

British Drilling Association - Constitution

1. Aims & Objectives

The Association shall be named the British Drilling Association. Its Aims and Objectives are.

- 1.1 Aim - To be a voluntary association of members, bringing together companies involved in land and ground drilling, under criteria determined under the rules.
- 1.2 Aim - To raise standards in health and safety, environmental awareness, and quality of output for the benefit of its members, the industry, and its clients.
- 1.3 Aim - To develop, improve, publish, promote, and support best practice, codes of practise and standards
- 1.4 Objective - To promote and support the training, education and development of drilling operatives and supervisors, introduce qualifications, and improve on existing ones.
- 1.5 Objective - Liaising and collaborating with other Trade Associations, institutions, or government bodies in order to maintain or improve standards and promote the interests of members.
- 1.6 Objective - To be the spokesperson for the drilling industry and represent the interests of its members at appropriate industry, governmental, institutional, and technical forums
- 1.7 Objective -To promote the business interests of members, exchange views and provide a platform for discussions, sharing innovations in techniques and equipment and business improvements.

2. Rules & Procedures

The rules and procedures are established by the Management Committee and regulate matters not included in this Constitution.

3. Membership & Subscriptions

The membership of the association is defined in the rules. An annual subscription will be paid by each member to fund the functions of the association. The subscription is defined in the rules.

4. Governance

Governance of the Association is carried out by the Management Committee at four meetings throughout the year and Annual General Meeting (AGM).

4.1 Management Committee

- 4.1.1 The Membership will elect the Management Committee at a General Meeting. The Management Committee shall comprise 16 individuals:

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Chair
Vice Chair
Directors
General Manager
Chairs of Sub Committees
Members

- 4.1.2 A member company may have a maximum of 2 employees on the management committee.
- 4.1.3 The Management Committee will select the Chair and Vice Chair, select the Directors, and appoint the General Manager.
- 4.1.4 The Management Committee will meet on 5 occasions in each year.
- 4.1.5 A quorum for votes shall be a minimum of 9 including at least one Officer from the Chair, Vice Chair, Directors or Treasurer. In the event of a tied vote the Chair will have the casting vote.
- 4.1.6 Co-opted Members – The Management Committee may choose to include up to two co-opted members to bring in expertise or specialist knowledge. Co-opted members shall not have a vote on the Management Committee.
- 4.1.7 Failure to attend more than 2 consecutive meetings may result in revocation of Management Committee membership.

4.2 Directors.

The BDA shall be a not-for-profit limited liability company in order to deliver its objectives. The Management Committee shall appoint two Directors to undertake duties applicable under the Companies Act 2006 (*Chapter 2 General Duties of a Director*). Director serves a 3-year term. The Directors must be elected members at the commencement of their 3-year term. At the end of the 3-year term they may offer themselves for re-election. A Director has full voting rights on the Management Committee.

4.3 General Manager.

The Management Committee will select and appoint a General Manager under a fixed term contract of employment or subcontract to undertake the day-to-day business of the Association. The General Manager shall have voting rights on the Management Committee.

4.4 Chair.

The Chair is nominated by any Member of the Management Committee. The nomination must be approved by a majority vote of the Management Committee. The Chair serves a 2-year term.

4.5 Vice Chair.

The Chair will propose their Vice Chair. The proposal will be approved by a simple majority vote of the Management Committee. The Vice Chair may be nominated as the next Chair and approved by simple majority vote of the Management Committee up to 6 months prior to the end of the Chair's term.

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4.6 Treasurer.

The Management Committee will appoint one of its number to be Treasurer. The appointment will be approved by a simple majority vote for a 2-year term. The Treasurer will also be Chair of the Finance and Strategy Sub Committee.

4.7 Management Committee

Each person elected to Management committee shall be for a 3-year term prior to going for re-election, etc.

4.8 Sub committees

The Management Committee will appoint sub committees to delegate the functions of the association and undertake specific tasks and projects. The Management Committee will appoint the Sub Committee Chairs and they will report to the Management Committee. Chair of Sub-Committee term is 3-year period then should be reviewed by Management Committee at AGM. Sub-Committee will consist of elected and can include co-opted members with relevant expertise of that sub-committee

- 4.8.1 It is recommended that a member of the Management Committee has served 1 year on a sub-committee first, to demonstrate the commitment and knowledge required to bring value to the Management Committee.

5. Finance

The Treasurer will be responsible for providing financial oversight in the collection of subscriptions in accordance with the rules and the allocation of funds.

6. 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.

7. Dissolution

A decision to wind up or dissolve the British Drilling Association requires a resolution passed at a membership meeting and supported by three-quarters of all valid votes cast in person or by proxy in accordance with this constitution and

Unless the membership meeting determines otherwise, the Chair and the Treasurer shall be joint liquidators, and shall represent the British Drilling Association Limited

The above provisions shall also apply should the British Drilling Association Ltd. be wound up or dissolved for any other reason, or should it lose its legal capacity

- any surplus monies available when British the Drilling Association Ltd. is wound up or dissolved will be distributed equally between all fully paid-up members on the date of winding up or dissolution.