

## Six Town Housing Limited (the Company)

Company Number 04948846

Written record of a decision of the sole Member of the Company pursuant to section 357 of the Companies Act 2006 (the Act).

The undersigned, being the sole Member of the Company, has taken the following decision on the date shown below, and such a decision has effect as a special resolution of the Company:

### Special Resolution

- A. THAT the articles of association of the Company be amended as set out in Schedule 1 of this Special Resolution.
- B. That pursuant to Article 27 (1) Kate Waterhouse be appointed Chair.

Signed:

Dated:

On behalf of the Council.

### Schedule 1

1. Article 1.1 definition of "Chair" be amended by deleting "Article 27.3" and replacing it with "Article 27.2".
2. Article 1.1 definition of "Council Board Member" be deleted in its entirety.
3. Article 1.1 definition of "Independent Board Member" be deleted in its entirety.
4. Article 1.1 immediately following the definition of "Local Authority Person" insert a new defined term as follows:  
*"Member: means the sole owner member of the Company (namely the Council)"*
5. Article 1.1 add the following at the end of the definition of "Secretary":  
*"and/or a third-party supplier of such services which may include the Council."*
6. Article 1.1 definition of "Tenant" be deleting and replaced with as follows:  
*"Tenant: means a person who holds an assured tenancy or lease of a residential property from and occupies a property belonging to the Company".*
7. Article 1.1 definition of "Tenant Board Member" be deleted in its entirety.
8. Article 2 the "Objects" contained in sub-paragraphs (1) to (13) inclusive be deleted in their entirety and replaced with the following:  
*"(1) The business of providing and managing housing, including Social Housing, and providing assistance to help house people and associated facilities, amenities and services;  
(2) Any other object that is connected with or incidental to the provision of housing that can be carried out from time to time by a company registered as a provider of social housing with the Regulator".*

9. Article 4 sub-paragraph (7) and all of the subsequent and final paragraph of Article 4 that begins with "*PROVIDED FURTHER THAT ...*" and ends with "*...in accordance with Article 28*" be deleted in their entirety.
10. Article 11 sub-paragraph 11.1 (a), (b) and (c) be deleted in its entirety and be replaced with the following:  
*"11.1 The total number of Board Members shall be four one of whom shall be appointed Chair of the Board."*
11. Article 11 sub-paragraph 11.2 be deleted in its entirety.
12. Article 13 all references to "*Council Board Members*" in the Article 13 heading and sub-paragraphs 13.1, 13.2 and 13.3 be deleted and replaced with "*Board Member*".
13. The following Articles be deleted in their entirety:  
Article 14,  
Article 15, and  
Article 16
14. Article 18 sub-paragraphs 18.1 (9) to (14) inclusive be deleted in their entirety.
15. Article 21 sub-paragraph 21.3 be deleted in its entirety.
16. Article 23 delete the first word "*Seven*" and replace it with the word "*Two*".
17. Article 24 in the first paragraph delete the word "*particulate*" and replace it with "*participate*".
18. Article 25 in sub-paragraph 25.1 delete the word "*seven*" and replace it with the word "*three*".
19. Article 25 in sub-paragraph 25.3 delete the Article reference "*26.1*" and replace it with the reference "*25.1*".
20. Article 27 sub-paragraphs (1), (2) and (3) be deleted in their entirety and replaced with the following:  
*"(1) The Council may appoint a Board Member to be the Chair."*
21. Article 28 sub-paragraphs 28.3 and 28.4 delete Article references "*29.5*" and "*29.6*" and replace them with Article references "*28.5*" and "*28.6*" respectively.
22. Article 28 sub-paragraph 28.5 4 delete Article reference "*29.2*" and replace it with Article references "*28.2*".
23. Article 28 delete sub-paragraph 28.5 (b) in its entirety.

24. Article 28 in the fourth and final bullet point to sub-paragraph 28.6 delete Article reference "31" and replace it with Articles reference "30".
25. Article 30 in the first paragraph delete the words "*..with the exception of the Chair (whose remuneration shall be determined by a panel of the Audit, Standards, Risk and performance Committee appointed for that purpose)..*"

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