THE RIVERSIDE GROUP LIMITED

IRVINE HOUSING ASSOCIATION

Twelfth Special General Meeting of the Irvine Housing Association held at Fullarton Connexions Community Centre, Church Street, Irvine and via MS Teams on Tuesday 16 September 2025 at 5.00pm

Unconfirmed Minutes

Present: Mr J. Strang (Chair), Mrs M. Burgess, Mr G. Darroch, Mrs J. Deans-Regan, Mrs J. Galbraith (from Item 2), Miss S. Greene, Ms C. McGuinness, Mrs J. Mason, Mr P. Mason (T) and Mr J. Miller.

In attendance were: Mr G. Naylor, Mrs D. Boyle, Ms H. Duff, Mrs P. Forrest and Ms P. McEvoy.

Apologies for Absence
Mr R. Hill, Mr B. Sadler, Mrs S. Petrie, Mr A. West and Ms E. Kerr.

1. **Preliminaries**

Mr G. Naylor welcomed everyone to the meeting and introduced himself as the new Managing Director of Irvine Housing Association.

Having confirmed that a quorum was present, Mr Naylor then advised that in line with Rule 26(a), the Association's Chair of the Board would preside as Chair of the Meeting. Mr J. Strang then welcomed the Members to the twelfth Special General Meeting of Irvine Housing Association.

2. **Proposed Resolution**

Mr Naylor advised on the reason for the proposed resolution, stating that the Association would normally have a turnover of 3 Board Members every few years, when longer standing Board Members would retire from the Board. In the last year, however, over half of the Board had changed and there had also very recently been a change in Managing Director. The Board therefore thought it important for the Association to ensure that it maintained some continuity of organisational knowledge during a transitional period, to enable strategic decision-making during the year.

Mr Naylor confirmed that all Board Members were appraised on an annual basis and the Chair had confirmed that long-standing Board Members, Mr G. Darroch and Mrs M. Burgess continued to demonstrate their continued effectiveness in their contributions at Board Meetings, regularly providing objective and independent challenge.

It was therefore proposed that Mr Darroch and Mrs Burgess's terms of office were extended for one year, to allow them to serve on the Board until the Annual General Meeting in 2026.

Mr Strang invited queries on the proposed resolution and no queries were raised.

Mr Strang then proposed the resolution that:

This meeting of the members of Irvine Housing Association Limited (the "Association") hereby resolves THAT the maximum term of office of nine years as per Rule 39(e) of the Association's Rules, is extended to ten years for the following Board Members:

a) Mr Gerard Darroch; and
b) Mrs Margaret Burgess."

The proposed resolution was seconded by Ms C. McGuinness.

Mrs J. Galbraith joined the Meeting.

Mr Strang confirmed that one proxy form had been received from a member in favour of the Chair and this had been reflected in the polling forms. Mr Stang then invited members to cast their vote individually in respect of the proposed resolution, by completing the polling form provided and depositing it in the ballot box.

The Members then cast their votes and, on counting the votes received, Mrs D. Boyle thereafter confirmed that 10 votes had been cast and all were in favour of the proposed resolution. The Chair then confirmed that the vote on the proposed Resolution carried.

Mr Strang then thanked the members for their attendance and declared the meeting closed.

G. Naylor
Secretary
17 September 2025
GN/db

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