

COMPANIES ACT 2006  
SPECIAL RESOLUTION

Company Name: PARROT TRUST SCOTLAND

Company Number: SC367290

At an ~~Annual General Meeting~~ / General meeting\* (\*delete as appropriate) of the members of the above named company, duly convened and held at:

CASTLEHILL ORCHARD, GILL ROAD, OVERTOWN  
ML2 0RG

On the 13<sup>th</sup> day of MAY 2018

The following Special Resolution was passed.

AMENDMENT OF MEMBERSHIP STRUCTURE AND TERMS.

TUESDAY



\*S77XTVQR\*  
SCT 12/06/2018 #111  
COMPANIES HOUSE

Signed: AGROD

~~\*Director~~ / secretary / ~~CIC Manager~~ (if appropriate) / ~~administrator~~ /  
~~administrative receiver~~ / ~~receiver manager~~ / ~~receiver~~, on behalf of the  
company.

(\*delete as appropriate)

## General structure

10 The structure of the company consists of:-

the MEMBERS - who have the right to attend the annual general meeting (and any extraordinary general meeting) and have important powers under the articles of association and the Act; in particular, the members elect people to serve as directors and take decisions in relation to changes to the articles themselves.

the DIRECTORS - who hold regular meetings during the period between annual general meetings, and generally control and supervise the activities of the company; in particular, the directors are responsible for monitoring the financial position of the company.

## Qualifications for membership

11 The members of the company shall consist of the subscribers to the memorandum of association and such other persons as are admitted to membership under articles 14 to 16.

12 Membership shall be open to:-

**Members - any individual aged over 18, who support the aims of the company, with full voting rights as outlined in the Parrot Trust Scotland Membership Standard Operating Procedure.**

13 Employees of the company shall not be eligible for membership; a person who becomes an employee of the company after admission to membership shall automatically cease to be a member.

## Application for membership

14 Any person who wishes to become a member must sign, and lodge with the company, a written application for membership.

15 The directors may, at their discretion, refuse to admit any person to membership.

16 The directors shall consider each application for membership and within 30 days will notify the applicant of the directors decision

## Membership subscription

17 Membership subscription shall be payable monthly or annually.

## Register of members

**18 The directors shall maintain a register of members, setting out the full name, address and contact details of each member in addition to the date on which he/she was admitted to membership. In said register, members will be placed in one of two categories - "members" and "honorary members". The definition of "Sponsors", "Members" and "Honorary Members" is outlined in the Parrot Trust Scotland Membership Standard Operating Procedure. This SOP will be audited annually after the AGM in preparation for the new charity year.**

## Withdrawal from membership

19 Any person who wishes to withdraw from membership shall sign, and lodge with the company, a written notice to that effect; on receipt of the notice by the company, he/she shall cease to be a member.

## General structure

10 The structure of the company consists of:-

- a) the MEMBERS - who have the right to attend the annual general meeting (and any extraordinary general meeting) and have important powers under the articles of association and the Act; in particular, the members elect people to serve as directors and take decisions in relation to changes to the articles themselves. **Membership is regarded as one of two available types. "Members" are defined as those who pay a membership fee whilst actively participating in the daily running of the charity, whilst "Honorary members" are those who have gone above and beyond to assist with our charity, in particular caring for charity parrots. Honorary members are nominated at the directors' discretion. Regardless of type, all members have voting rights at our AGM.**
- b) the DIRECTORS - who hold regular meetings during the period between annual general meetings, and generally control and supervise the activities of the company; in particular, the directors are responsible for monitoring the financial position of the company.

## Qualifications for membership

11 The members of the company shall consist of the subscribers to the memorandum of association and such other persons as are admitted to membership under articles 14 to 16.

12 Membership shall be open to:-

**Members - any individual aged over 18, who support the aims of the company, with full voting rights. Only persons who have participated in charitable endeavours with Parrot Trust Scotland will be considered for membership.**

13 Employees of the company shall not be eligible for membership; a person who becomes an employee of the company after admission to membership shall automatically cease to be a member.

## Application for membership

14 Any person who wishes to become a member must sign, and lodge with the company, a written application for membership.

15 The directors may, at their discretion, refuse to admit any person to membership.

16 The directors shall consider each application for membership and within 30 days will notify the applicant of the directors decision

## Membership subscription

17 Membership subscription shall be payable monthly or annually

## Register of members

18 The directors shall maintain a register of members, setting out the full name and address of each member, the date on which he/she was admitted to membership, and the date on which any person ceased to be a member.

## Withdrawal from membership

19 Any person who wishes to withdraw from membership shall sign, and lodge with the company, a written notice to that effect; on receipt of the notice by the company, he/she shall cease to be a member.