



CONSTITUTION AND RULES

FOR

**THE ASSOCIATION OF DUCTWORK CONTRACTORS AND
ALLIED SERVICES**

Approved on 30th September 2019

30 September 2019

CONTENTS

1. NAME

2. HEAD OFFICE

3. SCOPE

4. OBJECTIVES

5. MEMBERSHIP

- 5.1 Full Membership
- 5.2 Associate Membership
- 5.3 Admission
- 5.4 Logo
- 5.5 Resignation
- 5.6 Exclusion
- 5.7 Register
- 5.8 Multiple Members

6. EXECUTIVE COMMITTEE

- 6.1 Composition and Role
- 6.2 Quorum
- 6.3 Officers
 - 6.3.1 The President
 - 6.3.2 Elected Representatives
 - 6.3.3 Election
 - 6.3.4 Casual Vacancies
 - 6.3.5 Removal of Officers and Elected Representatives

7. COMMITTEES AND WORKING GROUPS

- 7.1 Working Groups and Special Sub-Committees
- 7.2 Powers and Duties of Committees
- 7.3 Minutes
- 7.4 Meetings
- 7.5 Voting
- 7.6 Secretary
- 7.7 Staff
- 7.8 Indemnity

8. GENERAL MEETINGS

- 8.1 Annual Meetings
- 8.2 Agenda
- 8.3 Notice
- 8.4 Special Meetings
- 8.5 Quorum
- 8.6 Voting
- 8.7 Chair of Meetings

9. INCOME AND EXPENDITURE

- 9.1 Accounts
- 9.2 Funds
- 9.3 Income
- 9.4 Expenditure
- 9.5 Members Expenses

9.6 Borrowing Powers

10. DUTIES AND COMPLAINTS BY MEMBERS

11. PROVISIONS FOR DISSOLUTION

12. AMENDMENT OF RULES

13. SUBSCRIPTION

- 13.1 Annual Subscription
- 13.2 Turnover
- 13.3 Qualifying Turnover
- 13.4 Turnover Bands
- 13.5 Rates of Subscription
- 13.6 Subscription Payment

14. COMPETITION LAW

- 14.1 Pricing
- 14.2 Customer Allocation
- 14.3 Agreements on Investment Levels or Production Quotas
- 14.4 Information Exchange
- 14.5 Any Other Arrangement

15. EQUALITY AND DIVERSITY

- 15.1 Our Aims
- 15.2 About Our Policy
- 15.3 Our Responsibilities
- 15.4 Our Commitments
- 15.5 Review and Action

16. PRIVACY POLICY

- 16.1 Members' Data
- 16.2 Use of Members' Data
- 16.3 FETA Permissions
- 16.4 Members' Privacy
- 16.5 Irrelevant Information
- 16.6 FETA Registered Data

17. CODE OF CONDUCT

18. REVIEW OF STRATEGIC MANAGEMENT ISSUES

- 18.1 General Review Principles
- 18.2 Membership Conditions
- 18.3 Revision of the Constitution

1. NAME

The name of the Association shall be the Association of Ductwork Contractors and Allied Services, abbreviated when appropriate to ADCAS, hereinafter called 'The Association'.

2. HEAD OFFICE

ADCAS is in turn a member of the Federation of Environmental Trade Associations (FETA) and is bound by its rules and regulations. FETA provides the secretariat services required to support ADCAS, whose Head Office address is registered as ADCAS, FETA, 2 Waltham Court, Milley Lane, Hare Hatch, Reading, Berks, RG10 9TH.

3. SCOPE

The Association shall cover air conditioning and ventilation ductwork contracting and allied services within the building services industry and construction sector both onshore and offshore in the United Kingdom and Channel Islands. ADCAS aims to be the unifying voice of the UK ductwork industry and is committed to supporting all its members in their efforts to establish and maintain the highest standards in product design, system development, application and service. ADCAS encourages skills development and training and aims to influence the development of related building legislation, particularly in respect of installer competency.

