

BYE-LAWS OF THE UK SUSTAINABLE DEVELOPMENT ASSOCIATION

RATIFIED BY MEMBERS ON 17TH DECEMBER 2007

INTRODUCTION

1. The UK Sustainable Development Association (UK-SDA) is a Company Limited by the £1-Guarantees of its members, established to serve as a focal point for businesses, organisations and individuals interested in reducing the UK's carbon footprint by encouraging maximum use of the tools, techniques and technologies of sustainable development.
2. The Association endeavours to influence opinion and facilitate widespread acceptance of sustainable development and to provide information to our members on a regular basis concerning national and international standards, public enquiries, new legislation and advances in technology. We work to a code of practice, and aim to influence and support public sustainability policies, particularly in relation to the design principles, and deliverability of those principles, concerning:
 3. Management, policy & design issues
 4. Energy/CO2
 5. Water & SUDS
 6. Materials
7. In addition to regulating the activities and standards of our members, we serve as an enquiry centre for the public, industry and governmental bodies. We provide information to enhance the general understanding of the advantages derived from sustainable development. Our members are promoted as the best choice for sustainable development services and technologies, and they enjoy, not only a financial gain in joining, but a sense of co-operation with others involved in the implementation of solutions to sustainable development and resource depletion.

Aims of the Association

8. The aims of the Association are:
 - a. To maintain and enhance the reputation standing and good name of the Association and its Members and thereby encourage the growth and development of sustainable development in the UK
 - b. To ensure that standards of competitive trading between Members shall be those which serve the public interest and the well being of the industry.
 - c. To ensure that customers receive the best possible service from Members by requiring assurances in respect of materials, components, installation and service work supplied or undertaken.
 - d. To help resolve disputes between Full Members and their customers
 - e. To make customers more aware of the benefits of sustainable development
 - f. To cooperate with bodies and public institutions with similar interests, both in the UK and abroad
9. The Association also exists to encourage:
 - a. Associated science and research, and the distribution and publication of results
 - b. Educational activities in its field
 - c. Production of technical guidelines and norms/directives
 - d. Gathering and publication of information about the technology
 - e. Compliance with relevant statutory regulations

Member Benefits

10. The benefits for Full Members, include:
 - a. Promotion via the UK-SDA web site
 - b. Promotion via UK-SDA printed literature
 - c. UK-SDA accreditation against its code of practice
 - d. Referrals
 - e. Licence to use the UK-SDA logo
 - f. Voting membership of the Association
 - g. Promotion via the widely distributed members lists which reaches potential purchasers
 - h. Updates on technical standards, government initiatives and equipment providers
 - i. Participation in formulation of industry best-practice standards

Full Membership Criteria

11. Every application for Full Membership of the Association shall be made in writing in a form approved by the SDA Full Members. Full Members will consider each application by reference to the criteria below, all of which must be satisfied in order for a membership application to be accepted.
12. When considering applications, Full members will also consider whether companies, trading bodies or persons having close links with the applicant also meet the criteria set out below. These include those who can instruct, give direction or influence the running of either the applicant's business who have also been or are still involved with another business supplying or installing equipment. Examples of 'close links' include shared key personnel (such as managers, owners or sales), shared business premises or a significant proportion of common shareholders. Essential criteria are as follows:
 - a. Provide sustainable development related equipment and/or perform associated works and/or provide sustainable development services to meet applicable UK or international standards, such as BS, EN, BSEN and ISO, and UK Water Regulations.
 - b. Neither publish performance statements without reference to verifiable data nor make statements and/or comparisons that are likely to be significantly false or misleading.
 - c. Not unfairly attack or discredit other products, advertisers or advertisements directly or by implication.
 - d. Not through their actions bring sustainable development into disrepute (i.e. have history of verifiable consumer complaints or adverse court judgments disproportionate to their commercial activity).

Other Membership Grades

13. Approval of the "Sub-Contractor" grade of membership will be subject to a satisfactory reference provided by a Full Member, who will effectively sponsor the application; the reference must include a statement to the effect that the installer meets the accreditation standards required by that member.
14. Approval of Associate, Academic and Individual grades of membership will be administered direct by the Association Secretariat, subject to meeting the criteria appropriate to the grade.
15. Public Sector and sponsor organisations will normally be invited into membership by simple application.

Conditions of Membership

16. Where an applicant is refused membership they will be advised in writing of the reasons for such refusal with reference to the criteria listed above. If the applicant considers that the information used by the Association's Full Members in reaching their decision is inaccurate or that the Association's criteria has not been reasonably applied by the Full Members, then they may appeal in writing to the Association setting out the basis of their appeal. The notice of appeal must be received within 28 days of the date the applicant is advised that their membership application has been refused. This appeal will then be given full consideration by the Full Members and, if considered necessary by the Full Members, a third party shall be appointed by the Full members to consider the appeal i.e. Chartered Institute of Arbitrators.

