

Written resolution of members of Sutton Housing Partnership Limited Company Number 5589014 ("the Company") pursuant to Article 11 of the Company's Articles of Association

We the undersigned being the sole member of the Company who at the date of this resolution would be entitled to attend and vote at general meetings of the Company, HEREBY PASS the following resolution as a special resolution and agree that the said resolution shall for all purposes be as valid and effective as if the same had been passed by us at a general meeting of the Company duly convened and held.

Special resolution:

That the Articles of Association of the Company be amended as follows:

- 1. The following new Article 27 (3) shall be inserted and the remaining sections of Article 27 re-numbered accordingly:**

"Notice of any Board Meeting must indicate—

(a) its proposed date and time;

(b) where it is to take place; and

(c) if it is anticipated that Board Members participating in the meeting will not be in the same place, how it is proposed that they should communicate with each other during the meeting."

- 2. The following new Article 27 (4) shall be inserted and the remaining sections of Article 27 re-numbered accordingly:**

"In determining whether Board Members are participating in board meeting, it is irrelevant where any Board Member is or how they communicate with each other."

- 3. Article 28 shall be deleted and replaced with the following:**

"Questions arising at a Board Meeting shall be decided by a majority of votes and each Board Member present in person, by phone, videocall or other electronic means shall be entitled to one vote. In the case of an equality of votes, the Chairman shall have a casting vote provided that he/she has not already voted."

The above resolution it to take effect as a special resolution

Tom Bremner, Interim Assistant Director, Housing and Regeneration



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Signed for and on behalf of the Council Member

04 May 2020

Dated.....

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26/06/2020

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