4. OBJECTIVES

The objectives shall be:

- a. To formulate, approve and enact a strategy to promote the Association and further the interests of its members within the Construction Sector.
- b. Provide and maintain the highest possible standards of workmanship and service for the benefit of all stakeholders, in support of the concept of recognised standards of competence.
- c. To encourage mutual support and co-operation from members in recognising and adopting effective criteria in defending and protecting their legitimate interests against unduly inequitable and restrictive terms, conditions or actions.
- d. To circulate and advise members on matters of general or specific interest.
- e. To provide support and assistance, whenever possible, to members on matters relating to Law, Health & Safety, Training & Education, Standards and Specifications.
- f. To liaise with and maintain effective communication with Government Departments; other relevant Associations; Institutions and trade bodies.
- g. To provide a forum for the exchange of non-competitive information.

5. MEMBERSHIP

5.1 Full Membership

Full members of the Association shall consist of persons, partnerships and registered companies who are engaged regularly and substantially within the United Kingdom or the Channel Islands as ductwork contractors or in services allied to ductwork e.g. design, manufacture or installation of ventilation and air conditioning systems.

5.2 Associate Membership

Associate members of the organisation shall consist of businesses who manufacture and/or supply ductwork related Products or Equipment for ventilation and air conditioning systems and form part of said supply chain.

5.3 Admission

Applications shall only be made on the form currently approved by the Executive Committee, properly completed and signed. This will make clear the entry standards and Code of Conduct (see Section 17 below) which members must accept and adhere to. The Executive Committee shall consider each application and decide, on a majority basis, whether or not it will be approved. Applications will not normally be considered from companies or businesses which have traded for less than two years. Once admitted, and on receipt of the appropriate subscription, the member's details (as provided by them) will be listed openly on any relevant ADCAS and/or FETA website.

5.4 Logo

The Association has a logo which may be used by existing fully paid-up members in the promotion of their businesses.

5.5 Resignation

Members are required to give a minimum of three months written notice to the Secretary. In any event, no pre-paid subscriptions are returnable. Resignations do not absolve the member from paying any outstanding subscription due. Upon resignation a member shall cease to have any interest in a claim upon any of the funds or assets of the Association or use of the ADCAS logo.

5.6 Exclusion

Membership shall cease automatically if a member goes into administration, liquidation, becomes bankrupt, makes an arrangement in favour of his creditors or, if an individual company, the sole proprietor dies. Furthermore, any member who transgresses any of the Rules or Codes adopted by the Association; fails to pay subscription charges or levies; or in any way acts against the interests of the Association shall be liable to be expelled from membership. Expulsion may only be authorised by a majority vote of all members of the Executive Committee having first given the member the opportunity to make a written representation and to be heard on the resolution by the Executive Committee.

An expulsion order shall be notified to the member in writing within fourteen days of the Executive Committee's vote.

5.7 Register

The Secretariat shall keep an accurate and current Register of Members which will include the full name, address and registered office of each member, together with any other particulars directed by the Executive Committee. It is the duty of the member concerned to advise the Secretariat of any changes to their company data. The Register may be inspected by any current member at the Association's office during normal business hours. Such data will be safeguarded in accordance with FETA rules and procedures, reflecting related GDPR regulations.

5.8 Multiple Members

Two or more businesses under the same ownership are eligible for membership whether or not they are trading in the same or different trade speciality. Separate subscriptions will be required in each case.

6. EXECUTIVE COMMITTEE

6.1 Composition and Role

The Association's management and business control shall be vested in an Executive Committee – and these individuals must be employed by a current ADCAS member. The role of the Committee is to act directly, or through any standing or adhoc Working Groups, the agreed collective instructions of the ADCAS membership. Ideally the composition of the Committee should reflect the widest possible range of members (e.g. sector specialisation, company size etc) but either way, Executive Committee members need to be able to devote sufficient time and effort to the role. Linked to this, it is important that a regular turnover of members takes place: not only is this good governance practice which encourages new ideas, but nominees are far more likely to volunteer if they know their tenure is not limitless. The Executive Committee shall consist of:

- a. The officers: namely the President, Immediate Past-President and Vice-President.
- b. The chairs of the standing Working Groups (e.g. Technical; Marketing; and Training)
- c. Up to and no more than a further six elected representatives.

