

33303

**THE COMPANIES ACTS 1985 AND 1989**  
**COMPANY LIMITED BY GUARANTEE**  
**ORDINARY AND SPECIAL RESOLUTIONS**  
**OF**

**THE GUIDE ASSOCIATION TRUST CORPORATION**

**Passed on 19 October 2000**

At an Annual General Meeting of the above-named Company duly convened and held on the above date, the following Resolutions were duly passed as to resolution numbered 1 as an ordinary resolution and resolution 2 as a special resolution :

**ORDINARY RESOLUTION**

1. Proposed by Miss Dale seconded by Mrs Teagle and resolved unanimously that the draft of the new Articles of Association of the Trust Corporation tabled at the meeting of the Board of Management held on 4 April 2000 be amended as follows :

**Article 5 (B)**

Delete the words "the Chairman of the Executive Committee" and substitute "the Deputy Chief Guide (if appointed)"

**Article 7 (B)**

In the third line delete the word "upon" and substitute "at the Annual General Meeting next following"

Add to the end of the subclause the words "unless the Board shall determine to extend her membership thereafter for not more than three years"



## Article 26(A)

In the first line, after the words "by resolution appoint", insert "a Secretary and if necessary"

## Article 27

Delete the proposed wording and substitute the following :

"27 The seal of the Corporation shall not be affixed to any instrument except by the authority of a resolution of the Board, and at least two members of the Board and the Secretary shall sign every instrument to which the seal shall be so affixed; and in favour of any purchaser or person bona fide dealing with the Corporation such signatures shall be conclusive evidence of the fact that the seal has been properly affixed".

## SPECIAL RESOLUTION

2. Proposed by Mrs Wainwright seconded by Mrs Cunningham and resolved unanimously that the new Articles of Association of the Trust Corporation be adopted in the form of the draft tabled at the Extraordinary General Meeting on 4 April 2000, as agreed to be amended in the course of the meeting, in substitution for and to the exclusion of the existing Articles of Association of the Trust Corporation.

Signed



Bridget Towle

26 October 2000

Chairman of the Board of Management