, CBE, MP Rt Hon Damian Green, MP Richard Knox-Johnston
<b>BOARD MEMBERS WILLING TO BE RE-ELECTED</b>	
<b>Chairman</b>	John Wotton
<b>Vice Chairman</b>	
<b>Treasurer</b>	Mike Moore
<b>District Committee and Specialist Group Members</b>	Peter Blandon (Swale) Nigel Britten (Sevenoaks) David Morrish (Thanet)
<b>General Member</b>	Julian Glenister
<b>RETURNING NOMINATIONS</b>	
<b>General Member</b>	Val Loseby
<b>District Committee and Specialist Group Members</b>	Christine Drury (Ashford)
<b>NEW NOMINATIONS</b>	
<b>General Member</b>	Paul Buckley
<p>I have lived in Kent since 1962 and have lived in Ditton, Maidstone, Sittingbourne and Swanscombe. I am a qualified town planner and spent my working life in Kent, first with Kent County Council (1971-1972 and 1976-1982), Dartford Borough Council ((1986-2013) and then as Senior Planner for CPRE Kent (2015-2022).</p> <p>I am also a Health Walk Leader for walks at Greenhithe and Castle Hill (Ebbsfleet Garden City).</p>	
<b>District Committee and Specialist Group Members</b>	Graham Horner (Folkestone & Hythe/Shepway Area)
<p>My career as a maritime civil engineer took me all over the world, principally in Asia, with Hong Kong being my base for 17 years. After returning to UK, I became Head of Engineering at Port of Dover and have lived in Stanford, next to Folkestone Racecourse, for 20 years. Following retirement, I was recruited to the Shepway District Committee and the Historic Buildings Committee of CPRE Kent by Paul Smallwood and I'm still there. My engineering background has helped me get to grips with the practical, financial and legal aspects of planning, all of which fascinate me.</p> <p>After school, I contemplated a career in IT and after university, a career in planning. I think I was lucky to escape both but now they together take up a lot of my time as hobbies, along with being a parish councillor, other volunteering, enjoying my grandchildren and of course enjoying the countryside.</p>	
<b>APPOINTMENT OF AUDITORS</b>	
Kreston Reeves LLP	

### **Amendment to Articles of Association: Explanatory Note**

National CPRE and a number of other CPRE Branches have recently amended their Articles of Association to make specific provision for general meetings (including annual general meetings) to be held remotely, as well as in person. The Trustees consider that CPRE Kent should follow their example, catering for the possibility that it will sometimes in future years not be feasible to hold general meetings in person. These changes to CPRE Kent's Articles of Association, which are being proposed at this year's AGM, follow closely the format adopted by National CPRE.

The changes also reduce the quorum for general meetings from 25 members to 15, having regard to a decline over recent years in the number of members who are actively involved in our committees and other activities. This reduced quorum would be in line with certain of our neighbouring CPRE Branches. An amendment is also included to deal with the situation where a quorum is not present at a general meeting in a way that ensures that the legal requirements for the conduct of CPRE's affairs can be satisfied.

The proposed changes to the Articles of Association are set out in a Special Resolution, which will be proposed at this year's Annual General Meeting and is set out in full in the Notice of Meeting. It requires a three-quarters majority of members voting in order to be passed. Please make every effort to attend this year's AGM, or appoint a proxy if you are unable to attend. The Special Resolution also requires the approval of National CPRE.

The proposed amendments are detailed overleaf.

Company number: 4335730

### **The Kent Branch of the Campaign to Protect Rural England**

Copy of Special Resolution passed at the Annual General Meeting held on [4<sup>th</sup> November 2022]

That the Articles of Association of the Branch be amended by:

1. Inserting after Article 14 the following new Article:

14A.1 A general meeting may be held in person or remotely by electronic or other means and in determining attendance at a general meeting, it is immaterial whether any two or more members or their proxy attending it are in the same place as each other or all or some of the members are in different places from each other.

14A.2 Where a general meeting is held remotely and provided all members who wish to attend are given the opportunity through technological means to hear what is being discussed and are able to speak and be heard by all other members in attendance and are able to vote on matters put to the vote of the members, then such meeting shall be valid as if held in person at one location and the deemed location of the remote meeting shall be where the Chairman is located.

14A.3 The Executive Committee may make whatever arrangements they consider appropriate to enable those attending a general meeting to exercise their rights to speak or vote at it.

2. In Article 17, by deleting "25 persons" and inserting "15 persons".
3. By inserting after Article 17 the following new Article:

17A. For the purposes of determining whether a quorum is present at any general meeting all those who are present in person or by proxy shall be counted irrespective of whether the meeting is held in one location or remotely. The person appointed as proxy shall be deemed in attendance themselves (if a member) and for each person they hold a proxy for.

4. By deleting Article 18 and inserting the following new Article:

18. If within half an hour from the time appointed for the holding of a General Meeting a quorum is not present, the meeting, if convened on the requisition of the members, shall be dissolved. In any other case it shall stand adjourned to the same day in the next week, at the same time and place, or at such other place as the Executive Committee may determine, and if at such adjourned meeting a quorum is not present within half an hour from the time appointed for the holding the meeting the members present shall be a quorum.