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**MINUTE OF EXTRAORDINARY GENERAL MEETING OF**  
**ENTERPRISE MUSIC SCOTLAND**  
**HELD IN THE ROYAL CONSERVATOIRE OF SCOTLAND**  
**ON SATURDAY 26<sup>TH</sup> NOVEMBER 2011 AT 10.30AM**

**PRESENT:** Tom Chadwick - Chairman, Roy Alexander, Christine Tait, Neil Hoyle, John Hearne, Keith Bruce and Hilary Payne. In addition to the directors, representatives of 39 clubs were present.

**APOLOGIES:** There were apologies for absence from John Craig, Anne Cumberland, Jean Campbell and 9 member clubs.

**BUSINESS:** 1. Special Resolution

Due notice had been given following the meeting to consider the following Special Resolution which had been proposed by the Board of Directors, that the wording of clause 30 of the Articles of Association be amended to read as follows:-

"A retiring director shall be eligible for re-election unless he is a co-opted director elected under article 20(b) and has served for a continuous period of nine years or is a representative director elected under article 20(c) and has served for a continuous period of six years. A retiring director having served for the maximum continuous period shall not be eligible for re-election for a period of one year following the Annual General Meeting at which office is demitted. The Chairman of the Board of Directors shall be eligible to serve as Chairman for a maximum continuous period of three years from the Annual General Meeting at which the appointment is made. No director will be eligible to serve continuously for more than nine years under any circumstances."

Bob Tait proposed that the Special Resolution be adopted and James Munro seconded the motion which was then carried unanimously.

*Certified a true minute*

*Roy Alexander*

*TRUSTEE AND COMPANY SECRETARY*

TUESDAY



SCT 28/02/2012 #768  
COMPANIES HOUSE