

## **CONSTITUTION of the COMMERCIAL NARROW BOAT OPERATORS ASSOCIATION**

1. The name of the Association shall be "THE COMMERCIAL BOAT OPERATORS ASSOCIATION".
2. The AIMS of the Association are:  
The furtherance and development of freight traffic on the Inland Waterway system of this country including those waterways now regarded as "non-commercial" or "remainder" but which have been used for commercial traffic in former times.

IN PURSUANCE of the above AIMS the Association shall have the following OBJECTIVES:

- a) the creation of a Trade Association which will negotiate with the appropriate authorities, national and local, on behalf of its members.
  - b) the maintenance of an up-to-date register of suitable craft available for carrying purposes, together with current ownership and status.
  - c) the publicising of the Inland Waterways carrying trade and its future development and expansion.
  - d) the raising and enhancing of the public perception of the Inland Waterways carrying trade.
  - e) the development of modern cargo handling, wharfage and warehousing equipment within the context of the current perception of the Inland Waterways as a whole.
  - f) the education and training of personnel for such freight operations.
  - g) any further objectives as the Association, in general meeting, shall from time to time determine.
3. IN FURTHER PURSUANCE of these AIMS and OBJECTIVES, the Association shall have power to do the following:
    - a) own, acquire, lease, sell or otherwise acquire and dispose of property, real and personal, and equipment.
    - b) print, publish and distribute materials of all sorts, which shall include films, tapes and videos which further the above Aims and Objectives.
    - c) employ and supply direct or sub-contract labour for any purpose which furthers the above Aims and Objectives.
  4. The Association shall not be empowered to do any of the above activities which would adversely affect the businesses of its Trade Members.
  - 5.1. There shall be TWO classes of membership as follows:
    - a) an organisation, firm, company, sole trader or private individual operating carrying vessels, cargo handling equipment or wharfage or any other commercial activity related to the commercial carriage of goods shall be eligible for TRADE MEMBERSHIP on an equal or corporate basis.
    - b) any other organisation or private individual who agrees with the Association's Aims and Objectives shall be eligible for ASSOCIATE MEMBERSHIP.
  - 5.2. Any such organisation, firm, company or sole trader, as above, shall appoint ONE person to vote at meetings on its behalf and no more.

- 5.3. The Association's Committee shall have the right to refuse membership to any organisation, firm, company, sole trader or person whom a majority of that committee shall decide is unfit to be a member.
- 5.4. A member whose conduct is held by a majority of the Association's committee to be contrary to the interests of the Association may be expelled from the Association and refused re-admission.
6. The Association's affairs shall be managed by a Committee which shall be of a maximum of TWELVE members and a minimum of EIGHT members. Of these at least SIX shall be elected from among the TRADE MEMBERS, each person elected representing a TRADE member in accordance with clause 5.2 above. At a Committee meeting FIVE shall form a quorum, of which a minimum of THREE shall be TRADE MEMBERS. The members of the Committee shall be joint trustees of any real or personal property owned by the Association, but only for such time as they remain members of such a Committee. In the event of the Association ceasing to exist, the Committee last authorised to act shall distribute the assets of the Association among its members in the ratio of 8:12 for Trade Members, and 4:12 for Associate members.
7. Election to the Committee shall be at an Annual General Meeting. In the event of vacancies occurring between such meetings, the Committee may co-opt a member of appropriate classification to fill such a vacancy, for the period up to the next Annual General Meeting, at which the co-opted member shall be subject to election to the Committee.
8. The Committee shall elect from among itself a Chairman, Vice-Chairman, Secretary and Treasurer of which the Chairman and Vice-Chairman shall be Trade Members. Election shall be at the next Committee meeting following the Annual General Meeting or at any other Committee meeting should a vacancy arise.
9. Committee members shall hold office for FOUR years. The timing of election of members to the Committee shall be so managed to ensure that a majority of committee members do not retire at any one Annual General Meeting. To achieve this, exceptionally some members may be elected to hold office for LESS than FOUR years.
10. Each Committee meeting shall comply with the following:
  - a) it is to be presided over by the Chairman or Vice-Chairman of the Association, who shall have the casting vote.
  - b) an agenda shall be published at least seven days before each meeting.
  - c) minutes shall be kept and circulated at least seven days before each meeting.
  - d) if a Committee member shall fail to attend three times in succession without sending apologies for absence, such place shall become vacant.
  - e) it is to meet in full session at least FOUR times in each calendar year.
  - f) in the absences of the Chairman and Vice-Chairman the Committee shall appoint a deputy.
11. The Committee shall have the following powers:

- a) it shall act as Trustee for the Association in further pursuance of article 6 above.
  - b) to negotiate on behalf of the Association.
  - c) to form ad hoc sub-committees for specific tasks and purposes.
  - d) to appoint officers to act on the Committee's behalf.
  - e) to designate specific tasks for Committee members.
  - f) to co-opt members of any classification and non-members as expert advisors onto any ad hoc sub-committee.
  - g) to pay legitimate travelling and out of pocket expenses incurred by members in furtherance of the Association's business.
  - h) to employ and supply persons on a full or part-time basis, or on the basis of sub-contractors, in furtherance of any part of the Association's business.
  - i) to appoint Regional Representatives who represent CBOA in their region or locality, and who shall report to the Committee from time to time matters of significance from their region or locality; such Regional Representatives shall receive all Committee papers, and may attend Committee meetings by choice (giving due notice) or by invitation of the chairman.
12. An Annual General Meeting shall be held within one calendar year from the adoption of this Constitution and thereafter annually. The following rules shall apply to all such meetings:
- a) each Annual General Meeting shall be called by the Association's Secretary who shall publish notice thereof at least one calendar month in advance.
  - b) the Agenda for such meeting shall be published at the same time along with minutes of the previous Annual General Meeting. The Agenda shall contain the following business:
    - I. Chairman's Annual Report
    - II. Treasurer's Annual Report
    - III. election of Committee members to fill vacancies
    - IV. any other business.
13. Proposals for any alteration to this Constitution may only be considered at an Annual or Special General Meeting of the Association. Such proposals must be in writing and received by the Association's Secretary TWENTY ONE DAYS prior to such a meeting.
14. An Extraordinary General Meeting may be called by a resolution of a minimum of TEN members, of which at least FIVE must be Trade Members. Such a resolution must be received in writing by the Association's Secretary, who shall publish notice thereof at least one calendar month in advance of such a meeting.
15. Until an Annual General Meeting of the Association shall determine otherwise subscriptions to the Association shall be as follows:
- a) Trade members. Narrow boat/narrow canal operators £60; barge operators (max 5 craft), work boats, consultants, yards: £175; barge operators (6 or more craft): £400 per organisation, firm, company or sole trader per annum.
  - b) Associate Members. £20 per organisation or private individual per annum.
16. A President and up to three Vice Presidents may be elected by the Annual General Meeting, from one or more candidate(s) recommended by the Committee, who shall also recommend the term(s) of appointment.

Dated the Fourth day of July 1992.  
Amended 22<sup>nd</sup> October 2011  
Amended 26<sup>th</sup> April 2018