



european association of
steel drum manufacturers

Statutes

16 June 2009
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STATUTES

1. NAME, HEAD OFFICE AND BUSINESS YEAR

1.1 The Association bears its original name in French:

**SYNDICAT EUROPEEN DE L'INDUSTRIE DES FÛTS EN ACIER,
SEFA** for short.

The German and English translations are as follows:

**VERBAND DER EUROPÄISCHEN STAHLFASSINDUSTRIE,
EUROPEAN ASSOCIATION OF STEEL DRUM MANUFACTURERS.**

1.2 The Association's official working language is English.

1.3 The Association has its head office in Belgium. The Board decides on any change in the head office's address

1.4 The Association's business year is the calendar year.

1.5 SEFA is a contractual association under Belgian law. It has no legal entity.

2. INTERNATIONAL CONFEDERATION OF DRUM MANUFACTURERS

2.1 The International Confederation of Drum Manufacturers, **ICDM** for short, was founded in September, 1992, by three regional Associations of new steel drum and pail manufacturers covering the following areas:

(1) **SEFA** (Syndical Européen de l'Industrie des Fûts en Acier): **EUROPE, AFRICA** and the **MIDDLE EAST**;

(2) **AOSD** (Asia Oceania Steel Drum Association): **ASIA and OCEANIA**;

(3) **SSCI** (Steel Shipping Container Institute): The **AMERICAS**.

2.2 The Association is a Founder Member of the International Confederation of Drum Manufacturers and shall be represented in **ICDM** by two Board Members.

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3. AIM AND OBJECT

3.1 The object of the Association is to develop the general interests of its industry within the meaning of the SEFA Charter, in particular with respect to the following products:

New drums and kegs made out of steel with a capacity from 18 to 240 litres, with or without external and/or internal surface treatment and with or without plastic inner liners, with the exception of:

- (1) all containers of which the essential parts are made out of stainless steel or any material other than steel
- (2) all cylindrical-conical kegs and pails (with small or large aperture such as carboys and churns, with or without flat tops) with a maximum capacity of 60 litres, usually equipped with bails, one or two handles or one bail handle.

4. MEMBERSHIP

4.1 Membership of the Association is open to:

- (1) Manufacturers of new steel drums, as per Article 3.1. of the Statutes, who regularly issue comprehensive catalogues on their manufacturing programme and generally offer a range of packagings for sale to third party fillers and users,
- (2) Their suppliers of the Iron and Steel industry, and suppliers of machinery and equipment used for the manufacture of new steel drums.

4.2 Only the following may become Regular members of the Association:

- (1) National Associations of new steel drum manufacturers in European countries (Association membership)
- (2) Groups of individual firms manufacturing new steel drums in European countries (Group membership) in which there is no national association or where the latter is not interested in membership
- (3) Individual firms manufacturing new steel drums in European countries, including new European countries and Turkey in 2004 (Regular firm membership), in which there is no national association or where the latter is not interested in membership, who are deemed to be leading members of their national new steel drum manufacturing industry.

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4.3 The following may become Associate members of the Association:

- (1) Individual firms manufacturing new steel drums in European countries, in which there is no national association or where the latter is not interested in membership, who do not qualify for membership under Article 4.2. of the Statutes
- (2) National Associations of new steel drum manufacturers in Africa and the Middle East,
- (3) Individual firms manufacturing new steel drums in Africa and the Middle East, in which there is no national association or where the latter is not interested in membership, who are deemed to be leading members of their national new steel drum manufacturing industry
- (4) national Associations of new steel drum manufacturers or individual firms manufacturing new steel drums which are members of the regional ICDM Member Associations covering Asia, Oceania and the Americas.

4.4 The following may become Supplier members of the association:

- (1) International or national Associations of firms producing the steel used for the manufacture of new steel drums
- (2) Individual firms in countries, in which there is no national association or where the latter is not interested in membership, who are producing the steel used for the manufacture of new steel drums
- (3) Individual firms which are primarily engaged in the construction of machinery and equipment used for the manufacture of new steel drums.

4.5 The Board shall decide on the admission of new members and communicate this to the General Assembly.

4.6 Membership shall be terminated:

- (1) by the winding-up of the member or the cessation of production
- (2) by a member giving notification in writing at the end of a business year with a one-year period of notice.
- (3) due to conduct in violation of the Statutes or non-compliance with the resolutions of the General Assembly, by exclusion by the General Assembly.

