

Number of } 3790143
Company }

The Companies Act 1985

COMPANY LIMITED BY SHARES

Special Resolution

(Pursuant to s. 378 (2) of the Companies Act 1985)

OF



BARNSELY PREMIER LEISURE

Passed 5TH MAY 2000 ,

AT an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened, and held at The Metrodome Leisure Complex Queens Ground . Queens Road Barnsley South Yorkshire

on the 5th day of May , 2000 , the subjoined
SPECIAL RESOLUTION duly passed, viz.:-

RESOLUTION

In accordance with the written consent of the Charity Commission dated the 22nd day of October '99: 1.it was resolved unanimously as a special resolution that Clause 5 of the Memorandum of Association of the Company shall be amended by (1) adding after the words "money or moneys worth from the Charity" in the fifth line of Clause 5 the words:

"Provided that nothing in this document shall prevent the payment of reasonable remuneration to the Chairman of the Trustees of the Charity for work undertaken as Chairman in the administration of the Charity notwithstanding that he is a Trustee provided that the following conditions are met:

- (i) He shall not be present at or take part in any decisions relating to such remuneration
- (ii) The decision to remunerate him shall be taken unanimously by the other Charity Trustees present and voting at the meeting called to consider the question.
- (iii) The level of remuneration is reasonable and proper having regard to the services rendered by the Chairman and in any event does not exceed 37,500.00 per annum of such greater sum as the Charity Trustees by special

Signature.....

[Handwritten signature]

To be signed by
the Chairman, a
Director, or the
Secretary of the
Company.

Continued.....

NOTE.—To be filed within 15 days after the passing of the Resolution(s).

[P.T.O.]

Continued.....

resolution and unanimously decide and

(2) adding at the end of the new proviso above "Provided further that nothing in this document shall prevent any payment in good faith by the Charity" and before the beginning of sub-clause 5.1.

2. It was further resolved unanimously as a special resolution that Clause 41 of the Articles of Association of the Company shall be amended by adding after the word "Except" and before the words "to the extent" the words "as to the payment of the Chairman of the Trustees of the Charity for the time being and otherwise".

NOTE.—The Registrar of Companies is prepared to accept copy resolutions or agreements if produced to a standard which is legible and can be reproduced to an adequate standard for presentation to the public in microfiche or photocopied format.



**CERTIFICATE OF INCORPORATION
OF A PRIVATE LIMITED COMPANY**

Company No. 3790143

The Registrar of Companies for England and Wales hereby certifies that

BARNSLEY PREMIER LEISURE

is this day incorporated under the Companies Act 1985 as a private company and that the company is limited.

Given at Leeds, the 10th June 1999

Patricia Knowles
PATRICIA KNOWLES

For The Registrar Of Companies



C O M P A N I E S H O U S E