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Secretary: Colin Cleverly

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## REGULATIONS

These regulations supplement the Memorandum of Association and Articles of Association.

### 1. MEMBERSHIP

- 1.1 Membership is open to companies or other organisations involved in the supply of systems and/or the supply or application of materials or systems for the waterproofing of bridge decks in accordance with the Conditions of Membership.
- 1.2 Conditions of Membership shall be agreed at a General Meeting of the Association.
- 1.3 Applications for membership shall be made on a form provided by the Secretary and can only be considered at a General Meeting of the Association.
- 1.4 **Categories of Membership**

There shall be two classes of Members namely:

**Full Members** who shall be confined to companies, firms or persons directly involved in the manufacture and/or installation of bridge deck waterproofing.

**Associate Members** who shall be companies, firms, persons or organisations who or which have demonstrated an interest in the aims and objects of the Association. Associate Members may be invited to attend any meetings of the Association, including the Annual General Meeting and other General Meetings, but shall not be entitled to vote at such meetings.

In the event of the Chairman deciding that any meeting, or part thereof, of the Association shall be restricted to Full Members only, then Associate Members may be excluded from that meeting or any portion thereof.

**Honorary Associate Membership** may be offered by the Committee if considered appropriate.

## **Election of Members**

Full Members and Associate Members shall be elected on either:

- a) A majority resolution of the Committee of the Association or;
- b) The passing of a resolution to that effect at a General Meeting of the association.

## **2. MANAGEMENT**

- 2.1 The Officers shall be Chairman and Vice Chairman.
- 2.2 The Officers and Chairman of any committees of the Association shall be Directors up to a maximum of six.
- 2.3 The Officers shall be elected at each AGM and may serve up to two years in each position. They can again stand for re-election at the end of their term should the members present at the Annual General Meeting so decide.
- 2.4 The Chairman and Vice Chairman of any committees shall be elected at a meeting of the committee prior to the AGM and confirmed at the AGM.
- 2.5 The Board, comprising the Officers, shall administer the Association and appoint the Secretary, but all decisions shall be confirmed at the next General Meeting.
- 2.6 Only the Officers, and the Secretary acting on their behalf, are permitted to issue statements on behalf of the Association, unless agreed otherwise at a General Meeting

## **3. MEETINGS**

- 3.1 The Annual General Meeting shall be held within six months of the end of the financial year (see 4.1) and 21 days notice shall be given to members. A set of audited accounts shall be sent to each member with notice of the meeting.
- 3.2 Other General Meetings shall be held as necessary and 14 days notice given to each member.
- 3.3 Each member shall be entitled to send two delegates to the AGM and other General Meetings, but only one can vote on behalf of the member.
- 3.4 Each member shall have one vote and decisions will be taken by a simple majority. The Chairman shall have a casting vote.
- 3.5 Other persons may attend meetings by invitation, but shall not vote.
- 3.6 The Chairman of committees shall report to each General Meeting.

- 3.7 Delegates representing the Association at meetings of other organisations shall report to the appropriate committee of the Association or to a General Meeting.
- 3.8 A quorum at any General Committee Meeting shall be a minimum of two persons, representing two full members of the Company, but a minimum of three persons, representing three full members shall be present for the Annual General Meeting. Clause 40 in Table A shall be modified accordingly.

#### 4. **FINANCIAL**

- 4.1 The financial year shall be from 1 January to 31 December.
- 4.2 The Association shall have a current and a deposit account at a bank recognised by the Bank of England.
- 4.3 The Chairman, Vice Chairman and Secretary shall be signatories. Any two signatures shall be sufficient to operate the current account and a single signature only shall be necessary to transfer money between accounts.
- 4.4 The Auditors, if appointed, shall be elected at each AGM.
- 4.5 The Secretary shall prepare financial reports for each General Meeting and an annual budget.
- 4.6 The annual subscription and joining fee (if any) shall be decided at the AGM. Additional calls may be made on members in extraordinary circumstances subject to approval at a General Meeting.
- 4.7 The Association shall not be committed to any individual item of expenditure exceeding £1,000 without prior approval of a General Meeting.

Adopted March 4<sup>th</sup> 1992  
Amended October 16<sup>th</sup> 2002  
Amended April 2007