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Amendments to LGA Articles of Association

Purpose of report

For decision.

Summary

In the light of the increase in virtual and hybrid meetings, the Board of the Local Government Association commends to the General Assembly amendments to the LGA Articles of Association to enable greater voting flexibility at meetings of the General Assembly.

**Recommendation**

That the General Assembly approves by Special Resolution the following amendments to the [LGA Articles of Association](https://www.local.gov.uk/sites/default/files/documents/LGA%20Articles%20of%20Association_0.pdf) allowing greater voting flexibility at virtual meetings.

*THAT with effect from the conclusion of the meeting the Articles of Association of the Company be amended by inserting*

*the following new article 13.2.3:*

*13.2.3 or, that person has received a postal or electronic ballot in advance of the General Meeting setting out the details of the matters to which the votes are to be cast and how such voting shall be effected.*

*And new article number 17.6:*

*17.6. Voting may be exercised in advance of the General Meeting by postal or electronic ballot. Where such method of voting is adopted, Member Authorities will receive advance notice setting out the details of the matters to which the votes are to be cast and how such voting shall be effected.*

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Amendments to LGA Articles of Association

**Background**

1. The Local Government Association (LGA) Articles of Association require the Association to hold an annual meeting of the General Assembly, which is open to representatives of all LGA full member authorities. The Articles includes provision for meetings to be held without all participants being together in the same place, which allows the General Assembly to be virtual or in hybrid form. However they do not include provision for voting at General Assembly to be conducted in advance of meetings.
2. In 2020, the General Assembly took place on 30 September. Voting took place in advance of the meeting under the provisions set out in the Temporary Corporate Insolvency and Governance (Coronavirus) Regulations 2020. These were rescinded on 31 March 2021.
3. Under section 21 of the Companies Act 2006, a company may by special resolution amend its Articles of Association. Given the impact of the pandemic, and the anticipated move to wider use of virtual and hybrid meetings in future, the LGA Board commends to the General Assembly, an amendment to the Articles to allow greater voting flexibility at virtual meetings of the General Assembly.

**Special Resolution**

1. At their meeting on 9 June 2021, the LGA Board considered the proposed amendment to the LGA Articles of Association. The Board commends to the General Assembly the following Special Resolution

*THAT with effect from the conclusion of the meeting the Articles of Association of the Company be amended by inserting*

*the following new article 13.2.3:*

*13.2.3 or, that person has received a postal or electronic ballot in advance of the General Meeting setting out the details of the matters to which the votes are to be cast and how such voting shall be effected.*

*And new article number 17.6:*

*17.6. Voting may be exercised in advance of the General Meeting by postal or electronic ballot. Where such method of voting is adopted, Member Authorities will receive advance notice setting out the details of the matters to which the votes are to be cast and how such voting shall be effected.*

**Actions**

1. Subject to the resolution being passed, an amended printed version of the articles will be filed with the Registrar of Companies within 15 days of being passed and a copy of the amended Articles sent to the auditors and bankers.