



Udny Community Trust
Company Limited

Udny Community Trust
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Minutes of Extra-Ordinary
General Meeting
Wednesday 27th March 2019
Pitmedden Church
7pm

Attendees	Brian McDougall (Chair), Lynne Cartledge (Director), Matt Kaye (Director), Mike MacDonald (Director), David Murray (Director)
Members	Anne Grant, Joey Sleigh, Michael Sleigh, Alfie Marr, Pam Marr, Elizabeth Murray, Jillian Wood, George Allan, Heather Black, Lesley Walker, Al Barclay, Evelyn Barclay, Garth Entwistle, Laura Wilson
Non-members	Jill Watt (Project Administrator), Gill Reavley
Apologies	Julian Slater (Treasurer)
Appendix	Presentation Slides

List of Actions / Decisions

	Heading	Details	Action
1	Introduction	<p>Brian McDougall, Chair, welcomed everyone to the Extra-Ordinary General Meeting (EGM) of Udny Community Trust Company Limited (UCTC).</p> <p>Brian explained that the purpose of the EGM was to increase the number of Directors from seven to eleven.</p> <p>He further explained that this was as a result of the Imagine Udny process and the projects that had come out of it. By having more Directors with different skill sets this would be beneficial to UCTC and the community as a whole.</p>	
2	Imagine Udny	<p>Brian ran through the projects that came out of the Imagine Udny process.</p> <p>Brian explained that the Imagine Udny Community Action Plan and Spatial Masterplan are available on UCTC's website or a limited number of paper copies are also available.</p>	
3	Amendment of Articles	<p>Brian explained the proposal to delete the existing article 48 which stated that</p> <p>The maximum number of directors shall (unless</p>	

otherwise determined by special resolution) be seven, and (unless otherwise determined by special resolution) the minimum number of directors shall be three.

And replace it with

The maximum number of directors shall (unless otherwise determined by special resolution) be eleven, and (unless otherwise determine by special resolution) the minimum number of directors shall be three.

Brian then explained the proposal to delete the existing article 73 which stated that

The quorum for the transaction of the business of the directors will be the higher of 3 or one half of the directors (and where the number of directors is on odd number, the number required shall be the next higher whole number).

And replace it with

The quorum for transactions of the business of the directors will be four except where the number of board members is less than seven, when the quorum will be three.

It was resolved, as a special resolution, to: -

1. amend the Articles of Association as follows:-

a) delete existing Article 48 and replace with

The maximum number of directors shall (unless otherwise determined by special resolution) be eleven, and (unless otherwise determine by special resolution) the minimum number of directors shall be three.

b) delete existing Article 73 and replace with

The quorum for transactions of the business of the directors will be four except where the number of board members is less than seven, when the quorum will be three.

- 4 Project Evaluation Group** Brian explained what the Project Evaluation Group is (PEG). When a large grant application is received it is sent to five members of the PEG. They evaluate it and their feedback helps the Directors to make a decision on it. Brian explained that the PEG is a valuable and important part of the grant application process.

Question from the floor

It was asked if the PEG had to do research on the grant application. One of the PEG who was present answered by saying that they are provided with all the information that is required to evaluate it.

- 5 Questions** Brian asked if anyone had any questions.

Question from the floor

It was asked how will the Imagine Udny prioritisation of the projects work.

Brian answered by explaining that each project has its own challenges and things take time but it was seen that UCTC's role in it was not to do everything but to enable and support groups and provide funding.

Brian thanked everyone for coming and encouraged anyone wishing to talk more to a Director about becoming a Director to do so and brought the EGM to a close.