

# Constitution of the Tewkesbury Lodge Estate Residents' Association

## Defined terms

In this constitution, the following shall be defined as:

**“Annual General Meeting”** means the annual meeting held by the Association for the Members to receive the annual accounts and elect the Officers;

**“Area of Benefit”** means these roads: Amroth Close, Canonbie Road, Cleeve Hill, The Hermitage, Horniman Drive, Langton Rise, Liphook Crescent, Netherby Road, Ringmore Rise, Rocombe Crescent, Tewkesbury Avenue and Westwood Park;

**“Association”** means the Tewkesbury Lodge Estate Residents' Association

**“Committee”** means the Executive, the Road Representatives and the leaders of the Sub Groups and Sub Committees of the Association;

**“Eligible Members”** means the households that are situated in the Area of Benefit and any other household in Forest Hill, SE23 as the Membership Secretary, with the approval of the Committee, so wishes to permit;

**“Executive”** means the Officers (including any joint holders thereof) of the Association;

**“General Meeting”** means any meeting of the Association held at the request of the Members or as requested by the Committee;

**“Member”** means a household whose membership is paid up which is located in the Area of Benefit or is otherwise an Eligible Member;

**“Officer”** means the Chair, Vice Chair, Secretary, Membership Secretary and Treasurer of the Association, (including any joint holders thereof) together the **“Officers”**;

**“Ordinary Resolution”** means a resolution passed by a simple majority of those present at a general meeting or general meeting of the Association;

**“Road Representative”** means the person or persons appointed for each road within the Area of Benefit

**“Special Resolution”** means a resolution passed by 75% of those present at a general meeting or General Meeting of the Association;

**“Sub Groups”** or **“Sub Committees”** means any such group or committee whose objective is a single activity such as Planning, Social, Garden, Crime, Website or any others that may be added or removed by way of approval from the Committee from time to time.

- 1. NAME** The name of the Association shall be the Tewkesbury Lodge Estate Residents' Association.
- 2. OBJECTS** The Association is established to promote the general interest of the Members and the Area of Benefit:
- (i) To do any such things to maintain or improve the character and quality of the Area of Benefit or surrounding areas as decided and agreed by the Committee.
  - (ii) To hold social events for the Members.
  - (iii) To identify, consider and respond to planning applications or developments as may be proposed in the Area of Benefit or in the wider area of Forest Hill, the Borough of Lewisham or London.
  - (iv) To engage, communicate and participate with local societies, police services, Council services and any other local organisations for the improvement of services for the benefit of the Members.
  - (v) To inform Members of local issues, developments and the activities of the Association on a regular basis.
  - (vi) To do all such other lawful things as are necessary for the attainment of the said purposes.
- 3. MEMBERSHIP** Membership shall be open to all Eligible Members who are interested in actively furthering the purposes of the Association. Each Eligible Member shall have one vote at meetings, exercisable by a person in the household. No Eligible Member shall have the power to vote at any General Meeting of the Association if the subscription of the household is in arrears at the time.
- Corporate members shall be such societies, associations, educational institutions or businesses as are interested in actively furthering the Purposes of the Association.
- A corporate member shall appoint a representative to vote on its behalf at all meetings but before such representative exercises his or her right to vote the corporate member shall give particulars in writing to the Secretary of such representative.
- 4. SUBSCRIPTIONS** The subscription shall be:-
- For each Household - £5.00 per annum
- For each Corporate member - £10.00 per annum
- Or such other amount as may be proposed by the Executive Committee and approved in a General Meeting of the Association held in the previous financial year. Subscriptions shall be due within six months of the subscription renewal being delivered to each Eligible Member.
- The subscription of a Member joining the Association in the three months

preceding ~~December 31 March~~ in any year shall be regarded as covering membership for the Association's year commencing on 1 ~~January April~~ following the date of joining the Association.

The financial year of the Association shall be from 1 January to 31 December ~~1 April to 31 March~~.

## 5. MEETINGS

There shall be an Annual General Meeting and such other General Meetings as appropriate.

The Committee shall decide when General Meetings of the Association shall be held.

Meetings of the committee and the AGM may be conducted in person or by conference telephone, videoconference or other electronic communication facilities

A notice of meeting, including an agenda, shall be supplied to Members not less than seven days, unless otherwise provided in this Constitution, before a General Meeting.

Any resolution for a General Meeting must reach the Secretary fourteen days before the date of the Meeting, unless otherwise provided in this Constitution.

Twenty Members personally present and including two Officers shall constitute a quorum for a General Meeting of the Association. The Chair of the Meeting shall be the Chair of the Association. Failing the Chair of the Association the Vice Chair. Failing the Vice Chair the Meeting shall elect a Chair from the Officers present. In the event of equality in the voting the Chair of the Meeting shall have a second or casting vote.

An Annual General Meeting shall be held within twelve months of the financial year end to receive the Committee's report of its activities, the accounts for the year and to elect or re-elect the Officers of the Association.

At an Annual General Meeting at which a quorum is present, a vote on a show of hands shall be sufficient to approve the accounts of the Association and the elections or re-election of Officers.

