

Notice of 2025 Annual General Meeting

(for Financial Year 2024-2025)

Notice is hereby given that the Annual General Meeting of the company, Wiltshire Law Centre (working as Southern England Law Centre), will be held on:

Thursday, 20th November 2025 from 1630 at VAS Swindon

To consider, and, if thought fit, pass resolutions on the agenda to be proposed as special and ordinary resolutions of the company.

Southern England Law Centre is a working name of Wiltshire Law Centre, a registered charity in England & Wales (1000950) and a registered company limited by guarantee (01796532).

Agenda

- 1. Welcome from the Chair, Andrew Allan.**
- 2. Apologies for absence.**
- 3. Approval of Minutes of the previous AGM held on Thursday, 21st November 2024 as set out in [Appendix A](#).**
- 4. Report on the activities of the Trustee Board and presentation of the Annual Report and Audited Accounts for 2024-25.**
- 5. Approval of the Annual Report and Audited Accounts for 2024-2025.**
- 6. Appointment of Auditors for 2025-26.**
- 7. Retirement of one-third of the Directors (those longest in office) as set out in [Appendix B](#).**
- 8. Appointment of Directors for 2025-26 as set out in [Appendix B](#).**
- 9. Any Other Business**

By order of the Trustee Board, Dated Thursday 9th October 2025

Andrew Allan

Chair of the Board of Trustees, Wiltshire Law Centre

Please confirm your attendance or send your apologies via the [online RSVP form](#).

If you are interested in becoming a Member, please complete and submit the [online Application for Company Membership form](#).

Members have the right to appoint a proxy under Section 22 of the Law Centre Memorandum and Articles of Association (2023) and as per [section 324 of the Companies Act 2006](#). If you would like to appoint a proxy to attend the meeting on your behalf, please let us know as soon as possible using the [online Proxy Voting form](#).

Please aim to arrive at the meeting no later than 1630 on Thursday, 20th of November 2025 to ensure a prompt start.



Minutes of the Annual General Meeting 2024

(for Financial Year 2023-2024)

Minutes of the Wiltshire Law Centre AGM held Thursday, 21st November 2024 via MS Teams.

10. Welcome from the Chair, Nick Mellis.

Nick Mellis opened the meeting and welcomed those in attendance. He outlined the agenda, which includes reviewing minutes from the last AGM, the activities report, the financial statements, and approval of the Annual Report and audited accounts.

11. Apologies for absence.

Apologies were received from the individuals listed below:

Apologies			
#	Name	Role/Organisation	WLC Member?
1	Chris Lowry	Housing Supervisor (WLC)	Yes
2	Jessica Jones	Housing Caseworker (WLC)	No

12. Approval of Minutes of the previous AGM held on Thursday, 14th December 2023.

Nick Mellis asked for a resolution to be proposed to agree that the minutes of the previous AGM are a true and accurate record.

Proposed:	Richard Hazell
Seconded:	Michelle Ferris
Passed without objections on Thursday, 21 st of November 2024	

13. Report on the activities of the Trustee Board and presentation of the Annual Report and Audited Accounts for 2023-24.

Nick Mellis introduced the Annual Report for 2023-24 highlighting the amalgamation with Gloucester Law Centre and the increased support for welfare benefits and housing. Through the support of our external funders, we have continued to deliver the welfare benefits programme alongside our specialist housing services. Wiltshire Law Centre's financial position is healthy, with a good balance of unrestricted funds and work in progress. Our operational costs have increased in the last year; therefore, our designated reserves have increased also.

Benedict van der Linde issued a minor clarification for the members. On page 14 of the Annual Report the section regarding members liability states that this is limited to £1. The correct figure is a sum not exceeding £10 as noted on page 3.

Benedict van der Linde acknowledged Wiltshire Law Centre's gratitude to its funding partners:

- The Legal Aid Agency
- Wiltshire Community Foundation
- The National Benevolent Charity
- The Legal Education Foundation
- Nationwide Building Society
- AB Charitable Trust
- The Access to Justice Foundation

14. Approval of the Annual Report and Audited Accounts for 2023-2024.

Nick Mellis asked for a resolution to be proposed to accept the Annual Report and financial statements for 2023-24.

Proposed: Richard Hazell
Seconded: Andrew Allan
Passed without objections on Thursday, 21 st of November 2024

15. Appointment of Auditors for 2024-25.

Nick Mellis asked for a resolution for the reappointment of our current auditors, noting that they have rebranded from 'Andorran' to 'BK Plus'.

Proposed: Michelle Ferris
Seconded: Andrew Allan
Passed without objections on Thursday, 21 st of November 2024

16. Retirement of one-third of the Directors (those longest in office) as set out in [Appendix B](#).

Nick Mellis introduced the retirement of directors by rotation as per the Memorandum and Articles. The process requires **Nick Mellis** and **Heather Reilly Edwards** to retire from their current appointments at the end of this meeting.

