

## **NEW BYE-LAWS OF THE NORTH HARRIS TRUST MADE BY RESOLUTION OF THE BOARD OF DIRECTORS ON 17<sup>TH</sup> JUNE 2013**

### **1. Ordinary membership-**

Eligibility conditions;

Subject to Clause 4 of the Company's Articles of Association, Ordinary membership of the Company shall be open to all individuals over 18 years of age who are either:

- a) resident (as hereinafter defined) within the North Harris Estate including the former Seaforth Estate as defined by boundaries shown on the plan attached hereto, or
- b) resident within the Isle of Harris or Lewis and registered with the Crofters Commission as the tenant of a croft within the North Harris Estate including the former Loch Seaforth Estate, or
- c) resident elsewhere and registered with the Crofters Commission as the tenant of a croft within the North Harris Estate including the former Loch Seaforth Estate and actively working that croft.

For the purposes of the above, 'Resident' shall mean

- a) actually residing at the qualifying address for not less than nine months out of every twelve, or
- b) having one's only permanent home at the qualifying address and residing there at all times other than (i) when working away from home for not more than three months at a time or on holiday or (ii) when following a course of full time education, or
- c) having one's only permanent home at the qualifying address but being occupied full time as a member of Her Majesty's armed forces or in the Merchant Navy

## 2. Ordinary Membership

### Termination

a) in addition to the circumstances outlined in clause 7 of the Company's Articles of Association whereunder a membership shall be automatically terminated, a Member shall also cease to be a Member in the event of that Member ceasing to fulfil the eligibility condition for admission to membership at the time of his or her admission. At the discretion of the Board any such former Member may be admitted as an Associate in accordance with Clause 8 of the Company's Articles of Association.

b) The Board may at any time suspend or terminate the membership of any Member deemed to have acted or be acting against the interests of the Company, Any Member or former Member whose membership is suspended or terminated under this bye-law may appeal for reinstatement at the next or subsequent general meeting of the Company and attend and be heard at such meeting for such appeal.

c) The Board of Directors cannot deny an application for membership or cause membership to cease without good cause and explanation. Membership may not be restricted or withheld, and members may not be expelled on the basis of gender, age, ethnic background, disability, caring responsibilities, sexual orientation, religious belief or marital status.

## 3. Directors-

Nomination Procedures Subject to clauses 16 to 20 of the Company's Articles of Association persons willing to serve as Elected Directors of the Company may be nominated by the Ordinary Members resident or having one's only permanent home in or being tenant of a croft in each of the following areas as defined by boundaries shown on the plan attached hereto in the following numbers:-

Until AGM 2007

<u>Area</u>	<u>No. of Directors</u>
Tarbert	4
Urgha to Glen Carrigreich	1
Kyles Scalpay	1
Ardhasaig to head of Loch Meavaig	1
Meavaig to Huishinish	1
Bowglass to Ardvourlie	1
Former Loch Seaforth estate	2

From AGM 2007

<u>Area</u>	<u>No. of Directors</u>
Tarbert	4
Urgha to Glen Carrigreich	1
Kyles Scalpay	1
Ardhasaig to head of Loch Meavaig	1
Meavaig to Huishinish	1
Bowglass, Scaladale and Ardvourlie	1
Rhenigidale, Eilean Anabaich and Maraig	1

From AGM 2013

<u>Area</u>	<u>No. of Directors</u>
Tarbert	4
Urgha to Glen Carrigreich	1
Kyles Scalpay	1
Ardhasaig to head of Loch Meavaig	1
Meavaig to Huishinish	1
Bowglass, Scaladale and Ardvourlie	1
Rhenigidale, Eilean Anabaich and Maraig	1
Scalpay	3

In the event of any such person so nominated not being elected a Director in accordance with the Articles the Ordinary Members of the area concerned may nominate an alternative candidate for election.

It shall be the responsibility of the Board to convene meetings of Ordinary Members (or prospective Ordinary Members in the case of the first election of Directors) from each of the areas as required and to regulate the proceedings at all such meetings.

Notwithstanding the foregoing or the terms of the Company's Articles of Association, the Elected Directors shall only be nominated by the Ordinary Members and only the Ordinary members shall be eligible for nomination as Elected Directors. The Elected Directors shall at all times form the majority of the Board of Directors and no meeting shall be competent unless the majority of the Directors present are Elected.Directors.

4.

Notwithstanding the terms of these Bye-Laws and Clauses 16 to 20 of the Company's Articles of Association, at all times the majority of the Members of the Company shall be Ordinary Members. In addition, no General Meeting of the Company shall proceed until the majority of Members present at such General Meeting are Ordinary Members.