

Constitution

The Association of Play Industries is a group within The Federation of Sports and Play Associations (by guarantee), and as such is bound by the Federation's Memorandum and Articles of Association.

OFFICE

The office of the Association of Play Industries shall be that of The Federation of Sports and Play Associations.

PURPOSES

- a) To improve the quality of play, play spaces and play equipment.
- b) To promote playground safety.
- c) To assist with the development of standards and ensure that member companies comply with all appropriate standards.
- d) To afford manufacturers, designers, distributors and installers of play equipment and impact absorbing surfaces an opportunity for the interchange of views on any matters generally affecting the industry.
- e) To represent manufacturers, designers, distributors and installers of play equipment and impact absorbing surfaces whenever the occasion may arise.
- f) To promote, develop and protect the interests of the play industry; to promote and originate improvements in the law in any way affecting the play industry; and to support or oppose alterations therein; to effect improvements in administration; and, for purposes aforesaid to support or oppose any proceedings in Parliament or elsewhere and to take such steps (if any) as may be deemed necessary or expedient.
- g) To take, defend, contribute to, or assist in any proceedings by or against any Members of the Association or the Association itself in which the general rights or interests of manufacturers, distributors or installers of play equipment and impact absorbing surfaces may be involved or affected.
- h) To co-operate with Local Authorities, kindred public bodies and institutions, trade associations, firms or persons for any of the purposes or objects aforesaid.
- i) To promote, or support, any paper, journal, magazine or other publication dealing with the play industry and to undertake by any means as members may from time to time determine, measures to promote and develop the play industry and to undertake by means of exhibitions, fairs and other publicity methods.

1. ELIGIBILITY FOR MEMBERSHIP

Full Members

A requirement of full membership of the Association of Play Industries is that the business must be eligible for and enter into membership of The Federation of Sports and Play Associations (FSPA). A single subscription covers membership of FSPA and of the Association of Play Industries. In order to be eligible for membership of the Association the applicant must be engaged in the manufacture, distribution, installation or construction of play equipment, components used in play areas and/or impact absorbing surfaces for a minimum period of two years.

Associates

A requirement of associate membership of the Association of Play Industries is that the business must be eligible for and enter into membership of The Federation of Sports and Play Associations (FSPA). A single subscription covers membership of FSPA and of the Association of Play Industries. In order to be eligible for membership of the Association the applicant will be drawn from those businesses who are involved with the play industry providing services to our full members and/or their clients, user groups of play equipment together with safety and advisory organisations which have a play focus.

2. ADMISSION OF MEMBERS

Applications for membership of FSPA and the Association shall be submitted on a form as prescribed by FSPA and the Association of Play Industries. The Board of FSPA and the relevant section of the Association of Play Industries will consider all applications.

The Federation and the Association reserve the right to reject any application without giving a reason.

3. DURATION OF MEMBERSHIP

Membership of FSPA and the Association may be terminated by voluntary withdrawal or by a member no longer fulfilling conditions of membership. The member will, however, be liable for membership subscriptions and other dues for the year concerned.

4. SUBSCRIPTION

The annual subscription for members shall be determined by FSPA. Members may also be required to contribute to other costs incurred in the specific work of the Association.

5. VOTING

Each **full** Member shall appoint a representative who may act for the **full** Member in the affairs of the Association. Such person may vote on any questions, which may come before a meeting.

Elections:

Executive: On a show of hands one company one vote.

General Business:

EGM/AGM/GM: On a show of hands one company one vote.

Nominations for office holders must be received in writing by the Secretariat fourteen days before the AGM.

6. GENERAL MEETINGS

The Association shall hold an Annual General Meeting each year. Other General Meetings, to which all full members shall be invited, shall be convened as thought necessary by the Chairman. The Chairman shall convene a General Meeting on the request of SEVEN or more full members. Twenty-one day's notice shall be given of a General Meeting. All items discussed and Minutes and other papers circulated in connection with meetings are private and confidential and a condition of membership is that they shall not be divulged to any non-member.

7. QUORUM

A quorum at a General Meeting shall consist of representatives from SEVEN full member companies. If at any meeting a quorum is not present, the meeting may be dissolved by those present.

8. PROXY VOTING

At any General Meeting, a full member may appoint a proxy to attend and vote on its behalf. Proxy nominations must be received in writing by the Secretariat seven days before the AGM.

9. SUB-COMMITTEES

The Association in General Meeting or the Executive Committee shall have the power to appoint sub-committees charged with such duties as the Association may decide.