17. If an application for membership is refused, no fresh application for membership can be made within one year from the date of the of the application for membership (or the last application for membership if there has been more than one), whether or not the applicant has appealed.
18. Membership of the Association is subject to:
 - a. Payment of an Annual administration fee
 - b. Agreement to supply market information in accordance with the arrangements for this activity, agreed by Full Members
19. A Member shall cease to be a Member of the Association if they breach its Bye-Laws, or if:
 - a. If the Member, being a company, be wound up (except for the purposes of reconstruction or amalgamation).
 - b. If the Member, being an individual, becomes bankrupt or makes an assignment in favour of their creditors.
 - c. If the Member, being an individual, dies or becomes of unsound mind.
 - d. If the member resigns.
 - e. If the Full Members resolve that the membership of a Member shall cease because of the Member no longer being eligible for membership under the Articles of Association.
 - f. If the Full Members resolve that by reason of any subscription or any instalment of such subscription payable to the Association being unpaid within three months after the same fell due provided that fourteen days' notice is given.
20. The Full Members also have the power to impose other penalties short of expulsion against Members for proven infringements of the Association's Code of Ethical Practice.

Membership & Fees Structure

21. The Association's membership and fees structure is Attached at Annex A.

Ethical Code of Practice

22. The code of Ethical Practice exists to regulate the conduct of all members of the Association Ltd. who market, manufacture, supply, install or service sustainable development systems or sub-systems.
23. The Full Members meeting is the ethical body of the Association and their role is to promote the aims and objectives of the Association and to make decisions on matters such as policy and membership
24. In this Code, a customer is defined as any person or organisation to which a sale is made by a member and a consumer is any purchaser of goods and/or services who is acting for purposes that are outside his or her trade, profession or business.
25. The principles set out in this Code are not intended to qualify, interpret or supplant the law of the land.
26. A customer may expect that a supply of goods and services, in connection with the goods or services supplied by a Member, will in all respects perform as specified.
27. Customers should be made aware that they have a responsibility to act in a reasonable manner and cooperate fully with those who market, manufacture, supply, install or service sustainable development systems or sub-systems. In order to obtain the maximum benefit from a purchase the customer, should ensure the system or components are maintained according to the supplier's instructions and that they provide as much information as possible to anyone servicing the equipment.
28. Any disputes arising between customers and individual members are to be dealt with under the company's internal complaints procedures. If this proves unsatisfactory, the SDA will attempt to broker a satisfactory outcome.

MEMBERSHIP & FEES & LEVY STRUCTURE FOR 2008

Category/ Characteristics (Note 2)	Full Member	Sub-Contractor	Associate	Academia	Supporter	Individuals
Letterhead logos wording	Full Member	Accredited Sub-Contractor	Associate	Academic Associate	Supporter	None
Qualifying Constraints:	Product or service-provider specifically relevant to sustainable development	Must be sponsored by a Full Member, and committed to systems provided by Full Members	Engineers, Architects/Designers & other specifiers not meeting Full member criteria	Universities, academics & other research agencies	Public-sector organisations and other sponsoring organisations	Students & other interested individuals operating in a private capacity
Benefits:	<input type="checkbox"/> Use of logo <input type="checkbox"/> Use of accreditation <input type="checkbox"/> Website listing <input type="checkbox"/> Market survey participation <input type="checkbox"/> PR & lobbying participation <input type="checkbox"/> Public-platform opportunities <input type="checkbox"/> Referrals	<input type="checkbox"/> On mailing list for general association communications <input type="checkbox"/> Use of logo and Association accreditation <input type="checkbox"/> Website listing	<input type="checkbox"/> On mailing list for general association communications <input type="checkbox"/> Associate logo <input type="checkbox"/> Website listing	<input type="checkbox"/> On mailing list for general association communications <input type="checkbox"/> Website listing	<input type="checkbox"/> On mailing list for general association <input type="checkbox"/> Website listing	<input type="checkbox"/> On mailing list for general association communications <input type="checkbox"/> Website listing
Constitutional rights:	<input type="checkbox"/> Participants in the Full Members meetings <input type="checkbox"/> Full voting rights <input type="checkbox"/> Right to make a nomination to the management committee	None	None	None	<input type="checkbox"/> Participants in the Full Members meetings (if agreed when joining)	None
Annual Admin Fee:	£250	£125	£125	£125	Discretionary contribution invited	£25

Notes:

- This Annex forms part of the Bye-Laws of the Association, but from time-to-time may be updated separately*
- Entry into any grade of Membership is at the discretion of Full Members; it is a principle of membership that applicants will only be accepted in the grade which matches their characteristics as described in the above table*