

**THE MIDCOUNTRIES CO-OPERATIVE LIMITED
MINUTES OF THE SPECIAL MEETING OF MEMBERS HELD AT
THE BANK HOUSE HOTEL, BRANSFORD, WORCESTER ON
SATURDAY 10 MAY 2008 AT 12.00PM**

Directors present

**Patrick Gray (President)
John Boot (Vice-President)
Vivian Woodell (Vice-President)
Steve Allsopp
Sheila Allen
Isobel Burbidge
Irene Edgar
Margaret Jarvis
Donald Morrison
Jean Nunn-Price
Doreen Shaw
Alan Sutton
Helen Wiseman**

327 Members present

Society Officers present

**Ben Reid, Chief Executive
Edward Parker, Secretary & Head of Governance**

The special meeting was held in order to make a number of changes to the Society's rules.

08/01 Tellers

Tellers were appointed: Kevin Swan, James Sheldon, Ollie Moseley and Haydn Lunn

08/02 Proposed Rule Changes

Edward Parker presented proposed rule changes as follows:

1. Employee Shares
 - to create a separate class of Employee Shares;

- to enable distributions to be made to holders of Employee Shares;
2. Co-operatives^{UK}
- to remove the rule that requires the Society to be a member of Co-operatives^{UK};
 - to enable the payment of the Co-operatives^{UK} annual subscription as a distribution.

The rule changes are attached to these minutes for the formal record.

In response to questions on the Employee Shares rule change the following was noted:

- it was confirmed that holding an employee share did not confer membership rights;
- the making of a distribution to holders of employee shares was an effective way to reward all colleagues for the success of the Society

Edward Parker also confirmed, for the formal record, that the Society had every intention of remaining a member of Co-operatives^{UK}.

08/03 Voting

- .1 The rule changes to create a separate class of Employee Shares and enable distributions to be made to holders of Employee Shares were approved by members, as follows:

For	Against	Abstain
204	8	9

- .2 The rule changes to remove the rule that requires the Society to be a member of Co-operatives^{UK} and to enable the payment of the Co-operatives^{UK} annual subscription as a distribution were approved by members as follows:

For	Against	Abstain
187	18	13

There being no further business, the meeting then closed.