

HALKIRK DISTRICT BENEFIT FUND
Registered office: 28 Queensgate, Inverness IV1 1YN
Registered No: 281781
Scottish Charity No: SC039254

**MINUTES OF THE EXTRAORDINARY GENERAL MEETING (EGM) HELD IN
THE ROSS INSTITUTE, HALKIRK, CAITHNESS ON 18 JUNE 2009 AT 7 PM**

PRESENT: Mrs K Cartwright (Chairperson), Mr PJW Blackwood, Mr S Mills, Mr W Manson & Mrs J Mowat and 27 members

In attendance: Mrs S Reilly (Secretary)

Apologies: Mrs L Levack, Mr P Cartwright

1. OPENING REMARKS:

The Chairperson took the opportunity to thank outgoing secretary Joanie Douglas for all her invaluable work and introduce incoming secretary Sylvia Reilly to the Meeting. Mrs Douglas was presented with a gift to show appreciation.

2. REASON FOR HOLDING THE EGM:

Mrs Cartwright explained that the meeting had been called to consider two resolutions that need to be passed together, that being to increase the number of directors from five to seven and thus increase the quorum from three to five. Mrs Cartwright stated that she would ask for a vote by a "show of hands" and answer questions after that vote.

RESULT OF THE VOTE WAS UNANIMOUS IN FAVOUR OF THE RESOLUTIONS.

The Chairperson told the meeting that according to the Memorandum and Articles of Association the directors could now appoint two new directors without an election, those directors to be full directors (ie not co-opted on). However at the next AGM those directors would have to stand down for re-election by members. If they were then re-elected their six year term would have commenced on the date they accepted their directorship (as appointed by the Directors). This situation had been discussed with a solicitor for HDBF and was within the terms of the Memorandum and Articles of Association.

Mrs Cartwright then asked if there were any questions.

Mr Donald Mackay asked if these two people had been identified at this moment in time.

The answer to that question was that they had not been identified.

Another member asked if consideration was going to be given to the fact that outlying areas needed to be represented. The reply was that this was to be considered.

There being no other business the meeting closed at 7.10pm