

CO-OPERATIVES UK



AGM 2022

Friday 17 June 2022 - 17:00

**Online and in person at
The Eastside Rooms,
Birmingham**



AGM NOTICE AND AGENDA



Notice is hereby given of the Annual General Meeting (AGM) of Co-operatives UK Limited to be held online and at The Eastside Rooms, Birmingham, B7 4BL on Friday 17 June 2022 at 17:00

- **Taking of attendance**
- **Minutes of the 2021 Annual General Meeting**
- **Opening presentation - Rose Marley, CEO**
- **Resolution 1: 2021 Annual Report and Financial Statements**

‘To receive the Annual Report and Financial Statements together with the report of the auditors for the year ended 31 December 2021.’
Moved by Don Morris, Chair of the Board

Presentations:

 - Financial Statements outline: Gareth Turner, Head of Finance
 - Report of the Auditor: Vicky Szulist, Audit Partner, Crowe UK LLP

Members will be given the opportunity to ask questions on our financial performance in 2021.
- **Resolution 2: Rulebook amendment**

‘To amend the Rules of the Society, substituting the current Rules with the Rules which are marked ‘X’ available with this notice (and at www.uk.coop/agm)’
Moved by Mark Simmonds, Chair of the Governance Committee.

The AGM papers provide detail on this Rule amendment which inserts new Rules 143-148 and makes no further changes to the Rulebook agreed by members at the 2020 AGM
- **Resolution 3: Ratifying the appointment of auditors**

‘To ratify the Board’s appointment of Crowe UK LLP as auditors to a casual vacancy which occurred on 16 November 2021’
Moved by Eddie Thorn, Chair of the Audit and Risk Committee.

 - Details of the casual vacancy and process followed by the Board is available with this notice (and at www.uk.coop/agm)
- **Resolution 4: Appointment of auditors**

‘Following an open tender process, to appoint Crowe UK LLP as auditors to hold office from the conclusion of the meeting until the conclusion of the next Annual General Meeting.’
Moved by Eddie Thorn, Chair of the Audit and Risk Committee.

 - A report on the tender process is available with this notice (and at www.uk.coop/agm)
- **Resolution 5: Remuneration Committee Report (advisory vote*)**

‘To approve the Remuneration Committee Report for the year ended 31 December 2021’
Moved by Tanya Noon, Chair of the Remuneration, Appointments and Succession Committee.
- **Announcement of result of member voting on Resolution 2**
- **The Board: Retirements and appointments for the next governance year**

Zena King, Society Secretary – 03 May 2022

*If members do not approve the remuneration report in an advisory vote a detailed account of relevant policies and processes will be brought for member approval at the next AGM.

ATTENDING THE AGM

Participating in our AGM has never been easier. Whether joining the meeting in person or online our members can take part fully: voting on resolutions; hearing presentations; and asking questions.

As the voice of the UK's co-operative movement, we empower and support co-operative enterprises with specialist knowledge and expertise, to grow the co-operative economy and create a fairer society.

From football clubs and farms, to convenience stores and pubs, there are more than 7,000 co-operatives in the UK, each owned and controlled by their members and based on a set of shared principles and values. By promoting shared wealth through member ownership, we are committed to enable anyone in the UK to form, or join, thriving and sustainable co-ops.

Our members are co-operative organisations and those who support the principles of co-operation. We have more than 900 co-operatives in direct membership, with a further 3,500 co-ops and mutuals represented through our federal members. Our membership spans all areas of the economy.

The participation of our members is crucial if we are to effectively represent the co-operative movement. Our AGM is one of the primary ways in which members can participate. Attendees will hear from the Chair of the Board, our CEO, our Head of Finance and members of the Board. There will be the opportunity to ask questions as well as vote on resolutions.

The Board of Co-operatives UK welcomes anyone to attend and observe the AGM. To vote at the AGM you must be present at the meeting as the representative of an organisation that was a member on 1 May 2022. Each member organisation is entitled to appoint any individual as its representative.

