

Hayling Island Sailing Club

Special General Meeting (SGM) Minutes

Date: 26 April 2026

Time: 15:00 – in the Dining Room

Minutes taken by: Theo Galyer (Sailing Supervisor)

Attendees: 70 plus 64 Members Voting by Proxy

1. Opening of Meeting

The meeting was opened at 15:00 by the Commodore, Sarah Mitchell, who welcomed members and confirmed that the meeting was quorate.

2. Apologies for Absence in addition to those recorded prior to the meeting.

- Mike Dawe
- Gemma Griffiths
- Alison Bucknell
- Tim Hancock

3. Resolution – Incorporation of HISC

Graham Williamson summarized the background to the resolution to incorporate the Club following the vote to approve the rule change permitting the restructure at the 2025 AGM.

Graham referred to a brief slide presentation which is attached below.

The following Resolution was put to the vote:

DISTRIBUTION OF ASSETS BY WAY OF RECONSTRUCTION

Pursuant to Rule 2.3 of the HISC Rules adopted 19 October 2025:

“THAT the Club distribute its assets by way of a scheme of reconstruction to Hayling Island Sailing Club Ltd, company no. 16464456 (“HISC Ltd”), a company limited by guarantee with similar objects to the Club and then dissolves, AND THAT, accordingly, the General Committee on behalf of the Club be authorised to:

- a) adopt, with members of the General Committee as its first members and directors, the articles of association for HISC Ltd, in the form produced to the meeting;
- b) in conjunction with the Trustees, effect the transfer of the assets and undertaking of the Club to HISC Ltd, upon the terms of the transfer agreement produced to the meeting and make arrangements to admit as members of HISC Ltd the members of the Club;

- c) make such amendments to the documents referred to under a) and a) above and take such further actions as may be necessary to give full effect to this Resolution.”

Votes in the room were added to Proxy Votes received and validated prior to the meeting.

Voting Outcome:

- Total votes cast: 132
- Votes in favour: 128
- Votes against: 4
- Abstentions: 0

Result: **Motion carried**

Graham gave a brief summary of the next actions, and recorded thanks to members involved, the working group, and especially to Helen Everest, who has undertaken most of the ‘heavy lifting’ involved to date.

4. Close of Meeting - Closed at 15:10 by Sarah Mitchell, Commodore.



Incorporation Slides
for Special GM 2026 \