

SCHEDULE 1

Article 7

DECLARATION TO BE MADE BY TRUSTEES

**GII Gloucester Harbour Trustees**

I, .....  
of, .....

do solemnly declare

- (1) that I will faithfully and impartially, according to the best of my skill and judgement, execute all the powers and authorities vested in me as a member of the Gloucester Harbour Trustees by virtue of the Gloucester Harbour Orders 1889 to 2002;
- (2) that I undertake to be guided in the performance of my functions as one of the Trustees by the guidance for the time being issued by the Trustees concerning their conduct and in particular that:
  - (a) I will disclose to the clerk details of every financial or other interest such as is mentioned in paragraph 13 of Schedule 2 to the Gloucester Harbour Revision (Constitution) Order 2002;
  - (b) I will notify the clerk of any alteration in those interests, and of any new interest, such as is mentioned in paragraph 13 of Schedule 2 to the Gloucester Harbour Revision (Constitution) Order 2002, which I may acquire.

SIGNED .....

DATED .....

SCHEDULE 2

Article 10

INCIDENTAL PROVISIONS APPLYING TO THE TRUSTEES

*Appointment of vice-chairman of Trustees*

1. There shall be a vice-chairman of the Trustees who shall be appointed by the Trustees from amongst those trustees who are appointed under article 3(1)(b) or 6 above.
2. The first vice-chairman holding office after the new constitution date shall be appointed as soon as practicable after that date and, subject to paragraph 4 below, shall, unless he resigns his office as vice-chairman or ceases to be a trustee, continue in office as vice-chairman for a period of one year from the date of his appointment as vice-chairman.
3. Subject to paragraph 4 below, every vice-chairman subsequently appointed under paragraph 1 above shall, unless he resigns his office as vice-chairman or ceases to be a trustee, hold office for a period of one year.
4. If the Trustees are satisfied that the vice-chairman should cease to hold office as such, they may terminate his office as such and appoint another trustee to be the vice-chairman during the remainder of the term for which the former vice-chairman was appointed.
- 5.—(1) On a casual vacancy arising in the office of vice-chairman of the Trustees, the vacancy shall be filled by the Trustees from amongst those trustees who are appointed under article 3(1)(b) or 6 above at a meeting held as soon as practicable after the vacancy occurs.

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(2) A trustee appointed under this paragraph to fill a casual vacancy in the office of vice-chairman shall, unless he resigns that office or ceases to be a trustee, hold that office during the remainder of the term for which the vice-chairman whom he replaces was appointed.

#### *Meetings of the Trustees*

6.—(1) The first meeting of the Trustees after the new constitution date shall be convened as soon as practicable by the clerk for such a date as he may fix; and he shall make arrangements for notice of that meeting to be sent by post to each of the trustees.

(2) The Trustees shall meet at least four times in every year.

(3) A resolution circulated to all trustees and approved by six or more of them in writing, shall take effect as if approved at a meeting of the Trustees, but must then be reported to and included in the minutes of the next meeting of the Trustees.

(4) The Trustees shall cause minutes to be made—

(a) of the names of trustees present at a meeting of the Trustees or of a committee of the Trustees;

(b) of all proceedings or resolutions at such meetings.

(5) Until the contrary is proved, a meeting for which minutes have been made or signed shall be deemed to have been duly convened and, if it was a meeting of a committee, that committee shall be deemed to have had the power to deal with the subject of the minutes.

#### *Vacation of office by Trustees*

7. A trustee (other than the principal operational officer) may resign his office at any time by notice in writing given to the clerk.

#### *Reappointment of Trustees*

8.—(1) Subject to the provisions of this Schedule, a vacating trustee shall be eligible for reappointment as a trustee unless he has been disqualified from office under article 8 above.

(2) A vacating appointed trustee shall not be eligible for reappointment as a trustee where, immediately before the date in question, he has held office for three consecutive terms unless he is the chairman of the Trustees.

(3) For the purposes of this paragraph, “term” does not include—

(a) a term referred to in article 4(a) or (b) above;

(b) the remainder of a term during which the trustee was appointed to fill a casual vacancy under article 6 above; or

(c) any term served by the trustee prior to the new constitution date.

(4) In this paragraph “appointed trustee” means a trustee appointed under article 3(1)(a) or (b) above.

#### *Reappointment of chairman*

9.—(1) A chairman of the Trustees shall not be eligible for reappointment as the chairman where, immediately before the date in question, he has served as chairman for three consecutive terms.

(2) For the purposes of this paragraph, “term” does not include—

- (a) the remainder of a term during which the chairman was appointed to fill a casual vacancy in the office of chairman under article 6 above; or
- (b) any term served by the chairman as a trustee prior to the new constitution date.

#### *Committees*

**10.** The Trustees may, consistently with their duties and subject to such conditions as they think fit, delegate any of their functions (other than the functions set out in subparagraphs (a) to (f) of paragraph 9B of Schedule 2 to the Harbours Act 1964<sup>(1)</sup>) to a committee of the Trustees.

#### *Proceedings of Trustees and committees*

**11.** The acts and proceedings of the Trustees, or of any committee of the Trustees, shall not be invalidated by any vacancy in their number or by any defect in the appointment, or the qualification for appointment, of any person as a trustee, or as chairman or vice-chairman of the Trustees or committee.

**12.** The quorum required for a meeting of the Trustees shall be five.

**13.—(1)** If a trustee has any interest, direct or indirect—

- (a) in any contract or proposed contract to which the Trustees are or would be a party or is a director of a company or body which the contract or proposed contract is made or proposed to be made; or
- (b) in any other matter with which the Trustees are concerned,

he shall declare that interest.

