

# **CONSTITUTION OF KINGS MOAT RESIDENTS ASSOCIATION**

## 1. **NAME**

The name of the organisation is the Kings Moat Residents Association (hereinafter called 'the Residents Association').

## 2. **AREA OF BENEFIT**

The area of benefit for the Residents Association is that area known as Kings Moat Garden Village in Chester, Cheshire West and Chester, consistent with the area covered by planning application 17/05201/OUT on the Cheshire West and Chester planning portal.



## 3. **OBJECTS**

The objects of the Residents Association are to promote the interests of all those persons residing and/or employed in the area of benefit without distinction of age, gender, sexual orientation, race or of political, religious or other opinions, by associating together the said persons in a common effort to advance their interests as a community and to improve the physical and social environment of the area of benefit.

## 4. **POWERS**

In furtherance of the said objects, but not otherwise, the Residents Association shall have power to:

- a. bring together in conference representatives of other organisations, statutory authorities and individuals.

- b. arrange and provide for, either alone or with others, the holding of meetings, exhibitions, training courses, and all forms of recreational and other leisure time activities.
- c. collect and disseminate information on all matters relating to its objects, and to exchange information with other bodies having similar objects whether in the United Kingdom or elsewhere.
- d. write, print or publish in any appropriate form any form of publicity or other material which shall help to further its objects.
- e. raise funds and invite or receive donations and contributions, whether by subscription or otherwise, PROVIDED THAT the Residents Association shall not undertake or in any way engage in any permanent trading activities in raising funds for its charitable objectives.
- f. seek affiliation to any local, regional or national organisation to assist in furthering the objects of the Residents Association PROVIDED THAT such affiliations shall be approved by a majority vote at a General Meeting.
- g. where necessary to arrange appropriate insurance cover to indemnify its committee members and voluntary workers from and against all risks incurred while engaged in authorised activities on behalf of the Residents Association.
- h. do all such other lawful things as shall further the charitable objects of the Residents Association.

## 5. **MEMBERSHIP**

Full membership of the Residents Association shall be open to all persons permanently resident in the area of benefit.

## 6. **SUBSCRIPTIONS**

Subscriptions may be levied upon all Full Members and Associate Members of the Residents Association, at levels approved by a majority vote at an Annual General Meeting.

## 7. **GENERAL MEETINGS OF THE RESIDENTS ASSOCIATION**

### a. **Annual General Meetings**

Once in each calendar year an Annual General Meeting of the Residents Association shall be held at such time and place as the General Committee shall determine (including digitally), being not more than fifteen calendar months after the adoption of this constitution and thereafter not more than fifteen calendar months after the holding of the previous Annual General Meeting. At least 21 clear days' notice shall be posted in conspicuous places in the area of benefit and advertised by any other means that the General Committee may deem appropriate.

The business of each Annual General Meeting shall be:

- i. to receive the Annual Report of the General Committee, which shall incorporate the financial accounts of the Residents Association referred to below, and give an account of the work of the Residents Association and its activities during the preceding year.
- ii. to receive the financial accounts of the Residents Association for the preceding year.

- iii. to elect the Honorary Officers of the Residents Association for the ensuing year in accordance with Clause 8 hereof.
- iv. to elect the General Committee of the Residents Association for the ensuing year in accordance with Clause 9 hereof.
- v. to appoint such financial assessor or auditor to examine accounts of the Residents Association if required by current charity legislation.
- vi. to consider and vote on any proposals to alter this constitution in accordance with Clause 14 hereof.
- vii. to consider any other business of which due notice has been given.

**b. Special General Meetings**

The Chair of the General Committee shall at his/her discretion and within 21 days of receiving a written request to do so signed by not less than five Full Members giving reasons for the request, call a Special General Meeting of the Residents Association to consider the business specified on the notice of meeting and for no other purpose. At least 14 clear days' notice shall be posted in conspicuous places within the area of benefit and the meeting may be advertised by other appropriate means.

**8. HONORARY OFFICERS**

- a. The Honorary Officers of the Residents Association shall be Chair, Vice-Chair, Secretary and Treasurer.
- b. Only Full Members of the Residents Association aged eighteen years or over shall be eligible to serve as Honorary Officers.
- c. Nominations for all Honorary Officers shall be accepted from any resident of the area of benefit and can be submitted in writing to the Secretary, to be received at least 7 clear days before the date of the Annual General Meeting. The consent of all nominees must be obtained before submitting nominations. Should nominations for any of the Honorary Officers not have been received in advance of the Annual General Meeting, the Chair of the meeting shall be permitted to accept nominations by Full Members from the floor of the meeting, subject to the consent of the nominees. Nominations can also be made from the floor of the meeting, subject to the consent of the nominees.
- d. All residents shall have powers to vote at the Annual General Meeting for the Chair, Vice-Chair, Secretary and Treasurer, who shall be elected by simple majority vote of all those present.
- e. An Honorary Officer shall cease to hold office if he/she notifies the Secretary of the Residents Association in writing of his/her resignation.