4.7 Before leaving the Association the withdrawing member must fulfil any existing Association obligations. He has no claims on the Association's assets.

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- 4.8 Members undertake to further the object of the Association and to pay subscriptions and any extraordinary contributions.
- 4.9 The General Assembly may confer the title of Honorary Member on any persons who have given outstanding services to SEFA Honorary Members pay no subscription and are entitled to attend only the Annual General Assembly without voting rights. *SEFA Statutes: revision 16 June 2009*

5. ORGANISATIONAL STRUCTURE

- 5.1 The structure is composed of:
- (1) the General Assembly
 - (2) the Board
 - (3) the Permanent Committee and its working groups.
 - (4) the SEFA President

6. GENERAL ASSEMBLY

- 6.1. The members are represented at the General Assembly by the official delegates designated by the regular members.
- 6.2. A General Assembly shall be convened, at least once a year, on the initiative of the President, the Chairman, the majority of the Board or at the request of at least 30 % of the regular members' votes, with the agenda to be forwarded by the President to the participants.
- 6.3. The General Assembly shall be chaired by the SEFA Chairman or, if he is unable to attend, by one of the Vice-Chairmen.
- 6.4 The General Assembly is responsible for:
- (1) deciding on the amendment of the Statutes and the winding-up of the Association.
 - (2) deciding whether to exclude members, and giving notice of resignation from the International Confederation of Drum Manufacturers
 - (3) fixing the rights and obligations of the members
 - (4) electing the SEFA Chairman and the seven SEFA Vice-Chairmen as well as two Vice-Chairmen of the Permanent Committee (together with the SEFA President forming the SEFA Board), each for a duration of two years. In case one or more board members resign from the Board for whatever reason before the end of their mandate, the Board may appoint interim replacement, until the next General Assembly and inform the members.

- (5) approving the minutes of the General Assembly
- (6) electing one or two auditors for the current business year
- (7) approving the accounts for the business year just ended, including the Association's share of expenses for ICDM membership
- (8) deciding on the discharge of the Board and the auditors
- (9) taking decisions on any other matter relating to the Association's activities.

7. BOARD

- 7.1 The Board shall consist of the SEFA President, the SEFA Chairman, the seven SEFA Vice-Chairmen and the Two Vice-Chairmen of the Permanent Committee. The two Permanent Committee Vice-Chairmen should lead respectively the Marketing and the Technical matters in the committee. Any Chairman of the International Confederation of Drum Manufacturers from the ranks of the SEFA membership shall, ex officio, be a Board Member and may attend the Association's meetings in an advisory capacity.
- 7.2 The SEFA President or the Chairman shall convene meetings of the Board, giving notification of the agenda before the meeting. Resolutions shall be passed by a simple majority. In the event of a tie, the SEFA Chairman shall have the casting vote. Resolutions can be passed in writing. A Board member can be represented by proxy, unless an objection is raised by other members of the Board. The SEFA President has no voting right.
- 7.3 The Board has the power to manage and co-ordinate all the affairs and activities of the Association, except for matters reserved specifically to the General Assembly.
- 7.4 The Board is responsible for appointing two Board Members to represent the Association in the International Confederation of Drum Manufacturers and defining the Association's position on issues arising out of ICDM activities.
- 7.5 The President, shall represent the Association including for legal and (extra) juridical matters, under supervision or on instruction of the Board. The President, in agreement with the Board, may delegate his powers to another Board member if necessary.[delegation to third party not allowed, supervision always required]
- 7.6 The Board is responsible for:
 - (1) deciding on the appointment and dismissal of the SEFA President and on the transfer of the Association's head office
 - (2) Fixing the rules concerning the subscriptions and extraordinary contributions per member.

If new member countries are accepted by the Board, the Board submits to the General Assembly the number of votes to be allocated. The number of votes per country is based on the annual usage of steel per country: 0 to <25 kt = 1 vote; 25 to <75 kt = 2 votes; 75 to < 150kt = 3 votes; 150 or more kt = 4 votes.

9.3 The President may organise voting by correspondence for the General Assembly and the Board and the Chairman of the Permanent Committee may do so for the Permanent Committee, giving notification of the time limit for answering. Answers not received within the time limit shall be regarded as abstentions.

