

# **IMCA Constitution**

## **and Associated Documents**

- ◆ **IMCA Constitution, adopted 17 December 2003**
- ◆ **Competition Law Compliance Guidelines**
- ◆ **Complaints Procedure**
- ◆ **Document Retention and Disposal Policy**



**The International Marine Contractors Association (IMCA) is the international trade association representing offshore, marine and underwater engineering companies.**

IMCA promotes improvements in quality, health, safety, environmental and technical standards through the publication of information notes, codes of practice and by other appropriate means.

Members are self-regulating through the adoption of IMCA guidelines as appropriate. They commit to act as responsible members by following relevant guidelines and being willing to be audited against compliance with them by their clients.

There are two core activities that relate to all members:

- ◆ Competence & Training
- ◆ Safety, Environment & Legislation

The Association is organised through four distinct divisions, each covering a specific area of members' interests: Diving, Marine, Offshore Survey, Remote Systems & ROV.

There are also five regional sections which facilitate work on issues affecting members in their local geographic area – Asia-Pacific, Central & North America, Europe & Africa, Middle East & India and South America.

### **IMCA Constitution**

This revised version of the IMCA Constitution was adopted unanimously by the extraordinary general meeting held on 17 December 2003.

The earlier revision of 13 December 1996 is therefore superseded and withdrawn.

[www.imca-int.com](http://www.imca-int.com)

# IMCA Constitution

Adopted 17 December 2003

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## **I Name and Scope**

- 1.1 The Association shall be called IMCA which shall stand for the International Marine Contractors Association (the “Association”).
- 1.2 The Association is a trade association with a particular interest in international offshore, marine and underwater engineering activities.

## **2 Aims and Objectives**

### **Interests**

- 2.1 The Association will represent the collective interests of its members in offshore and related activities, including, for example:
- ◆ Marine operations
  - ◆ Diving
  - ◆ Remote controlled systems including ROVs
  - ◆ Hydrographic survey and positioning systems

### **Interfaces**

- 2.2 The Association shall promote close co-operation by interfacing with:
- ◆ Oil & gas and other offshore operators
  - ◆ Other trade associations
  - ◆ Governments and other regulatory bodies.

### **Focus**

- 2.3 The main areas of focus will be:
- ◆ Health, safety and the environment
  - ◆ Quality and efficiency
  - ◆ Legislation affecting the members
  - ◆ The contracting regime
  - ◆ Training, certification, competence and recruitment
  - ◆ Research and development of new technology.

### **Objectives**

- 2.4 The main objectives will be to:
- ◆ Strive for the highest possible standards of technology, quality, health, safety and environment with a balance of risk and cost
  - ◆ Ensure endorsement of and continually improve IMCA guidelines
  - ◆ Ensure endorsement of and continually develop IMCA competence schemes
  - ◆ Ease the free movement of equipment and personnel globally
  - ◆ Promote equitable contracting regimes
  - ◆ Provide the framework for recruitment and training to sustain the industry
  - ◆ Speak on behalf of members where there is a common interest
  - ◆ Resolve industry issues
  - ◆ Provide a forum for discussion
  - ◆ Publish codes of practice, guidance notes and other media
  - ◆ Promote the use of common and practical industry good practice
  - ◆ Promote co-operation across the industry.

### **3 Legal Compliance**

- 3.1 In meeting the above aims and objectives, the Association, its regional sections and all committees will comply with all applicable competition law (competition, antitrust and similar laws) including those of the United States of America, the European Union, the United Kingdom and other countries in which the Association is active.
- 3.2 The Association shall maintain guidelines to be implemented proactively by members:
- ◆ to comply with competition law
  - ◆ for the retention and disposal of documents, and
  - ◆ for complaints and appeals by members.
- 3.3 The adoption of documents produced by the Association, for example, guidelines or standard terms and conditions is actively encouraged but not mandatory.