Richard Hazell confirmed **Heather Reilly Edwards** acknowledgement of retirement by rotation as per the Memorandum and Articles and noted her willingness to remain in contact with the Law Centre and potentially seek reappointment in future.

17. Appointment of Directors for 2024-25.

Andrew Allan noted that the new Memorandum and Articles do not require the election of any existing Trustees who are not required to retire by rotation.

Nick Mellis stated that he was happy to be reappointed to the Board if the meeting passed a resolution to agree this.

Andrew Allan proposed that the members agree a resolution to appoint **Nick Mellis** to the Board of Trustees.

Proposed: **Andrew Allan**
 Seconded: **William Johnson**
 Passed without objections on Thursday, 21st of November 2024

The members of the Wiltshire Law Centre Board of Trustees following the 2024 Annual General Meeting are:

#	Name
1	Nick Mellis
2	William Johnson
3	Forbes Robertson
4	Andrew Allan
5	Michelle Ferris
6	Richard Hazell

18. Any Other Business

Nick Mellis introduced any other business by noting his intention to stand down as Chair of Trustees in the new year.

Benedict van der Linde suggested this was a good opportunity to record a note of thanks to **Nick Mellis** for all of his contributions to the life and work of the Law Centre, which the attendees supported.

19. Meeting close

Nick Mellis thanked everyone in attendance and closed the meeting.

There were 13 people in attendance (10 members and 3 non-members). Attendees are noted below:

In attendance			
#	Name	Role/Organisation	WLC Member?
1	Nick Mellis	Chair of Trustees (WLC)	Yes
2	William Johnson	Deputy Chair of Trustees (WLC)	Yes
3	Andrew Allan	Trustee (WLC)	Yes
4	Michelle Ferris	Trustee (WLC)	Yes
5	Richard Hazell	Trustee (WLC)	Yes
6	Olivia Pulley-Crowther	Managing Director and Senior Solicitor (WLC)	Yes
7	Sue Minshull	Administration Manager (WLC)	No
8	Emma Stradling	Senior Supervisor (WLC)	Yes
9	Claire Groeneveld	Operations Manager (WLC)	No
10	Benedict van der Linde	Projects Manager (WLC)	Yes
11	Callum Johnson	Benefits Supervisor (WLC)	Yes
12	Harry Harford	Housing Caseworker (WLC)	Yes
13	Alex Charles	Head of IT and Data (LCN)	No

Appendix B: Retirement of Directors

As per the Memorandum and Articles of Association (2023) of the Law Centre, this is to be undertaken as follows:

32. Retirement of directors (1)

At the first annual general meeting all the directors must retire from office unless by the close of the meeting the members have failed to elect sufficient directors to hold a quorate meeting of the directors. At each subsequent annual general meeting one-third of the directors or, if their number is not three or a multiple of three, the number nearest to one-third, must retire from office. If there are only two directors, then they will not be retired.

33. Retirement of directors (2)

(1) The directors to retire by rotation shall be those who have been longest in office since their last appointment. If any directors became or were appointed directors on the same day those to retire shall (unless they otherwise agree among themselves) be determined by lot.

(2) If a director is required to retire at an annual general meeting by a provision of the articles the retirement shall take effect upon the conclusion of the meeting.

34. Appointment of directors (1)

The charity may by ordinary resolution:

- (1) appoint a person who is willing to act to be a director; and
- (2) determine the rotation in which any additional directors are to retire.

35. Appointment of directors (2)

No person, including a director retiring by rotation, may be appointed as director at any general meeting unless:

- (1) he or she is recommended by the directors; or
- (2) not less than fourteen nor more than thirty-five clear days before the date of the meeting, the Charity is given a notice that:
 - (a) is signed by a member entitled to vote at the meeting;
 - (b) states the member's intention to propose the appointment of a person as a director;
 - (c) contains the details that, if the person were to be appointed, the Charity would have to file at Companies House; and
 - (d) is signed by the person who is to be proposed to show his or her willingness to be appointed.

36. Appointment of directors (3)

All members who are entitled to receive notice of a general meeting must be given not less than twenty-one clear days' notice of any resolution to be put to the meeting to appoint a director other than a director who is to retire by rotation.

37. Appointment of directors (4)

- (1) The directors may appoint a person who is willing to act to be a director.
- (2) A director appointed by a resolution of the other directors must retire at the next annual general meeting and must not be taken into account in determining the directors who are to retire by rotation.

38. Appointment of directors (5)

The appointment of a director, whether by the Charity in general meeting or by the other directors, must not cause the number of directors to exceed any number fixed as the maximum number of directors.