

ULLAPOOL MUSEUM TRUST

Material for discussion of articles of association. December 2020

1. Executive Board (para 35)

Background: We have a smaller board than we would like and know that some of the existing members will be looking to move on in the not too distant future. Our current articles of association could make the museum unmanageable were that to occur because we would need to call an EGM for every material decision. I have spoken with the Scottish Charity Regulator who were comfortable with us proposing a reduction in the number of board members we require to operate – from the current 8 to 5. Hopefully, we'll end up above the new threshold, but at least we'll have some flexibility if we find ourselves short of board members for a while.

2. How we would wind down (in the very unlikely event that we ever need to) (para 9)

Background: We're told that its good practice to review articles of association from time to time, to make sure that they are still relevant to the world we operate in. One area where we think it would be prudent to make some changes is the paragraph on how we would wind down (not that that is at all likely). Our present articles appear out of date – written before Highlife Highlands took over museums that had previously been run by local authorities in the area and seeking to impose conditions on any transfer of the collection that would be unlikely to be acceptable to museum facing the sort of budget constraints that are a feature of today's world. In discussion with Helen, Alastair has come up with the following – which we think gives us a good shot of keeping the wonderful local history resources we have in our community, were the worst to happen to us:

Proposed new para 9

The Collection and other assets of the Trust, after satisfaction of its debts and liabilities, shall not be paid to or distributed among the Members of the Trust or returned to donors but shall be given or transferred as set out in clauses a) through c) below, following discussion at an Extraordinary General Meeting to be called by the Executive Board for that purpose.

a) The museum collection to be offered in whole or in part to Highlife Highland and – in the event that that Highlife Highland does not elect to take elements of the collection – to other museums in the Highlands or community organisations within the Lochbroom and Coigach areas that have an active interest in local history, as deemed appropriate by an appropriately qualified curator.

b) Any elements of the collection not taken into the collections of museums or community organisations set out in clause a) to be offered to charities within the Lochbroom and Coigach areas for disposal at their discretion and in support of their own charitable objectives. In the event that residual elements of the collection are not taken by local charities, they may be disposed of as items of negligible value.

c) Any financial assets remaining following satisfaction of debts and liabilities to be transferred to charities within the Lochbroom and Coigach areas for use at their discretion, in support of their own charitable objectives.