### **4 Membership**

- 4.1 Membership shall be open to companies and other organisations but not to private individuals.
- 4.2 Members shall be active in the offshore, marine or underwater engineering industries, either as contractors, vessel owners, suppliers of equipment or services, or as oil & gas and other offshore operators, government departments or other non-governmental organisations.
- 4.3 There shall be two types of members: voting members and corresponding members.
- 4.4 Members agree to further the aims and objectives of the Association and to promote self regulation.
- 4.5 Members in the ICO and CO categories agree to be audited against the Association's guidelines where required by a client contract.
- 4.6 Members shall not use the Association for illegal or illegitimate purposes, or bring the Association into disrepute.
- 4.7 Members are encouraged to take an active part in the affairs of the Association.
- 4.8 The Association is an independent body and legal entity. A member's liability shall be limited to its total annual subscription.

### **5 Membership Categories**

- 5.1 The Association comprises the following member categories:
- ICO - Large international contractor and/or vessel owner
  - CO - International or national contractor and/or vessel owner
  - S - Supplier of equipment or services including: manufacturers; DP suppliers; R&D organisations; consultants etc.
  - S\* - Training establishments and personnel agencies
  - C - Corresponding (non-voting) member including: oil & gas and other offshore operators; government departments and non-governmental organisations such as other trade associations; qualification authorities; environmental organisations; learned societies and professional institutions.
- 5.2 Large, international CO members are encouraged to become ICO members and take on the further commitments of the Association that this involves.
- 5.3 An Affiliate member is a member with a parent or sister company or organisation which is also a member of the Association.

## **6 Technical Structure – Core Activities, Divisions and Geographic Sections**

### **Core Activities**

- 6.1 The Association shall have the following clearly identifiable core activities:
- ◆ Safety, Environment & Legislation
  - ◆ Training, Certification & Personnel Competence
- 6.2 Further core activities may be added from time to time in response to market conditions if decided by the Association's Overall Management Committee (OMC).

### **Divisions**

- 6.3 The Association shall have the following clearly identifiable divisions:
- ◆ Diving  
This shall be concerned with equipment, operations and personnel for offshore diving operations (including atmospheric diving systems).
  - ◆ Marine  
This shall be concerned with vessels, marine construction and equipment, vessel operations and personnel, station keeping by dynamic positioning, thruster assisted moorings, and moorings.
  - ◆ Offshore Survey  
This shall be concerned with equipment, operations and personnel relating to offshore hydrographic survey operations and positioning systems.
  - ◆ Remote Systems & ROV  
This shall be concerned with equipment, operations and personnel of remote controlled systems (including ROVs) which are used in support of offshore marine activities.
- 6.4 Further divisions may be added from time to time in response to market conditions if decided by the members at an extraordinary general meeting (EGM).
- 6.5 Each core activity and division shall have its own management committee which shall organise its business and determine projects to be undertaken. It may set up work-groups, delegate responsibility or place contracts to carry out its business.
- 6.6 Each core activity and division management committee should meet at least four times per annum.

### **Geographic Sections**

- 6.7 The Association shall have geographic sections in various parts of the world. These include the Americas, Europe & Africa, the Middle East & India, and Asia-Pacific regions. Further sections may be added from time to time if decided by the OMC. Members can meet in these sections to discuss IMCA business. The sections may form sub-groups to replicate the core activities and divisions, or work-groups for other activities. These sections shall report to the appropriate management committee.

### **Publications**

- 6.8 The Association's committees shall prepare for publication codes of practice, guidance notes or similar material relating to their particular activities. Sole authority for publication shall rest with the OMC.

