

Overview of Amendments to the Triumph 2000 Register Limited Articles of Association

In the title and Article 1, Companies Act is now 2006.

Article 4 – The objects listed in item 3 of the Memorandum of Association have been incorporated.

Article 6 – The order in which the categories of membership are listed has been changed to reflect how they appear in Articles 7, 8 & 9.

Article 7 – words associated with the point at which the Register became a limited company have been deleted as no longer relevant.

Article 8 – The words “and for a period of time to be determined by the Board have been added to give the Board flexibility to award a period of Honorary Membership rather than just for as long as the recipient is a member.

Article 9 – The first sentence has been amended to correct the omission that there can be (and are) Family Members of Honorary Members.

Words associated with the point at which the Register became a limited company have been deleted as no longer relevant.

Article 10 – The words “Except as provided previously in these Articles” have been deleted. See explanation in Article 7 above.

“Entrance fee” has been changed to “joining fee” to reflect the terminology currently in use. Also changed in Articles 11 and 13.

Reference to the new Members receiving the Memorandum of Agreement has been deleted as the key parts are now incorporated in Articles 4 and 43.

Article 11 – Reference to Family Members has been included and the cap of 25% increase in subscriptions has been removed to give the Board more leeway.

Article 12 – Deleted by including Family Members in Article 11.

A new Article 12 has been added to state “All joining fees and subscriptions are non-refundable.” This greatly simplifies management of the accounts by removing potential liabilities being carried over into the following year.

Article 13 – Amended to recognise a situation where the President may wish to resign from the Register.

Article 14 – “Letter” has been replaced with “Recorded Delivery Letter”.

Article 18 – The words “duly audited” relating to the accounts have been deleted. An amendment to the Articles dated 6/7/02 removed the requirement to appoint auditors.

Article 21 – Amended so that a meeting agenda does not have to be provided with the meeting notice, but published at least 7 days before the meeting. The Article as it stands is unworkable.

Article 22 – the words “sent to” have been changed to “received by” to remove any grounds for dispute.

Article 23 – To give correct meaning, “can take part” has been changed to “may take part”.

Article 24 – A sentence has been added to allow, exceptionally, for virtual meetings.

Article 31 – Note this was originally Article 8A as per the resolution passed on 7/9/2003.

The opening words have been changed from “The President shall be elected...” to “The President may be elected...” to reflect that election of a President is not obligatory. Also the need for a $\frac{2}{3}$ majority has been deleted and a sentence added to cover the situation where the President may wish to resign their office.

Article 33 – The first sentence, associated with the point at which the Register became a limited company, has been deleted as no longer relevant.

Article 41 – Has been added to formalise the need to keep records of meetings and decisions made for at least 10 years as per Companies House Model Articles.

Article 42 – Added to cover future amendments to correct an omission in the current Articles.

Article 43 (was 41) – Item 6 from the Memorandum of Agreement has been added.

General – Inconsistencies in the use of he/she, his/her have been addressed by using they/their throughout.