

267317

## CLAN DONNACHAIDH SOCIETY

**Special Resolutions passed unanimously at the Annual General Meeting held on 1st October 2005:**

**1. Special Resolution to amend Article 34(f) to read as follows:**

"Up to 21 other Ordinary Members of the Association ("Elected Members of Council") to be elected at each AGM on the following conditions:

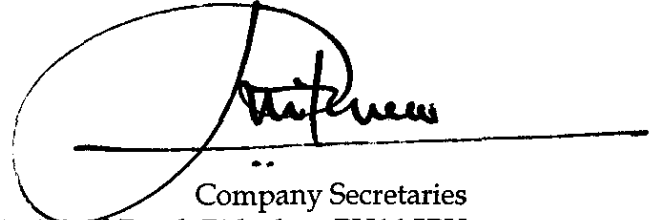
- (i) On the first AGM of the Society after its incorporation, the Ordinary Members shall elect up to 21 Elected Members of Council.
- (ii) At the second and each subsequent AGM, one-third of the Elected Members of Council (or the nearest number upwards) shall retire from office. A retiring Elected Member of Council shall retain office until the close or adjournment of the meeting. A retiring Elected Member of Council shall be eligible for re-election after one term of office, but no Elected Member of Council can serve more than three consecutive terms of office, without at least one year out of office before being eligible again, declaring that no period of service prior to the first AGM of the Society shall count as a term of office.
- (iii) If no Elected Member of Council has or Elected Members of Council have decided or agreed to retire, the Elected Members of Council to retire at each AGM shall be those who have been longest in office since their last election (including the former Council of the Society when an unincorporated association) but, as between persons who were elected or last re-elected on the same day, the one or ones to retire shall (unless they otherwise agree amongst themselves) be determined by lot.
- (iv) Proposal Forms for the election of Ordinary Members as Elected Members of Council shall be obtainable from the Secretary and must be completed and signed by not less than two Ordinary Members, signed by the candidate as consenting to his or her election and returned to the Secretary not later than ninety days prior to the AGM.
- (v) In the event of the number of candidates duly proposed for election as Elected Members of Council not exceeding the number of vacancies, no ballot shall take place and such candidates shall duly be confirmed as Elected Members of Council and their names so announced at the AGM. In the event of the number of candidates duly proposed for election as Elected Members of Council exceeding the number of vacancies then, as early as possible but not less than sixty days before the AGM, the Secretary shall issue ballot papers to all Ordinary Members on which shall be indicated the number of vacancies and the number of candidates for election, with each Ordinary Member having one vote for each vacancy.



A handwritten signature in black ink is located at the bottom right of the page. The signature appears to be "D. F. F. F." or similar, written in a cursive style.

- (vi) All such ballot papers duly marked and returned by Ordinary Members and received not less than 3 days before the AGM shall be valid and the result of the ballot and the names of the successful candidates who will be Elected Members of Council shall be announced at the AGM."

2. **Special Resolution to amend Article 44(a) to read as follows:**  
"Meetings of the Council shall take place as often as thought fit."

A handwritten signature in black ink, appearing to read 'J. H. H. H.', is written over a horizontal line. The signature is stylized and cursive.

Company Secretaries  
51 Atholl Road, Pitlochry, PH16 5BU  
3rd October 2005