6.2 Quorum

Four members of the Executive Committee shall constitute a quorum.

6.3 Officers

6.3.1 The President

- a. The President is the representative of the Association. The President will be the first person to be called upon to speak on behalf of the Association at conferences, events etc. The President will also be the named representative of ADCAS in any articles sent to the press. The President will represent the interests of all member companies and will act accordingly in a way that forwards the interests of the wider membership. The President will be answerable to the membership through the Executive Committee.
- b. The appointment of the President will follow an elected term of two years as Vice President.
- c. The President shall be appointed by the Executive Committee and shall serve for a term of two years. On retirement, the President shall automatically hand-over to the Vice-President if he/she is able to serve. If the Vice-President is unable to serve as President, a new President shall be elected.
- d. The President will automatically have a place on the Executive Committee and will act as Chairman.
- e. The President will also have a place on the FETA Board.
- f. After the two year term the President will stand down and become Immediate Past President and the Vice President will normally succeed to the position of President by resolution of the Executive Committee. The Immediate Past President will remain on the Executive Committee for two years. After that time they may stand for re-election.
- g. No person may be elected to serve as President or Vice President for more than two consecutive 'Presidential Cycles' (Vice President – President – Immediate Past President).
- h. The Vice President shall support the President and act as a second representative for any conferences, events etc.
- i. The Vice President will automatically have a place on the Executive Committee.

6.3.2 Elected Representatives

It is important for the success of ADCAS that all members actively engage and in addition to the time-limited tenure of the President (see 6.3.1 f above) two of the six elected representatives of the Executive Committee shall retire annually and shall be eligible for re-election. Likewise, the members who hold positions on the Executive Committee as a result of being Working Group Chairs are required to comply with the rules of tenure laid out in section 7.1d below.

6.3.3 Election

Election of a new Vice-President shall be by a ballot of the full Executive Committee with subsequent approval by simple majority of all eligible voting members.

6.3.4 Casual Vacancies

The Executive Committee may fill any casual vacancy amongst the Officers or elected representatives which occurs during the year for the unexpired period of office.

6.3.5 Removal of Officers and Elected Representatives

Any member of the Executive Committee may be removed before the expiration of his/her term of office by a resolution of members in any ADCAS meeting supported by not less than 75% of the votes recorded thereat. Not less than 28 days notice of any intended resolution shall be given in writing to that member of the Executive Committee and to every member of the Association. Any member of the Executive Committee under threat of removal is entitled to make written representation to the Association. Voting would be conducted as per the detail given at 8.6 below (noting the additional 75% threshold requirement stated above).

7. COMMITTEES AND WORKING GROUPS

7.1 Working Groups and Special Sub-Committees

- a. The Executive Committee shall have the right to appoint Working Groups and/or special Sub-Committees and delegate to them such powers as necessary to enable them to properly carry out their responsibilities and duties. In accordance with the extant ADCAS Strategy, there shall be standing Working Groups for:
 - i. Technical
 - ii. Marketing
 - iii. Training
- b. The scope and strategic aims and objectives of any Working Group shall be set by the Executive Committee and agreed by the Working Group members. Development of these aims and objectives shall be the responsibility of the Working Group.
- c. Each Working Group shall have a Chair elected in accordance with the 'Rules, Policies and Procedures of ADCAS'. The standing Working Group chairs shall have a place on the ADCAS Executive Committee.
- d. A Working Group Chair shall serve for two years after which time they must stand down. They can stand for re-election against any other volunteer candidate.
- e. A Working Group shall have a minimum of three members with no upper limit. Any Executive Member can attend a Working Group Meeting.
- f. Working Groups shall meet as often as the Chair feels necessary to achieve their outcomes.

