

NOTES TO RESOLUTIONS

Note to Resolutions 4

The Society periodically reviews the remuneration of the Non-Executive Directors and Chair and these were last changed with effect from October 2019. The Management Team makes a recommendation to the Board, with appropriate evidence, in regard to the fees payable to Non-Executive Directors and the Remuneration Committee is specifically tasked with making a recommendation in regard to the fee payable to the Chair of the Board.

Note to Resolutions 7 & 8

Directors have decided, as provided for in Rule 34 and 36G, that the election of Directors and Council members will be conducted by postal ballot. The results of the ballot will be announced at the AGM. The elections for Directors are not contested. The Society operates a system of rotation (Rules 36 and 38) so that one third of eligible Directors and Council members stand for re-election each year. Yvonne Gale, already a member of the Board, is retiring by rotation and offering herself for re-election. This is supported by the Board who have asked Yvonne to be the next Chair of Shared Interest as Mary Coyle retires at the end of her term of office at this AGM. As explained on page 6 of the Directors' Report and Financial Statements, Jamie Miller has been co-opted to replace Mary. He must stand down at this AGM and offer himself for re-election by the membership of the Society. Anjum Misbahuddin, a non randomly-selected member of Council, is retiring by rotation and seeking re-election. This election can be contested but has not been this time. There are two candidates, Neville Hallam and Kathleen Hall standing for the randomly chosen Council vacancies arising on the retirements of both Geoff Shearn and Katarina Diss.

VOTING / PROXY CARD VOTING

To vote in the election of Directors and Council members please use the voting card supplied in the post or online. **There will be no opportunity to vote in the election of Directors and Council members at the AGM.**

This form also allows you to tell us whether you will be at the AGM. If you expect to attend the virtual event, please mark the attendance box, complete your details and sign the registration card before sending it back to us in the Freepost envelope.

You can also complete the form online using the member portal. If you have not registered to use the member portal, and would like to do so, please contact our membership team on 0191 2339101 or membership@shared-interest.com.

If you cannot attend the AGM in person, you can appoint another member or the Chair to vote for you in any poll (on resolutions that are not elections) as proxy on the enclosed card. You can only appoint the Chair as proxy on your behalf if you give specific directions to vote for or against each resolution.

In the case of joint holders the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders. Seniority shall be determined by the order in which the names of the holders stand in the register of members. While only one among joint members has the formal right to attend other than as a proxy, the others will be welcome as guests.

A member, being a Society or company, may appoint a representative. For the AGM to be valid, votes must be registered in person or by proxy by a quorum of at least 100 members, so please do return the proxy card with your votes if you cannot attend.

Latest date for votes or receipt of proxies

If you wish to vote or to appoint a proxy, we must receive your card in our registered office **no later than 11.00am on Wednesday 15 March 2023**. We would ask that you **try to return your card as early as possible** before the deadline.



ANNUAL GENERAL MEETING

FRIDAY 17 MARCH 2023

Online event to be held virtually

Joining instructions will be provided after you have registered using your voting card or through the member portal.

Programme

14.00	Welcome from Mary Coyle, Chair
14.05	Update on activities and financial results
14.45	Q&As session
15.30	Formal AGM including Council feedback
	Voting on statutory resolutions
	Moderator's report
	Results of the postal ballot for the elections to Board and Council
16.00	AGM ends

As we are holding this event virtually all attendees must register in advance by **completing the voting card enclosed**. If you cannot attend the AGM in person, you can still take part in the democratic working of the Society by appointing the Chair or another member as a proxy on your behalf.

The voting card also includes a postal ballot section for the election of Directors and Council Members as this **will not be voted on at the AGM**.

NOTICE OF ANNUAL GENERAL MEETING

The thirty-third Annual General Meeting of Shared Interest Society Limited will be held from 2pm on Friday 17 March 2023 virtually by Zoom for the following purposes:

1. to receive the Society’s accounts for the year ended 30 September 2022 and the reports of the Directors and the Auditor;
2. to receive the Society’s Social Accounts for the year ended 30 September 2022 and the report of the Social Audit Panel;
3. to re-appoint the firm of Armstrong Watson as the Auditor of the Society and to authorise the Directors to fix the remuneration of the Auditor for the year ending 30 September 2023;
4. to increase the remuneration for the Non-Executive directors from £3,420 to £3,600 and for the Chair from £5,400 to £5,688 with effect from 1 October 2022;
5. to receive a report from the Council;
6. to receive public declarations of support for the Society’s Object from all candidates for election;
7. to receive the results of the postal ballot for the election of the following members of the Society as Directors: Yvonne Gale, Jameson (Jamie) Miller;
8. to receive the results of the postal ballot for the election of the following members of the Society as members of Council: Neville Hallam and Kathleen Hall (standing in the uncontested election for the randomly nominated vacancies on Council), Anjum Misbahuddin (standing for re-election for the non-randomly selected position on Council after retiring by rotation).

