

COMPANIES ACT 2006 WRITTEN RESOLUTION

Company Number:
07877552

Company Name:
Small Axe Communications LTD

**On the 24th day of October 2019 the following written resolution
was agreed and passed by the members:**

SIGNED:



DAMIAAN MELIS
DIRECTOR

Motion 1: Membership

Submitted by: Damiaan Melis

Our Articles of Association currently state that in order to be an employee member of Small Axe, members must meet the following:

10. All Employees on taking up employment with the Co-operative may be admitted to membership, except that the Co-operative in a General Meeting may by a majority vote decide to exclude from membership:

(a) Newly appointed Employees during such reasonable probationary period as may be specified in their terms and conditions of employment;

(b) Employees working less than a prescribed number of hours per week (or per month);

provided that any such criteria for exclusion are applied equally to all Employees

This AGM therefore resolves that:

1. The articles be amended to remove automatic employee admittance of membership to Small Axe.
2. Be updated to say that employees who have passed probation may become members of the Small Axe co-op.
3. Membership to be renewed on an annual basis.

TUESDAY



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COMPANIES HOUSE

Motion 2: Board composition

Submitted by: Damiaan Mellis

The Small Axe Articles of Association specify that the board of directors may consist of the following:

- a) Not more than 2 user members*
- b) Not more than 4 employee members*
- c) Not more than 2 supporter members*

However, these articles do not reflect that employee members should always maintain a simple majority (51%) of the board composition.

The AGM therefore resolves that:

1. The articles are amended to reflect that employee members should always maintain a simple majority of board membership (51%)
2. Employee members elected to the board to always be less than 50% of the total number of full-time Small Axe employees
3. The management team shall make up shall no more than 49% of the board

Motion 3: Electing board members

Submitted by: Luke Walter

The Small Axe Articles of Association recognises that members elect the board of directors, with the board of directors having the power to co-opt individuals to fill vacant spaces before approval by members at the next General Meeting.

However, our articles do not specify how we should elect the board of directors.

Single Transferable Vote (STV) is recognised as the fairest voting system in the world by the Electoral Reform Society and is widely used by membership bodies, including political parties and campaigning NGOs.

This AGM resolves that:

1. Small Axe adopt the Single Transferable Vote to elect board of directors
2. Re-open Nominations (RON) to always feature as an option on ballot papers