

Special Resolution

NOTES OF A DECISION BY THE BOARD OF DIRECTORS on 13 September 2022 at Courtenay House, Taunton to pass a special resolution

Board members present:

Name	Position	Present	Apologies
Nicola Squibb	Non-Executive Director (Chair)	✓	
Sarah Shirley	Non-Executive Director		✓
Martin Watkins	Non-Executive Director	✓	
Rob Dyer	Non-Executive Director	✓	
James Goss	Non-Executive Director	✓	
Karen Savill	Staff Director	✓	
Emma Street	Staff Director/Minute Taker	✓	
Kathryn Baker	Ex-Officio Director (CEO)	✓	

IT WAS RESOLVED THAT:

The articles of association shall be altered so as to take the form of the articles of association attached to this resolution are in substitution for, and to the exclusion of, any articles of association of the company previously register with the Registrar of Companies.

Clause 16.2

- Amendment to quorum to 4, which must consist of one ex-officio director, two co-opted directors and one staff director

Clause 25.3

- Amendment to the number of ex-officio directors from 3 to 2

Amendment to the number of co-opted directors from up to 4 to up to 5

This resolution was approved by all Directors present at the meeting and was passed.

K. Baker

**Signed on behalf of the Board of Directors
Kathryn Baker – Chief Executive Officer**

