

ANGLING CYMRU RULES OF SUBSCRIBER MEMBERSHIP

These rules (the “**Rules**”) are established by the board of Directors of Angling Cymru (“**Angling Cymru**”) pursuant to the articles of association of the Federation of Welsh Anglers, trading as Angling Cymru (“**Articles**”).

In the event of conflict between these Rules and the Articles, the Articles will take precedence.

The categories of Subscriber Membership are as set out in Schedule A hereto, which may be varied or added to at any time by Angling Cymru at any time.

1. DEFINITIONS

Subscriber Member means a person who, in accordance with the Articles, is a subscriber member of Angling Cymru and enjoys the membership rights of the category of membership to which they have subscribed. For the avoidance of doubt, a Subscriber Member is not a “Member” (as defined in the Articles) or for the purposes of applicable company law.

Subscriber Member Meeting means a meeting of the Subscriber Members, called and held in accordance with these Rules.

2. SUBSCRIBER MEMBERSHIP – GENERAL PROVISIONS

2.1 Any entrance fee and/or subscription rates for all classes of Subscriber Member will be set annually by the directors of Angling Cymru and shall be effective from 1st January in the year following.

2.2 Applications to be a Subscriber Member shall be submitted to, and be accepted by Angling Cymru subject to the terms of these Rules. As set out in the Articles, the Directors of Angling Cymru reserve the right to refuse any application deemed to conflict with the objectives of Angling Cymru or which is otherwise unacceptable in accordance with such Articles.

2.3 The membership of a Subscriber Member shall be effective from the date of payment of subscription in the first year. Renewal of membership will become due on the 1st January in subsequent years.

3. TERMINATION OF SUBSCRIBER MEMBERSHIP

If the membership of a Subscriber Member is terminated for whatever reason, all rights and privileges of membership will cease, but the Subscriber Member will remain liable for subscription, dues or debts to Angling Cymru which became payable or were incurred before the date of termination.

4. SUBSCRIBER MEMBER MEETINGS

4.1 Subscriber Member Meetings will be held at least once in each calendar year and no more than 15 months shall elapse between meetings. Further Subscriber Member Meetings may be called at any time by the Directors of the Angling Cymru or by a request to the Angling Cymru from at least 100 Subscriber Members. In the event that a Subscriber Member Meeting is called in response to such a request from Subscriber Members it must be called by the directors of Angling Cymru within 40 days of the request being received.

4.2 The Directors of Angling Cymru shall ensure that at least 21 days' notice is given to all those entitled to attend a Subscriber Member Meeting by email, web site posting, media announcements or in writing, at the discretion of the Directors of Angling Cymru. The notice must specify the date, time and arrangements for the meeting and the general nature of the business to be transacted.

4.3 No business shall be transacted at any Subscriber Member Meeting unless a quorum is present at the commencement of the business. The quorum shall consist of Subscriber Members, or their duly authorised representatives (present in person or by authorized proxy) that exceed 250 votes in total. In the event there is no quorum 30 minutes after the start of the meeting the Subscriber Member Meeting will be postponed for 28 days.

4.4 Individual members will have one vote on each resolution at a Subscriber Member Meeting. Club members will have ten votes on each resolution at a Subscriber Member Meeting.

4.5 The Chair of Angling Cymru, or failing his presence, the Vice- Chair, or failing his presence any director of Angling Cymru, who shall be appointed for this purpose by the Angling Cymru Directors, shall preside as Chair of a Subscriber Member Meeting.

4.6 At each Subscriber Member Meeting, each Subscriber Member shall have votes allocated according to paragraph 4.4. above. At the point of registration each Subscriber Member or their representative will be advised of the number of votes they can cast. Each and every resolution shall be determined by the total number of votes cast by Subscriber Members. The Chair will appoint an official counter to count and record the votes.

4.7 All matters shall be decided on a majority vote unless determined otherwise by Angling Cymru, or as set out in these Rules.

4.8 In the case of an equality of votes the Chair of the meeting at which the equality vote occurs shall be entitled to a second or casting vote.

5. NOMINATION OF ANGLING CYMRU DIRECTORS

5.1 At the annual Subscriber Member Meeting of each year, the nomination of nominated directors to the board of Angling Cymru (the “Nominated Directors”) shall be tabled for consideration (if there are vacancies or there are to be vacancies for Nominated Directors on the board of Angling Cymru subject to the terms of the Articles).

5.2 Nominations for Nominated Directors must:

5.2.1 be received by Angling Cymru as specified by the deadline in the Notice advertising for Expressions of interest in becoming a Nominated Director, which will be advertised by Angling Cymru.

5.2.2 include a curriculum vitae of the relevant person for circulation with the notice of the meeting and a signed declaration that he or she is willing to stand; and

5.2.3 be an individual person who is a paid-up individual Subscriber Member of Angling Cymru.

5.2.4 be nominated by another individual person who is a paid up individual Subscriber Member of Angling Cymru .

5.3 All nominations for Nominated Directors will be put before the Subscriber Member Meeting for consideration. The number of Nominated Directors that the Subscriber Members may appoint in accordance with the articles of association of Angling Cymru will be stated at the start of the meeting (the “Nominated Director Allocation”) and all Subscriber Members shall vote as set out in paragraph 4.6 above. The candidate with the most votes will be elected as a Nominated Director. The candidate with the second largest number of votes shall also be elected as a Nominated Director (and so on until the Nominated Director Allocation is filled). If there is an equality of votes between candidates or if there are any other matters which require a decision or determination to be made in relation to the Nominated Directors which are not set out in these Rules, then the Chair of Angling Cymru shall make such decision or determination, acting reasonably and in good faith.

5.4 Any person so elected shall assume office as a Nominated Director in accordance with and subject to the terms of the Articles.

6. MEMBERSHIP CATEGORIES

- Individual (junior, youth, adult,)
- Club

Note: the categories of membership and the terms attaching to each of those categories are subject to change at any time at the discretion of Angling Cymru.