(2) If a trustee is present at a meeting of the Trustees or of any committee of the Trustees at which a contract or other matter in which that trustee has an interest is to be considered the trustee shall—

- (a) so soon as is practicable after the commencement of that meeting disclose his interest;
- (b) not vote on any question with respect to that contract or matter; and
- (c) withdraw from the meeting—
  - (i) at any time if the Trustees present by resolution so require; and
  - (ii) while a decision on that contract or matter is being made.

(3) This paragraph shall not apply to any interest—

- (a) which a trustee has in respect of the payment to the Trustees of pilotage charges or harbour dues;
- (b) which arises in respect of the provision of harbour services or facilities affecting the trading community in general;
- (c) which a trustee has as an employee of a public utility undertaking or as a shareholder, not being a director of a company, unless he possesses more than five per cent of the issued share capital of that company; or
- (d) which the Trustees present at the meeting by resolution declare to be too remote or which is the subject of a general resolution by the Trustees to that effect.

(4) The trustees shall maintain and regularly update a register of interests declared by each trustee and shall make the register available for inspection by members of the public at all times during usual office hours.

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(1) Paragraph 9B was inserted by the Transport and Works Act 1992 (c. 42) section 63(1) and Schedule 3, paragraph 9.

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14. The person for the time being holding office as vice-chairman shall have and may exercise in the absence or incapacity of the chairman all the functions of the chairman.

15. If at any meeting of the Trustees neither the chairman nor the vice-chairman are present the trustees present at the meeting shall choose one of their number to be the chairman of the meeting.

16. Every question at a meeting of the Trustees or of a committee of the Trustees shall be decided by a majority vote of the trustees present and voting.

(2) If at any meeting of the Trustees or of a committee of the Trustees there is an equality of votes on any question the chairman of the meeting shall have a second or casting vote which he may exercise for or against the status quo.

#### *Authentication of seal and other documents*

17.—(1) The application of the seal of the Trustees shall be authenticated by the signature of the chairman of the Trustees or some other trustee authorised by the Trustees to authenticate the application of the seal, and of the clerk or some other person authorised by the Trustees to act in his place in that behalf.

(2) The Trustees may authorise a person to act instead of the clerk under this paragraph whether or not the clerk is absent or incapable of acting.

(3) Any notice, licence or other document given or issued by the Trustees shall, unless the contrary intention is expressed, be sufficiently authorised if signed by the clerk or a duly authorised officer of the Trustees.

(4) A document purporting to be duly executed under the seal of the Trustees shall be received in evidence and shall, unless the contrary is proved, be deemed to be a document duly executed.

(5) A document which—

(a) purports to be a copy of—

(i) a resolution, order, direction or byelaw of the Trustees; or

(ii) the minutes of the proceedings at a meeting of the Trustees or a committee of the Trustees; and

(b) bears a certificate purporting to be signed by the chairman or the clerk or a person authorised in that behalf by the Trustees and stating that the resolution was passed or that the order, direction or byelaw was made by the Trustees on the date specified in the certificate or that the minutes are a true copy of the proceedings of the Trustees or of a committee of the Trustees,

shall be received in evidence and shall, unless the contrary is proved, be deemed to be a true record of the matter stated in the certificate and of the terms of the resolution, order, direction, byelaw or minutes in question.

#### *Remuneration of Trustees*

18. The Trustees may pay to the chairman and other trustees such salary, allowances and expenses as the Trustees may from time to time determine.

#### *General*

19. Subject to the provisions of this Schedule, the procedure and business of the Trustees and of any committee of the Trustees shall be regulated in such manner as the Trustees may from time to time determine.

20. The Trustees may appoint such persons as from time to time they think necessary or desirable for and incidental to the performance of their functions and pay to them such remuneration as the Trustees think fit.

21. Any change of address of a trustee during his term of office must be notified in writing to the clerk.

## SCHEDULE 3

Article 13

## REPEALS AND REVOCATIONS

<i>Chapter or number</i>	<i>Short Title</i>	<i>Extent of repeal or revocation</i>
13 & 14 Cha. 2 c. xiv (1662)	An Act for the making navigable the Rivers Wye and Lugg, and the Rivers and Brooks running into the same, in the Counties of, Hereford, Gloucester and Monmouth	So far as relating to any part of the harbour
7 & 8 Will. 3 c. 14 (1695)	An Act for making navigable the Rivers of Wye and Lugg in the County of Hereford	So far as relating to any part of the harbour
13 Geo. 1 c. 34 (1727)	An Act for explaining and amending any Act passed in the Seventh and Eighth Years of the Reign of His Majesty King William the Third, intituled, An Act for making navigable the Rivers Wye and Lugg, in the County of Hereford, and for making the same more effectual	So far as relating to any part of the harbour
49 Geo. 3 c. lxxviii (1809)	An Act for amending several Acts for making navigable the Rivers Wye and Lugg, in the County of Hereford; and for making a Horse Towing-path on certain Parts of the Banks of the said River Wye	So far as relating to any part of the harbour
1889 c.cvi	Pier and Harbour Orders Confirmation (No 3) Act 1889	Sharpness Lighthouses Order 1889 except sections 13, 14, 15, 22, 23 and 25
1890 c.xcvii	Pier and Harbour Orders Confirmation (No 3) Act 1890	Sections 4, 5, 6 and 7 of the Gloucester Harbour Order 1890
S.I. 1988/1040	The Gloucester Harbour Revision Order 1988	Article 10

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<i>Chapter or number</i>	<i>Short Title</i>	<i>Extent of repeal or revocation</i>
<a href="#">S.I. 1994/3162</a>	The Gloucester Harbour Revision Order 1994	Articles 3, 4 and 5 and the Schedule