

Association of
Voluntary
Organisations in
Wrexham



Cymdeithas
Mudiadau
Gwirfoddol
Wrecsam

21 Egerton Street,
Wrexham,
Clwyd LL11 1ND
Telephone: (01978) 312556

21, Stryt Egerton,
Wrecsam,
Clwyd LL11 1ND
Ffôn: (01978) 312556

THE COMPANIES ACTS 1985 & 1989

COMPANY LIMITED BY GUARANTEE

ASSOCIATION OF VOLUNTARY ORGANISATION IN WREXHAM

COMPANY NUMBER - 2993429

SPECIAL RESOLUTION

Extract from the Minutes of the Extraordinary General Meeting held on 19th
March 1997.

"It was resolved to amend the Articles of Association of the Association of
Voluntary Organisations in Wrexham a Company Limited by Guarantee in
accordance with the Schedule of Amendments attached and marked 'A'."

I certify this to be a true copy extract of the original.

Chair *AD Williams*

Company Secretary *Maya Dykins*

Date: *March 25th. 1997.*



Margie Dykins 25.3.97

Dykins 25.3.97

A

SCHEDULE OF AMENDMENTS TO THE ARTICLES OF
ASSOCIATION OF THE ASSOCIATION OF VOLUNTARY
ORGANISATIONS IN WREXHAM
A COMPANY LIMITED BY GUARANTEE AND NOT
HAVING A SHARE CAPITAL

1. The following additional definition shall be added to Article 1 after Northern Ireland: and before "and "

"the 1989 Act" means the Local Government and Housing Act 1989 including any statutory modification or re-enactment thereof for the time being in force.

"local authority influenced person" means a person within the control or influence of a local authority within the meaning of Section 69 (5) of the 1989 Act.

2. The word "two" shall be deleted from the final line of clause 2(2) and the word "six" shall be substituted.
3. The following additional sub-clause shall be added to Article 2 as sub-clause 3:

2(3) the trustees shall not admit to membership any local authority influenced person if together with any other local authority influenced persons who are members of the Charity they would together constitute more than 19 per cent of the total number of members of the Charity.

4. Between Article 20 and Article 21 there shall be included an Article 20A as follows:

"No member who is a local authority influenced person shall be entitled to vote at any meeting of the Charity if the aggregate number of members who are local authority influenced persons shall exceed 19 per cent of the total number of persons present. If the number of local authority influenced persons present at any meeting shall exceed 19 per cent of the total number of members present, those members who are local authority influenced persons shall select by lot from amongst that number the persons who shall be entitled to vote at that meeting".

5. Article 24 shall be deleted in its entirety and the following shall be substituted:

"Any organisation which is a member of the Charity may by resolution of its Council or other governing body authorise such person as it thinks fit to act as its representative at any meeting of the Charity PROVIDED THAT the person so authorised is not a local authority influenced person and subject to that proviso the person

so authorised shall be entitled to exercise the same powers on behalf of the organisation which he represents as the organisation could exercise if it were an individual member of the Charity".

6. Article 25 shall be deleted and the following shall be substituted:

"The number of trustees shall be not less than six and (unless otherwise determined by ordinary resolution) not more than nine PROVIDED THAT not more than 19 per cent of the total number of trustees for the time being shall be local authority influenced persons".

7. The following additional sub-paragraph (5) shall be added to Article 38.

"Becomes a local authority influenced person and by virtue of his holding office as a trustee the number of trustees being local authority influenced persons exceeds 19 per cent of the total number of trustees"

8. Between Articles 45 and 46 there shall be included as Article 45A as follows:

"Upon any trustee becoming a local authority influenced person and, as a consequence of that trustee becoming such a person, the number of trustees being local authority influenced persons exceeds 19 per cent of the total number of trustees, that trustee shall cease to have any rights to vote and shall not be counted in reckoning whether or not a quorum is present at any meeting of trustees".

9. Clause 46 shall be deleted and the following shall be substituted:

"The trustees may appoint one or more sub-committees either consisting of:

(a) between three and five trustees for the purpose of making any enquiry or supervising or performing any function or duty which in the opinion of the trustees would be more conveniently undertaken or carried out by such a sub-committee PROVIDED THAT no local authority influenced person shall be appointed to such a sub-committee; or

(b) six or more trustees for the purpose of making similar enquiries or supervising or performing any function or duty which in the opinion of the trustees would be more conveniently undertaken or carried out by such a sub-committee PROVIDED THAT no more than one local authority influenced person shall be appointed to such a

sub-committee and in the event of another trustee having been appointed to such a sub-committee becoming a local authority influenced person that trustee shall forthwith resign his appointment to the sub-committee

AND all acts and proceedings or any such sub-committee shall be fully and promptly reported to the trustees.

10. The following shall be added to the first line of Article 47 before the words "all acts done by a meeting of trustees

"Subject to the first proviso in each of paragraphs (a) and (b) of Article 46".

11. Between Articles 47 and 48 there shall be included as Article 47A as follows:

"In addition to the power of delegation to sub-committees conferred upon them by Article 46 the trustees shall have power".