

PLC board voting

Business on a board is rarely decided by voting, but more usually by consensus. However the procedures for voting need to be understood for those occasions where there is not consensus and progress must be made.

The current DTb proposal for the PLC is a board of 9+, initial make-up being:

Exec chair – employed on a 2-days/week basis

2 directors representing minority shareholders

3 directors who are DTb members

3 independent non-executive directors appointed for specific knowledge and experience.

The duty of all directors is to put the interests of the company [AFCW PLC] first. At times there will be honest disagreements and should there be a vote, directors will each vote the way they think will be best for AFCW PLC.

Most of the time, directors' votes will count equally. However, should the three DTb directors all be opposed to a particular proposal, their combined votes will stop an issue from proceeding irrespective of the votes in favour.