General Meetings of the Association shall be held at the written request to the Secretary of twenty or more Members whose subscriptions are fully paid-up as at the date the meeting request is made.

A written request for a General Meeting shall be signed by all those requesting the meeting and shall state the purpose and any resolutions for the meeting.

The requested General Meeting shall be held within twenty eight days of the receipt of the request by the Secretary and the notice and the agenda including all resolutions, identified as Ordinary or Special, shall be supplied to Members not less than seven days before the meeting.

## **6. OFFICERS**

Each individual who wishes to be elected as an Officer of the Association shall deliver a signed nomination request in writing to the Secretary at least 7 days before the Annual General Meeting. The nomination request shall state the position they wish to be nominated for, and shall contain the name and signature of another Member who supports their nomination as an Officer of the Association.

Nominees for election as Officers shall declare at the Annual General Meeting at which their election is to be considered any interest, which may include but not limited to: a financial or professional interest; or links with any related party that the Association may in the past or likely to in the future have dealings with that is known or likely to be of concern to the Association.

If the nominations for any role of the Executive exceed the number of vacancies, a vote shall take place at the Annual General Meeting in such a manner as shall be determined by the Secretary.

The Officers of the Association shall consist of:-

Chair (and any joint holder thereof)

Vice Chair (and any joint holder thereof)

Secretary (and any joint holder thereof)

Treasurer (and any joint holder thereof)

Membership Secretary (and any joint holder thereof)

all of whom shall relinquish their office every year and shall be eligible for re-election at the Annual General Meeting. A President and Vice-Presidents may also be elected at any meeting of the Association, for periods to be decided at such a meeting.

The Executive shall also have the power to fill casual vacancies occurring among the Officers of the Association until the next annual general meeting.

Any Officer shall have the power to nominate and the Committee (by majority) shall have the power to approve the appointment of:

A Road Representative(s) for each road that is within the Area of Benefit.

## **7. THE COMMITTEE AND THE EXECUTIVE**

The Committee shall be responsible for the management and administration of the Association. The Committee may decide from time to time to form such Sub Groups or Sub Committees as they see fit and each shall have the delegated authority as set out by the Committee.

The membership of the Committee shall consist of:

the Officers;

the Road Representatives;

the Sub-Group or Sub-Committee leaders,

The Committee shall have the power to co-opt further members (who shall attend in an advisory and non-voting capacity).

The President and Vice-Presidents may attend any meeting of the Committee but shall not vote at any such meeting. In the event of equality in the votes cast, the Chair shall have a second or casting vote.

The Executive together with its appointed Committee shall aim to meet not less than six times a year at intervals of not more than three months and the Secretary shall give all members not less than seven days' notice of each meeting.

The quorum for a Committee meeting shall comprise at least two of the Executive and at least five other Committee members (ie seven minimum including two Executive members).

#### **8. SUB-COMMITTEES**

The Committee may constitute such Sub Groups or Sub Committees as shall be considered necessary for such purposes as shall be thought fit. The leader of each Sub Committee or Sub Group shall be appointed by that Committee or Group and all actions and proceedings of each Sub Group or Sub Committee shall be reported to the main Committee.

Committee members may be members of any Sub Group or Sub Committee as they so wish. Sub Groups and Sub Committees shall be subordinate to and may be regulated or dissolved by the Committee.

#### **9. DECLARATION OF INTEREST**

It shall be the duty of every person who is a member of the Committee who is in any way directly or indirectly interested financially or professionally in any item discussed at any meeting of the Association (including any meeting of any Committee at which he or she may be present) to declare such interest and he or she shall not be eligible to discuss such item (except by invitation of the Chair) or vote thereon.

#### **10. EXPENSES AND APPLICATIONS OF FUNDS**

The Committee shall, out of the funds of the Association, pay all proper expenses of administration and management of the Association. After the payment of the administration and management expenses and the setting aside to reserve of such sums as may be deemed expedient, the remaining funds of the Association shall be applied as decided by the Committee in furtherance of the purposes of the Association.

#### **11. INVESTMENT**

All monies at any time belonging to the Association and not required for immediate application for its purposes shall be deposited by the Committee in any bank or building society that is regulated by the Bank of England (or its successor).

#### **12. AMENDMENTS**

This Constitution may be amended by a Special Resolution of Members present at a General Meeting of the Association, provided that 28 days' notice of the proposed amendment has been given to all Members.

#### **13. NOTICES**

Any notice required to be given by this Constitution shall be deemed to be duly given if left at or sent by prepaid post to the address of that Member last notified to the Secretary.

#### **14. WINDING UP**

The Association may be dissolved by a Special Resolution of Members voting at a General Meeting of the Association, provided that at least 28

days' notice of such resolution be given to Members. Such resolution, if approved, shall be confirmed by an Ordinary Resolution of Members voting at a further General Meeting held not less than 21 days after the previous Meeting.

In the event of the dissolution of the Association the available funds shall be transferred to such one or more charitable institutions or Amenity organisations having objects similar or reasonably similar to those herein before declared as shall be chosen by the Executive Committee and approved by the Meeting of the Association at which the decision to dissolve the Association is confirmed. On dissolution the minute books and other records of the Association shall be deposited with an appropriate Archive.