



Education South West
Board Meeting Minutes
Friday 7 May, 2021 – 6.30pm
Microsoft Teams

Attendees: Peter Di Giuseppe (PDG), Matthew Shanks (MS), Jeremy Fothergill (JF), David Potter (DP), Barrie Taylor (BT), Stephen Tucker (ST), Lindsay Yelland (LY), Kellie Knott (KK), Jenny Sutton (JS)
In attendance:
Apologies:
Notes: Caroline Battong (CB)

1 Chair, notice and quorum

Peter Di Giuseppe was appointed Chair of the Meeting. It was reported that proper notice of the Meeting had been given in accordance with the Company's articles of association (the **Articles**) and that a quorum was present. Accordingly, the Chair declared the Meeting open.

2 Business of the Meeting

The Chair reported that the purpose of the Meeting was to propose a resolution to the members of the Company.

3 Declaration of interests

- i. Each of the directors present confirmed that they had no interest in the transactions and other arrangements to be considered at the Meeting that they were required to declare by section 177 CA 2006, section 182 CA 2006 or the Articles, which they had not previously duly declared in accordance with the relevant provisions.

4 Written resolution

- i. The Chair reported that the following resolution was to be proposed to the members of the Company as a written resolution:
 - a. *That on the passing of this resolution the articles of association contained in the document annexed to this resolution are adopted as the new articles of association of the Company to the exclusion of, and in substitution for, the existing articles of association of the Company, to be proposed as a special resolution.*

(the **Written Resolution**).

- ii. A form of Written Resolution was produced to the Meeting.

