



Notice of 2026 Annual General Meeting (for Financial Year 2025-2026)

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, 19th November 2026 from 1630 to 1830 at Leonardo Hotel
Swindon, Fleming Way, Swindon SN1 2NG**

To consider, and, if thought fit, pass resolutions on the agenda to be proposed as special and ordinary resolutions of the company. Following the formal AGM business, there will be a separate presentation by Clare Carter - CEO at The Access to Justice Foundation. This is not part of the formal AGM.

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. Retirement of one-third of the Directors (those longest in office) as set out in [Appendix B](#).
4. Approval of Minutes of the previous AGM held on Thursday, 20th November 2025 as set out in [Appendix A](#).
5. Report on the activities of the Trustee Board and presentation of the Annual Report and Audited Accounts for 2025-26 (including assessment of going concern status).
6. Approval of the Annual Report and Audited Accounts for 2025-2026.
7. Appointment of Auditors for 2026-27.
8. Special Resolution: Governing Document: Proceedings of Directors as set out in [Appendix C](#).
9. Appointment of Directors for 2026-27 set out in [Appendix B](#).
10. Any Other Business

By order of the Trustee Board, dated Thursday the 10th of September 2026.

Andrew Allan

Chair of the Board of Trustees, Southern England 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, 19th of November 2026 to ensure a prompt start.

Appendix A: Minutes of the AGM held on Thursday, 20th November 2025



MINUTES of the ANNUAL GENERAL MEETING 2025

(for Financial Year 2024-2025)

Minutes of the Southern England Law Centre (a working name of Wiltshire Law Centre) AGM held on Thursday, 20th November 2025 from 1630 at VAS Swindon.

1. Welcome from the Chair, Andrew Allan.

- **Andrew Allan** 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 Accounts.
- **William Johnson** (Deputy Chair of the Board of Trustees), **Forbes Robertson** (Trustee Treasurer), **Richard Hazell** (Trustee) **Nick Mellis** (Trustee) and **Michelle Ferris** (Trustee) introduced themselves briefly.

2. Apologies for absence.

- **Andrew Allan** noted that apologies were received from the following individuals:
 1. Sue Minshull
 2. Joshua Lake
 3. Mcwisha Fernandes
 4. Raquel Aguilar

3. Approval of Minutes of the previous AGM held on Thursday, 21st November 2024

- **Andrew Allan** presented the minutes of the previous AGM held on November 21, 2024 and proposed that they be accepted.

The minutes of the previous meeting were accepted with no objections.
--

4. Report on the activities of the Trustee Board and presentation of the Annual Report and Accounts for 2024-25

- **Andrew Allan** reflected on the broader growth of the organisation from 2021 to 2025, highlighting the significant growth in services. The organisation saw an over 800% increase in opened case files and an over 3,000% increase in Court Duty cases over this period.

- **Andrew Allan** read highlights from the report, including the expansion of the housing program and Court Duty contracts. The organisation's mission and vision were reiterated, emphasising free and low-cost specialist legal advice and access to justice.
- **Andrew Allan** discussed the refinement of the mission and vision, which supported the strategic plan for 2025-2028. The Management Team has built a business plan on top of the strategic plan, which has been fully approved.
- **Andrew Allan** highlighted the organisation's specialist legal capabilities in housing and welfare benefits. Specific case studies are shared, illustrating the impactful work done by the team, including substantial financial gains for clients.
- **Olivia Pulley-Crowther** highlighted the growth in the number of caseworkers and their increasing skills. The success of *inter partes* costs orders is noted, with most caseworkers achieving them in their cases.
- **Andrew Allan** celebrated the organisation's successful Lexcel accreditation and work on governance and policy. The importance of the Cyber Essentials accreditation was emphasised, especially in the current IT and cyber threat environment.
- **Forbes Robertson** provided a summary of the financials, noting an operating profit of £82,582 and an increase of cash in bank and at hand of £34,496. The significance of Work In Progress was explained, with its value increasing due to the organisation's growing skills and activity and it was further noted by **Andrew Allan** that the WIP growth of £127,468 is included with the operating profit figure, with a circa £45,000 net reduction across cash and investments.
- **Forbes Robertson** thanked the organisations that have provided grants and funding:
 - Gloucester County Council
 - Gloucester City Council
 - The Legal Education Foundation
 - The Ministry of Justice
 - Access to Justice
 - The Legal Aid Agency
 - Nationwide
- **Andrew Allan** acknowledged that over 95% of the organisation's funding comes from the Legal Aid Agency.
- **Andrew Allan** discussed the organisation's future, including expansion into other service areas. The importance of prudent financial management and maintaining reserves was emphasised. The board's focus on sustainable and long-term growth was also reiterated.
- **Forbes Robertson** suggests exploring including Work In Progress as part of the reserves, though acknowledged that this is considered challenging. It was agreed the discussion would be had at another time.

