

BRITISH DRILLING ASSOCIATION LTD

ASSOCIATION CONSTITUTION

1. The Association shall be named:-
The British Drilling Association Limited. (hereafter referred to as the “Association”)

2. **AIMS**
To group together companies engaged in aspects of ground drilling as enumerated under Rule 1a) of the British Drilling Association Rules.

To promote for the benefit of the aforementioned and their clients, drilling techniques, equipment and services, with particular emphasis on:-
 - a) Improving efficiency, health and safety, environmental awareness, quality and standards in the industry
 - b) Promoting and supporting scientific research into drilling techniques
 - c) Promoting and supporting the training, education and competence of personnel involved in the drilling industry including drilling operatives, supervisors, engineers and consultants
 - d) Developing, promoting and supporting new and relevant standardisation including the use of equipment and methods
 - e) Establishing and improving codes of practice where practicable
 - f) Liaising as necessary with other Trade Associations, institutions or government bodies in order to maintain or improve standards and promote the interests of Members
 - g) Disseminating information to interested parties
 - h) Collaboration with appropriate overseas associations and bodies

3. **RULES**
There shall be Rules to regulate those matters not included in this constitution.
The rules will be set by the Management Committee

4. **PROCEDURES**
The procedures to be adopted within the Association for the implementation of the Aims shall be set out in the Rules.

5. **MEMBERSHIP**
 - a) The Membership of the Association will be limited to those companies and individuals engaged in work as described in the Rules.
 - b) Members must support and comply with the Aims of the Association.

6. **SUBSCRIPTIONS**
To be agreed annually by the Management Committee (See Rule 2(d)).

7. **MANAGEMENT**

The Association shall be governed by the members assembled in General Meeting who shall confirm the Management Committee elected by the Members. The Management Committee shall consist of two Directors, the Executive Secretary/Treasurer and up to thirteen elected members, each of whom will be appointed to the Management Committee for a period of three years after which they may apply for re-election. If the Chairman and Vice Chairman have not completed their two-year terms of office then they can remain in office, without being re-elected, until the completion of the term of office.

The Management Committee shall from their number, appoint the Association Officers, who shall be the Chairman and Vice-Chairman. The Management Committee shall appoint two Directors who will undertake those duties applicable under the Companies Act, one of whom will resign each year but may offer themselves for re-election. The Management Committee shall appoint an Executive Secretary/Treasurer who shall be contracted/employed under a term contract to be agreed between the parties involved.

The above members of the Management Committee shall have full voting rights on the Management Committee.

The Management Committee will normally meet on five occasions in each year. At Management Committee meetings a quorum shall be three elected members as long as one Officer or the Executive Secretary/Treasurer is in attendance. The number of votes cast by persons employed by any one company at a Management Committee meeting shall not exceed two.

Members of the Management Committee are expected to attend its committee meetings whenever possible. Should an elected member not attend two consecutive Management Committee meetings or attends only one meeting in any twelve-month period the Management Committee may with immediate effect revoke the appointment of this elected member to the Management Committee.

The Management Committee shall include up to two co-opted representatives for the Driller members. The Management Committee shall have the power to co-opt annually individuals to the Management Committee, to reflect the specialities of the membership, Co-opted members shall not have a vote on the Management Committee.

8. **COMMITTEES**

The Management Committee has the power to appoint sub-committees to undertake any duties that may be required. They will report to the Management Committee.

9. **FINANCE**

The Secretary/Treasurer shall collect annual subscriptions and any other dues from the members in accordance with the Rules and shall pay all expenses incurred on behalf of the Association.

10. **CONSTITUTIONAL ALTERATION**

The constitution may at any time be amended by a resolution of the Association at a general meeting convened and conducted in accordance with the Rules.

11. **DISSOLUTION**

The Association can be dissolved immediately upon the passing of an extraordinary resolution to that effect. Following the discharge of all outstanding obligations, any surplus funds shall then be divided in accordance with the Rules.

An extraordinary resolution is a resolution where the votes cast in favour are not less than two thirds of the total vote cast at a general meeting by those present and eligible to vote.

The full Association Articles and Memorandum are available for inspection to members at the registered office.