7.2 Powers and Duties of Committees

No Committee or Working Group shall have the power to incur expenditure on behalf of the Association or bind the Association to any Agreement or course of action unless specifically authorised by the Executive Committee.

7.3 Minutes

The Secretary shall record accurate Minutes of Executive Committee and general ADCAS meetings which shall be forwarded to all members entitled to attend such meetings.

Special sub-committees or Working Group Chairs will record informal minutes of meetings for review by the Executive.

7.4 Meetings

There shall be not less than three Executive Committee Meetings called each year and at least fourteen days notice shall be given in writing to those members entitled to attend. All meetings, irrespective of the level of formality, must be held in accordance with the FETA Competition Law Guidelines. See Section 14 below.

7.5 Voting

Voting at Executive Committee and other Committee meetings shall be by simple majority of one vote per member Company attending. The Chairman's vote shall be decisive if voting is equal.

7.6 Secretariat

FETA will provide the Secretary to run the day to day affairs of the Association, as directed by the Executive Committee and the President.

7.7 Staff

The Secretary will be supported by FETA staff as agreed with the FETA CEO.

7.8 Indemnity

Every Officer and member of the Executive Committee and any Committee, together with the Secretary and any employee of the Association, shall at all times be indemnified out of the Funds of the Association against all losses, costs and charges which they may incur as a result of the bona fide carrying out of their duties and responsibilities on behalf of the Association provided that such losses, costs and charges are not caused by their own fraud, wilful neglect or default.

8. GENERAL MEETINGS

8.1 Annual Meetings

An Annual Meeting of the Association shall be held at a time and venue determined by the Executive Committee.

8.2 Agenda

Annual Meetings may elect the Officers and Elected Representatives. At the Annual Meeting a Statement of Income and Expenditure, shall be provided clearly indicating the financial state of affairs for the year. A report on the Association shall be provided and any other business allowed by the President shall be transacted.

8.3 Notice

Twenty one days written notice of an Annual Meeting shall be given to every member by the Secretary by way of an Agenda denoting the date, venue, time and business.

8.4 Special Meetings

Special Meetings may be called by the Secretary at the request of the President, Executive Committee or any ten members of the Association. The request must be in writing and clearly state the nature of the business to be brought before the members. The Secretary will give members a minimum seven days notice of the Special Meeting with an Agenda giving date, venue, time and business.

8.5 Quorum

Ten members shall constitute a quorum for all General Meetings.

8.6 Voting

A simple majority shall be used for voting on the basis of only one person per paying member company being entitled to participate. Dependent on the nature of the issue being decided upon it may be appropriate for a secret ballot process to be used in which case this will take place using official ballot papers and the counting of votes carried out by two scrutineers (at least one of whom should be a FETA staff member) chosen by the Chairman of the meeting.

8.7 Chair of Meetings

The President or one of the other Officers shall preside at Executive Committee and Meetings. If there is no Officer present then the members present shall elect a Chair from amongst their number. In the event of votes being cast equally, the Chair of any meeting shall have the casting vote in addition to his/her ordinary vote.

9. INCOME AND EXPENDITURE

9.1 Accounts

Proper and accurate books of account must be kept and regularly written up and maintained to reflect the true state of affairs of the Association. The President and Executive Committee may instruct and authorise certain transactions, but the responsibility for this function remains with the Secretary (supported by relevant FETA staff and ultimately the accountants and auditors engaged by them).

9.2 Funds

Funds of the Association may only ever be expended on bona fide transactions carried out by or on behalf of the Association and for the strict purposes of furthering the objects of the Association.

9.3 Income

Subscriptions and all other income shall be recorded and paid into the Account of the Association. For the avoidance of doubt this is a ring-fenced sub-account of the FETA overall account. This is supervised by a professional accountancy firm and audited annually under arrangements made by the FETA Board (including the President of ADCAS).

