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RM 24/12/2011 #202 THE GLAMORGAN-GWENT ARCHAEOLOGICAL TRUST LTD

COMPANIES HOUSE

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RM 16/12/2011 #260

COMPANIES HOUSE

Notice of Annual General Meeting

The Thirty-fifth Annual General Meeting of the Glamorgan-Gwent Archaeological Trust Ltd will be held at 11 am on Saturday 10th December 2011 in the Augustus and Gwen John Room, The National Museum of Wales, Cardiff

A G E N D A

1. To confirm and adopt the Minutes of the Thirty-fourth Annual General Meeting held on 20th November 2010
2. To confirm and adopt the Statement of Account incorporating the Report of the Trustees for the year ended 31st March 2011.
3. To re-appoint Graham Paul as Auditors for the Trust.
4. To amend Clause 4 of the Memorandum of Association in regard to the regulation of payments to Trustees and connected persons to Trustees.

Through deletion of parts of the second paragraph in the existing clause (as italicised):


'Provided that nothing herein shall prevent the payment, in good faith, of reasonable and proper remuneration to any officer or servant of the Trust, or to any member of the Trust, *not being a member of its Council of Management or Governing Body*, in return for any services actually rendered to the Trust' and 'but so that no Trustee of the Trust shall be appointed to any salaried office of the Trust or any office of the Trust paid by fees, *and that no remuneration or other benefit in money or money's worth shall be given by the Trust to any Trustee,*'

And adding the following paragraph

A Trustee (including a director or other officer of a Trustee which is a company) and any connected person may enter into a contract with the Trustees to supply goods or services in return for a payment or other material benefit but only if: the goods or services are actually required for the Charity; the nature and level of the benefit is no more than reasonable in relation to the value of the goods or services and is set at a meeting of the Trustees. Where such award is determined by the Trustees the Trustee benefiting from the award shall declare an interest before the meeting or at the meeting before discussion on the matter begins, be absent from the meeting for that item unless expressly invited to remain in order to provide information, not be counted in the quorum during that part of the meeting, and be absent during the vote and have no vote on the matter

Note *The Charities Act 2006* introduced powers to allow charities to pay trustees (and connected persons) for additional services they provide to their charity over and above normal trustee duties and in doing so amended relevant sections of *The 1993 Charities Act*; Charity Commission Guidance Note *Trustee expenses and payments (CC11)* (<http://www.charitycommission.gov.uk/Publications/cc11.aspx>) refers. The proposed amendment adds the new powers to the Trust's Constitution, introduces a provision for connected persons, and sets out necessary controls.

5 To receive a statement from the Chair of the Trust, Professor Ray Howell.

A handwritten signature in black ink, appearing to read 'A G Marvell', with a long horizontal flourish extending to the right.

A G MARVELL
Company Secretary

After the close of formal business there will be two short illustrated presentations:-

Mr R Lewis – Recent Excavations at Ynysfach Ironworks, Merthyr Tydfil

Mr A Marvell – Community Archaeology Engagement