



2014 Constitution Review Summary

Key Points

1. The IQA Constitution has been re-drafted to achieve the following:
 - a. Transfer of the Articles of Association, Memorandum of Association and By-Laws into a single Constitution to eliminate duplication and to provide for one set of definitions and an easier document for members to comprehend;
 - b. Inclusion of the following as appendices to allow updating in future without the need to undertake the lengthy process of altering the constitution:
 - i. Schedule of Branches and Sub-Branchees;
 - ii. Membership Review committee charter and membership guidelines;
 - iii. Audit Committee Charter;
 - iv. Corporate Governance Committee Charter;
 - v. Supply Industry Group Charter;
 - vi. Advisory Council Charter; and
 - vii. Presidents' Committee Charter.
 - c. Transfer of the Council powers to the Board, and resolved all of the conflicting clauses between the Council and the Board.
 - d. Creation of the Advisory Council and the powers and duties of the Advisory Council.
 - e. Incorporating the Corporate Governance Committee and the Audit Committee into the Constitution and formalising the Committees responsibilities.
2. The proposed constitution has been reviewed by Cornwall Stoddart, the IQA's legal representative.
3. The remaining steps required to adopt the revised constitution are as follows:

Item	Timing
Notification to the Institute of Quarrying of UK of the proposed constitution.	July
AGM constitution presentation drafted.	July / August
AGM notice provided to members including reference to the revised constitution.	August
Corporate Governance Committee meeting to finalise the AGM presentation.	3 rd September
AGM presentation and member vote on revised constitution.	14 th October

Rod Lester
Company Secretary