9.4 Expenditure

The President and Executive Committee shall stipulate the method for authorising payments and will communicate accordingly to FETA who will carry out the appropriate action on their behalf.

9.5 Members Expenses

Out of pocket expenses properly incurred on Association business by any Officer, Executive Committee or other member may be reimbursed. Relevant receipts must be provided to allow for a transparent audit process.

9.6 Borrowing Powers

The Executive Committee shall have the power to borrow money by Bank Overdraft or other means provided that at all times it is for the purposes of the Association. This unusual step would have to be done in close liaison with FETA and if necessary after seeking professional legal and financial advice.

10. DUTIES AND COMPLAINTS BY MEMBERS

All members shall abide by and comply with the Constitution, Rules, and Code of Conduct of the Association. All members shall endeavour to maintain the highest standards of workmanship and integrity whether dealing with fellow members or relevant stakeholders. Members shall maintain a current policy of Public Liability Insurance sufficient for their own particular needs. Any complaints by a member concerning the actions or behaviour of another member or Official of the Association shall be fully and fairly investigated by the Executive Committee provided that the complaint is received in writing clearly stating:

- a. The name of the complainant.
- b. The name of the member or Official subject of the complaint.
- c. A concise explanation of the complaint giving dates, times and other details.

The President of the Association shall decide what action to take in the matter and the resulting decision must be endorsed by a majority vote of the Executive Committee.

11. PROVISIONS FOR DISSOLUTION

In the event of the question of dissolution or winding-up of the Association arising, it shall be determined in the following manner:

- a. On the requisition in writing of one-third of the then existing members, a Special Meeting shall be called by a notice given to all the members then on the Register of Members, by circular signed by the Secretary and posted to each member at his address on the said Register, 21 days at least before the day of the meeting and stating the object of the meeting, and such dissolution or winding-up shall take place only when and as decided by a majority of not less than two-thirds of the votes given at such meeting.
- b. On dissolution, the funds of the Association remaining after liquidation of all its liabilities shall be divided among such members at the time being as have discharged all their obligations to the Association, rateably according to the aggregate amounts of their annual subscriptions for the past five years.

12. AMENDMENT OF RULES

Alterations in the Constitution and Rules may be proposed and effected by a resolution passed by not less than two-thirds of the members present and entitled to vote at a Meeting of the Association called for the purpose or at any Annual Meeting of the Association, providing that the proposals have been the subject of prior consultation with the membership.

13. SUBSCRIPTION

13.1 Annual Subscription

Each member shall pay an annual subscription based on turnover, as shown in the accounts or financial statement for its last financial year ending before the Association's year commencing on the 1st January. Subscription will be determined by bands of turnover.

13.2 Turnover

If, for any reason, the amount of turnover used to base the subscription level is less than 100% then the non-qualifying turnover should be admitted as to type and per cent.

13.3 Qualifying Turnover

For subscription purposes this shall mean the value of sales applied for and/or invoiced, plus any opening work-in-progress less any closing work-in-progress, as shown in the member's accounts or financial statements. Qualifying turnover for full membership shall further mean, as understood within the Building Services field, to be any or a combination of:

- a. Ductwork contracting whether as a sub-contractor to a mechanical services contractor or by
- b. Any other contractual relationship.
- c. Fabrication of rectangular, spiral or oval ducting.
- d. Erection labour.
- e. Draughting by both manual and CAD means.
- f. Fire resistant ducting.
- g. Commissioning and testing.
- h. Kitchen canopy and hoods.
- i. Plastic ductwork and fume cupboards.
- j. Other allied services.

In relation to Associate Membership, qualifying turnover shall mean:

- a1. Supply only of spiral and/or flat oval tube and fittings.
- b1. Supply of products and equipment for ventilation and air-conditioning systems.

13.4 Turnover Bands

Member subscriptions shall be determined by the turnover bands in which their own turnover falls. These bands will be determined by the Executive Committee, advised by the FETA staff.

