

**The Companies Act 2006**  
**Private Company Limited by Guarantee**

**SPECIAL RESOLUTIONS**  
**of**  
**The Jewish Leadership Council**  
**(Company Number: 5742840 and Charity Number: 1115343)**

Passed on the 8 March 2024 by means of a poll, following the meeting on 19 February 2024.

At a poll following the General Meeting of the Council of Membership, duly convened and held on 19 February 2024, the following resolutions were duly passed as special resolutions of the Members of the Company:

**Special Resolution 1**

THAT with effect from the conclusion of the Meeting the Articles be amended by:

1 deleting Article 28 and replacing it with:

“28. Honorary Vice Presidents shall be proposed by the Trustees and appointed by the Council of Membership by Ordinary Resolution. Each Honorary Vice President will serve for a three year term of office from the date of the General Meeting at which they are appointed. Any person retiring as an Honorary Vice President is eligible for reappointment provided that, a person who has served for three consecutive terms as an Honorary Vice President may not be reappointed for a fourth consecutive term but may be reappointed after an interval of at least three years.”

and all of the Honorary Vice Presidents in post as at the date of this resolution are deemed to be serving their first term of office for the purposes of Article 28 as amended, which shall in each case end on the third anniversary of the date of the General Meeting at which they were last appointed or reappointed.

2 deleting Article 30 and replacing it with:

“30. The Board in its discretion may resolve to remove an Honorary Vice President from their office if in the opinion of the Board their continuing role would be likely to bring the Company into disrepute or if their circumstances change such that they are not eligible under the criteria set out in Article 27. Such a resolution shall not be put to the Board unless the Honorary Vice President concerned has been given not less than 14 clear days’ notice in writing of the

meeting of the Board at which the matter is to be considered and has been afforded a reasonable opportunity of being heard by, or of making a written representation to the Board, prior to the Board voting on the resolution."

### Special Resolution 2

THAT with effect from the conclusion of the Meeting the Articles be amended by:

- 1 deleting the wording at the start of Article 63 and replacing with:  
"Subject to Article 62, the Trustees shall be:"
- 2 deleting Article 63(4) and the words that follow to the end of Article 63 and replacing them with:  
"(4) up to four other persons, as may be appointed by the Board of Trustees in accordance with Article 74 (**the Appointed Trustees**)

PROVIDED ALWAYS THAT, at any time, no less than five Trustees shall be the senior lay leaders of a Nominating Body."

### Special Resolution 3

THAT with effect from the conclusion of the meeting the Articles be amended by:

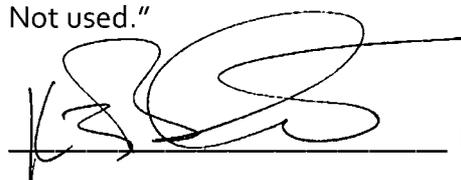
- 1 deleting Article 63 and replacing it with:  
"63. Subject to Article 62, the Trustees shall be:
  - (1) the Chair of Council;
  - (2) those persons (whose number shall not exceed seven) elected by the Council of Membership (excluding any Honorary Vice Presidents) and the Board in accordance with Article 64 and appointed by Ordinary Resolution, from within the membership of the Council of Membership (including any Honorary Vice Presidents) and the Trustees (**the Elected Trustees**); and
  - (3) up to four other persons, as may be appointed by the Board of Trustees in accordance with Article 74 (**the Appointed Trustees**)

PROVIDED ALWAYS THAT, at any time, no less than five Trustees shall be the senior lay leaders of a Nominating Body."

- 2 deleting Article 78 and replacing it with:

"78. Not used."

Signed:



President / Company Secretary