

THE COMPANIES ACT 2006

SPECIAL RESOLUTION

To alter clauses in the articles of association

PART A

Enter details of the community interest company

Company name: **THE RED POLL CATTLE SOCIETY**

Company number: **27159**



At a general meeting of the above company, duly convened and held at:

**JERSEY PAVILION, 4TH STREET, NATIONAL AGRICULTURE CENTRE,
STONELEIGH, WARWICKSHIRE**

On the following date: **25th JULY 2020**

The following four resolutions listed in Part B were passed as special resolutions:

Part B

RESOLUTION

That:

(1) The following clauses in the articles of association shall be amended as follows:

OLD

4.6. An Annual Member shall pay a subscription of £50 (Registering Member) or £25 (Associate Member) or such other sum as the Council shall from time to time prescribe payable annually on or before 1st January in each year or on such other date as the Council may from time to time prescribe.

NEW

4.6. An Annual Member shall pay a subscription of £50 (Registering Member); £75 (Overseas Registering Member) or £25 (Associate Member); £30 (Overseas Associate Member) or such other sum as the Council shall from time to time prescribe payable annually on or before 1st January in each year or on such other date as the Council may from time to time prescribe.

OLD

30. Constitution

The Council of the Society shall consist of a President, the Retiring President, President-Elect, Vice Presidents, eighteen other members and such additional members as may be co-opted from time to time, all of whom are hereinafter referred to as Council Members in accordance with Articles 35A and 35B. No member shall serve on the Council who holds any office or position under the Society in respect of which he or she receives any payment by way of salary or remuneration (other than authorised expenses) and any Council Member receiving any such payment (other than as aforesaid) shall, ipso facto, vacate office.

NEW

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OLD

39(c) Appointment of Committees

They may delegate any of their powers or duties (except the appointment and removal of Members of their body and of the Society) to Committees of any number (not less than three) of Members of their body and from time to time make, alter and rescind regulations and bye-laws for conducting the business delegated to such Committees.

NEW

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OLD

DISQUALIFICATION OF MEMBERS OF THE COUNCIL

41. Vacation of Office

The office of a Council Member shall be vacated if he or she

- (a) becomes bankrupt or makes any arrangement or composition with his or her creditors generally or
- (b) becomes of unsound mind or
- (c) resigns his or her office by notice in writing to the Society or
- (d) ceases to be a member of the Society.

NEW

DISQUALIFICATION OF MEMBERS OF THE COUNCIL

41. Vacation of Office

The office of a Council Member shall be vacated if he or she

- (a) becomes bankrupt or makes any arrangement or composition with his or her creditors generally or
- (b) at the discretion of the Council, has not attended four consecutive meetings or
- (c) becomes of unsound mind or
- (d) resigns his or her office by notice in writing to the Society or
- (e) ceases to be a member of the Society.

(2) The articles of association shall be altered so as to take the form of the articles of association attached to this resolution are in substitution for, and to the exclusion of, any articles of association of the company previously registered with the Registrar of Companies.


Chairman


Date