



# HEAT PUMP ASSOCIATION CONSTITUTION

Date: February 2020

**1. NAME**

The Association shall be known as the HEAT PUMP ASSOCIATION and in a brief form the HPA.

**2. STATUS**

The Association is a totally autonomous and independent body within the Federation of Environmental Trade Associations.

**3. OBJECTIVES**

The objectives of the Association shall be as follows:

- (a) To promote the advantages and proper use of heat pumps and heat pump technology.
- (b) To present a co-ordinated and corporate view for the industry by representing the majority viewpoint of the membership.
- (c) To engage in active dialogue with Government Authorities, Universities, Colleges and other national and international organisations involved with the specification or use of heat pumps.
- (d) To produce and issue information notices and literature for public distribution and to arrange representation at appropriate exhibitions.
- (e) To encourage any lawful activities which are in the best interest of its members.

**4. MEMBERSHIP**

Membership shall be open to any company or organisation involved in the study, design, manufacture, supply, installation or use of heat pumps. Members will be elected in accordance with the Bye Laws of the Association.

**5. CLASSES OF MEMBERSHIP**

{Annual subscription rates can be found at [www.feta.co.uk/membership](http://www.feta.co.uk/membership)}

Executive members

Registered companies and organisations who fall into Category E subscription rate, based on their UK sales of air to air and air to water heat pumps.

Full members can opt to become Executive members by paying the full Category E rate.

Full Members

Registered companies and organisations who fall into Category A-D subscription rates, based on their UK sales of air to air and air to water heat pumps.

paying the appropriate subscription rate based on their heat pump sales in the UK.

Associate Members

[This class of membership is only open to non-manufacturers]

Organisations paying the reduced subscription rate and having the lesser benefits detailed in the Bye Laws.

Honorary Members

May be elected at Plenary Meeting or by electronic vote. They pay no fee and have the lesser benefits detailed in the Bye Laws.

**6. MEETINGS OF MEMBERS**

Executive members can take part in the weekly teleconferences with Ecuity, executive meetings and main HPA meetings

Full members are entitled to attend main HPA meetings.

Associate members are not eligible to attend the main meetings of the Association except by invitation.

The Secretariat shall give at least 21 days' notice of all meetings of the Association.

**7. VOTING PROCEDURE**

Should any matter arise on which a vote needs to be taken, the following shall apply:

- (a) Each full member whose current subscription and other fees charged by the Association are fully paid shall be entitled to vote.
- (b) At any constituted meeting of the Association, a quorum of 4 members in compliance with Rule 4 and Rule 5 hereof, shall be necessary.
- (c) A simple majority of members present shall be deemed decisive.
- (d) At the discretion of the Chairman of the meeting, an electronic vote may be allowed on specific matters to enable all members to vote without having the need to attend the relevant meeting.

**8. CESSATION OF MEMBERSHIP**

Membership of the Association shall cease if:

- (a) The member being a firm or individual becomes bankrupt or makes an assignment in favour of its creditors.
- (b) If the Association in a general meeting resolves by a three-quarter majority that a member be expelled. Such expulsion shall be subject to appeal to the members in general meeting. Notice of appeal shall be given within one month of notification of expulsion.
- (c) If a member's fees or subscriptions shall be unpaid six months after they become due. Should a former member wish to re-join at a later date, the outstanding subscription from the previous period will be due.

**9. ANNUAL FEES**

The annual fees shall be set for the following year at a General Meeting held in the last quarter of the year.

Members are required to pay all fees promptly.

**9. OFFICERS**

- (a) The Association shall appoint a Chairman and Vice Chairman who will be Honorary Officers for a maximum period of TWO years from the time of their election. The Chairman shall chair all Association meetings.
- (b) These positions will be filled by election at a meeting of members or by electronic vote.

- (c) After the two-year term of office, the officers must retire, but may offer themselves for re- election. However, normal procedure would be for the Vice Chairman to succeed to the Chairmanship subject to approval at the Plenary Meeting.
- (d) In pursuing the objectives of the Association, the members shall, as the need arises, form Sub-Committees. A Chairman of each Committee shall be elected at a general meeting. The Chairmen of Sub-Committees shall report to the general meetings.

**10. MANAGEMENT**

- (a) The overall administration and direction of the Association shall be discussed and agreed at the regular Association meetings

The Secretariat for the Association shall be provided by FETA.

The duties and responsibilities of the secretariat are:

1. To attend ex-officio and Association meetings where required.
2. To implement the policies of the Association as approved by members and to report to the members when any action is taken.
3. To provide, through the central administration, facilities and services to members as may be from time-to-time required.
4. To advise the members on matters appertaining to the industry and the Association's role within that industry.

The Secretary shall not have the right to vote on any matters.

**11. ACCOUNTS**

- (a) The Secretariat shall keep a true record and accounts of all sums of money received from the membership and the expenditure incurred by the Association over and above that incurred in the normal operating expenses of the Federation, together with a full record of credits and liabilities of the HPA and also be responsible for all returns that may be required by statute.
- (b) The Secretariat shall keep clear records of any levies received from the membership in respect of projects requiring funding through the membership that from time-to-time may be agreed between the Association and members participating in those projects.

**12. AMENDMENT OF CONSTITUTION AND BYE-LAWS**

No amendment or alteration of this Constitution or of the Byelaws of the Association shall be made until a resolution for the same shall have been carried at a general meeting.

**13. DISSOLUTION**

The Association shall be dissolved when a resolution for the same shall have been carried at a special general meeting called for this purpose.

Members unable to attend the meeting may appoint a proxy to vote on their behalf. Such proxies to be notified before the meeting.

**14. DUTIES OF MEMBERS**

- (i) Members shall undertake to abide by the Constitution and Byelaws of the Association.
- (ii) Where a dispute arises between members, which involves any actions concerning the Association, the members in such dispute will make every effort to resolve the problem through the offices of the Association.
- (iii) Members shall always give proper consideration to the views expressed by fellow members and treat all information which members disclose to each other in meetings or to the Association and all proceedings and records of meetings as being in confidence.

# **HEAT PUMP ASSOCIATION**

## **BYE-LAWS**

1. The Byelaws of the Association are intended to provide guidance for the administration of the Association.
2. The Byelaws are authorised by the Constitution of the Association and may be amended by resolution carried at a general meeting in accordance with rule 11 of the Constitution.

3. **MEMBERSHIP**

Applications for membership must be approved by Association Meetings or by electronic vote. Membership of the Association shall be as laid down in Rule 5 of the Constitution. Any member shall be considered as having the right to attend any meeting.

The matter for which any electronic vote is required shall be detailed and sent to all members by e mail. All members shall be given a period of not less than 14 working days from the date of the electronic vote being sent in order to return their vote.

Member's votes are to be sent by e mail to the Secretariat.

A decision shall be reached by a simple majority of the votes received. Any members who have not returned their vote in due time shall be taken as abstentions.

4. **MEMBERSHIP DETAILS**

**EXECUTIVE MEMBERSHIP**

Involvement in weekly teleconferences with Ecuity  
Participation in Executive meetings  
Participation in Main meetings with full voting rights  
Election of Officers  
Participation on Steering/Working Groups  
Representing HPA – External Bodies

**FULL MEMBERSHIP**

Participation in Main meetings with full voting rights  
Election of Officers  
Participation on Steering/Working Groups  
Representing HPA – External Bodies

**ASSOCIATE and HONORARY MEMBERSHIP**

Participation in Main meetings **by invitation only**  
Participation on Steering/Working Groups by invitation  
Complimentary Association Publications  
Volume Publications at Reduced Cost