

THE COMPANIES ACT 1985

**COMPANY LIMITED BY GUARANTEE
AND NOT HAVING A SHARE CAPITAL**

**MEMORANDUM OF ASSOCIATION
OF
THE FEDERATION OF
PLASTERING & DRYWALL CONTRACTORS**

1. The name of the company (hereinafter called "FPDC" or "the Federation") is "The Federation of Plastering & Drywall Contractors".
2. The registered office of the Federation will be situate in England.
3. The objects for which the Federation is established are:-
 - 3.1. The FPDC exists to represent its members, promoting best practice, excellence and professionalism in plastering and drylining.
 - 3.2. To promote the interests and improve the status of its Members and of the plastering and drywalling industry which shall include without limitation 'Plastering and Drywall' means and shall include solid plastering; ornamental plastering; fibrous plastering; glass reinforced gypsum (GRG); glass reinforced plastic (GRP); cast stone; granolithic paving; screeding; drylining; metal stud and other partitioning; load bearing stud; spray finishes; external rendering and wall insulation systems; ceiling systems; thermal and sound insulation systems; and structural fire protection and other relevant types of finishes, which may be developed from time to time.
 - 3.3. To provide a high quality business support service to its Contractor Membership.

- 3.4. To act as a central representative body to promote the policies and collective views of Contractor Members to government departments and agencies and other relevant organisations.
- 3.5. To be a centre of technical excellence, providing commentary, guidance and advice on all legal and other regulatory developments of relevance to the sector.
- 3.6. To provide training advice and support to its Contractor Membership and make collective representation regarding the training requirements of the plastering and drylining sector.
- 3.7. To provide a forum for the exchange of non-competitive information.
- 3.8. To promote the plastering and drylining sector.
- 3.9. To represent Member(s) to Government, the European Commission, professional institutions, trade unions and other decision-taking bodies.
- 3.10. To promote the Federation as the representative body for the plastering and drywalling industry in the United Kingdom of Great Britain.
- 3.11. To maintain a high standard of conduct, to combat unfair practices and to encourage efficiency among Members.
- 3.12. To negotiate agreements with other bodies which affect the interests of Members.
- 3.13. To provide advice to Members and without prejudice to the generality of the foregoing advice on legal, tax, technical, training and economic matters, on health and safety and on industrial relations.
- 3.14. To maintain a system of finance which shall maintain the Federation in a sound and efficient condition.
- 3.15. To such extent as may appear to the Council to be desirable to:-
 - 3.15.1. afford Members pecuniary, legal or other assistance;
 - 3.15.2. co-operate with any other organisation in furtherance of the objects of the Federation;
 - 3.15.3. affiliate with other organisations pursuing similar objects in whole or in part to the objects of the Federation;

- 3.15.4. enter into any arrangement for co-operation, joint venture or reciprocal concession with any person, firm, company or institution carrying on, or about to carry on, or engage in any business or transaction which may seem calculated directly or indirectly to benefit the Federation and for such purpose to acquire an interest in, and take part in the management of the business carried on by any such person, firm, company or institution and to enter into any arrangement for taking the profits and bearing the losses of any such business or to make any other arrangements which may seem desirable in regard thereto in the interests of the Federation.
- 3.16. To purchase, take on lease, hire or otherwise acquire, for the purposes of the Federation or as an investment of its funds, any real or personal property, and to maintain, improve, develop and dispose of the same.
- 3.17. To borrow money within the limits fixed from time to time by the Council for the purposes of the Federation.
- 3.18. To promote the establishment of pension schemes for the benefit of those engaged directly or indirectly in the building industry.
- 3.19. To give indemnities and guarantees of any kind.
- 3.20. To provide the best possible service for Members in the plastering and drywalling industry generally and in their particular operations, to ensure recognition of those particular operations.
- 3.21. To do all such things as are incidental, ancillary or conducive to the attainment of the aforementioned objects or any of them either itself or through its membership or its membership of related plastering and drylining or other construction industry bodies. Provided that:-
- 3.21.1. In case the Federation shall take or hold any property which may be subject to any trusts, the Federation shall only deal with or invest the same in such manner as allowed by law, having regard to such trusts.
- 3.21.2. In case the Federation shall take or hold any property subject to the jurisdiction of the Charity Commissioners for England and Wales or Secretary of State for Education and Skills the Federation shall not sell, mortgage, charge or lease the same without such authority, approval or consent as may be required by law, and as regards any such property the Council of the Federation shall be chargeable for any such property that may come into their hands and shall be

answerable and accountable for their own acts, receipts, neglects, and defaults and for the due administration of such property in the same manner and to the same extent as they would as such Council have been if no incorporation had been effected, and the incorporation of the Federation shall not diminish or impair any control or authority exercisable by the Chancery Division, the Charity Commissioners or the Secretary of State for Education and Skills over such Council of the Federation but they shall as regards any such property be subject jointly and separately to such control or authority as if the Federation were not incorporated.

4. The income and property of the Federation howsoever derived shall be applied solely towards the promotion of the objects of the Federation as set forth in this Memorandum of Association, and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit to the Members of the Federation. Provided that nothing herein contained shall prevent the payment in good faith of reasonable and proper remuneration to any officer or servant of the Federation, or to any Member thereof, or to any other person in return for any services actually rendered to the Federation, including the granting of pensions and allowances to any such Officers or servants (not being Members) or their dependants, nor prevent the repayment to any Member of the Federation of any money borrowed by the Federation from any Member and for the purposes thereof, with interest at a reasonable commercial rate, nor the payment of reasonable and proper rent to any Member for premises demised or let to the Federation, nor prevent the bona fide relieving or assisting pursuant to clause 3.12.1 hereof, the widows or families of deceased employees of the Federation, where there are necessitous circumstances in the opinion of the Council of the Federation.
5. The liability of the members is limited.
6. Every Member of the Federation undertakes to contribute to the assets of the Federation in the event of the same being wound up during the time he is a Member, or within one year afterwards, for payment of the debts and liabilities of the Federation contracted before the time at which he ceases to be a Member, and of the costs, charges and expenses of winding-up the same and for the adjustment of the rights of the contributories amongst themselves, such amount as may be required not exceeding £10.00.

We, the several persons whose names and addresses are subscribed are desirous of being formed into an Association in pursuance of this Memorandum of Association



NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS



For and on behalf of [NAME]
[Address]

(Signed)

For and on behalf of [NAME]
[Address]

(Signed).....



Dated:

Witness to the above signatures –

THE COMPANIES ACTS 1985 - 1989

Company Limited by Guarantee and not having a share capital

MEMORANDUM OF ASSOCIATION

of

THE FEDERATION OF PLASTERING & DRYWALL CONTRACTORS

Company number: ●

Incorporated on: ● 2006

**BPE
Solicitors**

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