9.4 Associate members act only in an advisory capacity. Supplier members have no voting rights.

10. SEFA PRESIDENT

The SEFA President is appointed by the other members of the Board for a duration of two years. He assists the organisational structure as defined in Article 5 here above and full fills all his duties as defined in the SEFA Statutes.

The SEFA President task include all SEFA administrative requirements and the organisation of all the SEFA meetings, including chairing meetings when requested; the SEFA President manages all the financial duties of the association, including preparation of the budget, collecting fees, accounting and presentation of the results; upon request of the Board or the Permanent Committee, the SEFA President manages the various technical or commercial projects as decided, is responsible for competition compliance and engaging a compliance officer, and also represent SEFA in various meetings of others associations, standardisation bodies or regulatory bodies. . The SEFA President should inform and help all members on an equal basis regarding SEFA related activities and knowhow; explanation regarding SEFA related knowhow and activities can be given to one member alone. The SEFA President must observe independence rules towards SEFA members, and is therefore obliged to report potential conflicts of interest to the Board. The Board may approve requests from the SEFA President to perform consultancy or assistance work for one member on a case-by-case basis. Decisions by the Board on these matters shall be taken unanimously.

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11. SUBSCRIPTIONS AND CONTRIBUTIONS

- 11.1 The SEFA President is empowered, within the framework of the budget and of resolutions concerning subscriptions and extraordinary contributions, to ask the members for advances on their membership dues which are payable on 30.6 and 31.12 of each year. If a member does not fulfil his obligations by 30.6 and 31.12 respectively of any year, the President may ask the other members to pay the balance according to the scale in the resolution laying down the subscriptions and extraordinary contributions per member.
- 11.2 Members undertake to participate financially, according to the scale in the resolution laying down the subscriptions and extraordinary contributions per member, in setting up a Reserve Fund which will function in accordance with the rules agreed by the General Assembly.
- 11.3 The reserve Fund will be adjusted annually in order to amount every year to at least half the amount of the budget for the current business year. Should the need arise, members will be required to make the necessary contributions according to the scale in the resolution laying down the subscriptions and extraordinary contributions per member.
- 11.4 Any new member, with the exception of Supplier members, must pay a registration fee into the Reserve Fund which permanently accrues to the Association. The amount of the registration fee is fixed by the scale in the resolution laying down the subscriptions and extraordinary contributions per member and the Board has the power to decide the terms of its payment.
- 11.5 In the event of the Association being wound up, the remaining assets or obligations shall be paid into a similar parent or sister organisation. The Supplier members have no claims on the Association's assets nor any obligations in the case of the winding-up of the Association.

12. PROFESSIONAL SECRECY

- 12.1 The members of the Association's bodies, the SEFA President and his staff are bound to absolute secrecy with respect to third parties and members concerning the internal affairs of the Association and its members, even after their resignation or cessation of activities. The same is applicable to the members.

13. FINAL PROVISION

- 13.1 These revised Statutes come into force on 26 JUNE 2009 , in accordance with the decision of the General Assembly held on the same date.

CHARTER

1. The objectives and purposes of the Association are:

- 1.1. To promote the general interests of the new Steel drum Industry and to have and exercise all powers conferred by the laws upon trade associations, including, but not limited to, the objects and purposes hereinafter stated.
- 1.2. To develop and provide programmes and activities designed to assist members to achieve the aforementioned objective.

2. In furtherance of its objectives and purposes, but not in limitation thereof, the Association shall endeavour and shall have power:

- 2.1. To develop campaigns of advertising which will inform the public and buying trade about the properties of new Steel drums and the advantages in their use.
- 2.2. To create and supply at minimum cost to members of the Association timely leaflets, booklets and similar materials for trade education and for the assistance of the members.
- 2.3. To prepare and release to the Trade general press newsworthy information about the Industry.
- 2.4. To make studies and to conduct activities designed to broaden the Industry's markets and create wider appreciation and acceptance of its products and services.
- 2.5. To promote the symbolism of the SEFA Logo for expanding markets and to encourage all members to use the Logo in their advertising and correspondence.
- 2.6. To keep members aware of changing market requirements, the introduction of new technology and the development of competitive products.
- 2.7. To conduct surveys and provide members with pertinent information on any developments affecting the Industry and its markets.
- 2.8. To prepare fair and useful product standards and tolerances and to revise them when it is technologically feasible to do so, and further, to promulgate such standards and tolerances in lawful manner for public use.
- 2.9. To co-operate with national and international organisations devoted to the improvement of safety and health of the employees.
- 2.10. To study pending legislation on health and safety matters so far as they affect the general public, such as the transport of dangerous goods, and to determine its probable direct and indirect consequences to the Industry, reporting thereon as may be appropriate.
- 2.11. To collect and disseminate trade statistics and other factual data information of interest and value to the Industry and the public.
- 2.12. To prepare proposals required by the circumstances for the reference of official advisory committees to Government bureau's, departments or agencies.
- 2.13. To develop a mutual understanding and trust among the membership and to render assistance to any member faced with problems beyond his control (force majeure).

