



# THE NATIONAL TRUST OF TRINIDAD & TOBAGO

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## NOTICE OF A VIRTUAL EXTRAORDINARY GENERAL MEETING

Pursuant to the requisition procedure laid out in Rule 10 of the updated National Trust Rules, all members are hereby notified that an Extraordinary General Meeting (EGM) of the National Trust of Trinidad and Tobago will be convened **virtually** on Zoom at 5:00pm on **Wednesday 20<sup>th</sup> September 2023**.

### Agenda item to be transacted:

- Reconsideration of Special Resolution #01/2022 (Eligibility of elected officers for reappointment to the Council)

### A link to the virtual EGM will be provided by email to all financial members.

- On-line registration is required and will be opened one week prior to the EGM and members are invited to take advantage of early registration to avoid lengthy delays in processing meeting links.
- All in attendance at the EGM must be financial members of the National Trust of Trinidad and Tobago. To assist members, outstanding fees may be paid in accordance with the following Schedule prior to registering for the virtual EGM:

### Schedule of Membership Fees (Updated National Trust Rules, effective March 22, 2023):

Class of Member	Annual Subscription
Ordinary	\$25.00
Preferred	\$200.00
Family	\$400.00
Life	\$1,500.00 (one-time payment)
Corporate	\$5,000.00
Non-Profit Organisation	\$400.00

Candice Ramsaran

Secretary, The National Trust of Trinidad and Tobago

Date: 06/09/2023

## THE NATIONAL TRUST OF TRINIDAD AND TOBAGO

Pursuant to section 4(3) of the National Trust of Trinidad and Tobago Act Ch. 40:53 and Rule 12, the following four (4) Special Resolutions are to be put to a vote at the virtual General Meeting of the National Trust of Trinidad and Tobago on Wednesday 16<sup>th</sup> November 2022.

### **SPECIAL RESOLUTION: # 01/2022 ELIGIBILITY OF ELECTED OFFICERS FOR REAPPOINTMENT TO THE COUNCIL**

#### WHEREAS:

1. The National Trust of Trinidad and Tobago is a body corporate governed by the National Trust of Trinidad and Tobago Act Ch. 40:53 ('the Act') and its Rules ('Rules') set out in the First Schedule attached thereto;
2. Section 14(1)(b) of the Act empowers the Council with the approval of the Minister to make Rules generally for the conduct and regulation of the affairs of the Trust and relative to any matter or thing whatsoever which may in any way concern the sound administration of the Trust;
3. Section 4(3) of the Act states that the Rules of the Trust may be amended from time to time by special resolution passed by the Members of the Trust and approved in writing by the Minister;
4. Pursuant to formalities governing special resolutions adopted by the membership on November 9<sup>th</sup>, 2017 (as Special Resolution #01/2017) and now contained in Rule 12, the Rules of the Trust can be amended by special resolutions passed by the membership in accordance with section 4(3) of the Act. Notice of the resolutions as special resolutions should be provided to the membership a minimum of twenty-one calendar days prior to the general meeting. A special resolution should be approved by a majority of not less than seventy-five percent of the votes cast by members who voted in respect of said resolution;
5. By virtue of section 12(1) of the Act, the affairs of the Trust shall be administered by a Council;
6. Section 12(2) of the Act provides that the Council shall consist of five elected members and six appointed members;
7. Section 12 (3) of the Act stipulates that the elected members of the Council shall be elected by a general meeting of the Trust from among the members of the Trust in accordance with the rules under section 14 [Rules of the Trust] and shall hold office for a term of three years;
8. Section 12(5) stipulates that "An appointed member shall hold office for such period not exceeding three years as may be specified in his instrument of appointment, and he shall be eligible for reappointment";
9. Rule 7(3) provides that "An elected member of the Council is ineligible for reappointment for more than two consecutive terms";
10. Given that both the elected and appointed members of Council are responsible for administering the affairs of the Trust and for discharging the functions stated in the Act and are subject to the same statutory obligations, including but not limited to the Integrity in Public Life Act, Ch. 22:01, there should be parity concerning reappointment. For this reason, it is proposed that the cap limiting service to two terms in respect of elected members be removed to allow financial members who satisfy the criteria for election to the Council in the Rules to present nominations to contest election to the Council at the general meeting regardless of current or past service on the Council as an elected member.

#### NOW THEREFORE:

BE IT RESOLVED that Rule 7(3) be amended as follows:

"An elected member of the Council shall be eligible for reappointment to the Council upon being elected by a general meeting of the Trust in accordance with the National Trust Rules." – *amended Rule 7(3)*