

**THE COMPANIES ACT 2006
SPECIAL RESOLUTIONS**

- of -

**Energize Shropshire, Telford and Wrekin (the "Company")
Company Number: 08066413**

PRIVATE COMPANY LIMITED BY GUARANTEE

CHANGE OF ARTICLES OF ASSOCIATION

At an Annual General Meeting of the Company, duly convened and held via MS Teams, the following resolutions were passed as special resolutions by a ___% majority of those members eligible to vote: -

SPECIAL RESOLUTION

1. Article 3.3a Change the minimum number of trustees from three to four to accord with the Board Terms of Reference. The revised Article will read:

Article 3.3a The Trustees when complete shall consist of at least four and (unless otherwise determined by ordinary resolution) not more than ten individuals who are over the age of 18, all of whom must support the Objects. A Trustee may not act as a Trustee unless he/she has signed a written declaration of willingness to act as a company director and charity trustee of the Charity.

2. Article 4.2. Having changed the minimum number of trustees in article 3.3a above, Article 4.2 should be deleted and replaced with the following wording:-

Article 4.2 'A quorum of a meeting of the Trustees shall be one third of the total number of appointed Trustees plus one'.

3. Article 5.2 should be deleted and substituted with the following wording:-

Article 5.2 'To appoint a Chair, Vice-Chair, Treasurer and other officers from among their number. All officers (including the Chair) appointed under this Article shall hold office for periods determined by the Trustees in accordance with these Articles.'

Certified as a true copy of the Special Resolutions passed at the general meeting of Energize Shropshire, Telford and Wrekin, as indicated above:-



22/10/2020

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Date.....

Ray Sheldon, Chairman of the Company



22/10/2020

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Date.....

Helen Madden, Secretary of the Company