



LAWYERS IN LOCAL GOVERNMENT
(Company limited by guarantee no 8379439)

NOTICE OF ANNUAL GENERAL MEETING
Thursday 7th April 2022 at 12.00pm
GotoWebinar :- [Please Click Here to Register](#)

Notice is hereby given that the Annual General Meeting (Meeting) of LAWYERS IN LOCAL GOVERNMENT (Company) will be held remotely via the GotoWebinar platform at <https://attendee.gotowebinar.com/register/9188560820750467595> to transact the following business:

1. **The President's introductory remarks**
2. **Apologies**
To receive apologies of absence emailed to membership@llg.org.uk
3. **Minutes of the 2020 General Meeting**
To approve the minutes of the AGM held on 3rd April 2020.
4. **Amendment of Articles**
To pass a Special Resolution pursuant to Section 21 and Chapter 1 of Part 13 of the Companies Act 2006 in the terms set out in Schedule 1 to this Notice. Note: This resolution will need to be passed by a majority of not less than 75% of the votes cast by those entitled to vote.
5. **Directors Report**
To receive the Directors report on the Company's activities since the last AGM.
6. **Accounts**
To receive the accounts of the Company for the year ending 31st December 2020 and to receive the draft accounts of the Company for the year ending December 2021.
7. **Retirement of Directors**
To note with thanks the retirement of those directors who wish to retire; are retiring by rotation or are retiring upon length of service: -

Philip Horsfield
Stephen Turner
Stephen Taylor
Sarah Duxbury
Zabina Bi
8. **Appointment of Immediate Past President**
To note the appointment of Quentin Baker as Immediate Past President



9. **Appointment of the President**
To note the appointment of Helen Edwards as President
10. **Appointment of Vice-President**
To note the appointment of Rachel McKoy as Vice-President.
11. **Appointment of Deputy Vice-President**
To appoint Aneeka Sarwar as the Deputy Vice-President
12. **Appointment of Branch Director**
To appoint Michelle Rowe as a Branch Representative Director
13. **Appointment of Two National Lead Directors**
To appoint Helen Lynch and Emma Harrison as the two National Lead Directors.
14. **Appointment of Membership Directors**
To appoint Kieran McGaughey and Rochelle Tapping as the Membership Directors.
15. **Appointment of Junior Director**
To note that the current National Lead is unable to take office.
16. **Appointment of Junior National Lead**
To appoint John Purvis as the Junior National Lead.
17. **Appointment of Training Director**
To note the appointment Fiona Anthony as the Training Director
18. **Appointment of National Leads (other than Junior)**
To note the appointment of the following National Leads: -
 - Rita Bange, Housing and Regeneration
 - Helen Lynch, MO & Governance
 - Emma Harrison, Adult Social Care & Health
 - Tim Briton, Litigation & Licensing
 - Kieran McGaughey, Partnerships & Procurement
 - Employment, Felicia Epstein
 - Rachel McKoy – Planning and Highways
19. **Other Business**
To discuss and determine any issues of policy and/or deal with any other business brought by the Board



**Schedule 1
(Agenda Item 4)**

Special Resolution

SPECIAL RESOLUTION THAT the revised draft articles of association dated 16th March 2022 and which are available for inspection on the Company's website [here](#), be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association

SUMMARY NOTE

The resolution will need to be passed by majority of not less than 75% of the votes cast by those entitled to vote.

The effect of the proposed amendments are set out below: -

1. DEFINITIONS

- Qualifies membership of the Forum to 'Confirmed' Regional Leads to ensure the group is active and up to date.
- Adds the definition of 'Confirmed Regional Lead' to ensure engaged members only are eligible for the Forum (see below)
- Expands "Qualified Persons" to include Apprentices.
- Expands appointment of "Regional Lead Officer" beyond Branch Officers to include the relevant National Lead Officer for the designated local government area in consultation with Branch Officers.
- Changes the word member director within "Relevant Director" to 'membership director' in line with adopted parlance.

2. GENERAL MEETINGS

- Provides for attendance at general meetings virtually via a hybrid meeting under 5.11.2
- Removes the word 'pari passu' and replaces it with plain the plain English "ranking equally and without preference".at 5.12.1 -Voting and General Meetings

3 PROXIES

- Amends Delivery of Proxy notices from 'Office' to 'Registered Office' at 6.3

4. THE BOARD

- Deletes the position of Treasurer on board composition at 7.2(ii).
- Removes the effective dates (which have now passed) in respect of the following board positions :-
 - (vii) two Branch Directors;
 - (viii) two National Lead Directors;



- (ix) two Membership Directors;
- (ix) one Junior Director;
- Clarifies the Training Director as being the Chairman of LLG Enterprises.
- Provides for the new position of Equalities, Diversity and Inclusion Non-Executive Director on the Board of LLG.
- Provides for the new position of Welsh Board Director of LLG.

5. RETIREMENT AND ELECTION OF RELEVANT DIRECTORS AND

- Amends 10.1.and 10.2.1 to provide a one-year term of office for National Lead Directors

6. APPOINTMENT OF THE NATIONAL LEAD JUNIOR OFFICER

- Clarifies 11.3.9 by including the words 'subject to paragraph 11.1.4' to ensure that a duly appointed Junior Director is able to continue their term of office should they attain 5 years PQE during that period to prevent automatic retirement.

7. Urgent Business Board Committee

- Removes reference to 'Treasurer' at 11.6 as the Treasurer position is removed.

