

Dundee & Angus Chamber of Commerce

Membership Code of Conduct

Definitions

- 'Member' means a member for the time being of The Chamber other than an Honorary Member.
- 'The Chamber' means Dundee & Angus Chamber of Commerce.
- 'The Code' means the Membership Code of Conduct presently in force, which may change from time to time, and at the sole discretion of The Chamber.

The Purpose of the Code of Conduct

- The Code outlines and clarifies key features of the relationship between The Chamber and its members. It is always hoped that the terms of The Code will never come into play, but occasionally things do go wrong and in these situations clarity is vitally important for both parties.
- The Code does not provide an exhaustive list of membership obligations, and it does not preclude The Chamber from doing anything (including deciding not to take a particular course of action) that it is entitled to under its Memorandum and Articles of Association, or by rule of law or statute or otherwise.

Member Obligations

- A Member shall always act in the best interests of The Chamber.
- A Member shall not do anything, nor shall he/she fail to do something, that will have, or could have, a negative effect on The Chamber's name, reputation or goodwill.
- A Member shall not do anything, nor shall he/she fail to do something, that will have, or could have, a negative effect on the Chamber's intellectual property rights or other proprietary rights.
- A Member must pay his/her subscription, or any other payments due to The Chamber, on or before the due date.

The Chamber's Obligations

The Chamber will, at all times, act in good faith for the best interests of its members.

Cessation of membership

A Member shall automatically cease to be a Member:

- (a) if being a company an order shall be made or resolution passed for winding up otherwise than for the purpose of reconstruction.
- (b) if being an individual he is adjudicated bankrupt.
- (c) if he/she suspends payment or compounds with creditors.
- (d) if being an individual he/she is or may be suffering from mental disorder and either:-
 - (i) he/she is admitted to hospital in pursuance of an application for admission for treatment under the Mental Health Act 1983 or, in Scotland, an application for admission under the Mental Health (Care and Treatment) (Scotland) Act 2003, or
 - (ii) an order is made by a court having jurisdiction (whether in the United Kingdom or elsewhere) in matters concerning mental disorder for his/her detention or for the appointment of a receiver, curator bonis or other person to exercise powers with respect to his/her property or affairs;
- (e) if he/she fails to pay the prescribed membership subscription within three months of the due date.

The Board of The Chamber may by Majority Resolution expel a Member at any time provided that:

- (a) not less than fourteen days' notice of the proposed resolution and of the matters giving rise to the proposed resolution have been given to the Member concerned, and
- (b) the Member concerned has been given a reasonable opportunity to make representations and to attend or be represented at the meeting of the Board called to consider the case and to be heard in defense.

Any Member so expelled shall lose all privileges of membership without prejudice to any claims that The Chamber may have, but the Board by resolution may re-admit to membership any Member so expelled at such time and on such terms as it may determine.

Criminal Offences

- If a Member is charged with a criminal offence then The Chamber may suspend the membership of that Member, and such suspension may be with immediate effect.
- If a Member is convicted of a criminal offence then The Chamber may terminate the membership of that Member, and such termination may be with immediate effect.

Possible Sanctions

- Failure by the Member to comply with any element of this Code will provide sufficient grounds for The Chamber to terminate the membership of that Member.
- For the avoidance of doubt, any Member that is overdue on its subscription, or any other payment due to The Chamber, may, at The Chamber's discretion, have its membership suspended (until full payment has been made) or terminated. In both instances the Member remains liable to The Chamber for the arrears.

Effect of Suspension and Termination

- A Member that has had its membership suspended is not entitled to any refund of its subscription to The Chamber for the period of the suspension.
- A Member that has had its membership terminated is not entitled to any refund of its subscription to The Chamber.
- Any sanction or remedial action at the disposal of The Chamber under the Code is an additional right to any alternative sanction, remedial action, legal action, or other action that the Chamber may take in respect of that Member.

- Any person or organisation shall, on ceasing to be a Member, forfeit all rights to utilise, without limitation, the name, insignia, logo, goodwill, products or services of The Chamber in connection with its business, personal or social activities.

Changes to the Code

- This Code may be changed from time to time by The Chamber, which will provide each Member with reasonable notice that The Code has changed, together with details of where the Member can view the changes.