



MINUTES
OF AN EXTRAORDINARY GENERAL MEETING
OF THE NUFFIELD FARMING SCHOLARSHIPS TRUST
HELD AT CARDIFF CITY HALL ON
WEDNESDAY 23rd NOVEMBER 2022

1.	<u>Welcome.</u> The Chairman welcomed all Members present and confirmed that this General Meeting was quorate.
2.	<u>Apologies for Absence.</u> The Chairman recorded that the Director held a long list of apologies previously advised.
3.	<u>Review of the Proposed Changes to the Memorandum & Articles (June 2003 as Amended November 2014).</u> a. The process of review, consideration and recommendations of amendments to the extant Memorandum and Articles was explained. b. The note previously circulated to all Members summarising the significant changes and minor amendments was reviewed. It was emphasised that the amendments to the Objects had been formally approved by the Charity Commission. c. Various questions were raised by the Members: (1) It was suggested that the new Objects should have included reference to ‘leadership’. It was agreed that Trustees will consider this in the future. (2) It was queried whether, by changing wording from ‘subscriptions’ to ‘donations’, there was implications to the composition of the scholars electorate. The Meeting was advised that the high proportion of scholars as part of the Membership was very unlikely to change. d. <u>Additional Amendment.</u> It was agreed that in Memorandum Clause 4.1 would be further amended by deleting the word ‘businessmen’ and inserting ‘business people’.
4.	<u>To Consider a Special Resolution to Amend the Memorandum and Articles:</u> The Special Resolution was tabled as follows: “THAT the articles of association of the Company be amended by deleting the wording shown in struck through text and inserting the wording shown in highlighted red text in the draft articles produced to the meeting and, for the purposes of identification, initialled by the Chairman.” It was proposed by: David Gardner; seconded by: Stephen Watkins and approved by a clear majority.