By order of the Board
T D Morgan, Secretary
14 December 2022

Registered Office:

Pearl Assurance House, 7 New Bridge Street West,
Newcastle upon Tyne, NE1 8AQ

STATEMENTS OF THE CANDIDATES FOR ELECTION

Board



Dr Yvonne Gale

Yvonne is a Chartered Accountant specialising in improving access to finance for small businesses to address economic inequality. She is Chief Executive at NEL Fund Managers Limited, Chair of the Government UK Small Business Commissioner’s Office and Chair of the UK Prompt Payment Code. Yvonne is also Chair of the investment committee for the Millfield House Foundation, a charity that promotes social change with the aim of reducing poverty and inequality.



Jameson (Jamie) Miller

Jamie is a Founding Partner of Konsortium LLC, a private investment and advisory business. He also currently serves as the Chair of the Board of Governors of Sidcot School, a Quaker school located in Somerset, England. He has over 35-years of experience in international banking having previously served in senior management roles at global financial institutions in New York, San Francisco and London. Most recently, Jamie was Global Head of Markets Structuring at UniCredit Bank. Prior to UniCredit, Jamie was a Partner at NewSmith Capital Partners and held several senior management positions in the Markets Division at Bank of America. He has also served as a member of the Securitisation Board and the Executive Committee of the Board for the Association for Financial Markets in Europe (AFME). Jamie is a dual citizen of the United Kingdom and the United States and has resided in the UK for almost 25 years. Jamie received a Masters in Business Administration from the Amos Tuck School of Business Administration at Dartmouth College and a Bachelor of Arts degree in Economics from Colorado College. Jamie looks forward to joining the Board of Shared Interest and applying his skills and experience to the support of Shared Interest’s critically important mission.

Council



Neville Hallam

Neville has lived in Durham, in the Northeast of England, for over thirty years and previously resided in the Midlands. Having undertaken a degree in Earth Sciences, he has worked in the Higher Education sector (and related spin-out company) for all of his career, in an eclectic range of positions. These have ranged from hydrology & hydraulics and computer support & programming to social science research into educational outcomes and mapping the provision of children’s services. Most recently, he has been involved in the University’s administration of student funding and immigration, and as such regularly meets students from all over the world. Outside of work, Neville enjoys spending time with his family, dog-sitting for friends and travelling. He has visited over 60 countries and has a particular interest in the former communist states located in Central and Eastern Europe. Neville has been interested in the work of Shared Interest since 2019 and was delighted to be given the opportunity to learn more about its activities and represent the views of its members by being selected through the random allocation system for representation on the Council.



Kathleen Hall

Kathleen does not recall how she first discovered Shared Interest but she has been a member for over 30 years. Kathleen has always been committed to finding ways in which our everyday lives can be lived in a way that balances the scales of injustice which are tipped against so many. As a result, she is either involved or committed to support various ethical organisations e.g. the cooperative movement, the Ecology Building Society, various environmental and human rights groups as well as banking with the Co-op Bank.

Kathleen recently retired from a career in education having worked in Secondary Schools, H.E. and Local Government. She has been a school governor for over 20 years and is the Chair of the Curriculum and Standards Committee for a London Comprehensive School which is committed to the decolonisation of the school’s curriculum. Kathleen also serves on the Education Committee and as a Trustee of the Board of Chickenshed Theatre Company, a registered charity focussed of inclusive performing arts. It is through her work as a governor and Trustee that she understands how to; reflect and represent the voice of those we serve, ensure our strategic direction adheres to the ethos and values of the organisation, hold the leadership to account, take responsibility for financial propriety and uphold the Seven Principles in Public Life by example. These are the experiences and transferable skills she would endeavour to apply to the role as a Council member should she be elected.



Anjum Misbahuddin

Anjum is passionate about facilitating people around the world earning a fair living rather than relying on charity, and promoting inequality reduction, fairness in trade and sustainable development. Anjum has been a member of Council since 2020 and has held a Shared Interest account for a number of years. She has also been Consultant Neurologist working solely for the NHS for over a decade. Anjum has also been clinical lead for Neurology for the last 7 years at a large financially challenged hospital. She is therefore used to working hard, chairing meetings, meeting deadlines, managing staff and introducing innovations to try and help more patients in a timely manner in addition to maintaining a high quality personal practice, despite all the difficulties in the current NHS. Anjum is also an Honorary Clinical Senior Lecturer and undertakes a lot of teaching to all levels of students and doctors. In recent years, she completed a BA degree in International Studies from the Open University focussing on International Development and international environmental policy. Anjum is a volunteer and trustee for a charity supporting medical education in Palestine and a volunteer mentor for a charity providing financial support and mentorship for promising students in the developing world. Anjum says she is committed to continuing as a hardworking member of Council.