## **7 Subscriptions**

- 7.1 Subscriptions are made up of a basic contribution and a divisional contribution for the membership of at least one division.
- 7.2 ICO members pay a single subscription to cover the basic contribution and access to all other activities including all the sections and all the divisions of the Association.
- 7.3 All other members are assigned to one geographic section. Their basic subscription covers membership of the Association and section plus access to the worldwide work of the core committees. Their divisional subscription covers access to the worldwide work of the division(s) to which they belong.
- 7.4 An Affiliate member shall pay a reduced basic subscription.
- 7.5 The subscription year shall run from 1 January to 31 December.
- 7.6 Annual subscriptions shall be determined from time to time by the OMC based on member category plus the budgeted expenditure for its divisions and for the Association as a whole.
- 7.7 All subscriptions shall be paid within 30 days of invoice date.
- 7.8 If a subscription has not been paid within 90 days of invoice date and if the member has been sent at least one formal written reminder to the member's last known address, then the OMC may expel the member if no reasonable explanation for non-payment is forthcoming.
- 7.9 New members on being accepted into membership of the Association will be invoiced for a proportion of the relevant annual subscription equal to the number of full months outstanding in that year.
- 7.10 If a member resigns from the Association then it shall still be liable to pay that proportion of the relevant annual subscription equal to the number of months elapsed since the beginning of that year. If a member resigns part way through a year and if it has already paid its full annual subscription, then it will not qualify for a rebate.

## **8 Voting Rights of Members**

- 8.1 All members (other than corresponding members) shall be 'voting members', both of the division or divisions to which they belong and of the Association as a whole.
- 8.2 Each vote at an election or an EGM shall be weighted in proportion to subscriptions paid by the member in that year.
- 8.3 If a member has not paid its subscription then it shall have forfeited its right to vote until such time as the subscription is paid.

## **9 Representation – Co-ordinators and Representatives**

- 9.1 Co-ordinators and representatives shall be in a sufficiently senior position within their company or organisation to take decisions and to make commitments on behalf of their own company or organisation at meetings of the Association or of its core activity or divisional committees.

### **Co-ordinators**

- 9.2 Each member shall from time to time nominate an employee of their company or organisation to act as their co-ordinator by notice in writing to the Association's Chief Executive.
- 9.3 The member's co-ordinator will be the main point of contact for the Association for correspondence. The co-ordinator is responsible for advising the Association about changes in the member company or organisation, for example, changes of address.
- 9.4 The co-ordinator is responsible for payment of the subscription and for voting in section elections and at EGMs.

## **Representatives**

- 9.5 Each member shall from time to time nominate employees of their company or organisation to act as their representatives, by notice in writing to the Association's Chief Executive, in respect of the work of the core activities and the technical divisions to which they belong.
- 9.6 These representatives are responsible for voting for their respective core activity or divisional matters.

## **10 Training, Certification & Personnel Competence Committee Appointments**

- 10.1 The committee shall consist of a Chairman, Vice-Chairman and up to eight members. In addition, each geographic section can nominate a member.
- 10.2 The Chairman shall be appointed every two years by the OMC. The Vice-Chairman shall be a member of the committee and shall be appointed by the committee.
- 10.3 The committee members shall be nominated every two years by the technical division management committees which shall each nominate two individuals.
- 10.4 In the event that a member of the committee resigns, the relevant technical division management committee shall nominate a replacement.

## **11 Other Core Activity and Technical Division Management Committee Appointments**

- 11.1 Each such committee shall consist of a Chairman, Vice-Chairman and up to eight elected members. In addition, each geographic section can nominate a member.
- 11.2 Committee elections shall be held at two-yearly intervals.
- 11.3 Committee elections shall be by postal ballot and shall be organised by the Association's Chief Executive.
- 11.4 Members may nominate by notice in writing to the Association's Chief Executive up to ten persons for election as members of the core activity or technical division's management committee, two of whom may be for the positions of Chairman and Vice-Chairman. The nominees shall be the representatives of members for the core activity or technical division.
- 11.5 In the event of a vacancy occurring, the remaining members of such a committee may co-opt a person so long as they are an employee of a member company or organisation and hold a position of seniority in line with that set out in clause 9.1.

