

**COMPANIES ACTS 1985 to 2006
COMPANY LIMITED BY GUARANTEE AND
NOT HAVING A SHARE CAPITAL**

**WRITTEN RESOLUTION
of**

THE EVERTON FOUNDATION

Company No 04851552

Circulation date 9th day of September 2010

Date passed 9th day of September 2010

THURSDAY



A30 16/09/2010 248
COMPANIES HOUSE

Pursuant to chapter 2 of part 13 of the Companies Act 2006 the Trustees of the Company propose that the following Resolutions are passed as Special Resolutions (‘the Resolutions’)

SPECIAL RESOLUTIONS


- 1 That the name of the Company be changed from The Everton Foundation to Everton in the Community
- 2 That the word “taxable” be inserted at clause 4(2) of the Memorandum of Association between the words “permanent” and “trading”
- 3 That the Memorandum of Association be amended by the deletion of the power at clause 4(8) and the addition of the following powers at clause 4 -
 - (8) To provide advice or information,
 - (9) To carry out research
 - (10) To borrow,
 - (11) To give security for loans or other obligations (but only in accordance with the restrictions imposed by the Charities Acts 1993 – 2006)
 - (12) To set aside funds for special purposes or as reserves against future expenditure,

- (13) to deposit or invest its funds in any manner (but to invest only after obtaining such advice from a financial expert as the Trustees consider necessary and having regard to the suitability of investments and the need for diversification).
- (14) to delegate the management of investments to a financial expert, but only on terms that
- (1) the investment policy is set down in writing for the financial expert by the Trustees;
 - (2) timely reports of all transactions are provided to the Trustees.
 - (3) the performance of the investments is reviewed regularly with the Trustees.
 - (4) the Trustees are entitled to cancel the delegation arrangement at any time.
 - (5) the investment policy and the delegation arrangement are reviewed at least once a year,
 - (6) all payments due to the financial expert are on a scale or at a level which is agreed in advance and are notified promptly to the Trustees on receipt, and
 - (7) the financial expert must not do anything outside the powers of the Charity.
- (15) to arrange for investments or other property of the Charity to be held in the name of a nominee company acting under the direction of the Trustees or controlled by a financial expert acting under their instructions, and to pay any reasonable fee required,
- (16) To do all such other lawful things as are necessary for the achievement of the Objects,
- 4 That the Articles of Association be deleted in their entirety and replaced with the Articles of Association attached

AGREEMENT

Please read the notes at the end of this document before signing your Agreement to the Resolution

We, the undersigned, being the persons entitled to vote on the above Resolution on the circulation date set out at the beginning of this document, hereby irrevocably agree to the resolution

Signed:  Dated: 9/9/10

Signed: Alan A. Maury Dated: 9/9/10

Signed:  Dated: 9/9/10

NOTES

If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicate above and return it to the company by hand or post to the Company Secretary at -

The Everton Foundation
Goodison Park
Goodison Road
Liverpool
L4 4EL

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

Once you have indicated your agreement to the Resolution, you may not revoke your agreement Unless by the 7th day of October 2010 sufficient agreement has been received for the Resolution to pass it, it will lapse If you agree to the Resolution, please ensure that your agreement reaches us before or during this date

If you are signing this document on behalf of a person under a Power of Attorney or other Authority, please send a copy of the relevant Power of Attorney or other Authority when returning this document



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4851552

The Registrar of Companies for England and Wales hereby certifies that
under the Companies Act 2006:

THE EVERTON FOUNDATION

a company incorporated as private limited by guarantee; having its
registered office situated in England/Wales; has changed its name to:

EVERTON IN THE COMMUNITY

Given at Companies House on **20th September 2010**



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES