

The Organisation

1. The United Kingdom Structural Insulated Panel (UK SIP) Association is a Company limited by guarantee.
2. The Company is regulated by its Memorandum and Articles of Association, and should comply with the Companies Act in all respects including the holding of Annual General Meetings. These do not directly affect the running and organisation of the Association.
3. The Company's affairs are directed by a Board of Directors. The Board shall consist of the individuals who are appointed by the Members.
4. The principal activity of the Company is to operate a Trade Association under Byelaws. The Byelaws shall be enacted by the Membership of the Association at General Meetings constituted under the same Byelaws.

The Board

5. The governing body of the Association shall be known as the Board of the UK SIP Association and shall consist of:

- Two Full Members
- Executive Director
- One Associate Member

If a Member of the Board changes his employer during his term of office, he shall offer his immediate resignation to the Board. This shall be accepted if, in the opinion of the other Members, he or she would not have been elected in the new circumstances.

6. The Board shall be chaired by the Chair of the Association as elected annually at the Annual General Meeting.
7. Meetings of the Board shall be held at least quarterly but any two Directors can request in writing that a meeting be called, in which case the Chair shall call such a meeting within 14 days of his receiving written notification.
8. A minimum of 3 Members of the Board shall constitute a quorum.
9. The Board shall co-opt further Members, as it may decide from time to time.
10. The Board shall appoint a Secretary to the Association or other paid official (Executive Director) if it considers that to be appropriate or necessary. This appointment shall be confirmed annually by the Board.
11. The Board shall arrange that the financial affairs of the Association are well ordered and accounted for properly. Accounts of the Association shall be produced from time to time and audited Annual accounts shall be submitted to a General Meeting of the Association. The Board shall be responsible that the accounts reflect a true and fair view of the affairs of the Association. To that end, an auditor shall be appointed who shall report to the Members of the Association.

Membership

12. Any company, association, individual or other body may apply to the Board to become Members of the Association.
13. Members will be accepted into the Association in the following categories:
- a) SIP Manufacturers (Full Members)
 - b) SIP Processors (Associate Members)
 - c) Suppliers and Others (Associate Members)
 - d) Designers, engineers, consultants and installers (Professional Members)
14. Members shall:
- a) Apply for Membership in the name of the company and the acceptance of such application shall entitle that company to the benefits of Membership.
 - b) Pay a subscription as shall be agreed each year by the Board
 - c) Have one vote at the Association's Annual General Meeting in respect of each full subscription paid
15. Members of the Association who are SIP Manufacturers or Suppliers of Goods to the industry, shall be members of a third party audited Quality Assurance scheme to ISO 9001:2000 as a minimum requirement and shall provide evidence to the Board to that effect at the start of the Membership year.
16. All Members who are SIP manufacturers or Suppliers of Goods and Services to the Industry and undertake design work for third parties shall maintain insurance appropriate to their business including either Professional Indemnity Insurance cover, or similar cover affected by extension of other forms of insurance covering the risks identified. In either case the sum insured should be a minimum of £1 million or such other sum may be defined by the Board from time to time. Evidence that such cover is held shall be submitted to the Board at the start of each Membership year.
17. No member shall intentionally gain commercial advantage by permitting the design and/or the production of SIPS that contravenes current British Standard or Codes of Practice.

Subscriptions

18. Annual subscriptions shall be for a year to 31 March. Rates of annual subscription shall be proposed by the Board and presented at the Annual General Meeting.
19. Members joining during the course of a financial year shall be liable for only 50% of the relevant annual subscription if the date of joining is later than 30 September. Members leaving during the course of a financial year shall be liable for the subscription for the whole year without any refund or rebate.

Exclusion of Members

20. The Board may expel a member if, in the opinion of at least 75% of the Directors, the conduct of the Member renders them, after due and diligent enquiry, unfit to be a Member or the Member is considered not to be adhering to the Members Charter. Members so expelled are entitled to appeal against the expulsion to the whole Membership of the Association in General Meeting.

General Meetings

21. A General Meeting of the Association shall be held each year at which, inter alia, the following business shall be conducted:

- a) Election of a Chairman
- b) Approve accounts, hear Auditor's Report and appoint Auditor
- c) Change Byelaws

22. One quarter of all members shall constitute a quorum at a General Meeting of the Association.

23. A Notice calling a General Meeting shall be posted to all Members at least 21 days before the date of holding the Meeting. The Notice shall contain the wording of Resolutions, duly proposed and seconded, which are to be put to the Meeting. No other Resolutions, or amendments to the Resolutions, may be proposed and seconded at the Meeting.

24. Proposals by Members for Resolutions to be put at General Meetings shall be submitted to the Board at least 42 days in advance of the date of the Meeting. The Board shall have no power to refuse to submit such Resolutions or to amend the wording unless by agreement with the proposer concerned.

25. No member shall be entitled to vote at a General Meeting unless all monies presently payable by the Member to the Association have been paid.

26. On all Resolutions at a General Meeting, votes may be given either personally or by proxy. The instrument appointing a proxy shall be in writing under the hand of the Member and shall be deposited with the Association not less than 48 hours before the time for holding the meeting.

27. All Resolutions at a General Meeting shall be decided by simple majority of Members voting, including Proxy votes. In the event that there is an equality of votes, the Chair of the Meeting shall be entitled to a second or casting vote.

28. A General Meeting of the Members of the Association may be called by the Board on demand from a minimum of 25% of the Members.

29. The final day of the financial year of the Association shall be 31 March.