

Resolutions passed at the AGM 12 May 2019:

Special Business relating to the Incorporation Process

The Members of the Synagogue hereby resolve as follows:

(a) Having been provided with copies of the latest drafts of the Articles of Association and Rules for the proposed new charitable company limited by guarantee also known as North Western Reform Synagogue (the Charitable Company), THAT the Articles of Association and the Rules for the new charitable company be approved (provided that the Executive Committee shall be enabled prior to the adoption of the Articles of Association and Rules, make minor insubstantial corrections and edits that are reasonably required and take into account the points raised at the AGM)

(b) That the Executive Committee be authorised to:

- (i) approve the application to Companies House to incorporate the Charitable Company;
- (ii) approve the application to the Charity Commission to register the Charitable Company as a charity; and
- (iii) apply to HMRC to register the Charitable Company for tax purposes.

(c) That as soon as the Charitable Company is incorporated and registered with the Charity Commission, the Executive Committee be authorised to transfer all of the assets, undertakings and liabilities from the Synagogue to the Charitable Company on such date and terms as they consider appropriate, and to take all such necessary steps as may be required to give effect to such transfer.

(d) The Members of the Synagogue will on and from the date of the transfer to the Charitable Company become Congregants of the Charitable Company with such rights, obligations and privileges as are set out in the Articles of Association and Rules, and following the winding up of the Synagogue will cease to be members of the Synagogue.