10. EXECUTIVE COMMITTEE

There shall be a permanent Executive Committee of eight plus the Chair and Vice Chair, representing all membership types where possible. The members of the Executive Committee (Vice Chair plus eight officers) shall be elected for two years at the Annual General Meeting of the Association. Members may serve two or more successful periods of office if re-elected. The Executive Committee will have the power to co-opt additional members for specific duties. A member company can only have one representative on the Executive committee. A quorum of all Executive Committee meetings shall consist of five.

11. INDEPENDENT CHAIR

The executive committee will be chaired by an independent Chairperson. This person will act in a part time non-executive capacity and will be selected from outside the API membership. The selection must be endorsed by the executive committee. The terms of engagement of the Chairperson will be determined by FSPA management after consultation with the executive committee and the Chair may be removed (subject to any contractual terms) by majority vote of the exec committee and FSPA management.

The Chair shall preside at meetings of the Association and shall have a vote. The Chair should do all in their power to promote the well-being of the Association and shall perform such duties in their capacity as Chair as directed by General or Executive Committee meetings.

The Chair of the Association shall act as the Association's representative whenever the occasion necessitates and, when representing its opinion on any subject, it shall be their duty to do so in a fair and balanced manner that is representative of the interests of the membership.

12. VICE CHAIR

Full Members of the Association shall at the AGM nominate and elect a ~~Chair and~~ Vice Chair, who shall carry out the duties prescribed. Their term of office shall be two years. At the end of the two-year period of office, they may offer themselves for re-election.

In the absence of the Chair, the Vice Chair shall act as Chair. In the absence of both Chair and Vice Chair, the members present at a meeting shall have the power to elect a temporary Chair to conduct its business.

13. VICE CHAIR : REMOVAL FROM OFFICE

The Vice Chair may be removed from office by resolution of any General Meeting of the Association.

14. OFFICE HOLDERS: TEMPORARY APPOINTMENT

Any person may, by a show of hands, be elected without notice to occupy the office of Chair or Vice Chair temporarily pending the election of a permanent office holder.

15. PERSONNELL

Creation of executive posts within the Association will be subject to a majority vote of full members in a General Meeting. Appointments will be made by the Executive who may also create short-term posts if it is considered to be in the best interests of the Association.

16. ASSOCIATION MANAGER

The Association Manager shall be a member of staff of The Federation of Sports and Play Associations. Their duties shall be as directed by the Federation and they shall be responsible to the Association through that organisation.

17. RESIGNATION OF EXECUTIVE OFFICE HOLDERS AND VICE CHAIR

Any office holder may vacate his office by tendering his/her resignation in writing to the Association Manager.

18. REMOVAL OF EXECUTIVE OFFICE HOLDERS AND VICE CHAIR

Any office holder may be removed from office immediately on the passing of an appropriate special resolution.

19. ASSOCIATES

Associate membership includes the right to attend General Meetings and the Annual General Meeting, receive communications and benefit from other membership services. Associate members do not have the right to vote at General Meetings or the Annual General Meeting or have representation on the Executive committee.

20. PROFESSIONAL CODE OF CONDUCT

The Association may adopt in General Meeting a Professional Code of Conduct, adherence to which would be a condition of membership.

21. DISCIPLINARY PROCEDURE

If a Member alleges that a Member is in breach of this Constitution or the Professional Code of Conduct or a customer complains about a Member, they shall refer the matter in writing

to the Manager of the Association who shall conduct a preliminary investigation and report to the Chairman. The Chairman will determine the need for, and if necessary appoint, either a Mediation Panel or three members of the Executive Committee as a Disciplinary Panel. The Mediation or Disciplinary Panel shall give both the complainant and the Member complained of a proper opportunity to put their case, and shall determine whether to invite submissions in person or in writing, dependant on its view of the seriousness of the issues concerned. The Mediation or Disciplinary Panel shall deal with the matter in a timely fashion and shall notify the parties concerned in writing of their decision as to whether the Member has acted in breach of its obligations under the Constitution or the Professional Code of Conduct. If such a breach is found, the matter shall be referred to the Executive Committee which shall determine the extent of disciplinary action to be taken against the Member, which may include suspension or expulsion from membership in case of serious breach (for period to be specified at the time of expulsion). Expulsion from the Association automatically means expulsion from the Federation of Sports and Play Associations.

22. ALTERATION OF CONSTITUTION

The Executive Committee may give written notice to every member fourteen days in advance of a General Meeting, to revoke, alter, or add to any part of this Constitution. Such proposal shall be voted on at the said General Meeting and may be passed by a simple majority.

The Association of Play Industries operates under the umbrella of the Federation of Sports and Play Associations' (FSPA); the national trade body responsible for representing 13 Associations in the UK's sport and play industries. Registered Offices: Rural Innovation Centre, Stoneleigh Park, Kenilworth, Warwickshire, CV8 2LG www.sportsandplay.com Registered Number: 216719. VAT Registration: 40742766.