## **12 Core Activity and Technical Division Management Committee Participation**

- 12.1 All members are encouraged to take an active part in the work of the committees, except that corresponding members may not nominate people or be nominated to stand for election to any of the Association's committees.
- 12.2 A member of such a committee may appoint an alternate person from their company or organisation holding a position of at least equal or similar standing to their own, to act on their behalf.
- 12.3 In the event that a member of such a committee is unable to make a positive contribution to the work of the committee or does not attend for any reason, three consecutive committee meetings, then his membership of that committee may be terminated at the discretion of that management committee.

### **13 Geographic Section Officers & Committees**

- 13.1 Each section shall have a Chairman and Vice-Chairman, elected every two years.
- 13.2 The section shall hold meetings to discuss Association business.
- 13.3 The number of meetings held and specific work areas shall be determined by the section.
- 13.4 Each section can supply a member to the OMC, and the core and divisional committees as allowed in this Constitution.

### **14 Management Structure – Overall Management Committee and Council**

#### **Overall Management Committee (OMC)**

- 14.1 The Association shall have an OMC which shall consist of: its Chairman (normally the President of the Association); the Vice-President of the Association; the Chairman and Vice-Chairman of each of the Association's core activity and technical division management committees; the Chairman of each geographic section; the Association's Chief Executive; and the Association's Technical Director.
- 14.2 It shall have overall responsibility for management of the Association, co-ordinating the activities of the Association, for determining key priorities and for ensuring that there is no duplication of effort.
- 14.3 It shall set annual income and expenditure budgets, membership subscriptions and agree project expenditure.
- 14.4 It should meet at least four times per annum.
- 14.5 It may from time to time set up work-groups. All such work-groups shall periodically report to the OMC and shall conduct their business in accordance with its directions.
- 14.6 A member of this committee may appoint an alternate person to act on their behalf.
- 14.7 The members of this committee shall be indemnified by the members of the Association pro rata in proportion to their subscription against all liabilities properly incurred by them in the management of the affairs of the Association to a limit not exceeding the total annual subscription of the member.

#### **Council**

- 14.8 There shall be a Council of the Association, the members of which shall be the chief executives or deputy chief executives of the ICO members plus the Chairman of the OMC (if different from the Association's President) and the Chief Executive of the Association.
- 14.9 It shall have no management role in the affairs of the Association, other than to appoint the Chairman of the OMC. However it shall give political direction and support where necessary.
- 14.10 The Council shall approve the appointment of auditors or independent reporting accountants and shall receive and, if approved, adopt a statement of the Association's accounts up to the end of the preceding financial year.
- 14.11 The President and Vice-President of the Association shall be members of the Council and shall be elected by the Council members. The duration of both offices should normally be two years. The President shall act as the Chairman of the Council.
- 14.12 The Council should meet at least twice per annum.

### **15 Voting Rights of Members of Management Committees**

Whilst the Association and its various committees will always aim for either unanimous or consensus agreement, if it is necessary for a vote to be taken on a specific issue then all members of the committee who are present shall be entitled to one unweighted vote. The Chairman shall exercise a casting vote in the event of an equality of votes.

## **16 Quorum at Management Committee Meetings**

The presence of four members in person, including alternates, shall constitute a quorum for the transaction of business at management committee meetings.

## **17 Notice to Call Management Committee Meetings**

Management committee meetings may be called at 14 days' notice by either the Chairman of a management committee through the Chief Executive, or by the Chief Executive. However, if a majority of members of the management committee confirm that they are willing to attend a meeting at less than 14 days' notice then the Chief Executive may convene the meeting.

## **18 Annual General Meeting**

This Constitution contains no provision for annual general meetings. Matters which are normally preserved for transaction at such meetings are provided for in this Constitution in other ways.

## **19 Extraordinary General Meeting (EGM)**

19.1 An EGM of all voting members of the Association may be convened by the OMC by giving 21 days' notice in writing specifying the date and object of the EGM to each member at its last known address, or within 28 days from the receipt either by the Chairman of the OMC or the Chief Executive of a requisition in writing signed by not less than 20 voting members specifying the object of the EGM and the resolutions to be considered at it.

