

SUMMARY OF INFORMATION



TO: ALL MEMBERS - THE PRIVATE SECTOR ORGANISATION OF JAMAICA

SUMMARY OF INFORMATION TO PREPARE FOR THE THIRTY-SEVENTH (37TH) ANNUAL GENERAL MEETING

THE THIRTY-SEVENTH (37th) ANNUAL GENERAL MEETING OF THE PRIVATE SECTOR ORGANISATION OF JAMAICA (PSOJ) IS TO BE HELD AT THE TALK OF THE TOWN SUITE, JAMAICA PEGASUS HOTEL ON **THURSDAY, JANUARY 8, 2026 COMMENCING AT 9:00 A.M.**

The following information is necessary to guide you in your preparation for participating in the Annual General Meeting. **Please take careful note of this information and be guided accordingly.**

Nomination of Members of Council (2026-2027)

Clause 1 of Article III of the Articles of Association of The Private Sector Organisation of Jamaica requires that:

The Council shall be the governing body of the Organisation and shall subject to Clause 10, consist of **fifty-one (51) members** elected from the categories of Members set out in Article I, Clause 3, (a), (b), (c) and (d) respectively in the numbers and proportions and in the manner set out in Article III Clause (3). Member's eligibility for election shall be closed thirty (30) days before the Annual General Meeting of the Organisation.

Clause 2 of Article III of the Articles of Association of The Private Sector Organisation of Jamaica requires that:

Candidates for election to the Council shall be nominated by a member in good standing and seconded by another member in good standing. A nominated candidate must be a member in good standing or must represent an Association, Company, Firm or other non-individual member in good standing. Nominations duly signed by the proposer and the seconder shall be delivered to the Honorary Secretary of the Organisation at least fourteen (14) days before the date of the meeting. **Nominations will not be permitted from the floor.**

Clause 5 and 6 of Article III of the Articles of Association of The Private Sector Organisation of Jamaica requires that:

One-half of the members of the Council elected by each category of member shall retire at each Annual General Meeting and shall be eligible for re-election; the other one-half shall continue as members of the Council until the next Annual General Meeting provided however that in the event that any member not required to retire shall have ceased to be a Member of the Organisation or shall state his/her intention not to continue as a Member of the Council his/her place shall be filled by election by the relevant category of Members.

The Council Members to retire at every Annual General Meeting in accordance with Article III Clause 5 shall be those who have been longest in office since their last election, but as between persons who became members of the Council on the same day those to retire shall (unless they otherwise agree among themselves) be determined by lot.

The Annual General Meeting is being held pursuant to Article VII of the Articles of Association, and particular attention is directed to Clauses 1(a), 1(b), 1 (c), 3, 5, 6 and 9 and those outlined below which states:

Clause 2 of Article VII

The Organisation shall in each year hold a general meeting as its annual general meeting in addition to any other meetings in that year and shall specify the meeting as such in the notices calling it; and not more than fifteen months shall elapse between the date of one annual general meeting of the Organisation and that of the next. Provided that so long as the Organisation holds its first annual general meeting within eighteen months of its incorporation, it need not hold it in the year of its incorporation or in the following year. The annual general meeting shall be held at such time and place as the President shall appoint.

Clause 8 of Article VII

An annual general meeting and a meeting called for the passing of a special resolution shall be called by at least twenty-one days' notice in writing, and a meeting of the Organisation other than an annual general meeting or a meeting for the passing of a special resolution shall be called by at least fourteen days' notice in writing. The notice shall be exclusive of the day on which it is served or deemed to be served and of the day for which it is given, and shall specify the place, the day and the hour of the meeting and, in case of special business, the general nature of that business, and shall be given in manner hereafter mentioned or in such other manner, if any, as may be prescribed by the Organisation in general meeting, to such persons as are, under these Articles, entitled to receive such notices from the Organisation;

Clause 12 of Article VII

The Business to be dealt with at the Annual General Meeting shall include:

- (a) The Report of the Committee for the previous year.
- (b) The Statement of Accounts for the previous year duly audited.
- (c) The election and appointment of the members of the Council.

- (d) The appointment of an Auditor.
- (e) The proposed expenditure for the following twelve (12) months
- (f) Any resolution of which due notice has been given. Such notice of a resolution shall be given to the Honorary Secretary at least fourteen days before the meeting and the Honorary Secretary shall give at least seven days' notice thereof to the Members.

Clause 13 of Article VII

The list of members of the Organisation, for the purpose of convening its Annual General Meeting shall be closed thirty (30) days prior to the date of such meeting.

Clause 15 of Article VII

Members who shall be an organisation or a group of two or more individuals, companies, firms, establishments or bodies shall at least seventy-two hours before the commencement of each general meeting of the Organisation give to the Honorary Secretary or other person acting on his behalf for this purpose, written notice of the name and address of one person who shall have been nominated to attend the said meeting on such members' behalf (a "Nominated Person"), and such Nominated Person shall have the voting rights and any other rights and privileges of the Member he represents.

Clause 16 of Article VII

Any person entitled to attend a meeting of the Organisation may attend such meeting and vote thereat, whether on a show of hands or by poll, by proxy. References herein to any person being present at a meeting includes such person being present by proxy. A proxy need not be a member.

Clause 19 of Article VII

A member who is in arrears with his subscriptions shall not be entitled to vote at any general meeting of the Organisation.

A form is attached for nominations of members of Council in any category of membership. The criteria for election of members of Council are included in the Notice to Members. A list of members of the Organisation in good standing, in each category, is also attached.

We look forward to receiving Nominations pursuant to Article III, Clause 1, no later than 9:00 a.m. on **Wednesday, December 24, 2025.**

DATED the 8th day of December 2025.



Mrs. Camille Facey, CD
HONORARY SECRETARY