



**The Northwood and Pinner Liberal Synagogue,
also known as The Ark Synagogue
(the “Company”)**

**NOTICE of Annual General Meeting
to be held by Zoom**

www.arksynagogue.org/agmzoom

on 7 December 2022 at 8:15pm

1. To receive a report from the Board/trustees
2. To receive Rabbis’ reports
3. To pass the following resolutions each of which will be proposed separately as an **Ordinary Resolution**:
 - (i) To receive the Company's annual accounts for the financial year ending 31st March 2020, together with the directors’ (trustees’) and auditor’s report on those accounts;
 - (ii) to appoint **Michael Woodcock** as a director (trustee) of the Company, following his appointment by the Board since the last AGM;
 - (iii) to appoint **Richard Colin** as a director (trustee) of the Company, following his appointment by the Board since the last AGM;
 - (iv) to appoint **Joanne Davis** as a director (trustee) of the Company, following her appointment by the Board since the last AGM;
 - (v) to appoint **Diana Rose** as a director (trustee) of the Company, following her appointment by the board since the last AGM;
 - (vi) to appoint **Susan Whaley** as a director (trustee) of the Company, following her appointment by the board since the last AGM;
 - (vii) to appoint **Nicola Connor** as a director (trustee) of the Company;
 - (viii) to authorise the Board to appoint Nyman Libson Paul as auditor for the current financial year ending 31 March 2023 and to determine their remuneration.
4. To consider any other business notified to the Board by post/hand at **18-24 Oaklands Gate, Northwood, HA6 3AA** or by email to the **Chair at chair@arksynagogue.org** not less than 14 days prior to the AGM, where such business may be voted on by Ordinary Resolution or not less than twenty one (21) days prior to the AGM, in the



case of a proposal to repeal, alter or add to the Articles or to pass a Special Resolution, subject always to compliance with the Companies Acts.

Notes

Availability of the accounts

1. The signed accounts are available from the Ark website (www.arksynagogue.org/agm-documentation); if you are unable to access them from the website, please contact the Synagogue office, who will send you a copy. Please submit questions on the accounts in advance of the meeting to the Treasurer (treasurer@arksynagogue.org).

Appointment of proxies

2. Each member who is entitled to attend and vote at the meeting has the right to appoint a proxy, whether under section 324 of the Companies Act 2006 or Article 19 of the Articles of Association of the Company. **A form of proxy will be sent to each member entitled to vote and will also be available on the Ark website (www.arksynagogue.org/agm-documentation) from 11 November 2022.**
3. If you are a member who is entitled to attend and vote at the meeting, you are entitled to appoint **one** proxy to exercise all or any of your rights to attend, speak and vote at the meeting. A proxy does not need to be a member of the Company but must attend the meeting to represent you and be able to vote for you on Zoom. You can only appoint a proxy using the procedures set out in these notes and the notes to the proxy form.
4. 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 that is put before the Meeting.

Appointment of proxy by post

5. The notes to the proxy form explain how to direct your proxy how to vote on each resolution. To appoint a proxy using the proxy form, the form must be:
 - completed and signed;
 - sent or delivered to the **Chair at 18-24 Oaklands Gate, Northwood, HA6 3AA**; and
 - received by the Company at the above address no later than **08.15 pm on 6 December 2022**.
6. 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.



Appointment of proxy electronically

7. As an alternative to completing the hard-copy proxy form, you can appoint a proxy electronically by signing a completed hard copy of the form and scanning it to the **Chair at chair@arksynagogue.org**.
8. For an electronic proxy appointment to be valid, your appointment must be received by the **Chair** no later than **10.30 am on 7 December 2022**.

Changing proxy instructions

9. A member may change proxy instructions by submitting a new proxy appointment using the methods set out above. The cut-off time for receipt of proxy appointments also applies in relation to amended instructions; **any amended proxy appointment received after the relevant cut-off time will be disregarded**. Note: the cut-off time depends on whether you deliver by hand/post or by email.
10. Where you have appointed a proxy using the hard-copy proxy form and would like to change the instructions using another hard-copy proxy form, please contact the **Chair at chair@arksynagogue.org**.
11. **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 appointment

12. A member may change a proxy instruction, but to do so you will need to inform the Company in writing by either:
 - sending to the **Chair at 18-24 Oaklands Gate, Northwood, HA6 3AA** a signed hard copy notice clearly stating your intention to revoke your proxy appointment to the Company. 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; or
 - sending an email to the **Chair at chair@arksynagogue.org** and a **contact number** on which they can call you to validate the instruction prior to the meeting.
13. In either case, the revocation notice must be received by the Chair no later than **10.30 am on 7 December 2022**. If you attempt to revoke your proxy appointment but the revocation is received after the time specified, your original proxy appointment will remain valid unless you attend the meeting and vote in person.



IMPORTANT NOTICE – attendance, speaking and voting

The meeting will be held on Zoom only; there will be no physical meeting. You may vote in person electronically by Zoom, or by proxy if you have validly appointed someone to vote in your place.

By order of the Board

Susan Boobis

Chair

18-24 Oaklands Gate, Northwood, HA6 3AA

Registered Number: 09349392

11 November 2022