



## NOTICE OF MEETING

The **ANNUAL GENERAL MEETING** of the Operational Research Society will be held at 11.00am on Wed. 8 July 2015 at The OR Society, 12 Edward Street, Birmingham, B1 2RX.

### AGENDA

1. Apologies.
2. To approve the minutes of the Annual General Meeting held on 9 July 2014. A copy of the minutes can be found online at [www.theorsociety.com/AGM2015](http://www.theorsociety.com/AGM2015)
3. To approve the Annual Report and Accounts for the year ended 31st December 2014. The Annual Report and Accounts can be found online at [www.theorsociety.com/AGM2015](http://www.theorsociety.com/AGM2015)
4. To reappoint Mazars LLP as auditors to the Society.
5. **Special resolution requiring a 75% majority.** To set the following annual subscription rates for members not paying by direct debit with effect from 01/01/2016; £76.50 (Ordinary rate), £51 (Reduced rate).
6. **Special resolution requiring a 75% majority.** One amendment to the Constitution to specify better the Society's membership eligibility:

Amend article 2A(1): Replace "who is or has been in a profession directly connected with the Society's aims" by "who is or has been in a profession or activity directly connected with the Society's aims".

*EXPLANATORY NOTE: There was concern that the previous wording did not clearly include students.*

7. **Special resolution requiring a 75% majority.** One amendment to the Constitution to extend a clause on retirement of members of General Council:

Amend article 6B(2):

Replace

2. A member of the General Council shall cease to hold office if he or she is dismissed by special resolution at a general meeting

With

2. A member of the General Council shall cease to hold the said membership if he or she:

- i. ceases to be a member of the Society;
- ii resigns by notice in writing to the Society; or
- iii is dismissed by special resolution at a general meeting

8. **Special resolution requiring a 75% majority.** Amendments to the Constitution to update legal references:

Delete references to Companies Act 1985, Charities Act 1993 and specific sections thereof and replace by references to Companies Act 2006, Charities Act 2011 and the corresponding sections thereof.

9. **Special resolution requiring a 75% majority.** Amendment to the Constitution to harmonise terminology used:

In paragraph 5 of the Memorandum of Association, replace references to "member of the Board" and "members of the Board" by "director" and "directors".

**PLEASE NOTE:** Both the current and the proposed amended constitution can be viewed online at [www.theorsociety.com](http://www.theorsociety.com)



**VOTING at the Annual General Meeting is by ballot. Please use the attached ballot, or the online form at [www.theorsociety.com](http://www.theorsociety.com). Ballots may be submitted online or by post (to arrive, in either case, at the Society's office at least 24 hours before the meeting), or in person at the meeting.**

## **BALLOT**

In accordance with Article 4D of the Society's constitution, voting on all resolutions on the agenda of the Annual General Meeting is by ballot. A member may submit a ballot by post, electronically using the voting form in the Members' Resources section at [www.theorsociety.com](http://www.theorsociety.com), or in person at the meeting. Article 4D also stipulates that in order to enable the Society to discharge its obligation to ensure that only fully paid up members vote, and that no member votes more than once, any ballot that does not bear the member's name and signature, together with the membership number or address, shall be disregarded. Members using the online form are required to give their username and password.

Name \_\_\_\_\_ Membership number \_\_\_\_\_

Address (not required if you have entered your membership number) \_\_\_\_\_

\_\_\_\_\_  
Postcode \_\_\_\_\_

Signature \_\_\_\_\_

## **Resolutions on the agenda**

Please vote by placing **X** in the appropriate boxes.

Item	For	Against
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3		
4		
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6		
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Please return your completed ballot to The OR Society, 12 Edward Street, Birmingham B1 2RX, UK, to arrive by first post on **Tuesday 7 July 2015**.