

Social Work Scotland (SWS) Ltd
Company number: SC317274

Notice of Extraordinary General Meeting of the Association

Notice is hereby given that an Extraordinary General Meeting of the Company will be held at **16:30 – 17:30 on Thursday 14 November 2019, at COSLA, Verity House, 19 Haymarket Yards, Edinburgh EH12 5BH** to carry out the following business and, if thought fit, approve the following resolutions.

1. Welcome from the President of Social Work Scotland

2. Note of previous General Meeting

Members are asked to:

- a) Agree that the note of the Annual General Meeting held on 17 May 2019 is a true and accurate summary of the meeting - **attached**

3. Annual Accounts for the Year to 31 March 2019

Members are asked to:

- a) Receive the consolidated Annual Accounts for the Year to 31 March 2019 and Treasurer's covering narrative – **attached**
- b) Note that the accounts have been audited by MHA Henderson Loggie, and approved by the company's Treasurer.
- c) Resolve that the Annual Accounts for the Year to 31 March 2019 be submitted to Companies House by 31 December 2019.

4. Memorandum and Articles of Association: Special Resolution

To address operational and membership issues identified through the 2019 organisational review, the Directors of Social Work Scotland propose a new Memorandum and Articles of Association for the company. The changes to the previous Articles of Association (agreed October 2016) are extensive, and members are asked to:

- a) Review the proposed Memorandum and Articles of Association, including officer's covering narrative – **attached**

- b) Approve the company's adoption of the proposed Memorandum and Articles of Association, which will entirely replace the company's current Articles of Association (as were agreed October 2016).

5. Any other business

Issued on behalf of Social Work Scotland Ltd's directors

Date of notice: 18 October 2019

Registered office:

Social Work Scotland Ltd
Mansfield Traquair Centre
15 Mansfield Place
Edinburgh
EH3 6BB

Notes to this Notice of Extraordinary General Meeting

- a) All members are welcome to attend the Extraordinary General Meeting, but only office bearers and full members may vote.
- b) All members attending the Extraordinary General Meeting are required to sign the attendance sheet.
- c) No business shall be transacted at any general meeting unless a quorum is present; 10 full members present in person shall be a quorum.
- d) A resolution shall be decided on a show of hands.
- e) An "ordinary resolution" requires a majority vote (taking account only those votes cast in favour as compared with those votes cast against, and (as applicable) the President's casting vote).
- f) A "special resolution" requires 75% or more of the votes cast on the resolution to pass. For the avoidance of doubt, a 75% majority relates only to the number of votes cast in favour of the resolution as compared with the number of votes cast; no account shall be taken of abstentions or members absent from the meeting.
- g) Members who have general queries about the Meeting should contact the Association at admin@socialworkscotland.org