

# **Pwllheli Mooring & Berth Holders Association (Founded) 2005**

## **RULES OF THE ASSOCIATION AMENDED 2021**

*The amendments to this document have been made in the absence of voting by members. Voting on these rules changes will be made at the next AGM to be held.*

1. Name and Objectives
2. Officers
3. Membership
4. The Committee
5. Meetings of the Association
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### **1. NAME AND OBJECTIVES**

The NAME of the association shall be “Pwllheli Mooring and Berth Holders Association”. (Hereinafter referred to in these rules as “the Association”.)

The OBJECTIVES for which the Association is formed are to:

- a) pro-actively represent the interest of members as mooring holders, ~~and~~ berth holders ~~and persons having an interest in the facilities~~ at Pwllheli harbour area.
- b) maintain contact with other Associations with similar objectives.
- c) to promote such services, facilities and events for members as may from time to time be determined.

### **2. OFFICERS**

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Only full members can hold a position as an Officer and/or Committee member. Affiliated members will not be allowed to hold any position within the Association.

#### **2.1 Officers of the Association**

The officers of the Association shall be members of the Association and shall consist of a Chairman, Vice Chairman, Secretary and Treasurer. Officers shall be elected at the annual general meeting in each year and shall hold office for one year, retiring at the annual general meeting in each year. All officers of the Association shall be eligible for re-election.

## 2.2 Duties of the Secretary

The Secretary shall:

- a) keep a register of Association members' emails, name, boat name and location of boat..
- b) conduct the correspondence of the Association.
- c) keep custody of all Association documents.
- d) keep or cause to be kept, full notes of all meetings of the Association, the Committee and any sub committees.

## 2.3 Duties of the Treasurer

The Treasurer shall:

- a) cause such books of account to be kept as are necessary to give a true and fair view of the state of the finances of the Association.
- b) prepare an annual balance sheet to be circulated to the members at least twenty eight days before the date of the annual general meeting.

## 3. MEMBERSHIP

A person with a berth in the marina or harbour is given a complimentary membership to PMBHA included within the annual berthing contract. If such person wishes to receive direct emails, information on how to do this can be found in our Data Protection Policy section [Here](#). If a person has an interest in the marina/harbour but not a berth, that person can still become ~~a~~ an Affiliated member of PMBHA by requesting membership via email to Email@pmbha.co.uk. There is no cost for this type of membership. The class of Affilaite membership does not carry any voting rights. is £5 per annum.— Alternatively, enquiries may be made with Committee Member Bohdan Borzykowski: 07540 061786.

There shall be one category of membership with power to vote at all meetings of the Association as indicated. Associate membership does not carry voting rights. By being a member, a member shall accept the Rules of the Association.

### 3.1 A member

A member is defined as a person/s being licensee/s of a berth or mooring at Pwllheli marina/mooring area. An Associate member is defined as Or, a person having an active

interest in sailing or motor cruising from Pwllheli marina/mooring area or with an interest in Pwllheli marina and harbour. All classes of memberships are is subject to approval by the Committee. Each individual member over the age of 18 shall be entitled to one vote when matters are passed to the Membership for a vote.

### **3.2 Membership Subscription Fee**

The membership subscription fee since for 2016 has been absorbed by Gwynedd Council into the berthing contract costs per boat. This arrangement will be reviewed on an annual basis by both Gwynedd Council and the Association and agreement sought from the members at the AGM for the subsequent year. Any proposed changes shall be approved by a majority of those present and entitled to vote and shall become operative on 1st January each year.

However, any person who has an interest in Pwllheli marina/harbour and does not own a boat may request a an Associate membership application form via email to

**[EMAIL@PMBHA.CO.UK](mailto:EMAIL@PMBHA.CO.UK)**

### **3.3 Members are invited to provide up to date email addresses, name, boat name and location of boat (Note: changes due to General Data Protection Regulations 2018).**

Preferably at least one email address is required for communication purposes. This address together with any others provided will be recorded in the register Association's Database of emails. The Association does not wish to record email addresses for members under the age of 18 and these shall not therefore be provided. Any notice e-mailed to such email accounts shall be deemed to have been duly delivered. Business will be conducted by e-mail and the website whenever possible and any member who has not provided an email address shall need to remain up to date via the website. Postal communication via the Marinaer/Harbour office may be used for other than the notice of AGM. See the PMBHA Data Protection Policy [Here](#)

### **3.4 Expulsion of Membership**

Any conduct, which, in the opinion of the Committee, is either unworthy of a membership or otherwise injurious to the interests of the Association, shall render that member liable to expulsion by the committee.

**3.5 PROVIDED THAT**, before expelling a member, the Committee shall call upon such member for a written explanation of the member's conduct and shall give the member full opportunity of making explanation to the Committee, or of resigning.

**3.5.1** A resolution to expel a member shall be carried by a simple majority vote by those members of the Committee present and voting on the resolution.

### **3.6 Data Protection Action**

Membership of the Association and acceptance of these rules by the member will be deemed to constitute consent to the holding of relevant personal data for the purposes of the Data Protection Act 1984.

## **4. THE COMMITTEE**

Only full members can hold a position as an Officer and/or Committee member. Associate members will not be allowed to hold any position within the Association.

### **4.1 Constitution and Procedures**

#### **4.1.1 Constitution of the Committee**

The Committee shall consist of the officers, ex officio, and not more than eight persons of the Association elected at the annual general meeting each year to hold office until the next annual general meeting.

#### **4.1.2 Candidates for Election to the Committee**

Candidates for election to the Committee (not being officers of the Association) shall be those members of the retiring Committee eligible to offer themselves for re-election and such other members whose nominations (duly proposed and seconded in writing by members of the Association) with their consent shall have been received by the Secretary at least twenty eight days before the date of the annual general meeting in each year.

