

# **TRANSform Scotland**

**the campaign for sustainable transport**

Sc 18/1648

## **Extraordinary General Meeting**

**Saturday 12th June 2004**

**Held at Lamb's House, Leith**

### **MINUTES**

#### **Present:**

David Spaven – Spaven McCrossan Partnership  
Petra Biberbach – Campaign for Borders Rail  
Alastair Reid – Scottish Association for Public Transport  
Alastair Gunn – Light Rail Scotland  
Maureen Child – City of Edinburgh Council  
Paul Tetlaw – Capital Rail Action Group  
Helen Todd – Friends of the Earth Scotland  
Gregor McAbery – Aberdeen Friends of the Earth  
Stuart Hay – Friends of the Earth Edinburgh  
Helen Tyrrell – UK Public Health Association Scotland  
Joan Higginson – No Alignment Action Group  
Alan Rees – Scottish Accessible Transport Alliance  
Colin Howden – TRANSform Scotland

#### **Apologies:**

Allan McLean – Virgin  
John Elliot – Scottish Borders Environment Partnership  
John Yellowlees – ScotRail  
Nigel Serafini – Lothian Buses  
Mike Harrison – Cyclists' Touring Club  
Dan Barlow – Friends of the Earth Scotland  
Ralph Barker – Clydesdale Rail Action Group  
John Russell – Living Streets Scotland



#### **1. Introduction**

David Spaven, chairing, welcomed those attending. The quorum of 10 had been reached. David Spaven passed over to Colin Howden for an explanation of the background to the meeting.

Colin Howden explained that clause 12 of the existing Articles of Association requires that "auditors shall be appointed" and in previous years this has cost between £400 and £700. This was a significant proportion of the organisation's income and the Board had taken the view that this is an opportunity to save money as a full statutory audit is not required if turnover is less than £5.6m per

annum. The Board took this view having being remitted to dispose of the full audit at the November 2003 AGM.

The accountant Allan McEwan has been appointed by the Board to produce accounts but could only do so should clause 12 of the Articles be removed. This will then allow the accounts to 31 October 2003 to be produced. To this end, the Board, at its May meeting, had resolved to call an EGM. The notice period specified in the Articles had been kept to satisfactorily and the EGM was quorate.

## **2. Special Resolution**

The special resolution "*The General Meeting resolves to remove clause 12 from the Articles of Association*" was discussed and approved by acclamation.

It was further recommended that the Directors look into the issue of an independent examination of the accounts and come back to the next AGM with a recommendation.

## **3. Revised Articles of Association**

Proposed changes to clauses 11.4, 11.5 and 12 (minor changes removing reference to an audit), along with renumbering of clause 13 onwards, were discussed. These changes were agreed by the meeting. The revised Articles of Association were approved by acclamation.

David Spaven thanked the members for their attendance and closed the formal business of the meeting.

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Minutes: Paul Tetlaw, 21/06/04.