19.2 Matters to be considered at an EGM might, without limitation, include:

- i) the consideration and, if approved, sanction of alterations to the Constitution or bye-laws.
- ii) consideration of any special matters which the OMC feels should be considered by the members.
- iii) a resolution to receive the resignation of the OMC or to remove any member of it or one of the divisional management committees from office.

## **20 Voting Rights at EGMs**

20.1 At an EGM every voting member shall be entitled to a vote which shall be weighted in proportion to the subscriptions it has paid in that year.

20.2 In the case of matters only affecting one particular division of the Association, votes may only be exercised by members of that division.

20.3 In all cases members shall be entitled to vote in person or by a proxy, registered in advance of the meeting in writing either through the Chief Executive or through another member.

## **21 Procedure at EGMs**

21.1 So long as an EGM has been called in accordance with requirements of this Constitution then there shall be no requirement for a quorum.

21.2 The Chairman of the OMC or, in his absence, a member selected by the OMC shall take the Chair. Resolutions shall be passed by a simple majority of votes cast. In the event of an equality of votes the Chairman shall have a casting or additional vote.

## **22 Alteration to Constitution**

The Constitution may be altered by resolution at a properly convened EGM.

## **23 Services to Corresponding Members**

Corresponding members shall be entitled to attend special technical meetings and to receive routine information in respect of the activities of the core activity committees and the activities of the division or divisions to which they subscribe.

## **24 New Members**

24.1 Companies or organisations wishing to join the Association shall apply to the Chief Executive in writing and shall state which division or divisions they wish to join and shall provide such reasonable information as shall be requested of them describing the nature and extent of their business activities.

Applicant members in the ICO and CO categories must:

- ◆ be willing to be audited against the Association's guidelines where required by a client contract;
- ◆ have an overall quality management system which includes a safety management system.

24.2 Such applications shall then be considered by the OMC, which shall be empowered at its sole discretion to accept, reject or defer the application. The basis for non-acceptance shall be uniform, open, transparent, proportionate, non-discriminatory and serve a legitimate purpose based on objective standards. An applicant who is refused membership shall be advised in writing of the reasons, which may be challenged in an appeal to the Council.

24.3 Two officers (ideally two directors or a director and the company secretary) of all new members shall sign an undertaking that it will abide by the Constitution of the Association and act as a responsible member of it. Membership will commence once the Chief Executive has received this undertaking and monies due in respect of their first subscription.

## **25 Resignation of a Member**

25.1 A member may resign from the Association at any time by giving notice in writing to that effect to the Chief Executive. Its liability to pay subscriptions for the year in question is covered under clause 7.10 above.

## **26 Expulsion from Membership**

26.1 The OMC shall have power to expel any member who shall offend against the Constitution of the Association or whose conduct shall, in the opinion of the OMC, render it unfit for membership. Before any such member is expelled, the Chief Executive shall give it 14 days' written notice to attend a meeting of the OMC and shall inform it of the complaints made against it. No member shall be expelled without first having an opportunity of appearing before the OMC and answering the complaints made against it and shall not be expelled unless a majority of the OMC then present vote in favour of expulsion.

26.2 This clause shall not however apply in respect of a member who has not paid its subscription, which is covered in clause 7.8 above.

26.3 Members may draw the attention of the OMC to such misconduct through the complaints procedure.

26.4 An expelled member shall have a right of appeal to the Council.

## **27 Chief Executive and Secretariat**

- 27.1 The Chief Executive of the Association shall be appointed by and shall report to the OMC. He shall have overall responsibility for the day to day running of the Association and shall report to the Chairman of the OMC on a day to day basis.
- 27.2 The Chief Executive of the Association shall act as its Treasurer and Secretary.
- 27.3 The Chief Executive shall have power to enter into contracts for the purposes of the Association on behalf the members of the Association and shall be entitled to an indemnity out of the assets of the Association for all expenses and liabilities properly incurred by him in the management of the affairs of the Association within the agreed budget.

