

### **Minutes of meeting of directors held in Board Room, Recreation Ground, December 2nd, 1920**

- Present:** Mr. Councillor JE Clayton (Chairman,) Messrs AE Mitchell, W Wicks, G Turner, H Cropper & T White.
- Minutes** **Resolved** that the minutes of the meeting held November 25th 1920 be confirmed and signed.
- Accounts** **Resolved** that the accounts as submitted and entered into Accounts Presented Book amounting to £198-16-5 be passed for payment.

#### **Revision of Memorandum & Articles of Association**

Mr Mitchell having submitted and read to the meeting a draft copy of proposed alterations to Memorandum and Articles of Association it was **Resolved** that the suggested alterations to Memorandum & Articles of Association as revised by Messrs. Mitchell & Watson in consultation with Mr WE Wakerley, solicitor, be approved.

**Resolved** that an extraordinary General Meeting of the Company be held at the Hotel Portland on Monday 13th December next at 8pm for consideration of proposed alterations and additions to Memorandum & Articles and of passing or rejecting such resolutions as will be submitted to the meeting of which due notice shall be given the shareholders.

#### **Date confirmatory meeting**

**Resolved** that subject to the passing of the proposed resolutions they be submitted for confirmation as Special Resolutions to a General Meeting of the Company to be held at the said Hotel on Wednesday 29th December 1920 at 7pm.

The Secretary reported that the North British & Mercantile Insurance Company declined to quote for consequential loss of revenue from stand, and that he was communicating with the Ocean Accident & Guarantee Corporation for a quotation.

**JE Clayton**  
Dec 2nd 1920

### **Minutes of meeting of directors held in Board Room, Recreation Ground, December 9th, 1920**

- Present:** Mr. Councillor JE Clayton (Chairman,) Alderman H Cropper, Councillor Wicks, Messrs HJ Watson, AE Mitchell, George Turner, J Heath & T White.
- Minutes** Minutes of meeting held December 2/20 were read & confirmed.
- Accounts** **Resolved** that the accounts as submitted amounting to £128-6-1 be passed for payment.

#### **Share Certificates**

**Resolved** that share certificates numbered 50 to 61 inclusive be sealed, signed and issued to the respective shareholders.

The Secretary reported that he had written FJ WALL Esq. enclosing a copy of the Memorandum and Articles of Association and the proposed alterations thereto requesting a ruling whether anything in the proposed alterations was contrary to the rules of the Football Association.

**Resolved** that the Secretary write to the Football Association for a ruling whether any member, director or official of the old Chesterfield Football Club would be eligible if nominated to become a member or director of the present club, and particularly as to the case of Mr. RL Weston.

**JE Clayton**  
Dec 16th 1920

**Minutes of Extraordinary General Meeting of the shareholders of the Chesterfield Municipal Football Club Ltd held at the Hotel Portland, Monday 13th December 1920 at 8pm**

**Present:** Alderman H Cropper, Councillors Short & Wicks, Messrs AE Mitchell, HJ Watson, Geo Turner, J Heath, Tom White, H Atrill, TR Smithson, WH Cook, T Hufton, E Silcock, JW Kay, R Hallam, A Cox, AW Webb, T Priestley, CW Hadfield, WE Wakerley, Solicitor, JJ Caffrey, Manager, RR Snell, Secretary.

In the unavoidable absence of the Chairman of the Board it was **Resolved** that Alderman H Cropper take the Chair.

The Secretary having read the notice convening the meeting the Chairman and Solicitors made an explanatory speech on the alteration of articles to be submitted it was **Resolved** that subject to the re-instating of article 36, the whole of the resolutions be passed, namely:

- (1) That the capital of the Company be increased from £3,000 to £5,000, such increase to be divided into four thousand shares of ten shillings each.
- (2) That the name of the Company be changed from "The Chesterfield Municipal Football Club Limited" to "The Chesterfield Football Club Limited."
- (3) That Article 11 be amended by deleting the word "Municipal" wherever the same occurs therein.
- (4) That Article 21 be amended by deleting the word "five" in the third line thereof and substituting the word "Six."
- (5) That Article 28 be deleted and the following Article be substituted therefor: "The Chairman of the Board of Directors shall preside as Chairman at every general meeting of the Company.
- (6) That Article 37 as amended by Special Resolution be deleted and the following Article be substituted therefor: "The number of Directors shall not be less than seven nor more than twenty."
- (7) That Article 42 be amended by deleting the words "and determine the period for which he is to hold office" in the second line thereof and substituting "who shall hold office until the first directors meeting held after the annual general meeting in each year.
- (8) That Article 48 as amended by special resolution be further amended by deleting the words inserted in such article by such special resolution.
- (9) That Article 50 be deleted and the following be substituted therefor: "At every annual meeting, one third of the directors, other than the Directors appointed by debenture holders as herein after mentioned for the time being shall retire."

(10) That Article 51 be deleted and the following be substituted therefor: "Until all the Directors other than the said Directors appointed by the debenture holders shall in turn have retired, the Directors to retire shall from time to time be determined by agreement or by ballot among the Directors, but afterwards the Directors to retire shall be those who have been longest in office."

