

Minutes of the Extraordinary Meeting 29th May 2025

Meeting Date & Time: Thursday 29th May 2025

Location: Dalavich Community Centre.

Present: 15 Members.

Board of Directors: Pam Stansbury; Chair
Sheila Clark; Company Secretary
Carol Thomas; Treasurer
Libby Foy-Lowry
Chris Fowler
Agnes Fleming
Georgia McPherson

Also attending:

Apologies: Chrissie Sugden

This meeting was recorded with attendees notified accordingly.

The Meeting was quorate with 15 Members present and commenced at 19.00hrs

1. Welcome

Pam Stansbury welcomed the members to the extraordinary meeting and reminded those present that the meeting had been called to review the Memorandum and Articles of Association. Under the existing rules this is the sole purpose of the meeting, and no other matters can be considered.

2. Apologies for absence

Apologies had been received from Chrissie Sugden.

3. Changes to the Articles.

Prior to the meeting the proposed new Articles of Association, together with a briefing document had been sent to all members.

The briefing document stated that rules had been reviewed for compliance with Community Right to Buy (CRtB) and to remove the Friends of Dalavich (FoDig) membership category which was no longer required. To ensure the new Articles would be acceptable to Scottish Land Fund (SLF) and other large funders the template designed in consultation with OSCR and DTAS had been adopted.

The Key changes had been stated as:

Membership Categories: FoDIG has been removed as a membership category.

Rule 19 replaces rule 11 but remains unaltered and cumulative.

Ordinary Membership shall (subject to articles 24 and 28) be open to any person aged 16 years or over who:

- a. is resident in the Community (as defined in article 4);
- b. is entitled to vote at a local government election in a polling district that
- c. includes the Community or part of it; and

Dalavich Improvement Group. (DIG)
Inverinan, Lochavich, Dalavich, Kilmaha

d. supports the objects of the company.

All references to FoDIG have been removed, meaning that the Board can once again have 9 elected trustees drawn from ordinary members.

Powers (old rule 6 and Schedules) removed and replaced. These are now covered in rule 7 - 9 and enable the Community Right to Buy.

The sequence of rules and therefore the numbering has changed significantly but all elements of the old articles (except FoDIG) remain the same.

The Chair asked all members present if they had received and reviewed the proposed new Articles of Association. The members confirmed unanimously they all had.

The Chair then asked if anyone had any questions relating to the new Articles or to the reasons for the review and changes.

The members present had no questions and confirmed they were happy to move to a vote on the resolution.

4. Resolution to accept the Revised Articles.

The Chair tabled to the meeting the Resolution to accept the revised Articles of Association, as presented to the membership.

The Resolution was proposed by John Fleming, seconded by Wendy Akam, and approved unanimously by all those present and by proxy vote received.

The members approved the resolution by show of hands, and by proxy votes unanimously.

The Chair announced that the revised Articles of Association would therefore be adopted effective 29th May 2025.

5. Close of Meeting

The Chair thanked everyone for attending and closed the meeting at 19:05

Minutes approved by the Board, to be adopted by the Members at the AGM on 20th July 2025.

Signed:



Chair:

Pam Stansbury

Date:

20th July 2025