**THE COMPANIES ACT 2006**

**PRIVATE COMPANY LIMITED BY GUARANTEE**

**A CHARITY**

**WRITTEN SPECIAL RESOLUTIONS OF THE MEMBERS OF**

**CENTRE FOR PUBLIC SCRUTINY LIMITED**

**Company No: 05133443**

**Charity No: 1136243**

**("the Company")**

**20 July 2020** (**Circulation Date**)

The undersigned are all Members of the Company. By signing this document each of the signatories confirms their approval to the Special Resolutions listed below (**“Special Resolutions”**).

It shall not be necessary for all of the Members to sign the same counterpart of this document in order for the Special Resolutions to be validly passed. The Members may sign by way of their electronic signature.

The Special Resolutions are passed as Special Resolutions of the Members of the Company with effect from the date that it is signed by 75% of the Members entitled to receive notice of a meeting of the Members to pass the Special Resolutions and to vote upon the Special Resolutions. All the Members must sign the Special Resolutions within the period of 28 days from the Circulation Date.

Attached to this document are:-

(1) Minute 6 of the Board meeting of 23 April 2020 confirming the resolution of the Board to change the name of the Company from Centre for Public Scrutiny to Centre for Governance and Scrutiny;

(2) Minute 6 the Board meeting of 14 July 2020 confirming the resolution of the Board to circulate a written special resolution to the Members confirming the Board’s resolution of 23 April 2020 to change the Company’s name and recommending that the Members approve a special resolution to change the name of the Company from Centre for Public Scrutiny to Centre for Governance and Scrutiny.

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| --- |
| **NAME OF MEMBER** |
| Local Government Association |
| Local Government Information Unit |
| Chartered Institute of Public Finance and Accountancy |

**Special Resolutions**

**The Members Resolve to:-**

1. Note the Board’s resolution of 23 April 2020 to change the name of the Company from Centre for Public Scrutiny to Centre for Governance and Scrutiny.

2. Note the Board’s resolution of 14 July 2020 to circulate to the Members a written Special Resolution confirming the Board’s approval of the change of the Company’s name and recommending that the Members resolve to approve the change of name of the Company from Centre for Public Scrutiny to Centre for Governance and Scrutiny.

3. APPROVE the change of name of the Company from Centre for Public Scrutiny to Centre for Governance and Scrutiny.

**Agreement**

Please read the notes at the end of this document before signifying your agreement to the Special Resolutions.

The undersigned, all persons entitled to vote on the Special Resolution on the Circulation Date hereby irrevocably agree to the Special Resolution:

|  |  |  |
| --- | --- | --- |
| **Name** | **Signature** | **Date** |
| Local Government Association | ………………………………….  Cllr John Riley,  Local Government Association nominated Trustee  Duly authorised on behalf of the Local Government Association |  |
| Local Information Unit | ………………………………….  Dr Jonathan Carr-West, Local Information Unit nominated Trustee  Duly authorised on behalf of the Local Information Unit Limited |  |
| Chartered Institute of Public Finance and Accountancy | ………………………………….  Andrew Burns,  Chartered Institute of Public Finance and Accountancy nominated Trustee  Duly authorised on behalf of the Chartered Institute of Public Finance and Accountancy |  |

**Notes**

1. If you agree to the Special Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:

**By Hand:** delivering the signed copy to the registered office of Centre for Public Scrutiny for the attention of the Head of Operations.

**Post:** returning the signed copy by post to the registered office of Centre for Public Scrutiny marked for the attention of the Head of Operations.

**E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to [Don.Massey@cfps.org.uk](mailto:Don.Massey@cfps.org.uk) confirming that the Special Resolution proposed is agreed. Please enter "Name Change" in the e-mail subject box.

Electronic Signature

Electronic signature by the duly authorised signatory is permitted provided that the authentication requirements set out in section 1146 of the Companies Act are complied with to confirm the identity of the signatory.

2. If you do not agree to the Special Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.

3. Once you have indicated your agreement to the Special Resolution, you may not revoke your agreement.

4. Unless, within 28 days of the circulation date, sufficient agreement has been received for the Special Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.

6. 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 authority when returning this document.