

## **Occupational Hygiene Training Association Minutes of the Annual General Meeting 2021**

**The 2021 Annual General Meeting was held on Wednesday 16 June 2021  
at 15.00 (UK BST) via teleconference.**

### **1. Welcome and Apologies**

Chris Laszcz-Davis, Co-Chair of the Board of Directors, welcomed members to the Annual General Meeting (AGM) of the Occupational Hygiene Training Association (OHTA), a charitable company. Chris Laszcz-Davis confirmed that in line with the Articles of Association, the notice of the meeting had been sent out in time, the meeting was quorate, and that as joint chairs of the Board, she and Steven Verpaele would jointly chair the meeting.

As a result of the COVID-19 situation, all members were provided with the opportunity to give their input in advance of the meeting, so apologies were not required.

### **2. Voting and quorum**

Chris Laszcz-Davis confirmed that due to the COVID-19 situation an email ballot was used to provide members with the facility to vote in advance of the AGM. These votes were used to quorate the meeting.

### **3. Approval of minutes of previous meeting**

Steven Verpaele confirmed that the minutes of the AGM held on 20 May 2020 had been circulated with the notice of the meeting. Members had been invited to comment on the accuracy of the minutes, and in the absence of any comments, the minutes were adopted with effect from the end of the meeting.

### **4. Announcement of the result of special resolution relating to the alteration of the Articles of Association**

As part of the formal business of the meeting, members had been asked to vote by way of a poll in advance on one special resolution relating to the amendment of the Articles of Association to allow general meetings to take place either in person or by electronic means. This followed the 16 March 2021 Board Meeting at which the Board of Directors of OHTA agreed to put this special resolution to members.

Votes had been counted by Roz Phillips, OHTA Development Manager and verified by Rose Holden, BOHS Qualifications Manager. Steven Verpaele announced the results.

#### *Resolution 1. Special resolution relating to the alteration of the Articles of Association*

As a result of the vote, the following amendments to the Articles of Association were approved with effect from the end of the meeting.

The insertion of the following new article into article 9, Notice of General Meetings:

*Article 9.7: "A general meeting can be in person or conducted by simultaneous electronic means."*

In addition, the insertion of the following new article into article 16, Powers of the Board:

*Article 16.4: "Any meeting of the Board may be in person or by simultaneous electronic means."*

## **5. Announcement of the result of ordinary resolutions relating to Board appointments**

Members had also been asked to vote by way of a poll in advance on two ordinary resolutions relating to the re-election of two directors to the Board, pursuant to article 17.1 of the Articles of Association, and two ordinary resolutions relating to the approval of appointment of two directors to the Board, pursuant to article 18.3 of the Articles of Association. Votes had been counted by Roz Phillips, OHTA Development Manager and verified by Rose Holden, BOHS Qualifications Manager. Chris Laszcz-Davis announced the results.

### *Resolution 2. Re-election of Seymour Zachary Mansdorf to the Board of Directors*

As a result of the vote, Seymour Zachary Mansdorf was re-elected to the Board of Directors of OHTA with effect from the end of the meeting. Congratulations were offered to this candidate.

### *Resolution 3. Re-election of Steven Verpaele to the Board of Directors*

As a result of the vote, Steven Verpaele was re-elected to the Board of Directors of OHTA with effect from the end of the meeting. Congratulations were offered to this candidate.

### *Resolution 4. Approval of appointment of Peter-John Jacobs to the Board of Directors*

As a result of the vote, Peter-John Jacobs was approved as a Director of OHTA with effect from the end of the meeting. Congratulations were offered to this candidate.

### *Resolution 5. Approval of appointment of David Zalk to the Board of Directors*

As a result of the vote, David Zalk was approved as a Director of OHTA with effect from the end of the meeting. Congratulations were offered to this candidate.

## **6. Retirement of Director**

Steven Verpaele thanked Ross Di Corleto for his commitment and contribution to the OHTA Board over a number of years. Ross retired from the Board at the end of the meeting.

## **7. Presentation of Trustees' Report and Financial Statements**

Alan Leibowitz, Hon. Treasurer, presented the Trustees' Report and Financial Statements for the period ended 30 September 2020.

Since no other relevant items of Company business had been brought to the Company's attention, Chris Laszcz-Davis declared the meeting closed. It was followed by an update on OHTA activity, presented by Alan Leibowitz.