



**The Northwood and Pinner Liberal Synagogue,
also known as The Ark Synagogue
(the “Company”)
NOTICE of Annual General Meeting
to be held at 18-24 Oaklands Gate, Northwood, HA6 3AA
and by Zoom
www.arksynagogue.org/agmzoom
on 7 December 2025 at 3 pm**

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 2025, together with the directors’ (trustees’) and auditor’s report on those accounts.
 - (ii) To authorise the Board to appoint **Nyman Libson Paul LLC** as auditor for the current financial year ending 31 March 2026 and to determine their remuneration.
 - (iii) To appoint **Deborah Boffey** as a director (trustee) of the Company.
 - (iv) To appoint **Leo Mindel** as a director (trustee) of the Company.
 - (v) To appoint **Leon Kahn** as a director (trustee) of the Company.
 - (vi) On the recommendation of the Board, to approve **Joanne Davis** as Vice President for a five-year term.
 - (vii) On the recommendation of the Board, to approve **Michael Gordon** as Vice President for a five-year term.



4. To pass the following resolution which will be proposed as a **Special Resolution**:

That Article 23.4 of the Articles of Association of the Company be deleted and replaced by the following:

“23.4 The Minister/s of the Congregation the President and the Secretary (if any) shall be entitled to attend the Board ex-officio and without power to vote. Such persons shall not be Directors of the Synagogue. The Board shall have power to co-opt not more than three members of the Synagogue in any one year who shall be entitled to attend the Board without power to vote. Such persons shall not be Directors of the Synagogue.”

5. 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 **Board Secretary at boardsec@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 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 Synagogue 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) from 12 November 2025.**
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 or 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 **Board Secretary at 18-24 Oaklands Gate, Northwood, HA6 3AA**; and
 - received by the Company at the above address no later than **10.30 am on 6 December 2025**.
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 **Board Secretary at boardsec@arksynagogue.org**.
8. For an electronic proxy appointment to be valid, your appointment must be received by the **Board Secretary** no later than **10.30 am on 6 December 2025**.

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 **Board Secretary at boardsec@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 **Board Secretary 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 **Board Secretary at boardsec@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 Board Secretary no later than **10.30 am on 6 December 2025**. 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.

By order of the Board

Laurence Blake

Chair

18-24 Oaklands Gate, Northwood, HA6 3AA

12 November 2025