

# 04 - 08 - 95

Company No: 2224643

The Companies Act 1985  
Special Resolutions  
of  
TPAS Limited  
Passed on 16th July 1995



At a general meeting of the above named company duly convened and held at the Piccadilly Hotel, Manchester on 16 July 1995, the following resolutions were passed:

**Resolution 1**

To insert the following clause immediately following Article 29:

**29A Attendance at Committee Meetings**

"A Tenant or Landlord Representative, who has been appointed to the Management Committee under Article 29 and who fails to attend two consecutive meetings of the Management Committee without giving due notice and apology or who fails to attend three consecutive meetings whether or not due notice and apologies were given, shall cease to be a member of the Management Committee. The resulting vacancy shall be filled by the Tenant member or Landlord member who appointed that representative, appointing another. Appointments shall be in writing and signed by an officer of the member concerned, and shall take effect on receipt by the Secretary. If the replacement representative fails to attend the next meeting of the Management Committee following their appointment, the replacement representative shall cease to be a member of the Management Committee. The vacancy shall then be filled by the Tenant or Landlord member - depending on whether the replacement representative was a Tenant or Landlord member - who recorded the highest number of votes out of the unsuccessful candidates in the AGM election".

And:

To insert the following sub-paragraph in Article 32 immediately following sub-paragraph (g):

(h) On removal from office in accordance with Article 29A.

**Resolution 2**

To delete Articles 28(a) and (b) and replace them with the following:

- (a) "Eight Tenant Representatives who have been members of TPAS for at least six months elected by the Tenant members for whom four shall be representatives of Tenant members which are from local authorities and four shall be representatives of Tenant members which are from housing associations".
- (b) "Eight landlord representatives who have been members of TPAS for at least six months elected by Landlord members of whom four shall be representatives of Landlord

members which are local authorities and four shall be representatives of Landlord members which are housing associations".

Resolution 3

To amend Articles 28(a) and (b) to delete "elected by Tenant members" from 28(a) and "elected by Landlord members" from 28(b).

Resolution 4

To delete Article 23(c).

Resolution 5

To amend Clause 11 to read:

"The Committee may call a General Meeting at any time but shall call a General Meeting in each region of TPAS no less than once every two years to allow the members within that region who have the right to attend and vote at that meeting to elect one Tenant Representative and one Landlord Representative to the TPAS Committee"

Resolution 6

To amend Clauses 28(a) and 28(b).

28(a) to read: "10 Tenant Representatives who have been members of TPAS for at least six months of whom five shall be elected at a General Meeting in each region of TPAS".

28(b) to read: "10 Landlord Representatives who have been members of TPAS for at least six months of whom five shall be elected at a General Meeting in each region of TPAS".

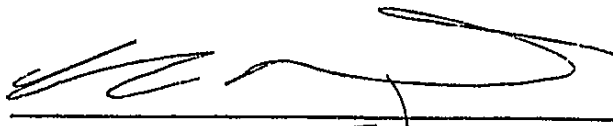
Resolution 7

To amend Clause 31(a) to read:

"The Committee may co-opt up to 6 Representatives who may be women, or come from different ethnic groups, or have disabilities or live in rural areas, or live in a TPAS region not represented on the Committee who shall represent such interests as members of the Committee".

Signed

Secretary

  
J. REYNARD

16 July 1995