



NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the annual general meeting (the "Meeting") of Carnoustie Community Development Trust Limited (the "Company") will be held in the Braid Hall at The Kinloch Care Centre, Kinloch Street, Carnoustie, DD7 7EN on Wednesday 30th April 2025 at 6.30pm for the following purposes:-

1. To receive the Minute of Meeting of the AGM of 29th March 2024
2. To receive the Chairman's Annual Report
3. To receive the Report of the Directors and the Audited Accounts of the Company for the period ended 30 April 2024. Copies of the Accounts will be available at the meeting. Any Trust member who requires a copy before the meeting can request a copy by e-mailing the Trust at – chair@carnoustiecdt.org.uk
4. To consider and vote on the following Ordinary Resolutions of the Company.

Ordinary Resolutions

I - Election of Board members - All the currently serving Directors were elected for a three-year term at the 2023 AGM and have all confirmed they are prepared to continue to serve. Nominations have been invited from the Trust membership for the three current vacancies and if there are more than three nominations received by the deadline, a ballot will be held at the AGM to decide on who the meeting shall resolve to elect. A simple majority of votes will decide who is elected. If there are fewer than 3 nominations by the date and time of the meeting, the Board will seek to co-opt to fill the remaining vacancies.

II Quorum - To facilitate the smooth and timeous management of the Trust's affairs at its Board meetings, **it is recommended** that the meeting resolve to amend Article 89 of the Company's Articles of Association to provide for the quorum at Board meetings to be set at 4 instead of 6

By order of the board,

Derek Miller

Chair

Dated 12th April 2025 at Carnoustie

NOTE:

- A Member of the Company entitled to attend and vote at the above Meeting may appoint a proxy to attend and, on a poll, to vote instead of him. A proxy need not be a Member of the Company. If you wish to appoint a proxy, you may do so using the enclosed form.
- **Article 65.** At each Annual General Meeting, if there are any vacancies for Board membership, the Members may (subject to Article 61) elect any Member (providing he/she is willing to act) to be a Director (a "Member Director"). Where at any Annual General Meeting, the total number of prospective Directors, if appointed, will exceed the maximum number of Directors as provided at Article 61 (12), the appointees will be determined by simple ballot.
- **Article 76.** All of the office bearers shall cease to hold office at the conclusion of each Annual General Meeting but shall then be eligible for re-election.

CARNOUSTIE COMMUNITY DEVELOPMENT TRUST LIMITED (the "Company")**General Meeting****Proxy Form**

Member Name:

Member Address:

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Before completing this form, please read the explanatory notes overleaf.

I, being a member of the Company, appoint the Chairman of the meeting OR (see note 3 overleaf)

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as my proxy to attend, speak and vote on my behalf at the general meeting of the Company to be held on Wednesday 30th April 2025 at The Kinloch Centre, Carnoustie at 6.30pm and at any adjournment of the meeting.

I direct my proxy to vote on the following resolution as I have indicated by marking the appropriate box with an 'X'. If no indication is given, my proxy will vote or abstain from voting at his or her discretion and I authorise my proxy to vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is properly put before the meeting.

RESOLUTION	For	Against
ORDINARY BUSINESS		
Resolution I		

Signature	Date
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Notes to the proxy form

1. As a member of the Company you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at a general meeting of the Company. You can only appoint a proxy using the procedures set out in these notes.
2. Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.
3. A proxy does not need to be a member of the Company but must attend the meeting to represent you. To appoint as your proxy a person other than the Chairman of the meeting, insert their full name in the box. If you sign and return this proxy form with no name inserted in the box, the Chairman of the meeting will be deemed to be your proxy. Where you appoint as your proxy someone other than the Chairman, you are responsible for ensuring that they attend the meeting and are aware of your voting intentions. If you wish your proxy to make any comments on your behalf, you will need to appoint someone other than the Chairman and give them the relevant instructions directly.
4. You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share.
5. To direct your proxy how to vote on the resolution mark the appropriate box with an "X". If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting.
6. To appoint a proxy using this form, the form must be:
 - completed and signed;
 - sent by post or delivered to the Company, at 5 Station Road, Carnoustie, DD7 6FR, or sent electronically to the Company by email to chair@carnoustiecdt.org.uk and
 - received by the Company by no later than 5PM on 30th April 2025.
7. Any power of attorney or any other authority under which this proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.
8. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.
9. For details of how to change your proxy instructions or revoke your proxy appointment see the notes to the notice of meeting.
10. You may not use any electronic address provided in this proxy form to communicate with the Company for any purposes other than those expressly stated.

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For Agenda Item 1

**Minute of Annual General Meeting of Carnoustie Community Development Trust
held at Carnoustie on 24th April 2024**

Present:

Derek Miller

Gillian Gall

Pauline Lockhart

David Sawers

Neil Watson

Peter Thornton

Alison Anderson

Apologies:

Anne McKeown

Fiona Morgan

1 Minute of AGM of 29th March 2023

The minute of the above meeting was held as read and approved.

2 Chairman's Report

The Chairman's Report was noted and approved.

3 Annual Accounts for the year to 30th April 2023

The annual accounts were formally approved.

4 Ordinary Resolutions

- a) **Board Membership** – the meeting noted that the existing nine Board members had been elected for a 3 year term with effect from the AGM in 2023 and that they had all confirmed they were happy to continue as Board members. No nominations having been received for the 3 vacancies, it was noted that the Board would seek to co-opt to fill the said vacancies.

- b) **Appointment of Office Bearers** – The meeting unanimously re-appointed Derek Miller to the position of Chair, and David Sawers to the position of Treasurer.

There being no other business, the formal part of the meeting concluded

