

**SPECIAL ALEXANDRA PALACE & PARK BOARD**

**On 5<sup>TH</sup> November 2008**

Report Title **Resolutions of the Directors of Alexandra Palace Trading Ltd (APTL)**

Report of: **David Loudfoot, General Manager, Alexandra Palace & Park**

**1. Purpose**

- 1.1 To advise the Board of the resolutions proposed by the Directors of APTL.
- 1.2 To seek the Boards approval as shareholder for the resolutions to be considered by the Directors of APTL.

**2. Recommendations**

- 2.1 The Board should consider the written resolutions detailed at appendix 1 and 2 and if approved, authorise the General Manager to convey the Boards approval of the resolutions to the Directors of the Trading company in order for the Directors to be able to consider them.

Report Authorised by: **David Loudfoot, General Manager**.....

Contact Officer: David Loudfoot, Alexandra Palace & Park, Alexandra Palace Way, Wood Green, London N22 7AY. Telephone number 0208 365 4321.

**3. Executive Summary**

- 3.1 The Trustees need to consider and pre-approve the written resolutions of the trading company Directors which are due for consideration at the APTL meeting of the 7<sup>th</sup> November.

**4. Reasons for any change in policy or for new policy development (if applicable)**

4.1 N/A

**5. Local Government (Access to Information) Act 1985**

- 5.1 Appendix 3 is not for publication as it contains exempt information under category 3 :information relating to financial of business affairs of any particular person including the authority holding that information.

## **6. Description**

- 6.1 At the APTL Directors meeting of the 6<sup>th</sup> August the directors of APTL resolved to dispense with the holding of annual general meetings and instead to move to a position of agreeing the business normally conducted at the AGM by means of written resolutions at the general board meetings of the company.
- 6.2 The charity trustees acting as sole member (shareholder) for Alexandra Palace Trading Ltd are required to consider and pre-approve such written resolutions before they can be considered by the Directors of the company.
- 6.3 The purpose of the proposed written resolutions of the company are :
- a) to approve the Directors report and Accounts with management representation letter for the 2007/8 financial year (appendix 1)
  - b) to reappoint Deloitte and Touche LLP as APTL's auditors and delegate authority to the head of finance to fix their remuneration (appendix 2).
- 6.4 The trustees are reminded that at the meeting of the 22<sup>nd</sup> July the trustees resolved to reappoint Deloitte and Touche as auditors for the Group accounts for the financial year 2008/9.
- 6.5 The draft APTL directors report and accounts which are due to be considered by the Directors are provided for reference at exempt appendix 3.
- 6.6 The board are asked to consider the written resolutions and if approved, to authorise the General Manager to convey the Boards approval to the APTL Directors in time for their meeting of the 7<sup>th</sup> November.

## **7. Consultation**

- 7.1 N/A.

## **8. Summary and Conclusions**

- 8.1 Before the Directors can consider adopting the written resolutions of the company (attached at appendix 1 and 2) the prior approval of the trustees in their capacity as sole shareholder is required.
- 8.2 The draft annual report and accounts of the Trading Company are attached at (exempt) Appendix 3.

## **9. Recommendations**

- 9.1 The Board should consider the written resolutions detailed at appendix 1 and 2 and if approved, authorise the General Manager to convey the Boards approval of the resolutions to the Directors of the Trading company.

## **10. Legal and Financial Comments**

- 10.1 The Trust's Solicitor has been sent a copy of this report.
- 10.2 The LBH CFO has been sent a copy of this report.
- 10.3 The LBH Head of legal services has been sent a copy of this report

## **11. Equalities Implications**

- 11.1 There are no perceived equalities implications in this report.

## **12. Use of Appendices / Tables / Photographs**

- 12.1 Appendix 1 – Written resolution 1 of APTL Directors.  
Appendix 2- Written resolution 2 of APTL Directors
- 12.2 Exempt Appendix 3- Draft annual report and accounts of APTL.

Appendix 1



Registered Company Number: 3819988

PROPOSED WRITTEN RESOLUTION of

**Alexandra Palace Trading Limited (the "Company")**

In accordance with the Company's articles of association, I the undersigned, being a Director of the Company who would at the date of these resolutions, have been entitled to vote on them as if they had been proposed at a general meeting of the Company, at which I was present, hereby resolve in writing as follows:

**WRITTEN RESOLUTION**

1. To AGREE and APPROVE the Director's Report and Accounts with Management Representation Letter for the 12 month period ended 31<sup>st</sup> March 2008.

Dated this 7<sup>th</sup> day of November 2008

Signed : .....  
Matthew Cooke, **Director (Chair)**  
**For and on behalf of Alexandra Palace Trading Limited**

Signed: .....  
Patrick Egan, **Director**  
**For and on behalf of Alexandra Palace Trading Limited**

Signed: .....  
Graham Golby, **Non-executive Director**  
**For and on behalf of Alexandra Palace Trading Limited**

Signed: .....  
Terence Golding, **Non-executive Director**  
**For and on behalf of Alexandra Palace Trading Limited**

Signed: .....  
Walter Robert Hare **Director**  
**For and on behalf of Alexandra Palace Trading Limited**

Signed: .....  
John Oakes, **Director**  
**For and on behalf of Alexandra Palace Trading Limited**

Signed: .....  
Julie Parker, **Director**  
**For and on behalf of Alexandra Palace Trading Limited**

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In accordance with the Company's articles of association, I the undersigned, being a Director of the Company who would at the date of these resolutions, have been entitled to vote on them as if they had been proposed at a general meeting of the Company, at which I was present, hereby resolve in writing as follows:

**WRITTEN RESOLUTION**

1. To REAPPOINT Deloitte & Touche LLP as auditors to the Company to hold office for the 12 month period ending 31<sup>st</sup> March 2009 and to authorise the Head of Finance to fix their remuneration.

Dated this 7th day of November 2008

Signed : .....  
Matthew Cooke, **Director (Chair)**  
**For and on behalf of Alexandra Palace Trading Limited**

Signed: .....  
Patrick Egan, **Director**  
**For and on behalf of Alexandra Palace Trading Limited**

Signed: .....  
Graham Golby, **Non-executive Director**  
**For and on behalf of Alexandra Palace Trading Limited**

Signed: .....  
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**For and on behalf of Alexandra Palace Trading Limited**

Signed: .....  
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**For and on behalf of Alexandra Palace Trading Limited**

Signed: .....  
Julie Parker, **Director**  
**For and on behalf of Alexandra Palace Trading Limited**