#### **4.1.3 Election of Committee by Ballot**

If the number of candidates for election is greater than the number of vacancies to be filled then there shall be a selection by show of hands of those present at AGM.

#### **4.1.4 No Contest for Election**

If the number of candidates for election is equal or less than the number of vacancies to be filled then all candidates shall be deemed to be elected if two thirds of those present at the annual general meeting, and entitled to vote, vote in favour of such election.

#### **4.1.5 Equality of Votes**

In the event of the failing to determine the members of the Committee because of an equality of votes the candidate or candidates to be elected from those having an equal number of votes shall be determined by lot.

#### **4.1.6 Casual Vacancy**

If, for any reason, a casual vacancy shall occur, the Committee may co-opt a member to fill such vacancy until the next following annual general meeting.

#### **4.1.7 Retiring Chairman Ex Officio**

A retiring Chairman may serve as an ex officio member of the Committee in the year immediately following his retirement.

#### **4.1.8 Committee Meetings**

The committee shall try to meet at least every three months making such arrangement as to the conduct, place of assembly and holding of such meetings as it may wish. The chairman or, in his absence, a chairman elected by those present shall preside.

#### **4.1.9 Voting at Committee**

Voting (except in the case of a resolution relating to the expulsion of a member) shall be by show of hands. In the case of equality of votes the Chairman shall have a second and casting vote.

#### **4.1.10 Quorum**

Three members personally present shall form a quorum at a meeting of the committee.

### **4.2 Powers of The Committee**

#### **4.2.1 Management of Association by Committee**

The Committee shall manage the affairs of the Association according to the rules and shall cause the funds of the Association to be applied solely to the objects of the Association or for a benevolent or charitable purpose nominated by general meeting.

#### **4.2.2 Appointment of Sub-Committees**

The Committee may appoint such sub-committees as it may deem necessary and may delegate such of its powers as it may think fit upon such terms and conditions as shall be deemed expedient and/or required by the law. Such sub-committees shall consist of such members of the Committee or of the Association as the Committee thinks fit. Officers of the Association shall be ex officio members of all such sub-committees.

#### **4.2.3 Limitation of Members' Liability**

The Committee or any person or sub-committee delegated by the Committee to act as agent for the Association or its members shall enter into contracts only so far as expressly authorised, or authorised by implication, by the members. No one shall, without the express authority of the members in general meeting, pledge the credit of the members.

#### **4.2.4 Members' Indemnification of Committee**

In pursuance of the authority vested in the Committee by members of the Association, members of the Committee are entitled to be indemnified by the members of the Association against any liabilities properly incurred by them or any one of them on behalf of the Association wherever the contract is of a duly authorised nature or could be assumed to be of a duly authorised nature and entered into on behalf of the Association. The limit of an individual member's indemnity in this respect shall be a sum equal to £5 if and/or unless the Committee has been authorised to exceed such limit by a general meeting of the Association.

## **5. MEETINGS OF THE ASSOCIATION**

### **5.1 Annual General Meeting**

An annual general meeting of the Association shall be held each year around Easter on a date to be fixed by the Committee and shall in no case be earlier than 15 March. The Secretary shall, at least forty two days before the date of such meeting or of any general meeting as hereinafter mentioned, e-mail, post or deliver to each member notice thereof and of the business to be brought forward thereat.

### **5.2 Business at Annual General Meeting**

No business, except the passing of the accounts, election of the officers, Committee, membership issues and any business that the Committee may order to be inserted in the notice convening the meeting shall be discussed at such meeting unless notice thereof be given in writing by members entitled to vote to the Secretary at least twenty eight days before the date of the annual general meeting.

### **5.3 Special General Meeting**

The Committee may at any time, upon giving twenty-one days notice in writing, call a general meeting of the Association for any special business, the nature of which shall be stated in the summons convening the meeting, and the discussion at such meeting shall be confined to the business stated in the notice sent to members.

### **5.4 Special General Meeting upon Request of Members**

The Committee shall call a special general meeting upon written request addressed to the Secretary by at least ten members. Such request shall include an explanation of the nature of the business to be discussed for the Committee to utilise in the notice calling the meeting. The discussion at such meeting shall be confined to the business stated in the notice sent to members.

### **5.5 Chairman at Meetings**

At every meeting of the Association the Chairman or, in his absence, a Chairman elected by those present shall preside.

### **5.6 Quorum**

Ten members entitled to vote shall form a quorum at any general meeting of the Association.

### **5.7 Entitlement to Vote at Meetings**

Any member over the age of 18 is entitled to vote at any meeting of the Association.

### **5.8 Voting at Meetings**

Voting, except when necessary to do otherwise, shall be by show of hands.

### **5.9 Equality of Votes**

In the case of an equality of votes the Chairman shall have a second or casting vote on any matter other than the election of members of the Committee.

### **5.10 Voting on Rule Changes**

On any resolution properly put to a meeting of the Association relating to the creation, repeal or amendment of any rule of the Association such rule shall not be created, repealed or amended except by a majority not of at least two thirds of those present.

## **6. DISSOLUTION OF THE ASSOCIATION**

If, upon the winding up or dissolution of the Association, there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed amongst the members of the association but shall be given or transferred to some other institution or institutions having objectives similar to the objectives of the Association, such institution or institutions to be determined by the members of the Association by resolution passed at a general meeting at or before the time of the dissolution and is and so far as, effect cannot be given to such provision then to the Royal National Lifeboat Institution.

----- **End** -----