Our Rulebook states that for AGM decisions to be valid there must be at least 10 members present in the meeting and those members must be entitled to exercise at least 20% of the total votes available.

We follow the principles of many secondary co-operatives in that our democratic structure allows for vote allocation in accordance with contribution.

Voting on resolutions will be on a show of voting cards/online poll (one member, one vote) unless a ballot is required.

Where a resolution is to be decided by ballot we will use weighted voting following an agreed formula relating to subscription amounts. Vote allocations are printed on voting cards for those attending in person and our tellers will have details of the voting allocations to apply to your co-op when online attendees are voting in a weighted ballot. A list of all vote allocations can be downloaded from the AGM webpage.

Members may request that any resolution should be decided using a ballot.



IN PERSON

You do not need to register in advance to attend our AGM in person. If you are attending in person and voting as the representative of a member organisation you will need to collect a voting card from the AGM desk before the meeting starts.

The AGM desk will be open from 15:00 on 17 June 2022.

At the start of the meeting you will submit the first tear-off section of your voting card to register your organisation's attendance.

Each member organisation is entitled to appoint an individual to represent it at our AGM and cast its votes.

Co-operatives UK's AGM will take place at:
Eastside Rooms
Woodcock Street
Birmingham
B7 4BL
Phone: 0121 820 6060

Located in the heart of Birmingham's east side with a major national motorway network on its doorstep, the Eastside Rooms are well connected to the rest of the UK.

They are a short walk away from both Birmingham Moor Street and Birmingham New Street train stations, where most major cities can be directly reached, and are close to the new HS2 Curzon Street station.

If you are bringing a car to the AGM or Congress you'll need to head for the Millennium Point Multi-Storey Car Park (B4 7AP). Please note that parking for The Eastside Rooms is within the Birmingham Clean Air Zone.

There is step-free access into the venue via a ramp at the front entrance. All meeting spaces are accessible via lifts. Induction loops are fitted in all meeting spaces and breakout areas.

ONLINE

If you want to take part in Co-operatives UK's 2022 AGM online, as the voting representative of a member organisation, you will need to register in advance.

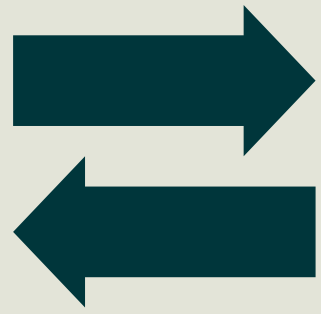
The process for taking part is simple. You need to register at www.uk.coop/agm to attend the 2022 AGM. When registering you will need to confirm you are the member's appointed representative in order to be entitled to vote on resolutions and submit questions.

The representative of any member attending online will be able to participate fully in the meeting – you will be able to vote on resolutions and submit questions live during the meeting.

Anyone with detailed questions on any AGM business is encouraged to submit questions in advance via email to secretary@uk.coop.

Registration for attending the AGM online is open now and will close at 16:30 on 17 June 2022 (the day of the AGM). Only participants who have pre-registered can join the meeting.

Register now at:
www.uk.coop/agm



OUR BOARD OF DIRECTORS



DON MORRIS (Chair)



CHERYL BARROTT (Vice chair)



JOHN BOYLE



DANNY CREAK



EILEEN DRIVER



ROBIN FIETH



PAUL GERRARD



PHIL HARTWELL



LOIS HILL



ROSS HODGSON



EMMA HOWARD



MARTYN JOHNSTON



CATH MULLER



TANYA NOON



JANE POWELL



MARK SIMMONDS



EDDIE THORN



JENNY DE VILLIERS



VIVIAN WOODELL

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Registered in England as a registered society under the Co-operative and
Community Benefit Societies Act 2014. Reg No. 2783R. Vat Reg. 147 8611 47.