RIGHTS and OBLIGATIONS of ASSOCIATE MEMBERS

The following may become ASSOCIATE Members of SEFA:

- (1) Individual manufacturers in European countries in which there is no national association or where the latter is not interested in membership and who have a manufacturing programme and activities similar to those of manufacturers who are Regular Members of SEFA, who accept the SEFA rules and are prepared to take part in exchanges of information proposed to them by SEFA.
 1. Rights: To be agreed upon mutually, but in principle the same as those of individual associate manufacturers in countries outside Europe to be dealt with in (3) below.
 2. Obligations: Compliance with the SEFA rules and advance payment of:
 1. a registration fee which is fixed by the scale in the resolution laying down the subscriptions and extraordinary contributions per member;
 2. an annual subscription which is fixed until further notice at €2,000.00 per member
- (2) National associations of countries outside Europe the aims, object and activities of which are similar to those of SEFA and which accept the SEFA rules and are prepared to take part in exchanges of information on an equal basis.
 1. Rights: To be agreed upon mutually, but in principle the same as those of individual associate manufacturers in countries outside Europe to be dealt with in (3) below.
 2. Obligations: Compliance with the SEFA rules, but no registration fee nor annual subscription.
- (3) Individual manufacturers in countries outside Europe in which there is no national association or where the latter is not interested in membership and who have a manufacturing programme and activities similar to those of manufacturers who are Regular Members of SEFA, who accept the SEFA rules and are prepared to take part in exchanges of information proposed to them by SEFA.
 1. Rights: The managerial staff of individual associate manufacturers, except their agents or representatives in Europe or elsewhere, may:
 1. attend the Annual General Assembly of SEFA and any events (excursions, dinners, etc.) organised on that occasion
 2. be invited to take part in special meetings of Committees or Working Groups, in exposés. etc.With the agreement of the General Assembly or the Permanent Committee, the associate members may receive documents which are normally issued only to the Regular Members of SEFA.
 2. Obligations: Compliance with the SEFA rules and advance payment of:
 1. a registration fee which is fixed by the scale in the resolution laying down the subscriptions and extraordinary contributions per member
 2. an annual subscription which is fixed until further notice at €2,000.00 per member.

RIGHTS and OBLIGATIONS of SUPPLIER MEMBERS

The following may become SUPPLIER Members of SEFA:

- (1) International or national Associations of firms producing the steel used for the manufacture of new steel drums ;
- (2) Individual firms in countries, in which there is no national association or where the latter is not interested in membership, who are producing the steel used for the manufacture of new steel drums.

1. Rights: The managerial staff of Supplier Members, except their agents or representatives in Europe or elsewhere, may:

- (1) attend the Annual General Assembly of SEFA and any events (excursions, dinners, etc. organised on that occasion ;
- (2) be invited to take part in special meetings of Committees or Working Groups, in exposés, etc.

The Supplier Members may also:

- (1) receive the SEFA Membership List and make it known that they are a Supplier Member of SEFA;
- (2) use the SEFA Secretariat to issue their technical and commercial documentation to all Regular and Associate Members of SEFA or to distribute this documentation at the meetings ;
- (3) be given preferential treatment as regards giving exposés or presenting their product to the Regular and Associate Members of SEFA;
- (4) receive certain SEFA documents with the agreement of the General Assembly or the Permanent Committee.

2. Obligations: Compliance with the SEFA rules and advance payment of an annual subscription which is fixed, until further notice, at €5.000,00.

- (1) per member firm of international associations as per article 3.4. (1) of the Statutes or per individual firm as per article 3.4. (2) of the Statutes ;
- (2) per member firm of national associations as per article 3.4. (1) of the Statutes with, however, a maximum subscription which is limited, until further notice, to €15.000,00 per association.