

CoalImp – The Association of UK Coal Importers

Constitution

Introduction

1. The name of the trade association shall be “CoalImp” (also referred to as “the Company” in this Constitution).
2. CoalImp was established on 6th February 2007 as a company limited by guarantee, Company Number 6085440, with the registered office at Dalton House, 60 Windsor Avenue, London SW19 2RR.
3. The Company’s objects, as set out in paragraph 3 of the Memorandum of Association are:-

"to present, promote and protect the role of coal in the UK with particular reference to imported supplies."

Objectives

4. Further to the objects set out in paragraph 3, CoalImp shall have the following objectives: -
 - a. to be a representative body to put the views of member companies to UK Government departments and agencies, Parliaments and Assemblies of the UK, the European Commission and Parliament and other relevant organisations;
 - b. to disseminate non-commercial information of interest to members;
 - c. to provide a forum for the exchange of non-commercial information;
 - d. to promote the role of coal in the public arena in ways considered appropriate, from time to time, by the Management Committee.

Membership

5. Membership of CoalImp is available to companies involved in importing coal to the UK which are: -
 - a. major users;
 - b. transporters, port operators and other infrastructure operators;
 - c. other companies with a physical presence in the supply chain;

in each case dealing with over 100,000 tonnes of coal per annum.

6. Admission to membership is at the discretion of the Management Committee, and will be reviewed on an annual basis. Companies not meeting the above criteria may be admitted to membership in exceptional circumstances, at the discretion of the Management Committee, where such membership would be of mutual benefit in the pursuit of CoalImp's objectives.

Associates

7. The Management Committee may at its discretion, and on such terms as it may determine, admit as an Associate of CoalImp any other organisation that does not meet the criteria set out in paragraph 5, but which otherwise has common interests. Associates shall be entitled to participate in the affairs of CoalImp to the extent decided by the Management Committee.

Membership of Other Organisations

8. At the discretion of the Management Committee, CoalImp may become a member, or associate member, of other organisations which have common interests.

Finance of CoalImp

9. The financial year of CoalImp shall be the year ending 31st March.
10. The subscription scale shall be set by the Management Committee.

Meetings of CoalImp

11. CoalImp shall hold an annual general meeting not later than three months after the end of each financial year. A majority of the members of CoalImp, or the Management Committee, may at any time require the Secretary to convene a general meeting of CoalImp. In convening such a meeting, the Secretary shall give not less than 14 days' notice to members.

12. At a general meeting of CoalImp, in the event that voting takes place, each member of the association shall have one vote. In the event of equality, the Chairman shall have a second, or casting vote.

Management Committee

13. The affairs of CoalImp shall be directed by a Management Committee comprising:-

- a. between four and six Directors, nominated and elected by the full Membership of CoalImp at the Annual General Meeting. Each Director shall serve for a minimum one year term;
- b. no more than two additional Directors co-opted by the Management Committee;
- c. the Managing Director and Company Secretary.

14. A member of the Management Committee shall cease to be a member if he resigns from, or if he ceases to hold office in, the institution in which he has hitherto held office, except by discretion of the remaining members of the Management Committee.

15. Each member of the Management Committee shall have one vote. In the event of equality, the Chairman shall have a second, or casting vote.

16. The Secretary shall ensure that the necessary information is filed at Companies House, to reflect the composition of the Management Committee.

Chairman and Deputy Chairman

17. The Management Committee shall, at its first meeting in each financial year, elect a Chairman to hold office until the first meeting in the following financial year. The Management Committee may, at its discretion, also elect a Deputy Chairman. In the event of the Chairman, or the Deputy Chairman, resigning or ceasing to be a member of the Management Committee, the Committee shall have power to elect a replacement, to serve for the remainder of the term.

Publicity

18. CoalImp shall maintain a website containing up to date information on membership, and such other matters considered appropriate by the Management Committee.

Committees and Panels

19. The Management Committee may establish and maintain sub-committees and project groups, and may delegate matters to them.
20. The Management Committee may appoint technical panels to advise and assist.

Managing Director and Company Secretary

21. The Management Committee shall appoint a Managing Director who shall be responsible to it for the management of the Company, and who shall also be the principal representative of CoalImp and the principal policy adviser to the Management Committee. The Managing Director shall also act as Company Secretary, unless otherwise determined by the Management Committee.
22. The Managing Director shall be a Director and Member of CoalImp, but shall not be required to pay an annual subscription. Remuneration shall be determined by agreement between the Managing Director and other members of the Management Committee.
23. The Managing Director may resign the post with six months' notice.

Delegation

24. The Management Committee and the Managing Director may delegate any of their powers.

Revision of the Constitution

25. This constitution shall be amended by the Company, if at least 67% of the members, present at a general meeting, vote in favour of amendments of which prior notice has been given.

Memorandum and Articles of Association

27. It is intended that this Constitution is consistent with the Memorandum and Articles of Association of CoalImp. In the event of any conflict, the Memorandum and Articles of Association shall prevail. In such circumstances the Directors shall seek to resolve the conflict through changes either to the Constitution, or to the Memorandum and Articles of Association.