

SUMMARY OF RIGHTS AND OBLIGATIONS OF MEMBERSHIP UNDER THE PUBLISHERS ASSOCIATION'S GOVERNING DOCUMENTS

This document contains a summary of the rights and obligation attaching to Membership of the Publishers Association (**PA**) under its governing documents. These are in addition to the more general benefits that accompany Membership, which can be found [here](#).

Please note, this document is a summary of information set out in full in the company's Articles of Association (**Articles**) and the Subscription Regulations of the PA. This document is not intended as a substitute for those documents. You are encouraged to read the Articles (which can be found [here](#)) and the Subscription Regulations (which can be found [here](#)) as, in the event of any inconsistency, the terms of those documents will prevail. Numbers in *italics* are a reference to a provision of the Articles. This summary is correct at the time of publication and refers to the Articles and Subscription Regulations in force as of 26 April 2022.

The rights and obligations set out in the table below do not apply to Associate Members, whose rights and obligations are set out in the Subscription Regulations and other terms approved by the Council of the PA from time to time.

Membership criteria (<i>Art 3a</i>))	<p>Membership of the PA is open to publishers of books, journals, ebooks, or audiobooks in the United Kingdom.</p> <p>The Council of the PA (Council) has absolute discretion to grant or refuse Membership, and when considering an application will generally have regard to the criteria set out in <i>Article 3a)(ii)</i>.</p>
Application process (<i>Art 3c</i>)	<p>The PA will process applications for Membership within 4 months of receipt of all supporting information requested from the applicant.</p> <p>The outcome of the application will be notified in writing. Unsuccessful applicants may ask the PA to provide its reason(s) for the decision not to admit and may ask the Council to reconsider its decision.</p> <p>Members are admitted to Membership in Bands calculated by the annual turnover of the publishing business of the applicant/Member and its group. Members who have</p>

	<p>smaller turnover may additionally qualify for SME status. Further details on the definition of turnover and the Bands can be found in the Subscription Regulations (follow the link at the top).</p>
<p>Membership Years (Art 5)</p>	<p>Membership is for a term of 12 months.</p> <ul style="list-style-type: none"> • for Band 1 Members, each period of 12 months runs from the date of admission as a Member and each subsequent anniversary of admission (whilst the relevant Member continues to qualify for Band 1a); and • for Bands 2-5a Members, each period runs from 1st January to 31st December. If joining after 1st January in any calendar year, a Member will only pay the applicable subscription fees for the remaining portion of that calendar year. <p>Further detail, including of the applicable subscription fees for each Membership year, is set out in the Subscription Regulations.</p>
<p>Obligations (Art 4)</p>	<p>Each Member is obliged to:</p> <ul style="list-style-type: none"> • comply with the Articles, and such other resolutions and policies as are published by the PA from time to time; and • pay the applicable annual subscription for each Membership year on admission and then on an annual basis.
<p>Participating in the PA - Electing Officers and Council members of the PA (Arts 7-12)</p>	<p>Members are entitled to:</p> <ul style="list-style-type: none"> • nominate a proprietor of, or partner in, a Member, or any of a Member’s directors or managers, for election as an Officer or other member of Council; and • vote in the election processes that appoint the Officers and other members of Council,

	<p>in each case according to the relevant process set out in the Articles. Newly elected Officers and Council members also take office at the Annual General Meeting (AGM).</p>
<p>Participating in the PA – Attending and voting in Proceedings of the PA (Arts 15-20)</p>	<p>Members have the right to receive notice of, attend, speak and vote at the AGM and each Extraordinary General Meeting (EGM) of the PA. These meetings may be held in person or virtually. In some circumstances the PA may ask Members to participate in a written vote (as opposed to holding a meeting).</p> <p>The AGM is held no later than the end of June each year. At the AGM the Members approve the Annual Report detailing the work of the PA since the last AGM, approve the annual accounts and the re/appointment of the auditors and deal with other matters placed on the agenda by the Council.</p> <p>As indicated by their name, EGMs are called by Council (or can be requisitioned by the Members) to discuss special or emergency business.</p> <p>Where a vote is required each Member’s vote is provided with a weighting determined by their Band and the scale set out in <i>Art 20</i> (Band 1 Member: 1 vote, Band 2 Member: 5 votes, Band 3 Member: 10 votes, Band 4 Member: 15 votes and Band 5 Member: 20 votes).</p>
<p>Amendments to Articles and Subscription Regulations (Art 29)</p>	<p>The Articles may be amended with the approval of 75% of the Members at an AGM, at an EGM convened for that purpose, or by written resolution.</p> <p>The Subscription Regulations may be amended by the Council at any time by updates to the PA’s website.</p>
<p>Withdrawal of Membership (Art 6)</p>	<p>A Member wishing to withdraw from Membership in respect of the next Membership year must give notice in writing to the CEO of the PA:</p> <ul style="list-style-type: none"> • by 30 September (if in Bands 2-5a), or

	<ul style="list-style-type: none"> • at least one month before the end of its Membership year (if in Band 1). <p>If notice is not provided in time, the Member will remain liable for the following year's subscription fees.</p>
Termination of Membership <i>(Art 3)</i>	<p>The Council may terminate the Membership of any Member with immediate effect if it believes that the Member:</p> <ul style="list-style-type: none"> • has ceased all or part of the criteria for, or to fulfil the obligations of, Membership; or • has acted in any way detrimental to the interests of the PA. <p>In each case, the relevant Member shall cease to be entitled to any privileges of Membership from the time of the PA's decision, but shall remain liable for the obligations of Membership, including the obligation to pay its subscription fees in the relevant Membership year.</p> <p>Each decision is subject to, and may be appealed in accordance with, the relevant process set out in the Articles.</p>