

THE SEA LEGS 2 ASSOCIATION

1. NAME

The name of the Association is “The Sea Legs 2 Association”. (Hereafter referred to as “The Association”).

2. AIM.

- a. The primary aim of the Association is to provide facilities for recreational sailing for persons with disabilities thus bringing such persons into closer association with able bodied people in order that their conditions of life may be improved.
- b. The Association may also provide recreational facilities for young persons to introduce them to sailing.
- c. Both aims will be conducted under the umbrella of the Tall Ships (Wales) Trust, as agreed in the Memorandum of Understanding between the Association and Tall Ships (Wales) Trust dated 19 November 2020.

3. ADMINISTRATION.

Subject to the matters laid out below the Association and its property will be administered and managed in accordance with this constitution by the members of the Executive Committee constituted by clause 7 of this constitution. (“The executive Committee”).

4. POWERS.

In furtherance of the Aims but not otherwise the Executive Committee may exercise the following powers:

- i). Power to raise funds and to invite and receive contributions provided that in raising funds the Executive Committee shall not undertake any substantial trading activities and shall conform to any relevant requirements of the law.
- ii). Power to buy, take on lease or in exchange any property necessary for the achievement of the aims and to maintain and equip it for use.
- iii). Power to co-operate with any Charity, voluntary bodies and statutory authorities operating in furtherance of the aims and to exchange information and advice with them.
- iv). Power to do all such other lawful things which are necessary for the achievement of the aims.

5. MEMBERSHIP

Membership of the Association shall be open to any person over the age of 18 years interested in furthering the aims.

- i) Every member shall have one vote.
- ii) The Executive Committee may unanimously and for good reason terminate the membership of any individual, provided that the individual concerned shall have the right to be heard by the Executive Committee before a final decision is made.

6. HONORARY OFFICERS.

At the Annual General Meeting the Association members shall elect from within themselves a Chairman, Secretary and Treasurer, who shall hold office from the conclusion of that meeting.

7 EXECUTIVE COMMITTEE.

- a. The Executive Committee will consist of not less than 5 nor more than 8 members, being:
 - i). The honorary officers specified in Clause 6.
 - ii). Not less than 2 nor more than 5 members elected at the Annual General Meeting who shall hold office from the conclusion of that meeting.
- b. All members of the executive committee shall retire from office together at the end of the AGM next after they came into office, but may be re-elected or re-appointed.
- c. Nobody shall be appointed as a member of the Executive Committee who is aged under 18 years, or who would be disqualified under the provisions of Clause 8.

8. DETERMINATION OF MEMBERSHIP OF THE EXECUTIVE COMMITTEE.

A member of the executive committee shall cease to hold office if he or she;

- i). Becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs.
- ii). Notifies to the committee a wish to resign.

9. ANNUAL GENERAL MEETING.

- a. The Executive Committee will hold an Annual General Meeting in the month of May each year, or as soon as practicable thereafter.
- b. The Secretary shall give at least 21 days' notice of the AGM to all Association members.
- c. All Association members shall be entitled to attend and vote at the meeting.
- d. The Executive Committee shall present to the meeting the report of proceedings and the Accounts of the Association for the preceding year.
- e. Nominations for election to the Executive Committee must be made in writing and be with the Secretary at least 14 days before the AGM. Should nominations exceed vacancies, election shall be by ballot.

10. SPECIAL GENERAL MEETINGS

The Executive Committee may call an SGM at any time. If at least 5 members request such a meeting in writing stating the business to be discussed the secretary shall call such a meeting giving at least 21 days' notice.

11. PROCEDURE AT GENERAL MEETINGS.

- a. The Secretary (or other person specially appointed) shall keep a full record of proceedings at every general meeting.
- b. There shall be a quorum when at least 5 members of the association are present, two of which must be honorary officers. Members may attend meetings "virtually" through the media of Skype, Face time or other recognised internet based programme as agreed with the executive committee in advance of the meeting.

12. VOLUNTARY WINDING UP OR DISSOLUTION.

- a. The Association may be dissolved by resolution of its members. Any decision by the members to wind up or dissolve the Association can only be made at a general meeting of the members of the Association called in accordance with clause 9 (Annual General Meeting) OR clause 10 (Special General Meeting) of which not less than 14 days notice has been given to those eligible to attend and vote.
 - i. By a resolution passed by a 75% majority of those voting, or
 - ii. By a resolution agreed in writing by all members of the Association.

- b. Subject to the payment of all the Association's debts:
 - i. Any resolution for the winding up of the Association, or for the dissolution of the Association without winding up, must contain a provision directing how any remaining assets of the Association shall be applied.
 - ii. In either case the remaining assets must be applied for charitable purposes the same as or similar to those of the Association.

This constitution adopted on: 18 June 2024.....

Signed John L Hancock

Name JOHN L HANCOCK Chairman

Signed D.M. Pickering

Name D.M. PICKERING Secretary