

Appendix 1.

ARTICLES OF ASSOCIATION FOR THE “TREWENT PARK HOLIDAY HOME OWNERS ASSOCIATION.

DRAFT, March 2021

1. NAME

The Association will be known as the Trewent Park Holiday Homes Owners Association.

2. OBJECTS

To promote and safeguard the interests of members, namely: -

- To work with Freshwater East Park (Management) Limited to ensure the requirements and rights laid down in the Lease are maintained.
- To represent members' interests and views where applicable to Freshwater East Park (Management) Limited and to negotiate where agreed with the aforementioned Company.

3. MEMBERSHIP

- Membership will be open to any person or persons who own a Holiday Home situated at Trewent Park except as detailed below. Membership will commence on payment of the membership subscription.
- Cessation of Membership.

Membership will cease for any of the following reasons: -

- Sale of the Holiday Home so that the member has no property interest at Trewent Park.
- Failure to pay the membership subscription on or before the date of the Annual General Meeting ~~held in Easter~~ in any membership year.
- Conduct by a member which brings the Association into disrepute as determined by a vote by the majority of those members at a General Meeting at which such conduct is considered as set out in 9 (i) below.
- Exclusion from Admission to Membership

Irrespective of a person's ability to meet the terms of 3 above, no person will be admitted to membership who:

- is a director, shareholder or employee of Freshwater East (Management) Limited or any organisation that takes on the Trewent Park site management role of Freshwater East (Management) Limited.
- is a first, second or third generation relative by blood or marriage of any director, shareholder or employee of Freshwater East (Management) Limited or any organisation that takes on the Trewent Park site management role of Freshwater East (Management) Limited.
- derives more than 10% of his / her income or is a director or, shareholder of any organisation which derives more than 10% of its income from a business relationship with Freshwater East (Management) Limited or any organisation that takes on the Trewent Park site management role of Freshwater East (Management) Limited.

4. ASSOCIATION STRUCTURE

- Elected Officials

The elected officials of the Association will be the Chairman, Secretary and Treasurer. These posts will come up for re-election every two years at the relevant Annual General Meeting.

- Executive Committee

An Executive Committee, which includes the three elected officials, and not less than one member and not exceeding five members will be formed at the Annual General Meeting. Membership of the Executive Committee will not be by election, unless the number of members put forward exceeds the maximum figure of five. Members may be co-opted to the Executive Committee at any general meeting provided there are vacancies.

- Management
 - The Chairman or a deputy/delegate appointed by the Executive Committee
 - will chair all decision-making meetings of the Association and will represent the views and aims of the Association in any negotiations with Freshwater East Park (Management) Limited and/or any other involved parties.
 - The Secretary will be responsible for the day to day running of the Association, including provision of Minutes, recruitment, collection of membership subscriptions, booking of venues for meetings and general correspondence.
 - The Treasurer will be responsible for the financial requirements of the Association and will keep the bank statements, books and cheque books, and also provide at each Association meeting an up to date account of the Association's financial position.
 - The Executive Committee will be provided with copies of any correspondence which the Secretary or Chairman may issue in the course of their duties. They will be responsible in putting forward names for election to the Association's official positions. It is hoped that most nominations will be Executive Committee Members, but this is not a requirement.

5. GENERAL MEETINGS

- The Association will hold ~~two or more~~ **at least one** meeting each year.
- The ~~first Annual General Meeting~~ and will be held during the ~~Easter break~~ **Spring on a date to be agreed at the previous AGM.**
- ~~The second meeting will be held at the end of the season, usually in October.~~
- **In the event it is not possible to arrange a physical meeting of the Association the Chairman may, at their discretion, call a "virtual" general meeting using electronic communication platforms**
- At each meeting the Chairman and Secretary will present a report outlining their work since the previous meeting. The Treasurer will also present to the meeting an up to date assessment of the Association's financial position.
- Only paid-up members may attend and vote at these meetings. However, provided it is agreed before the meeting a paid-up member may appoint a proxy to vote for them.
- In the case of joint owners or members who own more than one property at Trewent Park only one vote will be allowed at Association meetings.
- Members have the right to raise any relevant point at the meeting. The Association will, however, only agree to take up any problem with Freshwater East Park (Management) Limited, on behalf of a member, provided that member has already referred the problem to the Management Company.
- Any General Meeting with less than ten paid-up members present can discuss proposals, but no decisions affecting the Association can be made.

6. EXTRAORDINARY GENERAL MEETING

An Extraordinary General Meeting may be called, either by a majority vote by the Executive Committee or by written request supported by at least ten paid-up members. The Secretary will be required to post notice to members of the Extraordinary General Meeting within two weeks of receiving written notice, giving a minimum of two weeks notice of the meeting. As an alternative to an Extraordinary General Meeting the Secretary may be requested to carry out a postal ballot of members, within the same time scale.

7. FINANCIAL ASPECTS

- The membership subscription is set at £10.00 (with effect from 1.1.93) and cannot be changed except at an Annual General Meeting by a majority of the members present.
- The subscription will be paid into a Bank/Building Society account bearing the Association's name.
- The Association's Financial Year is from 1st January to 31st December.
- The payment of the subscription covers the period from 1st January to 31st December, unless the member is new to the Association, when the subscription covers the period up to the following 31st December.
- No refund of subscription will be granted to members leaving the Association.
- The membership subscription of £10.00 will cover an individual owner of more than one Holiday Home without limit.
- For a withdrawal of Association funds the signatures of any two of the three elected officials must appear on the withdrawal form.
- Any withdrawal or withdrawals exceeding £250.00 in total during a Financial Year to any individual, partnership or company must first be agreed by the Executive Committee. This figure can periodically be increased by agreement of the majority at an Annual General Meeting.
- No loan agreement or overdraft facility can be obtained on behalf of the Association without first obtaining agreement at an Annual General Meeting.

8. LEGAL REPRESENTATION

- No legal action or representation may be taken on behalf of the Association without first obtaining the agreement of the majority of paid-up members by postal and / or email ballot or alternatively by a majority of members in attendance at a General Meeting subject to a minimum attendance at such General Meeting of 20 paid up members.
- In the event that a majority of the Executive Committee consider that there is a requirement for, and a majority have voted to take, emergency legal action, such action may be commenced subject to no more than £1,000 being incurred in legal costs until the approval of the membership is obtained as per the previous paragraph.

9. DISCIPLINE

- Any member who brings the Association into disrepute can be removed from the Association by a majority of members at the next general meeting.
- The Association will not become involved in or funding any individual member's legal action against Freshwater East Park(Management) Limited unless it first be agreed at a General Meeting that it would be beneficial for the Association to do so.

10. ALTERATION TO RULES

- Any alteration to these Articles of Association shall require a Resolution passed by two-thirds of voting paid-up members at an Annual General Meeting. Notice of the proposed change must be given in writing by the Secretary to all members at least two weeks before an Annual General Meeting.

11. TERMINATION OF THE ASSOCIATION

- The Association may be terminated and its affairs wound up, if required, by a vote of at least two-thirds of the paid-up members. Notice of proposed termination and voting would be by postal **and electronic mailing where appropriate**.
- If termination were agreed then the balance of the Association funds, after all liabilities had been met, would be paid into a mutually acceptable charity