



## **Special General Meeting RTYC**

**June 22<sup>nd</sup> 2016 7 30**

### **The Meeting was led by the Commodore Ron Lorimer (Commodore):**

supported by David Gavine (Rear Commodore) and Mary Thomas (Secretary).

**Attending:** Sailing members 39; Life members 12; Social members 2

### **Apologies for absence:**

Angus Broadhurst; John Gordon; Liz Gordon; Boyd Baird; John Carmichael; Linda Shepherd; Scott Graham; Audrey Knowles; Mags Lorimer; Stuart Combes; Marjorie Knowles; Stuart Buchanan; Andrew Buchanan; Martin Gordon; Clive and Marjorie Davis

### **1 Notice was read calling the meeting**

**2 The Commodore summarised the work** preparing a proposal for the restructuring of the management of the Royal Tay Yacht Club:

- a) the proposal created and presented to members in an information meeting on April 13<sup>th</sup> 2016 and the positive reception and constructive comments received.
- b) the Articles of Association and Constitutional Bye Laws that will inform how the company operates were published in draft form and are presented without amendment
- c) The Steering Group were thanked for their work.

### **3 The Commodore presented the proposed special resolution**

That Royal Tay Yacht Club becomes a company limited by guarantee and that: -

1. A company limited by guarantee be duly registered under the name of "Royal Tay Yacht Club Limited"
2. The company be registered with the Memorandum and Articles of Association notified to members following the Information Meeting held on 13 April 2016 and without change
3. The company adopts the Constitutional Bye-Laws also notified to members and without change
4. The Members agree to be bound by the obligations under the Articles of Association and the Constitutional Bye-Laws particularly in relation to the guarantee
5. The company shall take on the entire assets, undertaking and obligations of the current unincorporated association known as The Royal Tay Yacht Club
6. The "take on" date be set at such reasonable time to ensure that the transfer is orderly and complete
7. Once the transfer is complete the current unincorporated association be duly wound up
8. The next Annual General Meeting of the current unincorporated association be deferred until the date of the inaugural general meeting of Royal Tay Yacht Club Limited providing the meeting is no later than 31 January 2017.
9. The current Flag Officers, namely Mr Ronald A Lorimer, Mr Angus Broadhurst and Mr David Gavine, and also Mr Euan S Webster and Mr Alexander S Bremner be appointed Directors of Royal Tay Yacht Club Limited and shall hold office until the



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inaugural general meeting and that any two of the aforementioned be authorised to carry out all acts and sign such documents on behalf of the Members that will give effect to the above.

**4 Questions, comments** were invited from the floor:

- Did the meeting have a quorum? This was confirmed
- Would employment rights of staff be secure? This was confirmed
- What were the interim arrangements for the management of the club? The committee will continue to operate until the inaugural meeting of the new Limited Company

It was noted that only sailing and life members had a vote.

**5 The Commodore proposed the resolution** on behalf of the General Committee and it was seconded by Brian Johnstone.

**6 The vote was carried unanimously.**

**Meeting closed at 19 40.**

Mary Thomas (secretary)