- **Jessica Jones** noted that, as a member of staff, it has been really encouraging to see the organisation continue to grow. It is great to be part of something that is being well-managed, that is sustainable and has longevity. **Approval of the Annual Report and Accounts for 2024-2025.**
- **Andrew Allan** proposed that the Annual Report and Accounts for 2024-2025 be approved.

The Annual Report and Accounts for 2024-2025 were approved with no objections.

5. Appointment of Auditors for 2025-26.

- **Andrew Allan** proposed reappointing BK Plus as auditors for the 2025-2026 period.

The appointment of BK Plus as auditors for the 2025-2026 period was approved with no objections.

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

- **Andrew Allan** explained the process for retiring Directors by rotation and the retirement of Directors appointed by the Board outside of an Annual General Meeting.
- **Richard Hazell** and **Forbes Robertson** retired by rotation.
- **Marcel Nwoye** retired as a Director appointed by the Board.

7. Appointment of Directors for 2025-26 as set out in [Appendix B](#).

- **Andrew Allan** proposed that the membership agree to appoint the following individuals to Board of Trustees:
 - Richard Hazell
 - Forbes Robertson
 - Marcel Nwoye
 - Charles Dibley

The appointment of the individuals named above was approved with no objections.

- The members of the Law Centre's Board of Trustees following the 2025 Annual General Meeting are:
 1. Andrew Allan
 2. William Johnson
 3. Forbes Robertson
 4. Nick Mellis
 5. Richard Hazell
 6. Michelle Ferris
 7. Marcel Nwoye
 8. Charles Dibley
- **Charles Dibley** and **Marcel Nwoye** introduced themselves briefly.

- **Forbes Robertson** highlighted the importance of the newly introduced rigorous recruitment process for new Board Members. This shows the dedication and commitment of the new Board members.
- **Nick Mellis** congratulated **Andrew Allan** on completing his first year as Chair and his strong performance in the role.

8. Any Other Business

- **Andrew Allan** offered an opportunity to raise any final points.
- **Michelle Ferris** noted that it was very positive to read the Annual Report and to see the success of the organisation. She is happy to be a part of an organisation that does such valuable work thanks everyone for their contributions.
- **Andrew Allan** thanked everyone for their contributions and acknowledged various roles and responsibilities within and outside the organisation, including the staff, the Management Team, the Board of Trustees and funding partners.

9. Meeting close

- **Andrew Allan** thanked everyone in attendance and closed the meeting.

There were 17 people in attendance:

The Board of Trustees

1. Andrew Allan - Chair of the Board of Trustees
2. William Johnson – Deputy Chair of the Board of Trustees
3. Forbes Robertson – Treasurer
4. Richard Hazell
5. Nick Mellis
6. Michelle Ferris
7. Marcel Nwoye
8. Charles Dibley

Members

9. Olivia Pulley-Crowther
10. Benedict van der Linde
11. Callum Johnson
12. Jessica Jones
13. Shanaz Qaddus
14. Emma Stradling

Other attendees

15. Claire Groeneveld
16. Dominic Findlay
17. Michael Rooney

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.

Appendix C: Special Resolution – Governing Document: Proceedings of Directors



SPECIAL RESOLUTION

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).

At a general meeting of the above-named company, duly convened and held on Thursday, the 19th of November 2026, the proposal for consideration of the Membership by Special Resolution is that the **Proceedings of directors**, as set out in the Memorandum and Articles of Association 2023, be amended from the current wording to the proposed wording, as set out below:

Current Wording (2023):

45. Proceedings of directors (5)

- (1) A resolution in writing or in electronic form agreed by all of the directors entitled to receive notice of a meeting of the directors and to vote upon the resolution shall be as valid and effectual as if it had been passed at a meeting of the directors duly convened and held.
- (2) The resolution in writing may comprise several documents containing the text of the resolution in like form to each of which one or more directors has signified their agreement.

Proposed Wording (2026):

45. Proceedings of directors (5)

- (1) A resolution in writing or in electronic form agreed by a simple majority of the directors entitled to receive notice of a meeting of the directors and to vote upon the resolution shall be as valid and effectual as if it had been passed at a meeting of the directors duly convened and held.
- (2) The resolution in writing may comprise several documents containing the text of the resolution in like form to each of which one or more directors has signified their agreement.
- (3) A resolution which is approved by email in accordance with this Article shall be as valid and effectual as if it had been passed at a Director's meeting duly convened and held, provided the following conditions are complied with:
 - (a) Such a resolution must be approved by email by a simple majority of the Directors entitled to vote on the matter;

- (b) Approval must be received by such person as the Directors shall have nominated in advance for that purpose (“the Recipient”), which person may, for the avoidance of doubt, be one of the Directors;
- (c) Approval from a Director must be sent from that Director’s Law Centre email address by that Director to the Company.
- (d) Following receipt of sufficient responses on any resolution, the Recipient shall circulate a further email to all of the Directors confirming whether the resolution has been formally approved by the Trustees in accordance with this Article;
- (4) The date of a resolution shall be the date of the email from the Recipient confirming formal approval.