



**Extraordinary General Meeting (EGM)  
4 May 2010, 5pm Grandtully and Strathtay Hall  
Grandtully**

**Directors In Attendance: Roger Graham (RG), Mike Jackson (MJ), Peter Hounam (PH), Muriel Simpson (MS), Marion Vermunsden (MV), Jean Adams (JA).**

**7 Ordinary Members present**

**The EGM has been convened to propose the following resolutions:**

**Special resolution 1:** That the provisions of the memorandum of association of the Company be altered by the deletion of Clause 7.3 and the insertion in its place of the following: “7.3 If no such community body or crofting community body is determined by the Ordinary Members and approved by the Scottish Ministers in terms of clause 7.2 such property referred to in Clause 7.2 shall, if not charitable, be transferred to the Scottish Ministers, or if charitable, to such charity or charities as the Scottish Ministers may direct.”

**Special Resolution 2:** That the provisions of the articles of association of the Company be altered by the deletion of Clause 66 and the insertion in its place of the following: “66. The accounts of the Company shall be prepared in full compliance with the provisions contained in both the Act and the Land Reform Act. The Board shall ensure that an audit of the accounts is carried out by an auditor, an audit (within the meaning of the Act) shall not be required in a case where the Company is exempt (under the Act) from the arrangement to have an audit, if and to the extent that proper arrangements for the auditing of the Company’s accounts are made in a manner which satisfies the requirements of the Act and section 34(1)(f) of the Land Reform Act, by a company auditor (as defined by the Act). Any such auditor shall be appointed for this task by the Board on the direction of members in General Meeting.”

**Special Resolution 3**

That the words “(if applicable)” be added to clause 16.4 and 16.6 of the articles of association.

The above amendments have been proposed to ensure the company’s Memorandum and Articles of Association are updated in line with the latest model recommended by the Scottish Government’s Community Assets Branch. It also follows the advice of the Office of the Scottish Charity Regulator to enable the community company to be registered as a charitable company.

All the above resolutions were proposed and put to the vote of the meeting. All resolutions were passed unanimously by the ordinary members present.

The meeting finished at 5.30pm

*A community company supporting sustainable development*

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