

TRANSPORT PLANNING SOCIETY

ANNUAL GENERAL MEETING – 26 February 2008

SPECIAL RESOLUTION

The members of The Transport Planning Society at this Annual General Meeting hereby resolve that:

1. The Transport Planning Society shall cease to be an unincorporated association and shall be incorporated as a company limited by guarantee, the Memorandum and Articles of Association for which are attached to this resolution and are agreed; and
2. The company limited by guarantee shall be called “The Transport Planning Society Limited” (the “newly formed company”); and
3. In the event that this name is no longer available, the Executive is authorised to approve any name which includes the words “Transport Planning”; and
4. Upon incorporation of the “newly formed company”, the Chair and Treasurer or the Executive (which will become the Board of Directors of the newly formed company) shall be authorised to take such steps as are necessary to transfer the assets and liabilities of this unincorporated association to the “newly formed company”; and
5. Following the transfer of the assets and liabilities of this unincorporated association to the “newly formed company”, this unincorporated association will be wound up and its work continued by the newly formed company.

Signed.....

CHAIR OF ANNUAL GENERAL MEETING

Dated.....