

ARTICLES OF ASSOCIATION

THE COMPANIES ACT 2006

ARTICLES of ASSOCIATION of Hope Cohousing Community Interest Company

Proposed changes to the Articles of Association for agreement at the AGM (21/05/2025)

The proposed changes are highlighted.

The Directors of Hope Cohousing Community Interest Company propose the following changes to the Articles of Association and recommends they be passed by special resolution at the AGM (21/05/2025).

7. Objects¹

7.1 to benefit older persons normally resident in Orkney who are in conditions of housing need by reason of their economic circumstances or social isolation, or physical necessity, through the ~~provision of facilities to support~~ the development of at least one Cohousing scheme and therein improve the quality of such persons' lives

13 General structure

The structure of the Company consists of:

(a) the MEMBERS who shall be TENANTS or RESIDENTS who live within the Cohousing development

~~(i) RESIDENT MEMBERS who live within the Cohousing development~~

~~(ii) FRIENDS who support the Cohousing development~~

MEMBERS 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

A TENANT shall be the signatory of a tenancy agreement

A RESIDENT shall be someone who lives in the property on a permanent basis. Not all residents are tenants.

(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 managing the community facilities, monitoring the financial position of the Company. One TENANT from each household ~~will~~ shall be a Director subject to clause 56.

A HOUSEHOLD is a unit sharing a kitchen/dining area and a living room occupied by a TENANT and /or related or not-related people.

Members

Qualifications for membership

14 The subscribers to the Memorandum are the first members of the Company

15 Such other persons as are admitted to membership in accordance with the Articles shall be members of the Company

16 All TENANTS and RESIDENTS shall be Members of the Company.

Membership shall be a requirement for becoming a tenant

~~16 Membership shall be open to any person who is over the age of 18 who supports the objects of the Company~~

General meetings

30 The business of each annual general meeting shall include:

(a) a report by the chair on the activities of the Company

(b) consideration of the annual accounts of the Company

(c) the election/re-election of Directors, as referred to in articles 57 to 59.

(d) a report by the ~~Residents~~Tenants

Procedure at general meetings

45-~~Each household shall have two (2) votes~~~~Every Member shall have one vote,~~ which (whether on a show of hands or on a secret ballot) may be given either personally or by proxy.

Directors

Maximum number of Directors

55 The maximum number of Directors shall be 12 (TWELVE) ~~and the minimum number shall be 3 (THREE).~~

Procedure at Directors' meetings

79 In all proceedings of Directors ~~each~~each Director must not have more than one vote