8. Appendix D 'The Forum'

Inserts objects, purpose and arrangements into this section in respect of the Forum as follows: -

"To focus on the representation of LLG and its members together with the provision of services and benefits to its membership by sharing knowing and good practice, seeking out collaboration opportunities and providing a community focus for lawyers in local government.

To make recommendations to the LLG Board on targeted projects and campaigns and to be the voice of the membership, working strategically with the Membership Directors, Branch Directors and National Lead Directors.

To focus on various workstreams including but not limited to:-

- a. Formulation of policy and position statements on legislative development and the local government arena.
- b. Identifying and contributing to targeted change campaigns and prioritising work-streams for lobbying.
- c. To generate key contact lists and targeted parliamentary committee groups.
- d. To identify emerging primary and secondary legislation together with case law which effects the work of local government lawyers and to prioritise key areas.
- e. To liaise with stakeholders and identify joint working initiatives.
- f. To inform consultations and lead working groups.
- g. By engaging with stakeholders.
- h. To inform the programmes for the Spring Conference, Governance Conference and other events.



- i. To harmonise regional offerings and provide guidance to Regional Experts.
- j. To share Branch best practice and formulate action plans to re-establish redundant branches.
- k. To share National Expert best practice and disseminate to Regional Experts.
- l. To identify membership needs and priorities.

Arrangements for the Forum

The Forum will be established virtually through a private Forum member area on the LLG Website. Appointment to the Forum will be confirmed and provided by the Company on confirmation of appointment to either a Branch Officer, National Lead or Regional Lead position.

Where a Branch Officer, National Lead or Regional Lead Officer ceases to hold office, they will automatically cease to hold membership of the Forum unless the Board determines with complete discretion otherwise.



Notes to the Notice of Annual General Meeting & Entitlement to attend, speak and/or vote.

- i. In accordance with the company's articles, the following existing membership classes are entitled to attend, speak and vote at the meeting: Full members Past Service members Associate members The following membership classes are entitled to attend and speak at the meeting but NOT vote: Limited members Honorary members Appointment of proxies.
- ii. As a member of the Company, you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote (as appropriate) at the Meeting and you should have received a proxy form with this notice of meeting. You can only appoint a proxy using the procedures set out in these notes and the notes to the proxy form.
- iii. A proxy does not need to be a member of the Company but must attend the Meeting to represent you. Details of how to appoint the Chairman of the Meeting or another person as your proxy using the proxy form are set out in the notes to the proxy form.
- iv. You may not appoint more than one proxy, but you may revoke or change a proxy appointment (see below).
- v. If you do not give your proxy an indication of how to vote on any resolution, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the Meeting. Appointment of proxy using hard copy proxy form.
- vi. The notes to the proxy form explain how to direct your proxy how to vote on each resolution or withhold their vote.
- vii. To appoint a proxy using the proxy form, the form must be:
- completed and signed; and
 - sent or delivered to the Company at Sycamore House, Sutton Quays Business Park, Sutton Weaver, Runcorn, Cheshire, WA7 3EH and be received by the Company no later than 11:59am on Tuesday 5th April 2022 (or if the meeting is adjourned, not later than 48 hours before the adjourned meeting is due to commence); or
 - delivered to the Chairman of the Meeting not less than 10 minutes before the meeting (or the adjourned meeting) is due to commence.
- Electronic appointment of proxies**
- viii. As an alternative to completing the hard-copy proxy form, you can appoint a proxy electronically by sending a scanned image of the completed and signed proxy form by email to membership@llg.org.uk. For an electronic proxy appointment to be valid, your appointment must:
- state "AGM – Appointment of Proxy" in the email subject line; and
 - be received by the Company no later than 11:59am on Tuesday 5th April 2022 (or if the meeting is adjourned, not later than 48 hours before the adjourned meeting is due to commence).



AGM 7th April 2022 - Changing proxy instructions

ix. To change your proxy instructions simply submit a new proxy appointment using the methods set out above. Note that the cut-off time for receipt of proxy appointments (see above) also apply in relation to amended instructions; any amended proxy appointment received after the relevant cut off time will be disregarded. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.

Termination of proxy appointments

x. In order to revoke a proxy instruction, you will need to inform the Company using one of the following methods:

- By sending a signed hard-copy notice clearly stating your intention to revoke your proxy appointment to Sycamore House, Sutton Quays Business Park, Sutton Weaver, Runcorn, Cheshire, WA7 3EH which must be received by the Company no later than 11:59am on Tuesday 5th April 2022 (or if the meeting is adjourned, not later than 48 hours before the adjourned meeting is due to commence) **or**
- Delivering a signed hard copy notice clearly stating your intention to revoke your proxy appointment to the Chairman of the Meeting no later than 10 minutes before the meeting (or the adjourned meeting) is due to commence **or**
- By sending a scanned image of a signed notice clearly stating your intention to revoke your proxy appointment by e-mail to membership@llg.org.uk and stating "AGM – Appointment of Proxy" in the subject line and which must be received by the Company no later than 11.59am on Tuesday 5th April 2022 (or if the meeting is adjourned, not later than 48 hours before the adjourned meeting is due to commence).

If you attempt to revoke your proxy appointment but the revocation is received after the time specified then, subject to the paragraph directly below, your proxy appointment will remain valid. Appointment of a proxy does not preclude you from attending the Meeting and voting in person. If you have appointed a proxy and attend the Meeting in person, your proxy appointment will automatically be terminated.