

# THE COMPANIES ACT 2006

## SPECIAL RESOLUTION

**To alter clauses in the articles of association**

### Part A

Enter details of the community interest company

Company name: Holyhead Sailing Club CIC Community Interest Company

Company number: 11457174

At a general meeting of the above company, duly convened and held at:  
iHolyhead Sailing Club, Newry Beach, Holyhead. LL65 1YD

On the following date: 16<sup>th</sup> November 2019

The following two resolutions listed in Part B were passed as special resolutions:

### Part B

#### RESOLUTION

That:

- (1) The following clauses in the articles of association shall be amended as follows:  
replace clauses 24.1 and 24.2 and add clause 24.3 as follows:  
24.1 In accordance with Article 8 (Directors' General Authority) the Board is collectively responsible for the management of all the Company's activities. The Board will identify a Company Secretary. Other responsibilities will be taken on by individual directors according to the needs and activities of the company.  
24.2 Holyhead Sailing Club CIC will continue to elect Flag Officers (ie Commodore, Vice Commodore and Rear Commodore) The role of the Flag Officers is to be the public face of the Company, to help promote the Company, enhancing the Company's profile on the sailing scene, to attend functions where a representative of Holyhead Sailing Club is required, and to support the directors in the day to day management of the Company.  
24.3 The Flag Officers, as with any other full member, may choose to also stand for election to the Board of Directors.



- (2) The articles of association shall be altered so as to take the form of the articles of association attached to this resolution are in substitution for, and to the exclusion of, any articles of association of the company previously registered with the Registrar of Companies.

  
.....  
Chairman

27/11/19  
.....  
Date

## NOTES

- (1) This precedent is drafted, as a certificate of passing of the special resolution which a company must pass to alter its articles of association. It is a document to be signed by the chairman of the general meeting at which the special resolutions are passed, certifying that the meeting was duly convened and the resolutions duly passed. As such it is the sort of document, which should be forwarded to Companies House to show that the resolutions have been passed as required.
- (2) You must file a consolidated text of the articles as altered by any special resolution: it is an offence not to do so (see section 34 of the Companies Act 2006)