(11) That the following Article be inserted between Articles 51 and 52: "51A: That holders of debentures issued by the Company shall have power by a majority of such holders present at a meeting called for that purpose to elect six Directors who shall not be required to have the qualifying shares mentioned in Article 48, but otherwise shall be subject to Article 48, who shall have the same powers as the Directors appointed by the company, but shall not retire under Articles 50 and 51. The Directors elected by the Debenture Holders shall hold office for such period as the Debenture Holders shall decide.

(12) That Article 62 be deleted.

Resolved that the said resolutions be submitted as Special Resolutions to the General Meeting of the Company to be held at the Hotel Portland on Wednesday December 29th at 7pm.

The shareholders having been thanked for their attendance and a vote of thanks to the Chairman and solicitor the meeting was declared closed.

**JE Clayton**  
Dec 30th 1920

**Minutes of meeting of directors following the above meeting at hotel Portland, December 13th, 1920**

**Present:** Mr. H Cropper (Chairman,) Councillor Wicks, AE Mitchell, HJ Watson, G Turner, J Heath & Tom White.

**Resolved** That it be an instruction to Messrs Jones & Middleton to approach the Chesterfield Corporation with a view to the Corporation assigning the under-lease of the Recreation Ground to the club and that an assignment be taken from Mrs. Renshaw to the club of her interest in the lease.

Mr. Wakerley explained that the minerals under the Recreation Ground were excluded from the sale and that the owners of the minerals had powers to enter on the surface and make pits etc and after discussion it was **Resolved** that the purchase of the Recreation Ground be proceeded notwithstanding the minerals and existence of the surface powers.

**JE Clayton**  
Dec 30th 1920

**Minutes of meeting of directors held in Board Room, Recreation Ground, December 16th, 1920**

**Present:** Councillor JE Clayton (Chairman,) Messrs AE Mitchell, HJ Watson, H Cropper, T White, Geo Turner, J Heath.

**Minutes** Minutes of meeting held December 9th 1920 were read & confirmed.

**Accounts** **Resolved** that the accounts as submitted and entered into Accounts Presented book amounting to £225-0-9 be passed for payment.

**JE Clayton**  
Dec 22nd 1920

**Minutes of meeting of directors held in Board Room, Recreation Ground, December 22nd, 1920**

**Present:** Councillor JE Clayton (Chairman,) George Turner, S Syddall, W Wicks, T White.

**Minutes** Minutes of meeting held December 9th 1920 were read & confirmed.

**Accounts** **Resolved** that the accounts as submitted amounting to £197-9-0 be passed for payment.

**JE Clayton**  
Dec 30th 1920

**Minutes of Extraordinary General Meeting of the members of the Company held at the Hotel Portland, Wednesday December 29th, 1920 at 7pm.**

**Present:** Councillor JE Clayton (Chairman,) Mr. Alderman H Cropper, Mr. Councillor W Wicks, Messrs. AE Mitchell, HJ Watson, J Heath, Geo Turner, T White, AW Webb, JW Kay, Arthur Cox, J Gumin, T Hufton, T Priestley, CW Hadfield, WE Wakerley, Solicitor, JJ CAffrey, Manager, & RR Snell, Secretary.

The Secretary having read the notice convening the meeting and the Special Resolution to be submitted to the meeting which was passed at the Special General Meeting of the company held the 13th December instant, namely:

**Resolution**

- (1) That the capital of the Company be increased from £3,000 to £5,000, such increase to be divided into four thousand shares of ten shillings each.
- (2) That the name of the Company be changed from "The Chesterfield Municipal Football Club Limited" to "The Chesterfield Football Club Limited."
- (3) That Article 11 be amended by deleting the word "Municipal" wherever the same occurs therein.
- (4) That Article 21 be amended by deleting the word "five" in the third line thereof and substituting the word "Six."

(5) That Article 28 be deleted and the following Article be substituted therefor: "The Chairman of the Board of Directors shall preside as Chairman at every general meeting of the Company.

(6) That Article 37 as amended by Special Resolution be deleted and the following Article be substituted therefor: "The number of Directors shall not be less than seven nor more than twenty."

(7) That Article 42 be amended by deleting the words "and determine the period for which he is to hold office" in the second line thereof and substituting "who shall hold office until the first directors meeting held after the annual general meeting in each year.

(8) That Article 48 as amended by special resolution be further amended by deleting the words inserted in such article by such special resolution.

(9) That Article 50 be deleted and the following be substituted therefor: "At every annual meeting, one third of the directors, other than the Directors appointed by debenture holders as herein after mentioned for the time being shall retire."

(10) That Article 51 be deleted and the following be substituted therefor: "Until all the Directors other than the said Directors appointed by the debenture holders shall in turn have retired, the Directors to retire shall from time to time be determined by agreement or by ballot among the Directors, but afterwards the Directors to retire shall be those who have been longest in office."

(11) That the following Article be inserted between Articles 51 and 52: "51A: That holders of debentures issued by the Company shall have power by a majority of such holders present at a meeting called for that purpose to elect six Directors who shall not be required to have the qualifying shares mentioned in Article 48, but otherwise shall be subject to Article 48, who shall have the same powers as the Directors appointed by the company, but shall not retire under Articles 50 and 51. The Directors elected by the Debenture Holders shall hold office for such period as the Debenture Holders shall decide.

(12) That Article 62 be deleted.

**Resolved** that the foregoing Special Resolution which was passed at the meeting held the 13th December last be confirmed.

The Chairman and shareholders having been thanked for their attendance the meeting terminated.

**JE Clayton**  
January 1920.

Read & confirmed.