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THE COMPANIES ACT 2006 SPECIAL RESOLUTION WEST SUSSEX ASSOCIATION FOR THE BLIND CHANGE OF ARTICLES OF ASSOCIATION

At an Annual General Meeting of the members of the above named company, duly convened and held at QEII conference room, The Shoreham Centre, 2 Pond Road, Shoreham -by-sea, West Sussex, BN43 5WU on Wednesday, 8th November 2017 at 11am

The following Special Resolution was duly passed:

That the Articles of Association of the company be modified as follows:

By the implementation of the new attached articles numbered 1 to 27.

DATED: 8th November 2017

SIGNED:

Nicholas Demetriades, Company Secretary

SATURDAY

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West Sussex Association For The Blind Annual General Meeting 8th November 2017, 11.00 QEII Conference Room,

The Shoreham Centre, 2 Pond Road, Shoreham by Sea, West Sussex BN43 5WU Notes to accompany the special resolution and revised Articles.

After careful discussion, the Board has agreed to proceed with an updating of the image of the Charity and this includes a revision to the name, providing the more descriptive title '4Sight Vision Support'. Further, the removal of the annual £10 membership fee leads to a need to redefine criteria for Membership of the Charity in the statutory sense required by the Articles. Both these developments have precipitated a revision and updating of the Articles which are presented to the AGM for approval.

Accordingly;

- 1. The name of the Charity, formerly described as 'West Sussex Association for the Blind (also known as 4SIGHT) has been changed to '4Sight Vision Support'.
- 2. All references to the 'Association' throughout the document have been changed to the 'Charity'.
- 3. Where the word 'members' is used throughout the document with the meaning of Members in the context of the Articles (as defined in Article 6.1) it is spelt with a capital M.
- 4. Article 4.1(j) The Charity is required to comply with the Charities Act 2011.
- Article 4.1(o)The Charity is required to set aside funds designated as reserves.
- 6. Article 6.1 defines Membership of the Charity and appointment of new Members for the purposes of the Articles. It should be noted that this does not affect existing Members (persons who have previously been Members by virtue of paying an annual subscription or are otherwise on the Members register up to the point at which the revised Articles are adopted) all of whom will retain their Membership as previously. It sets out the boundaries for those who may apply in future for Membership under the revised Articles and are subsequently approved for Membership by formal resolution of the Board. It is important that the Charity maintains a strong bond with all those who use its services and who assist the Charity through volunteering or in any other way. All such persons will continue to be considered as members of the Charity but not as Members for the purposes of these Articles.
- 7. Article 9.1 The differentiation of an Extraordinary General Meeting is considered unnecessary.
- 8. Article 10.2 This Article is difficult to interpret and its intent is unclear. In the interests of simplification it is recommended for deletion.
- 9. Article 13.2 In the interests of simplification a cross reference to Article 17 is all that is required at this point.
- 10. Article 17.3 The exclusion of the Honorary Treasurer in this Article is inconsistent. The Honorary Officers shall be deemed to include the Chairman, the Vice Chairman and the Honorary Treasurer all of whom are Trustees and elected from the Board of Trustees.
- 11. Article 18.1(a) The Charities Act 2011 is the current governing legislation.
- 12. Article 18.1(d) Redefinition of membership renders this clause redundant.
- 13. Article 19.2 The change to a quorum of three Trustees brings this Article into line with Article 13.1 which requires the minimum number of Trustees to be three.
- 14. Article 19.20 The insertion of a statement about Interests and declaration of interests brings the Articles into line with current requirements and best practice.
- 15. Article 22 The Charity no longer has a need for a seal and following Board discussion the seal and reference to it will no longer be required.
- 16. Articles 24.1 and 25.1 The Charities Act 2011 is the current governing legislation.