### **Secretariat**

- 27.4 The Chief Executive shall maintain a secretariat with a Technical Director and other appropriate staff to support the work of the Association.

## **28 Bye-Laws**

The OMC shall have power to make, repeal and amend such bye-laws (which shall not conflict with the Constitution) as they may from time to time consider necessary for the well-being of the Association, which bye-laws, repeals and amendments shall have effect until set aside by the OMC or at an EGM.

## **29 Finance**

- 29.1 All monies payable to the Association shall be received by the Chief Executive and deposited in a bank account in the name of the Association which shall be operated in accordance with a mandate to be agreed between the Association's bank and the OMC.
- 29.2 The income and property of the Association shall be applied only in furtherance of the objects of the Association.
- 29.3 The financial transactions of the Association shall be recorded in such manner as the OMC thinks fit by the Chief Executive.

## **30 Property and Custodians**

- 30.1 The property of the Association, other than cash at the bank, shall be vested in Custodians. They shall deal with the property as directed by resolution of the OMC and entry in the minutes shall be conclusive evidence of such a resolution.
- 30.2 The Custodians shall be the President and Vice-President of the Association for the time being.
- 30.3 The Custodians shall be entitled to an indemnity out of the property of the Association for all expenses and other liabilities properly incurred by them in the discharge of their duties.

## **31 Borrowing**

- 31.1 The OMC may borrow money up to a limit of £100,000 on behalf of the Association for the purposes of the Association from time to time at their discretion for the general upkeep of the Association or with the sanction of an EGM for any other expenditure, additions or improvements.
- 31.2 The OMC shall have no power to pledge the personal liability of any member of the Association for the repayment of any sums so borrowed.
- 31.3 The Custodians shall, at the discretion of the OMC, make such dispositions of the Association's property or any part thereof and enter into and execute such agreements and instruments in relation thereto as the OMC may deem proper for giving security for such monies and the interest payable thereon.

## **32 Dissolution**

- 32.1 A resolution to dissolve the Association shall only be proposed at an EGM and shall be carried by a majority of the votes cast by those present.
- 32.2 The dissolution shall take effect from the date of the resolution and the members of the OMC shall be responsible for the winding-up of the assets and liabilities of the Association.
- 32.3 Any property remaining after the discharge of any debts and liabilities of the Association shall be divided rateably in proportion to the amount each member last paid in subscriptions among the members of the Association at the date of dissolution.

## **33 Governing Law and Jurisdiction**

- 33.1 This Constitution shall in all respects be governed by and construed in accordance with English law. All notices, communications and correspondence with or arising out of this Constitution shall be in English.
- 33.2 Any dispute howsoever arising:
- i) relating to the interpretation of this Constitution; or
  - ii) between the members of the Association; or
  - iii) concerning any other matter which may arise in connection with the affairs of the Association;
- shall be settled by the OMC. In the event that such dispute cannot be settled by the OMC, the English Courts shall have exclusive jurisdiction in respect of any dispute or matter arising out of or in connection with this Constitution.

# IMCA Competition Law Compliance Guidelines

Adopted 17 December 2003

## Introduction

These guidelines are compiled for members in accordance with the Association's constitution. They will be circulated to all members.

## Policy

***The Association, its regional sections and all committees will comply with all applicable competition law (competition, antitrust and similar laws) including those of the United States of America, the European Union, the United Kingdom and other countries in which the Association is active.***

All meetings will start with this as agenda item 1.

