Staffordshire Chambers of Commerce.

NOTICE OF ANNUAL GENERAL MEETING.

Notice is hereby given of the 77th Annual General Meeting of Staffordshire Chambers of Commerce & Industry Ltd, which will be held in person at the DoubleTree by Hilton, Stoke-on-Trent, ST1 5BQ on Wednesday 25th November 2026 at 0900hrs.

Your right to appoint a proxy: Every Member entitled to attend and vote may appoint a proxy to attend, speak and vote on their behalf. The proxy form must be received by the Company Secretary no later than **9:00am on Monday 23rd November 2026.**

ORDINARY BUSINESS

1. **MINUTES OF THE 76TH ANNUAL GENERAL MEETING**
   To consider and, if thought fit, to approve the minutes of the 76th Annual General Meeting held at Staffordshire Chambers of Commerce, Commerce House, Festival Park, Stoke-on-Trent on Wednesday 26th November 2025.

2. **TO RECEIVE THE PRESIDENT'S REPORT**
   To receive the report from the Chambers' President on the activities of Staffordshire Chambers of Commerce during the financial year ended 31st March 2026.

3. **TO APPROVE THE ANNUAL REPORT AND ACCOUNTS 2025/2026**
   To receive, ratify and adopt the financial statements and the report of the Board for Staffordshire Chambers of Commerce for the year ended 31st March 2026, together with the independent accountants' review report prepared by BK Plus Limited.

4. **TO INFORM OF THE CHANGE OF APPOINTMENTS**
   The appointment of Ian Kelsall of The Loyalty Economy as Deputy President. Members will be informed of the appointment of the Honorary Treasurer at the Annual General Meeting, following the conclusion of the 2026 Board nomination process.

5. **TO RATIFY THE APPOINTMENT AND REMUNERATION OF ACCOUNTANTS**
   To consider and, if thought fit, pass the resolution: "That Thompson Wright Limited, be appointed as auditors to Staffordshire Chambers of Commerce to carry out an independent review of the financial statements, to hold office until the next general meeting at which the accounts of Staffordshire Chambers of Commerce are considered, and that the Directors of Staffordshire Chambers of Commerce be authorised to fix their remuneration."

6. TO RATIFY THE APPOINTMENT OF COUNCIL MEMBERS

The following elected Council members have confirmed their intention to stand for re-election:

Claire Gilbert	Crystal Klean Commercial Limited
Adrian Knapper	Adrian Knapper Estate Agent
Robert Nixon	Tungate Forms & Labels Limited
Tomasz Putynkowski	JMT Accountancy
Geoffrey Riley	Foxfield Railway Society

The following elected Council members are not standing for re-election or are resigning at the Annual General Meeting:

Kelly Archer	NetworkIN UK
Alastair Machin	Chaffinch

Nominations for sixteen vacancies on the Chambers' Council have been sought from the general membership and nineteen members nominated themselves to join the Chambers' Council. This necessitated an election by the membership, which was held from Wednesday 14th October to Wednesday 21st October 2026, and the following members received the most votes:

Gemma Bourne	Launch It Stoke-on-Trent
Shanie Chaudry-Goodall	M Investment Group
Sonya Farrall	BabaBaboon Ltd
Claire Gilbert	Crystal Klean Commercial Limited
Daran Harding	Dains Accountants Limited
Adrian Knapper	Adrian Knapper Estate Agent
Giovanni Leone	Consultiv Utilities
James Morgan	Chatty Duck Creative Ltd
Richard Mounsey	Mounsey Chartered Surveyors
Robert Nixon	Tungate Forms & Labels Limited
Kimberley O'Reilly	NatWest Group Plc
Wayne Pearce	Eaglet Business Systems Ltd
Tomasz Putynkowski	JMT Accountancy
Geoffrey Riley	Foxfield Railway Society
Adele-Marie Simmons	Genr8 Smithfield Works
Adam Yates	The Hubb Foundation

The results of the election of Chambers' Council members have been scrutinised by the Scrutiny Committee in accordance with Staffordshire Chambers of Commerce's Articles of Association and practice.

SPECIAL BUSINESS

7. TO APPROVE THE AMENDMENT OF THE ARTICLES OF ASSOCIATION BY SPECIAL RESOLUTION

As a matter of special business, the Board propose that the Articles of Association of the Company be amended. The new Articles are intended to bring them in line with the Companies Act 2006 and make them clearer, less restrictive, easier to follow and allow the Chamber more flexibility. The main amendments include:

- Clear rules on appointing a proxy, including what a proxy form must contain and that it must be received at least 48 hours before the meeting.
- Clarification that a special resolution requires at least 75% of the votes cast in person, by proxy or in advance.
- Members holding at least 5% of the total voting rights may require a General Meeting to be called, in line with the Companies Act 2006.
- The minimum size of the Chamber Council has been reduced from 24 to 12 members, with changes to the Council election timetable and the Scrutiny Committee.
- Board candidates must be a senior or influential figure within, and supported by, their organisation, and the grounds on which a Director leaves office have been updated in line with the Companies Act 2006.
- The restriction on Members more than three months in arrears with their subscription has been removed from the voting provisions.
- A voluntary winding up of the Chambers would now need to be recommended by the Board and approved by the Members by special resolution (Article 26.1).
- The notice required for a special resolution to change the Articles has been increased from 14 to 21 clear days.
- Honorary Members may attend and speak at General Meetings but will no longer have a vote (Article 5.12).
- A person attending in more than one capacity (for example, as a Member and as proxy for other Members) may cast a vote for each (Article 9.4).
- The Chambers' powers have been widened to include investing in commercial enterprises and charitable activities, and undertaking other activities as the Board sees fit (Articles 2.2.2.5 and 2.3.8).
- Directors with a conflict of interest will now count towards the quorum, although they still may not vote on that matter (Article 15.3).
- Changes to officer terms: a Deputy President who fills a vacancy as President will serve the remainder of the term plus two further years, and the Treasurer may no longer serve as Deputy President (Articles 11.5 and 11.6).
- The sections on Forums and Sections and on the Company Seal have been removed, the reference to the UN Sustainable Development Goals has been removed from the objects, and definitions, wording and numbering have been updated throughout.

Staffordshire Chambers of Commerce.

The special resolution proposed is:

"That the Articles of Association produced to the meeting be approved and adopted as the Articles of Association of Staffordshire Chambers of Commerce & Industry Ltd with immediate effect, in substitution for and to the exclusion of the existing Articles of Association."

Close of business

After the business of the Annual General Meeting there will be a speaker, Graeme Chaplin, Bank of England Agent for the West Midlands and Oxfordshire.

By order of the Board



Dawn Styles
Company Secretary
2nd November 2026