13.5 Rates of Subscription

The rates for subscription will be determined each year by the Executive Committee together with the level of Entrance Fee. ADCAS will pay a Secretariat fee to FETA annually, in a similar manner to other comparable FETA Associations. This fee shall be determined in discussion between ADCAS and the FETA Board (on which the ADCAS President sits).

13.6 Subscription Payment

Subscriptions will be payable in full by the 31st January each year. Membership certificates (and the related permission to use the Association logo) will be withheld until payment has been received.

14. COMPETITION LAW

ADCAS operates under EU and UK competition and anti-trust laws. As noted previously, FETA has formal Competition Law Guidelines (as do all reputable Trade Associations) and, with this in mind, no ADCAS member should discuss or be involved in any of the activities noted below:

14.1 Pricing

Members must not agree or discuss their company prices, pricing policies, discounts or rebates. Any exchange of information which could lead to price coordination is prohibited.

14.2 Customer Allocation

Members must not be involved in discussions as to the allocation of particular customers to particular members, or the imposition of quotas or caps on production.

14.3 Agreements on Investment Levels or Production Quotas.

Members must not be involved in discussions on investment levels nor production quotas.

14.4 Information Exchange

The systematic exchange of confidential information which would enable members to see each party's share of sales, output or the territories or customers to whom sales have been made. It is permissible to collect statistical information which provides industry-wide general overview of a sector and market trends including production, sales, exports. However, it must not be possible to identify the prices or volumes of a competitor.

14.5 Any Other Arrangement

Members must not be involved in any other arrangements that would restrict competition such as a collective boycott; or ongoing action to exclude competitors or new entrants.

15. EQUALITY AND DIVERSITY POLICY

15.1 Our Aim:

- a. In carrying out its functions ADCAS is committed to promoting equality of opportunity for all, and to ensuring that no individual is discriminated against in the planning and delivery of any of its activities.
- b. We therefore aim to ensure that the values of equality, diversity and respect for all are embedded into everything we do.

15.2 About Our Policy:

- a. This policy demonstrates ADCAS's commitment to eliminating discrimination and encouraging and valuing diversity amongst membership, staff, committee members, volunteers and users of our services.
- b. We recognise our responsibilities under the Equality Act 2010 and are committed to meeting them. We believe that a culture that embraces equality and values diversity will help us to ensure that everyone feels involved and included in our plans, programmes and activities.
- c. We aim to create an environment which respects and welcomes everyone, and in which no form of bullying, harassment, disrespectful or discriminatory behaviours are tolerated. We are committed to providing equality and fairness to all involved in ADCAS and not provide less favourable facilities or treatment on the grounds of age, disability, gender reassignment, marriage and civil partnership, pregnancy and maternity, paternity, race, ethnic origin, colour, nationality, national origin, religion or belief, or sex and sexual orientation. We are opposed to all forms of unlawful and unfair discrimination.

15.3 Our Responsibilities:

- a. ADCAS understands that for equality to be achieved this policy needs to be communicated to and adhered to by staff, committee members and volunteers.
- b. This policy has been agreed by the Executive Committee.
- c. All staff, committee members and volunteers have a responsibility to ensure that their own language and actions are consistent with the spirit as well as the contents of this policy.

15.4 Our Commitments:

- a. We will seek to create an environment in which diversity and the contributions of all staff, committee members and volunteers are recognised and valued in all that we do.
- b. To not tolerate any form of intimidation, bullying, or harassment, and to discipline those who breach this policy.
- c. We will select and recruit staff, committee members and volunteers on the basis of their attitude, aptitude and ability.

15.5 Review and Action:

We recognise that it is important to regularly review this policy to ensure that it reflects current equality legislation and best practice. A review of our Equality and Diversity Policy will be carried out on an annual basis and any necessary actions taken.

16. PRIVACY POLICY – GENERAL DATA PROTECTION REGULATIONS

ADCAS is a member of the Federation of Environmental Trade Associations (FETA) and as such shall adhere to its constitution, rules and regulations.

