

The Policy relating to the Appointment and Termination of Directors.



Registered Office

Willis Scott Chartered Accountants And Business Advisers,

27/28 Frederick Street, Sunderland,

Tyne & Wear,

SR1 1LZ

Company Number: 08802680

Parties

- (1) Sunderland BID Limited incorporated and register in England and Wales with company number 08802680 whose registered office is at Willis Scott Chartered Accountants and Business Advisers, 27/28 Frederick Street, Sunderland, Tyne & Wear, SR1 1LZ
(Company)

BACKGROUND

- (A) The Directors of the Company have agreed to the terms of the policy concerning both the appointment and termination of Directors of the Company

AGREED TERMS

1. Interpretation
 - a. Director means a Director of the Company and includes any person occupying the position of director by whatever named called.
2. Subject to the provisions of the Articles of Association of the Company any person who is willing to act as a Director of the Company, and is permitted to do so by law maybe appointed as a Director for a period of 3 years;
3. Subject to the provisions of the Articles of Association of the Company any person who is willing to act as a Director of the Company and is permitted to do so by law will also become a Member of the Company.
4. The appointment is to be by way of the passing of an ordinary resolution;
5. Upon the expiry of the term of office subject always to the Director confirming the willingness to serve as a Director for a further term, a Director may be reappointed by ordinary resolution or by a decision of the Directors of such further period of 3 years.
6. A person ceases to be a Director and Member as soon as any of the following occurs:
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 - a. that person ceases to be a director by virtue of any provision of the companies act 2006 or is prohibited from being a director by law;
 - b. a bankruptcy order is made against that person;
 - c. a composition is made with that person's credit is generally in satisfaction of that person is debt and the Company resolves that his office be vacated;

- d. a registered medical practitioner who is treating a person gives a written opinion to the Company stating that the person has become physically or mentally incapable of acting as a Director and may remain so for more than three months;
- e. by reason of that person's mental health, a court makes an order which wholly or partly prevent that person from personally exercising any powers or rights which that person would otherwise have; or
- f. notification is received by the Company from the Director that the Director is resigning from office and such resignation has taken effect in accordance with its terms; and
- g. that person has for more than six consecutive month absence without permission of the Directors from meetings of Directors held during that period and the Directors make a decision to vacate that person's office.