# **Companies Act 2006 Special Resolution**

Company Number: 03285547 Company Name: Liverpool Hope University

### LIVERPOOL HOPE UNIVERSITY

## UNIVERSITY COUNCIL MEETING: 19th April 2022

PRESENT: Revd Canon Peter Winn (in the Chair), Mrs Jane Beever (Vice-Chair),

Mr Tim Alderman, Dr Edwin Djabatey, Revd Canon Chris Fallon,

Revd Geoff Felton, Dr Penny Haughan, Fr Chris McCoy, Ms Erin Meharry, Professor Atulya Nagar, Dr Arthur Naylor, Prof Claire Ozanne, Ms Paula Raper, Mr Ultan Russell,

Ms Deborah Shackleton, Mrs Maggie Swinson, Professor Caroline Wakefield

(17 members)

By invitation: Mr Derrick Dykins (Clerk to Council), Ms Sue Beecroft (item 8)

1. Apologies for absence were received from Ms Ann Marie Costello, Ms Lesley Martin-Wright, Mr John Norbury, HH Judge Graham Wood KC. O'Dowd funeral on Friday.

The meeting meets the quoracy requirements as required under the Articles of Association. 14 days' notice has been given of the proposed special resolution concerning a minor amendment to the articles.

### 6ii Clerk's Business

The current Chair, Canon Winn, disclosed a Conflict of Interest in the following item and did not count for the quoracy of the vote.

## (i) Minor Amendment to Articles

The University is currently embarking on a full review of its Articles to ensure they are up-to-date, allow for some flexibility, and better define terms of office. In the meantime, there is a need to make a minor adjustment to the Articles and in order to do so Council must approve the amendment by special resolution.

Currently, paragraph 40 states:

The Chair and Vice-Chair shall be appointed by the Council from among its members for a term of three years and neither the Chair or Vice-Chair shall serve more than two terms in total.

The proposed amendment would add the following to the end of this paragraph:

In exceptional circumstances, the Chair or Vice-Chair may be allowed to extend their term of office by one year providing Council agrees to the extension by a majority vote of 75% of those members present.

Members APPROVED the minor amendment to the Articles unanimously.

Signed:

Ms Jane Beever, Vice Chair of Council, 3rd May 2023