

**Board minutes**

**Company Number: 05021008**

**WOMEN IN TELECOMS AND TECHNOLOGY (WITT) LIMITED**  
(the Company)

**MINUTES** of a meeting of the directors of the Company held by video conference at 5.30pm on 1 April 2020.

**PRESENT:**

Audrey Mandela (Chair)

Stephanie Liston

Annette Nabavi

Yasmeen Majid

Michelle Senecal de Fonseca

Helen Kelisky

1. **CHAIR**

Audrey Mandela was appointed Chair of the meeting.

2. **NOTICE AND QUORUM**

The Chair reported that due notice of the meeting had been given and that a quorum was present. Accordingly, the Chair declared the meeting open.

3. **BUSINESS OF THE MEETING**

3.1 The Chair reported that the business of the meeting was to:

3.1.1 Consider a proposal to circulate a members' written resolution to adopt new articles of association; and

3.1.2 Consider the applications of Audrey Mandela, Yasmeen Majid, Michelle Senecal de Fonseca, and Helen Kelisky to become Members of the Company (the **Proposed Members**).

(the **Proposals**.)

4. **INTERESTS IN PROPOSED ARRANGEMENTS WITH THE COMPANY**

4.1 The following directors declared the nature and extent of their interest in the proposed arrangements forming part of the Proposals to be considered at the meeting in accordance with the requirements of section 177 of the Companies Act 2006 and the Company's articles of association, as follows:



<b>Name</b>	<b>Transaction/arrangement in which interested</b>
Audrey Mandela	Application of Audrey Mandela to become a Member of the Company
Yasmeen Majid	Application of Yasmeen Majid to become a Member of the Company
Michelle Senecal de Fonseca	Application of Michelle Senecal de Fonseca to become a Member of the Company
Helen Kelisky	Application of Helen Kelisky to become a Member of the Company

- 4.2 It was noted that the provisions of the Table A Regulations 1985, under which the Company was incorporated, permit a director to vote and form part of the quorum in relation to any proposed transaction or arrangement in which he/she is interested.

## 5. **TABLING OF DOCUMENTS**

- 5.1 There was produced to the meeting:

5.1.1 A draft form of members' written resolution to be passed under Chapter 2 of Part 13 of the Companies Act 2006 containing the above resolution (the **Written Resolution**) and draft new articles of association (the **Articles**); and

5.1.2 The membership applications of the Proposed Members.

## 6. **DECISIONS**

- 6.1 **IT WAS DECIDED** that:

6.1.1 the resolution in the Written Resolution was likely to promote the success of the Company for the benefit of its members as a whole, having regard (amongst other matters) to the factors set out in section 172 of the Companies Act 2006; and

6.1.2 the Articles and the Written Resolution be approved and be circulated to the members of the Company for signature.

- 6.2 The meeting then adjourned.

- 6.3 When the meeting resumed, the Chair reported that the Written Resolution had been duly passed.

- 6.4 **IT WAS FURTHER DECIDED** that:

6.4.1 The applications made by the Proposed Members to become Members of the Company were in a form acceptable to the directors;

6.4.2 The acceptance of the applications and approval of the membership of the Proposed Members was likely to promote the success of the Company, having regard (amongst other matters) to the factors set out in section 172 of the Companies Act 2006; and

6.4.3 The applications be approved and the Proposed Members be duly appointed as Members of the Company.

7. **FILING**

The Chair instructed that all necessary and appropriate entries in the books and registers of the Company be made and that the necessary forms and documents be filed at Companies House.

8. **CLOSE**

There was no further business and the Chair declared the meeting closed.

A handwritten signature in black ink, appearing to be 'A. M.', written over a dotted line.

Chair