**Notice is hereby given of the Annual General Meeting of**

**Essex Special Schools Education Trust (ESSET)**

|  |  |
| --- | --- |
| **Date:** | Friday 8th July 2022 |
| **Time:** | 1.30pm |
| **Location:** | Chapter House, Cathedral Walk, Chelmsford, Essex, CM1 1TX |

|  |  |
| --- | --- |
| **Item No.** | **Description** |
| **1** | Welcome and Introduction |
| **2** | Apologies for Absence |
| **3** | Declaration of Interests |
| **4** | Approval of previous AGM minutes |
| **5** | Matters Arising |
| **6** | Annual review of the performance of ESSET:   1. Review of the year ending 31/08/22 2. Strategic aims for year commencing 01/09/22 |
| **7** | Presentation of Annual Report and Accounts for year ending 28/02/2022 |
| **8** | Appointment of Chair and Vice Chair |
| **9** | Appointment of Executive Committee |
| **10** | Ordinary Resolution: To confirm the appointment of the following Directors with effect from 01/09/2022   1. Maggie Loveday, Edith Borthwick School 2. TBC, Pioneer 3. TBC, Columbus School |
| **11** | Ordinary Resolution: To confirm the resignation of the following Directors with effect from 31/08/2022   1. Dan Woodman, Edith Borthwick School 2. Michelle Hughes, Pioneer School 3. Karen Clark, Columbus School |
| **12** | Ordinary Resolution: To approve the Terms of Reference |
| **13** | Any Other Business |

**Notes to the notice of Annual General Meeting**

**Appointment of proxies**

1. As a member of the Board, you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote 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.
2. A proxy does not need to be a member of ESSET but must attend the Meeting to represent you. If you wish your proxy to speak on your behalf at the Meeting you will need to appoint your own choice of proxy (not the Chair) and give your instructions directly to them.
3. If you do not propose to give your proxy an indication of how to vote on any resolution, please complete Proxy form 1 at the end of this notice. 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.
4. If you wish to direct the proxy as to how to vote on the specified resolutions, please complete Proxy form 2 at the end of this notice.

**Appointment of a proxy using hard copy proxy form**

1. To appoint a proxy using the proxy form, the form must be:
   * 1. completed and signed;
     2. sent or delivered to the Board at [info@esset.org.uk](mailto:info@esset.org.uk); and
     3. received by the Board not less than 48 hours before the time for holding the meeting or adjourned meeting.
2. Any power of attorney or any other authority under which the proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.

**Electronic appointment of proxies**

As an alternative to completing the hard-copy proxy form, you can appoint a proxy electronically by sending a signed scanned copy of the proxy form to [info@esset.org.uk](mailto:info@esset.org.uk). For an electronic proxy appointment to be valid, your appointment must be received by the Board no later than 48 hours before the time for holding the meeting or adjourned meeting.

**Changing proxy instructions**

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**

1. In order to revoke a proxy instruction, you will need to inform the Board using one of the following methods:
   1. By sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to 12 Park Lane Business Centre, Langham, Essex, CO4 5WR. Any power of attorney or any other authority under which the revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice.
   2. By sending an e-mail clearly stating your intention to revoke your proxy appointment to [info@esset.org.uk](mailto:info@esset.org.uk). Any power of attorney or any other authority under which the revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice.
2. In either case, the revocation notice must be received by the Board no later than 48 hours before the time for holding the meeting or adjourned meeting.
3. 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.
4. 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.

**Proxy Form**

Complete and sign as appropriate and return to the Board as set out in the notice of the Meeting.

|  |  |
| --- | --- |
| **Name of Member:** |  |
| **Company Name (if relevant)** |  |

I, being a Member of ESSET, hereby appoint:

|  |  |
| --- | --- |
| **Name of Proxy** |  |
| **Company Name (if relevant)** |  |

or in their absence:

|  |  |
| --- | --- |
| **Name of Proxy** |  |
| **Company Name (if relevant)** |  |

as my proxy to vote in my name and on my behalf at the annual general meeting of the Essex Special Schools Education Trust (ESSET) to be held on Friday 8th July 2022 and at any adjournment thereof.

|  |  |
| --- | --- |
| **Signature of Director:** |  |
| **Date:** |  |