

Resolution of Council of trustees / board of directors of The Keswick Convention Trust (Company Number 3913741) passed unanimously on Thursday 17<sup>th</sup> November 2022.

Trustees serve for a maximum of 12 years. In exceptional circumstances a trustee may serve for a further period of 3 years (15 in total). Sections 28 and 30 of Articles amended as below.

#### APPOINTMENT AND RETIREMENT OF TRUSTEES

27. Subject to Article 29 the trustees shall be entitled to appoint as trustees such persons as they see fit.
28. Subject to Article 30, the term of office of a trustee shall be three years from the date of his appointment. At the conclusion of his term of office a trustee who is willing to continue in office may, if the trustees think fit, be re-appointed for a further term up to a maximum of four consecutive terms. The Trustees may agree that a trustee can serve an additional fifth 3 year term provided that they are satisfied that this is reasonably necessary and in the best interests of the charity for example to provide appropriate continuity around business and governance responsibilities. A trustee who ceases to hold office having served for a continuous period of 12 years under this Article 28 or 15 years where applicable may only be eligible for re-appointment in exceptional circumstances and upon the expiry of two years from the date of his retirement.
29. No person may be appointed as a trustee:
- (1) unless he has attained the age of 18 years;
  - (2) in circumstances such that, had he already been a trustee, he would have been disqualified from acting under the provisions of Article 30; or
  - (3) unless he subscribes to the Statement of Beliefs set out in the schedule to the memorandum.
30. A trustee shall cease to hold office if:
- (1) he reaches the age of 75;
  - (2) he has served for four consecutive terms of three years, that is 12 consecutive years; unless the Trustees agree that a further term of three years that is 15 consecutive years is reasonably necessary and in the best interests of the charity.

