

THE COMPANIES ACTS 1985, 1989 and 2006

COMPANY LIMITED BY GUARANTEE

RESOLUTIONS

OF

BRITISH INSTITUTE OF INNKEEPING (THE)

SATURDAY



A01 *AC8L1AH7* 377
06/06/2009
COMPANIES HOUSE

Passed 12 May 2009

At an Annual General Meeting of the Company duly convened and held on the above date, following receipt of consent from the Charity Commission (which, in the case of Special Resolution 1 set out in the notice of meeting was to a new clause 3 in different terms but within the scope of the terms set out in the notice) and in relation to Special Resolution 1 the approval of the Council IT WAS RESOLVED:-

Special Resolution No. 1

1. That the Memorandum of Association be altered by the deletion of Clause 3 and the substitution of a new Clause 3 in the following terms:

"The objects for which the Institute is established are, for the public benefit:

- (a) To advance the vocational education and training of persons engaged or preparing to be engaged in any aspect of the management, operation and regulation of premises at which alcoholic beverages and/or food of any type (whether prepared on or off the premises) are sold; and
- (b) To advance health by promoting high standards of public health and safety in the marketing, sale and consumption of alcohol, increasing public awareness of the dangers of over consumption and other abuses of alcohol and by education, advice, encouragement and otherwise, promoting high standards of responsibility in the marketing, sale and consumption of alcohol."

Special Resolution No. 2

2. That conditional upon (1) the prior written consent of the Charity Commission for England and Wales and (2) Special Resolution No.1 taking effect, Clause 4 of the Company's Memorandum of Association be altered as follows:
 - (a) by deleting "object" where it first occurs and substituting "objects";
 - (b) by deleting paragraph (E) and substituting "To approve courses and facilities for training, education, support, guidance, advice and the exchange of information;"
 - (c) by re-designating paragraphs (J) to (R) as paragraphs (K) to (S) respectively; and
 - (d) by inserting a new paragraph (J) as follows:

"To monitor current and prospective legislation and to consult with, support and advise Government and local authorities in connection with the content, application and effect of such legislation;"

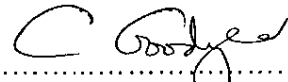
or if the Charity Commission for England and Wales shall not have granted its consent to such alteration, Clause 4 be altered in such other manner (within the scope of the first-mentioned alterations) to which the Charity Commission shall have granted its prior consent and which the Council of the Company shall have approved."

Special Resolution No. 3

3. That, conditional upon the prior written consent of the Charity Commission for England and Wales, the Company's Memorandum of Association be altered by the addition of the following new Clause 11:
- "11. Nothing in this Memorandum of Association or the Institute's Articles of Association shall authorise an application of the Institute's property for purposes which are not charitable in accordance with section 7 of the Charities and Trustee Investment (Scotland) Act 1985."

Special Resolution No. 4

4. That the Articles of Association of the Company be altered by amending Article 47.9 to read:
- "to co-opt a maximum of ~~ten~~ additional members to council. Such person or persons to stand down at the third AGM following their co-option. They may then be co-opted for a further period of three years before being required to stand down for one year. Co-opted members will not be entitled to vote."



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For and on behalf of
Barlow Robbins Secretariat Limited
Company Secretary