

Constitution

THE BONDED WAREHOUSEKEEPERS' ASSOCIATION

1. The Association shall be known as "THE BONDED WAREHOUSEKEEPERS' ASSOCIATION".

2. The objects of the Association shall be:

* To facilitate discussions with and explanations by and to national and local government authorities in relation to technical, administrative and procedural matters of interest or likely to be of interest to all or the majority of Members of the Association and generally, and always insofar as consistent with the law, to promote the interests of the Members of the Association.*

3. The Members of the Association shall meet at such times and places, and subject to such Rules and Bye-Laws, as the Committee of the Association shall from time to time order, provided that, the Secretary of the Association shall be bound to call a Meeting, if required to do so in writing by not less than 10% of the Association's then current membership. Notice of not less than Fourteen Days shall be given to every Member of each such Meeting of the Members of the Association, and such Notice shall contain a note of the business to be transacted. The Chairman, at all Meetings, shall have the casting vote in addition to his deliberative vote. The Quorum at all such Meetings shall be twelve.

4. The Association shall elect a Chairman, a Vice-Chairman, a Secretary, a Treasurer and a Committee of eight to transact the business of the Association, three to form a Quorum. The Chairman and Vice-Chairman, also the Members of the Committee as appropriate, shall be elected at the Annual General Meeting of the Association, and all such persons, to qualify to be so elected and to be entitled to continue to hold the office of Chairman, Vice-Chairman, or to continue as a Member of the Committee, shall require to be either a Member of the Association, or a Partner, Director, Manager or other prominent Official of a Limited Company, Corporation or Firm which is a Member of the Association. The Immediate Past Chairman, on retirement, shall continue as a Member of the Committee ex officio for one further year after their retirement. In exceptional circumstances such as an appointed official not following into one of the categories listed above during the term of the appointment a committee meeting will be called (or next scheduled meeting) to decide the appropriate course of action.

5. The Chairman and Vice-Chairman shall hold office for two years, after which they shall retire. They shall not, until the expiry of one further year, be eligible for re-election to the respective Offices held by them prior to their retirement. The Secretary and Treasurer shall be elected at the foresaid Annual

General Meeting from year to year, and the two Offices may be combined and held by one person.

6. Two members of the Committee shall retire annually at the Annual General Meeting of the Association in order of seniority with regard to the number of years of service on the Committee. Committee Members of equal seniority shall, failing agreement, draw lots with a view to determining which of them is to be required to retire compulsorily under this clause. If a nomination(s) is received from a member and both of the longest serving committee members wish to continue then a vote will be taken at the AGM to decide who fills the positions.

7. All nominations for Office bearers and Members of the Committee, signed by at least two Members of the Association, shall require to be submitted in writing to the Secretary of the Association not later than fourteen days prior to the relative Annual General Meeting at which such nominations are to be proposed.

8. The Committee shall have full power to fill any vacancy on the Committee occurring between Annual General Meetings. The committee can co-opt another member to assist with the work of the association from time to time. The individual (s) will have no voting rights. This will be reviewed on an annual basis at the AGM.

9. The Secretary shall keep a Roll, in which he shall enter the Names of all the current Members of the Association, and which Roll he shall exhibit at all Meetings of the Association. This information is held on the BWA's website and can be reviewed on line.

10. The treasurer shall submit to the Annual General Meeting of the Association a Financial Statement for the year ending 31st March prior to the Date of such Annual Meeting, which statement shall be audited and be available to all Members of the Association at least fourteen days prior to such Meeting.

11. A general Meeting of the Members of the Association (the Annual General Meeting) shall be held annually on such Date as the committee may decide. This Meeting shall determine the amount of Subscription for the year, and transact other business of the Association.

12. The Committee may admit new Members, Bonded Warehousekeepers and other Associated Trade Companies, at any Meeting, provided such Resolution of admission is voted on by a majority of the Committee or subsequently signed by a majority of the Members of the Committee. Such new Members, when admitted, shall in all respects be subject to the same Conditions and Obligations as the existing Members. Various types of membership are available and will consist of Standard, Associate and Honorary categories. A Standard member is defined as a company/individual as stated above and will require to pay the full annual membership

subscription. An Associate member is defined as a company / individual that is not required to pay the annual membership subscription and will have no voting rights. It is not a requirement to have or work within a bonded warehouse operation although a clear connection must exist to be considered for this category. Honorary membership will be granted to those specific individuals that have made a significant contribution to the BWA.

13. Any Member desiring to leave the Association shall give written Notice, of no less than Forty eight hours, to the Secretary of his intentions to do so; and at the expiry of such notice he shall cease to be a Member of the Association and, although still liable for the past, shall be free from the future Obligations of the Association.

14. Any Member may be expelled from the Association, but no Member shall be expelled until reasons for such actions have been stated to him in writing, and an opportunity given him to answer them at a Meeting of the Association and at such, or at any subsequent Meeting, the Association may, by a two thirds vote of the whole of the Members present, finally resolve upon such expulsion, and a Notice from the Secretary shall be sufficient notice to such Member of his expulsion.

15. Every case of alleged infringement of the Rules and Regulation for the time being of the Association shall be brought before a Meeting of the Members of the Association and shall be dealt with by the Meeting if the alleged infringement be admitted; but should any Member deny any alleged infringement, and the Meeting at which the same is reported and considered as aforesaid so resolve, the same shall be referred to an Arbiter agreed upon by the Association, whose decision as to whether an infringement has occurred shall be final.

16. The committee may, if so authorised by resolution passed at a general Meeting of the Members of the Association, impose a levy on the Members of the Association at the date of such Meeting.

17. Alterations and additions to the foregoing Rules and Regulations shall only be made by a Special Meeting of the Association called for the purpose, and shall be effective only if passed by a vote of three-fourths of the Members of the Association present at such Meeting.

18. The Association shall subsist until wound up by a Resolution to that effect, passed by a vote of three-fourths of the Members of the Association at the Date of such Resolution.

19. This Constitution shall supersede the previous Constitution of the Association, which is hereby revoked, but all acts, elections and resolutions which were done, made or carried under the previous Constitution and which are not inconsistent herewith shall continue in full force and effect as if they had been done, made or carried under this Constitution.