## General

1. The Constitution and section objectives are written to comply with competition law.
2. Membership is open to all companies active in the offshore, marine or underwater engineering industries. Any action in rejecting a membership application or current member is reviewed for compliance with competition law.
3. The Association has a formal document retention and disposal policy.
4. The Association has a formal complaints procedure

## Rules for Meetings

Members should comply with the following guidelines when meeting:

1. Agendas of all meetings should be reviewed for compliance with competition law.
2. Items not on the agenda will not be allowed if they raise issues which violate competition law.
3. All participants have the right to question any topic or discussion that might violate competition law. Any participant has the right to state their objection and leave a meeting if they feel that any topic or discussion violates competition law.
4. Minutes of all meetings should be accurate and should not be doctored or incomplete.
5. Minutes of all meetings should be reviewed for compliance with competition law. Minutes should also include statements to show compliance with competition law.
6. All meetings should be scheduled and no unscheduled, informal, ad-hoc or side sessions should be held.

The following guidelines should be adhered to by all members during any meetings:

1. Do not discuss current or future prices.
2. Do not discuss what is a fair profit level.
3. Do not discuss an increase or decrease in price.
4. Do not discuss standardising or stabilising prices.
5. Do not discuss pricing procedures.
6. Do not discuss cash discounts.
7. Do not discuss credit terms.
8. Do not discuss controlling sales.
9. Do not discuss allocating markets.
10. Do not complain to a competitor that its prices constitute unfair trade practices.
11. Do not discuss refusing to deal with a company because of its pricing or distribution policies.
12. Do not attend unscheduled, informal, ad-hoc or side sessions.

## Conclusion

Trade associations can be targets for government agencies patrolling and enforcing compliance with competition law. By conducting its business openly and avoiding even the appearance that it is engaging in activity that might seem to have an effect on prices or competition, the Association and members can protect themselves from charges of violations of competition law.



# IMCA Complaints Procedure

Adopted 17 December 2003

## Introduction

These guidelines are compiled for members in accordance with the Constitution. They will be circulated to all members.

## Policy

The Association will comply with competition law and it will be open, transparent and non-discriminatory.

## Complaints

Complaints must be made in writing and should be addressed to the Chief Executive. Complaints from members should be signed by the member's Co-ordinator. Those from outside the Association should be on behalf of a company or organisation and signed by someone who is an authorised signature of that company or organisation.

## Overall Management Committee Responsibilities

Management responsibility for the Association rests with the Overall Management Committee. This committee deals with applications for membership and any disputes between a member and the Association. The Constitution explains:

- ◆ the criteria for new members;
- ◆ the expectations placed on members;
- ◆ misconduct that can lead to disciplinary procedures, including expulsion, together with the reasons for this, notice periods and opportunities for explanation;
- ◆ the mechanism for members to advise the Association of the misconduct of a member.

Each of these areas is handled by the Overall Management Committee.

## Complaints about the Association from Non-Members

Complaints from outside the Association should be sent to the Chief Executive, who will address them in conjunction with the Overall Management Committee.

## Right of Appeal

There is a right of appeal to the Council.

## Appeal Process

Any member, applicant or other body wishing to appeal against any decision taken should notify the Chief Executive, in writing, of their intention to appeal and should do so no later than the tenth working day following notification of the decision from the Overall Management Committee. The appeal will be addressed by the Council at the next available meeting who will take into consideration all the relevant details and whose decision shall be final.



# **IMCA Document Retention & Disposal Policy**

Adopted 17 December 2003

## **Introduction**

These guidelines are compiled for members in accordance with the Constitution. They will be circulated to all members.

## **Policy**

The Association, its regional sections and all committees will comply with requirements to retain and dispose of documents properly and safely.

## **Retention**

All formal documents such as minutes of meetings, correspondence about membership and financial matters should be signed as accurate documents by the responsible person and retained in a formal filing system. They should normally be retained both in hard copy and soft copy.

## **Access and Security**

Members should have access to all documents pertaining to their own membership.

The Association should ensure that confidential information received should remain confidential and should not be available to any other member or non-member.

## **Data Protection**

All documents and files should comply with data protection requirements.

## **Disposal**

Documents containing personal, confidential or sensitive information should be disposed of safely to safeguard the rights of individuals and companies. Documents may be disposed of after 7 years unless they are required to be kept for statutory or legal reasons.