16.1 Members' Data

FETA/ADCAS will process members' data (i.e. collect, store and use) according to the requirements of the GDPR at all times and shall endeavour to keep personal data up-to-date, ensuring its accuracy.

16.2 Use of Members' Data

Under the guiding principle that any such use would further the overall aims and objectives of companies being in membership FETA/ADCAS will use any personal data collected for the following purposes:

- a. Notification of meeting arrangements
- b. Circulation of Agendas and Minutes of meetings
- c. Circulation of information deemed relevant to individuals or their Company as a Member
- d. Annual invoicing/letters/social event information.
- e. Information may be given to the FETA/ADCAS PR company, and other trusted contractors, for specific purposes such as the circulation of newsletters, organising events, website lists of members or conducting member surveys.

16.3 FETA Permissions

By becoming a member of one of FETA's associations Members confirm that they are agreeing to FETA's use of their personal data for the aforementioned purposes and are giving FETA permission to carry out those actions and activities. Members may withdraw their consent at any time by contacting info@feta.co.uk

16.4 Members' Privacy

FETA/ADCAS is committed to ensuring that all personal information collected and processed is appropriate for the stated purposes and shall not constitute an invasion of Members' privacy. Personal data will not be shared or sold with third parties for marketing purposes. Unless for the purposes outlined above, no personal data will be shared with third parties without explicit member consent, except if we are required to do so by law.

16.5 Irrelevant Information

FETA/ADCAS shall never be intrusive or invasive of personal privacy and shall not ask Members to provide data that is irrelevant or unnecessary and will enact strict measures and processes to ensure that the risk of unauthorised access or disclosure of personal data is minimised.

16.6 FETA Registered Data

FETA is registered as a data controller with the Information Commissioner's Office under the registration reference Z5825135.

17. CODE OF CONDUCT

In pursuance of the Objectives of the Association (set out in Section 4) Members shall:

- a. Uphold the dignity and reputation of the profession and safeguard the public interest in matters relevant to the advancement and practice of installed air movement.
- b. Exercise skill and judgment to the best of their ability and discharge their professional duties and responsibilities with integrity.
- c. Actively maintain and enhance, and where possible encourage others to do the same, an up to date knowledge and understanding of ventilation and air movement.
- d. Have due regard for the safety, health and welfare of themselves, colleagues, the general public and the environment.
- e. Assessing and managing relevant skills, liabilities and professional insurances and communicating these appropriately.
- f. Act in accordance with the principles of sustainability and prevent avoidable adverse impact on the environment and society.
- g. In their professional conduct undertake only professional tasks for which they are competent and disclose relevant limitations of their competence; avoid where possible real or perceived conflicts of interest and advise affected parties when such conflicts arise; observe the proper duties of confidentiality; reject bribery and corruption and encourage others to do the same; raise concern about danger, risk, malpractice or wrongdoing which affects others and support colleagues or others to whom they have a duty of care in good faith; accept responsibility for work carried out under their supervision and treat all persons fairly and with respect.
- h. Notify ADCAS of any significant violation of this Code of Conduct by another member.
- i. Members shall not deliberately misrepresent the views of ADCAS.
- j. Serve neither their own interest nor those of their employer or client when contributing to the work of ADCAS where those interests might conflict with the objectives above.

18. REVIEW OF STRATEGIC MANAGEMENT ISSUES

18.1 General Review Principles

In order to remain focussed and relevant ADCAS will keep its aims, objectives, Code of Conduct and all procedures under dynamic review and implement change as required. Members are encouraged to support the work of any Sub-committees and Working Groups and all suggestions for improvement are welcomed.

18.2 Membership Conditions

Any proposed revisions to membership conditions shall be presented to the Executive Committee by email or in writing. The Executive Committee will seek the endorsement of the wider membership before making any changes.

18.3 Revision of the Constitution

Any proposed revisions to this Constitution shall be presented to the Executive Committee by email or in writing. The Executive Committee will seek the endorsement of the wider membership before making any changes.