

Special Resolution to amend Articles of Association of Amina – the Muslim Women's Resource Centre

Must be passed by 75% or more of the votes cast on the resolution at an annual general meeting or extraordinary general meeting.

The resolution was unanimously passed by the members present at the AGM on **Thursday 13th June 2013.**

Maximum number of directors

49 The maximum number of directors shall be up to 12 elected members plus up to 3 co-opted members.

Amend to read: The maximum number of directors shall be up to 12 elected members plus up to 3 additional persons appointed by the Board.

Eligibility

50 A person shall not be eligible for election/appointment as a director unless he/she is a member of the company

Amend to read: A person shall not be eligible for election as a director unless she is a member of the company

An appointed Director need not be a member of the company but must agree to adhere to the Memorandum and Articles and promote the interests of the company

Election, retiral, re-election

51 At each annual general meeting, the members may (subject to article 49) elect any member (providing he/she is willing to act) to be a director.

52 The directors may at any time appoint any member (providing he/she is willing to act) to be a director (subject to article 49).

Amend to read: The directors may at any time appoint any person (providing he/she is willing to act) to be a director (subject to article 49).

53 At each annual general meeting, those Directors completing their term (3 years or in the case of a "Casual Vacancy"¹ the term remaining, and all co-opted members) shall resign, but shall then be eligible for re-election.

Amend to read: At each annual general meeting, those Directors completing their term (3 years or in the case of a "Casual Vacancy"^[1] the term remaining, and all appointed members) shall resign, but shall then be eligible for re-election/ re-appointment.

Termination of office

54 A director shall automatically vacate office if:-

(d) he/she ceases to be a member of the company

Amend to read: he/she ceases to be a member of the company (except for appointed Directors)

¹ Casual vacancy is where an elected Director resigns before end of their term

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SATURDAY



SCT 26/10/2013 #580
COMPANIES HOUSE