



The Langholm Initiative

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Scottish Charity Incorporated Organisation SC041085

Minutes of Meeting of Members Special Meeting

Thursday 19th August, 7.00pm, Zoom Video call

1. Welcome

Chair, Margaret Pool welcomed all to the meeting and with 14 attending members declared that there was a quorum present.

Margaret went on to explain that the purpose of the meeting was to seek member support for two resolutions, which are being proposed by the Board of Langholm Initiative. Since the resolutions related to changes in the Constitution they required the support of ordinary (voting) members.

Due to the current Covid pandemic the meeting is being held via Zoom conference call and Margaret explained that only attending ordinary members who reside in the community were entitled to vote.

2. Apologies

Apology received from Langholm Initiative Trustee Kevin Cumming.

3. Resolution(s)

Langholm Initiative Trustee Campbell Scott presented the resolutions, which are being proposed by the Board of Langholm Initiative.

In accordance with article 71.1 of the Constitution the Charity Trustees are presenting two resolutions, which require an amendment or editorial correction to the Constitution of The Langholm Initiative. Moreover, each resolution requires the support and agreement of not less than two thirds of attending ordinary members.

Resolution 1

Resolution proposed in order to amend article 4 of the Constitution.

Current wording:

'The SCIO's purposes are to benefit the communities of Eskdale & Liddesdale as defined by the postcode districts of DG13, DG14 and TD9 0 (the Community).....'

propose to amend with:

'The SCIO's purposes are to benefit the communities of Eskdale & Liddesdale as defined by the postcode districts of DG13, DG14 and **the land area of TD9 0 within the Tarras Valley Nature Reserve** (the Community).....'

The Charity Trustees are seeking member support in order to adopt the resolution but ask that members note the **final approval of the amendment is subject to charity regulator (OSCR) approval**, which may take up to 6 weeks from submission of proposed change.

The resolution was supported by 100% of voting members and the resolution duly adopted but subject to OSCR approval.

Resolution 2

Resolution proposed in order to amend the following articles of the Constitution:

Article Ref	Description	Proposed change
28. Minimum number of members	The minimum number of members is 20; and at least three quarters of the members must, at all times be Ordinary Members.	Propose change '...at least three quarters of members.....' to '.....at least fifty one percent of the members.....'
49.2 Notice of member meetings	in the case of any other resolution falling within clause 72 (requirement for two-thirds majority) must set out the exact terms of the resolution.	Propose change editorial typo '....within clause 72...' to '....within clause 71...'
79. Minutes	Any person may request a copy of the minutes of members' meetings and, provided that the request is reasonable, the SCIO must, subject to clause 80, provide a copy of the minutes to that person within 28 days of the request.	Propose change '....any person..... to '.....any member.....' and change 'person' to 'member' within articles 79 and 80.

100. Register of Charity Trustees	If any person requests a copy of the register of charity trustees, the board must ensure that a copy is supplied to them within 28 days, providing the request is reasonable and if the request is made by a person who is not a charity trustee..	Propose change ‘...any person..... to ‘.....any member.....’
137. Minutes	Any person may request a copy of the minutes of meetings of the charity trustees of the SCIO and, provided that the request is reasonable, the SCIO must, subject to clause 139, provide a copy of the minutes to that person.....	Propose change ‘...any person..... to ‘.....any member.....’ and change ‘person’ to ‘member’ within articles 137 and 138 and change reference to clause 139 to clause 138.

The resolution was supported by 100% of voting members and the resolution duly adopted (note this resolution does not require OSCR approval).

4. **AOB**

There being no other business the Chair thanked members for attending and declared the meeting closed at 19:13hrs.

Signed



Chair, Langholm Initiative.

Date: 23rd August 2021