

KASNEB

CS PART II SECTION 4

LAW AND PROCEDURE OF MEETINGS

FRIDAY: 26 May 2017.

Time Allowed: 3 hours.

Answer ALL questions. Marks allocated to each question are shown at the end of the question.

QUESTION ONE

(a) Differentiate between "extraordinary general meeting" and "class meetings". (4 marks)

(b) A chairman must act impartially and has to ensure that the business of the meeting is conducted in a proper and efficient manner and in accordance with the law and the company's articles.

With reference to the above statement:

(i) Discuss four legitimate measures that a chairman could take to limit debate and discussion in a meeting. (8 marks)

(ii) Suggest four practical tactics a chairman might use to deal with disruption in a meeting. (8 marks)

(Total: 20 marks)

QUESTION TWO

(a) Summarise four benefits that could accrue to a company from using information booths during annual general meeting. (4 marks)

(b) With reference to meetings of the County Assembly:

(i) Highlight three actions taken when the debate is concluded. (3 marks)

(ii) Explain four ways in which members are supposed to behave whenever the speaker rises to intervene in a debate. (4 marks)

(c) Explain five ways through which a chairman to preside over a meeting could be appointed. (5 marks)

(d) In reference to shareholders' meeting, explain two cases in which shareholding might not entitle one to be a member of a company. (4 marks)

(Total: 20 marks)

QUESTION THREE

(a) In relation to voting methods, explain the following:

(i) Standing vote. (2 marks)

(ii) Voting by division. (2 marks)

(b) Highlight three forms of amendments which could be made to bills and motions. (3 marks)

(c) A director is not permitted to be counted in a quorum or to vote on any contract in which he or she may be interested at a board meeting.

Discuss four exceptions to the above statement. (8 marks)

(d) Cite five instances where a special resolution might be required. (5 marks)

(Total: 20 marks)

QUESTION FOUR

With reference to meetings of the National Assembly:

(a) Summarise four reasons why the speaker might procedurally dismiss an amendment as out of order. (4 marks)

(b) Discuss five types of motions that could be introduced by the speaker for discussion. (10 marks)

(c) Describe the procedure followed in handling points of order. (6 marks)

(Total: 20 marks)

QUESTION FIVE

- (a) Explain three obligations of the police in relation to meetings held on private property. (3 marks)
- (b) In relation to the law of defamation:
 - (i) Distinguish between “absolute privilege” and “qualified privilege”. (4 marks)
 - (ii) Analyse four situations where absolute privilege might exempt a person from liability for potentially defamatory statements. (8 marks)
- (c) Highlight five factors which might contribute to revocation of a proxy. (5 marks)

(Total: 20 marks)

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