



International Exhibition Co-operative Wine Society Limited

Minutes of the Special General Meeting (SGM) for the purpose of considering, and if thought fit, adopting new Rules of The Society

Held on 11 July 2022 at 6.20 pm (after the AGM)

At the Queen Elizabeth II Conference Centre, London W1R 6EL

In the Chair: Alan Black (Chair)

Present: Eleanor de Kanter (Deputy Chair)
Ken Brown (Committee Member)
Jennie Farmer (Committee Member)
Ben Dreyer (Committee Member)
Steve Finlan (Committee Member and Chief Executive) – attending online due to Covid
Thomas Foster (Committee Member)
Ricard Giner-Sariola (Committee Member)
Mohammed Haque (Committee Member)
Mike Thompson MBE (Committee Member)

Also Present: Liz Cerroti (Director of Sales & Experience)
Karen Coates (Chief Operating Officer)
Pierre Mansour (Director of Wine)
Emily Roskilly (Chief Financial Officer)
Georgina Crowhurst (Company Secretary and Legal Counsel)
Rachel Finn (Director of Sales and Marketing)
Stephanie Stewart (Strategy Programme and Projects Manager) – attending online
Becci Chatterton (Campaign Marketing Manager)
Gill Tyler (PA to the Chief Executive)
374 members present in person, 68 guests and 418 members attended online.

In attendance: David Beer (Audit Partner, PricewaterhouseCoopers)
Rupert Gill (External Lawyer, Brabners LLP)

1. The Chair explained that the key driver behind the proposed Rule changes was to enable Members to attend and vote in meetings of the Society online as well as in person. However, since the last Rules changes in 2013, a number of issues had arisen including the introduction of new governing legislation, the Co-operative and Community Benefit Societies Act 2014, and the opportunity was taken to carry out a full scale review.
2. A first draft of the proposed changes had been circulated in a letter from the Chair dated 29 March 2022 and, following responses from a few members, the formal proposals (including the amendments referred to in the letter accompanying the Notice) had been sent out in the Notice of Special General Meeting dated 25 May 2022.
3. These minutes contain the official short version of the Special General Meeting. For a recording of the full meeting, please visit [AGM & Annual Review | The Wine Society](#)
4. The Chair then invited questions, Members asked questions or made comments, which were answered by the Chair.

The Chair brought questions to a close.

5. The Chair then put the Resolution to the meeting. Namely, that the Society approve and adopt a new version of the Rules of The Society in the form set out in the document circulated to Members dated 29th March 2022 and titled Proposed Amendments to the Rules of The Society, as amended by the proposals circulated to Members dated 25th May, 2022, a copy of which new version of the Rules is on The Society's website (at thewinesociety.com/annual) and a copy of which has been signed by the Chair.

The Resolution was passed on a show of hands.

The meeting closed at 6:44pm.