

**Companies Act 2006**

**PRIVATE COMPANY LIMITED BY GUARANTEE**

# **THE KESWICK CONVENTION TRUST**

**('the Company')**

**Company Registered Number: 3913741**

**Charity Number: 1083584**

## **WRITTEN RESOLUTION**

**Date of Circulation 17<sup>th</sup> January 2024**

Under Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution (**Resolution**)

### **SPECIAL RESOLUTION**

1. **IT IS RESOLVED** that the Articles of Association of the Company be amended as follows:

**1.**

By the deletion of the current clause 23:

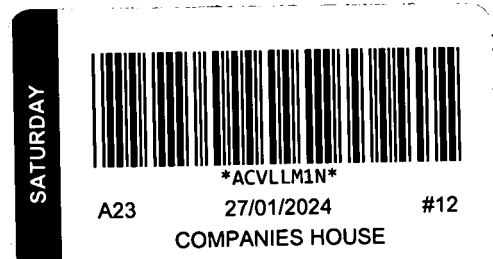
**Clause 23. The number of trustees shall be not less than ten (10) nor more than twenty one (21)**

By the insertion of a new clause 23:

**Clause 23. The number of trustees shall be not less than eight (8) nor more than fifteen (15)**

**2.**

By the deletion of the current clause 35:



**Clause 35. The quorum for the transaction of the business of the trustees may be fixed by the trustees but shall be not less than one third of their number or seven (7) trustees, whichever is the greater.**

By the insertion of a new clause 35:

**Clause 35. The quorum for the transaction of the business of the trustees may be fixed by the trustees but shall be not less than one third of their number or five (5) trustees, whichever is the greater.**

#### NOTES

1. If you agree to these resolutions, please signify your agreement by
  - (a) signing and dating this document below on the line above your name; and
  - (b) returning it to Simon Overend (Secretary) at the Company's address
2. You may not return the Resolution to the Company by any other method.
3. If you do not agree to the Resolution, you do not need to do anything. You will not be deemed to agree if you fail to reply.
4. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
5. Unless by 28 days after the date of circulation sufficient agreement is received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.

*I, the undersigned, being a member entitled to vote on the resolution on the above circulation date, agree to the passing of the resolution set out above.*

Jeremy McQuoid  
Jeremy McQuoid

17/1/2024  
DATE

Stephen Henry Adam  
Stephen Henry Adam

17/1/2024  
DATE

*Matthew James Byatt*  
.....  
Matthew James Byatt

*Simon P Hale*  
.....  
SIMON P HALE

David Gascoigne

*David Gascoigne*  
.....

Simon Poteat Hale

*Clare Melanle Heath-Whyte*  
.....

Clare Melanle Heath-Whyte

*Anna Putt*  
.....

Anna Putt

*Martin Christopher Salter*  
.....

Martin Christopher Salter

*Matthew Timothy Sleeman*  
.....

Matthew Timothy Sleeman

*John Edward Philip Taylor*  
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John Edward Philip Taylor

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