CYNGOR ARTHOG COMMUNITY COUNCIL
MINUTES OF THE COMMUNITY COUNCIL MEETING, EXTRAORDINARY GENERAL MEETING
HELD AT THE FAIRBOURNEVILLAGE HALL ON Friday 10 July 2026

Chairpersons Welcome:
The Chair, Cllr E Puddick, welcomed all present:
Cllr B Thomas
Cllr J Haydock
Cllr C Horton
Cllr R Langford
Cllr J Evans
Cllr I Green
Cllr L Baynes
Cllr A Young
Mrs Stephanie Young – Interim Clerk
Apologies for Absence:
Cllr L Hughes

Extraordinary general meeting purpose:

1. The Chair welcomed all those present and thanked members for attending at short notice.

2. The Chair explained that the purpose of the Extraordinary General Meeting (EGM) was to discuss the resignation of Mr Stuart Eves as a director of Fairbourne Golf Club Ltd, the possibility that the remaining directors may also resign, and to consider proposals to prevent the company from being dissolved or struck off.

Discussion: Fairbourne Golf Club Ltd

3. The Chair advised that Fairbourne Golf Club Ltd, a company limited by guarantee, currently has three directors: Mr Stuart Eves, Mr Leo Mantle, and Mr Peredur Roberts.

4. The Chair explained that, when the company was established, a provision was included within the Articles of Association, which were filed with Companies House. The Articles state that, should the company cease to operate or be dissolved, the company would revert to Arthog Community Council (ACC).

5. Members were informed that if all three directors were to resign without replacement directors being appointed, the company could cease to operate, potentially resulting in its dissolution and the provisions of the Articles being engaged. It was noted that maintaining the company would be in the interests of both the ACC and the wider community by ensuring continuity of governance and management.

6. The Chair explained that he had been approached by Mr S Eves on the evening of 7 July 25. Mr Stuart Eves informed the Chair that he intended to resign as a director of Fairbourne Golf Club Ltd at the end of July and would also resign from the Fairbourne Amenities Trust at its AGM, scheduled for 7 September. Mr Eves further advised that the remaining directors had also expressed their intention to resign from Fairbourne Golf Club Ltd.

8. The Council considered the implications should all three directors resign. It was acknowledged that, due to the covenant attached to the company, ownership of the Golf House and associated assets could revert to the ACC. However, the practical process for this and the legal implications were unclear.

9. It was proposed that the ACC request the two remaining directors to appoint new directors while they remained in office. This would enable the company to continue operating and provide

continuity. Should the existing directors still wish to resign after appointing successors, they would then be free to do so.

10. Members also noted that the ACC had historically been represented on the Board of Directors of Fairbourne Golf Club Ltd, most recently through Cllr Peredur Roberts prior to his recent resignation from the Council.

11. To address the immediate situation, volunteers were sought from within the Council to be considered for appointment by the remaining directors of the board of Fairbourne Golf Club Ltd.

12. Cllr Evans and Cllr Young volunteered for appointment to the Board. The proposal was duly proposed, seconded, and carried unanimously.

Actions Agreed

- Cllr Puddick to contact Mr M Scott to determine whether he holds a copy of the original company constitution.
- Cllr Puddick to obtain Land Registry title documents for the Golf Club to establish precisely what land is owned by the company. The associated costs were approved from ACC funds, proposed by Cllr Evans, seconded by Cllr Thomas, and carried unanimously.
- Following the resignation of Mr Stuart Eves, the remaining directors are to be approached and requested to appoint two new directors. The Council recommends the appointment of Cllr Evans and Cllr Young to help prevent the potential dissolution of the company and to maintain Council representation on the Board. Proposed by Cllr Thomas, seconded by Cllr Green, and carried unanimously.
- Once the appointments have been confirmed, Cllr Young proposed that a meeting of the Board of Directors be convened as soon as possible to establish the company's immediate priorities and ensure continuity of governance.

Discussion: Fairbourne Amenities Trust

13. Cllr Young reported that she had attended the Fairbourne Amenities Trust meeting held on 7 July and had provided a written report to members.

14. It was noted that the Chair of the Amenities Trust, advised that he had only recently obtained access to the Trust's bank accounts following the resignation of the previous Treasurer, in August 2025. Consequently, he had been unable to prepare and present the Trust's accounts. He further advised that the Trust's annual request for financial support from the ACC would be submitted later in July.

15. Cllr Young informed members that during the meeting, the Chair was unclear whether the Trust currently had a Treasurer.

16. Cllr Young advised members that she had subsequently contacted the treasurer directly, who confirmed that although she intends to resign, due to relocating out of the area, she remains in post. She went on to say she had recently received the financial information from the Chair with which she can now complete her treasurers report before formally stepping down.

16. Cllr Young circulated copies of the Fairbourne Amenities Trust financial accounts for the period Nov 2024 – 2025. These accounts were made available by the current Treasurer and had been submitted to the Trusts' accountant in Apr 26 for filling with Companies House.

Actions Agreed

- The Council recognised and recorded its appreciation of the outstanding work undertaken by the current volunteers in maintaining this important community asset.

- The Council agreed that any application for grant funding from the Fairbourne Amenities Trust would not be considered unless full and up-to-date financial accounts were made available to the ACC.
- The Council agreed that it would not become directly involved in the affairs of the Fairbourne Amenities Trust at this stage and expressed the hope that appropriate appointments to the Trust's Board of Trustees would be made at the forthcoming AGM.

Any other Business

15.**Friog School Defibrillator Pads**: The clerk advised the defibrillator guardian Mrs Avril Unsworth had advised the pads were out of date and needed replacing. The equipment was offline until the new pads were sourced.

Actions:

- Clerk to source new pads. Proposed

16.**Playpark**: The chair reported the springer on a piece of playpark equipment needed repairing and was out of action at present.

Actions:

- Chairman to gain quotes for repair and replacement of the roundabout gates.

17.**Council Surgery:** Discussion was held about the benefit of holding regular drop-in sessions for the community to visit and raise issues.

Actions:

Discuss this item at the next meeting.

Date of Next Meeting:

18.Wednesday 2nd September - FAIRBOURNE Village Hall commencing 7.00pm prompt