

### 3. Resolution

This Resolution must be passed at a **Meeting** of the members or relevant management committee of the Customer

It was resolved that a banking relationship will be maintained with National Westminster Bank Plc (the **Bank**) in accordance with this Mandate and that:

- the individuals identified as **Authorised Signatories** may, in accordance with the **Signing Rules**, sign cheques and give instructions for Standing Orders, Direct Debits, electronic payments, banker's drafts and other payments on the Accounts even if it causes an Account to be overdrawn or exceed any limit
- any **Authorised Signatory** may give other instructions or requests for information to the Bank in relation to the Accounts; opening accounts with the same **Signing Rules** and **Authorised Signatories**; closing accounts; or other banking services or products
- the Bank may accept instructions that do not have an original written signature provided the Bank is satisfied that the instruction is genuine and subject to any other agreement the Bank may require for those instructions
- the Customer will provide to the Bank a copy of its constitution and any amendment to the constitution, certified as correct by the Secretary
- this Mandate will continue until the Customer gives the Bank a replacement mandate or the Customer passes a resolution changing the **Signing Rules** and/or adding or removing an **Authorised Signatory** by completing and returning the Change of Signing Authority form in which case this Mandate will continue as amended

# Section 3a

Limited Companies, Limited Liability Partnerships, Schools, Unincorporated Associations, Clubs, Charities, Voluntary Organisations, Societies, Trusts (all Trustees must sign) and any other legal entity or organisation

**IMPORTANT: if you are a Limited Company, please ensure two Directors (or if you have one Director, then one Director and the Company Secretary) sign below.**

Made by the business/organisation named in Section 2.

The following resolutions were passed at a meeting of the Directors/Committee held on:

Date

It was resolved that:

- The Co-operative Bank p.l.c. ("the bank") shall continue as our bankers in accordance with our original application
- the bank shall be authorised to accept instructions (including written instructions sent by facsimile and electronic instructions through the use of digital signatures and/or identification numbers or passwords) from us in connection with the account(s) and the service, provided that the instructions are given and/or signed in accordance with the signing authority listed in the account signatories Section 6b. Instructions shall mean: cheques, bills of exchange, promissory notes or other orders for payment drawn, made or accepted on our behalf (even if the payments cause the account(s) to be overdrawn) and requests or instructions in writing concerning the account(s), our affairs or property (including the opening of the new account(s), the arranging of facilities and creation of security)
- the bank shall be authorised to honour all cheques and all other documents made or accepted on our behalf even if such payment causes any accounts to be overdrawn or increase any existing overdraft, provided that such documents are signed in accordance with the specimen signatures shown in the account signatories Section 6b
- the bank shall act on all specimen signatures in accordance with any instruction, notice, request or other document in writing concerning our account (including the opening of new accounts), affairs or property, as shown in the account signatories Section 6b
- the bank shall be sent a copy of any future resolutions which affect the terms of these resolutions
- the bank shall be sent a copy of any changes in our Constitution/Rules/Memorandum and Articles of Association/Regulations or Bye Laws<sup>†</sup>
- the bank shall be notified in writing of any change of Directors/Partners/Governors/Members/Trustees<sup>†</sup>
- the bank shall be notified in writing of any change of official authorised to sign on our behalf
- the bank shall otherwise continue to operate our account(s) in accordance with the business account mandate
- the bank shall be notified in writing of any overall change of control in the business
- all signatories to the account are aged 16 or over.

### Note:

**Limited Companies/  
Limited Liabilities  
Partnerships/  
Companies Limited  
by Guarantee:**

minimum of two Directors/Designated Members must sign this section.

**If it is a sole directorship, your Company Secretary must sign this section.**

For other types of organisation this section should be signed in accordance with your rules/constitution

NB. Each Additional Named Individual must complete Section 4c. No proof of identity or address is required.

I/We authorise and request that until you receive written notice from me/any one of us to the contrary to treat and consider Additional Named Individuals listed in Section 4c as fully empowered by me/us and on my/our behalf:

- to draw, sign and endorse cheques and other orders for payment on my/our account(s) with you
- to draw, sign, accept and endorse bills of exchange and promissory notices on my/our account(s) with you
- to receive cheques, statements and other vouchers relating to my/our account(s) with you
- to withdraw all or any of my/our securities, documents, or other property or anything else held by you by way of security or for safe custody collection or any other purpose whatsoever on my/our account(s)
- to arrange terms with you for the negotiation or discount of any documents
- to negotiate with you for and take advances whether by way of loan, overdraft discount or otherwise with or without security
- to charge, pledge and deposit with you any of my/our property upon such terms as you may require to secure the payment or discharge to you on demand of all monies and liabilities which shall for the time being (and whether on or at time after such demand) be due owing or incurred to you by me/us whether actually or contingently and whether solely or jointly with any other person and whether as principal or surety including interest discount commission and other banking charges
- generally to act on my/our behalf in all transactions and matters of business with you and to comply fully with any account Terms and Conditions and security requirements you may operate in connection with my/our account(s) with you now or in the future
- to act on the above instructions and in particular to pay and honour all such cheques, orders, bills, notes or requests as abovementioned notwithstanding that any such payment may cause my/our said account(s) to be overdrawn or may increase any existing overdraft.

**Additional Named Individuals – please print the name of these individuals below:**

- 1.
- 2.

**It is certified that these resolutions have been recorded in the minute book and signed by the Chairman and that the specimen signatures shown in the account signatories Section 6b are correct.**

Name \_\_\_\_\_ Signature \_\_\_\_\_

Position in company \_\_\_\_\_

Date \_\_\_\_\_

(Chairman's signature or signature of a person who is a member of the Board of Directors/Trustees or Committee and who is authorised by the Constitution/Rules/Memorandum and Articles of Association, Regulations or Bye Laws to sign on behalf of and bind the "Business".)

Name \_\_\_\_\_ Signature \_\_\_\_\_

Position in company \_\_\_\_\_

Date \_\_\_\_\_

(Secretary's signature or signature of a person who is a member of the Board of Directors/Governors/Trustees or Committee and who is authorised by the Constitution/Rules/Memorandum and Articles of Association, Regulations or Bye Laws to sign on behalf of and bind the "Business".)

<sup>†</sup> Delete as appropriate

### Note:

**Additional Named Individuals** means

anyone who will have authority to use the business account including the liability to sign on the account but has NO liability for your business/organisation e.g. office manager, secretary, accountant etc. Please also complete Section 4c.

### Useful tip:

**If you are a newly appointed Director (within the last three months), please provide a copy of your Form 288a and complete Section 4b or 4c if you are to be a new signatory.**

### Useful tip:

**If you are a newly appointed Member (within the last three months), please provide a copy of your form LLP288a and complete Section 4b or 4c if you are a new signatory.**