If a vacancy occurs by death, resignation or disqualification among the Honorary Officers of the Residents Association, the General Committee shall have power to fill the vacancy from among its members, the Honorary Officer so appointed serving until the next Annual General Meeting.

- f. Subject to sub-clause (e) of this clause, all Honorary Officers shall hold office until the conclusion of the next Annual Meeting of the Residents Association and shall be eligible for re-election.

**9. THE GENERAL COMMITTEE**

Subject to the provisions of Clause 7 hereof, the policy and general management of the affairs of the Residents Association shall be directed by a General Committee which shall meet not less than four times each calendar year.

- a. The General Committee shall consist of
  - i. the Honorary Officers elected under clause 8 hereof.
  - ii. not less than eight and not more than twelve Full Members in addition to the Honorary Officers.
  - iii. up to a maximum of four Full or Associate Members co-opted for specific purposes by the General Committee, such co-opted persons to serve on the General Committee until the conclusion of the next Annual General Meeting PROVIDED THAT the number of co-opted persons shall not exceed one quarter of the total number of Full Members, excluding Honorary Officers, elected and appointed to the General Committee at the preceding Annual General Meeting.
- b. All members of the General Committee shall retire from office together at the conclusion of the Annual General Meeting next after the date on which they came into office, but they may be re-elected.
- c. If casual vacancies occur among the elected members of the General Committee, the Committee shall have power to fill these from among residents of the area of benefit.
- d. A member of the General Committee, including any Honorary Officer, shall cease to hold office if he or she:
  - i. is disqualified from holding such office by virtue of section 72 of the Charities Act 1993 (or any statutory modification or re-enactment of that provision), or
  - ii. becomes incapable by reason of mental disorder, illness or injury of managing his or her own affairs, or
  - iii. is absent without the permission of the General Committee from all its meetings held within a period of six months and the General Committee resolves that he/she shall cease to hold office, or
  - iv. notifies the General Committee in writing of his or her resignation.
- e. Each member of the General Committee shall upon election or appointment to the committee receive a copy of the Residents Association's constitution.
- f. There shall be no age restriction upon membership of the General Committee PROVIDED THAT not more than one third of the members, excluding Honorary officers, shall be below the age of eighteen.
- g. Members of the General Committee who are under the age of eighteen shall not be entitled to vote upon financial matters, although they shall not be excluded from discussion of such matters.

#### **10. SUB-COMMITTEES**

The General Committee may appoint one or more sub-committees for supervising or performing any activity or service. In each such case:

a. the General Committee shall define the terms of reference of the sub-committee and may also determine its composition, which may include Full or Associate members who are not members of the General Committee, and the duration of its activities.

b. all acts and proceedings of the sub-committee shall be reported by a sub-committee member at all meetings of the General Committee.

## **11. RULES OF PROCEDURE AT ALL MEETINGS**

### **a. Voting**

Subject to the provisions of Clause 14, any question arising at a meeting of the Residents Association or one of its committees shall be decided by a simple majority of those present and entitled to vote. No member shall exercise more than one vote but in case of an equality of votes, the Chair shall have a second or casting vote.

### **b. Quorum**

At all meetings a quorum shall be one quarter of all those entitled to vote.

### **c. Minutes**

Minutes shall be kept of all meetings of the Residents Association, including General Committee and subcommittee meetings. All minutes shall include a clear record of all proceedings and resolutions.

## **12. FINANCE AND ACCOUNTS**

a. All money raised by or on behalf of the Residents Association shall be applied to further the objects of the Residents Association and for no other purpose PROVIDED THAT nothing herein contained shall prevent the re-payment in good faith of reasonable out-of-pocket expenses incurred on behalf of the Residents Association by its members.

b. An account shall be opened in the name of the Residents Association with a branch of a bank, or with such other financial institution as the General Committee may from time to time decide.

The General Committee shall authorise in writing the Treasurer, the Secretary of the Residents Association and three members of the General Committee to sign cheques on its behalf. All cheques must be signed by any two of the authorised signatories.

c. The Association's financial year shall be from 1 January to 31 December.

The General Committee shall be responsible for:

i. the keeping of accounting records for the Residents Association.

ii. the preparation of annual statements of accounts for the Residents Association.

iii. the independent scrutiny of the statement of accounts of the Residents Association.

## **13. DISSOLUTION**

If the General Committee by a simple majority decides at any time that on the grounds of expense or otherwise it is necessary or advisable to dissolve the Residents Association, it shall call a meeting of all those permanently resident within the area of benefit, of which meeting not less than 21 days' clear notice shall be posted in conspicuous places within the area of benefit, and publicised

by any other means that the General Committee shall deem appropriate. If such decision shall be confirmed by a simple majority of those present and voting at such a meeting the General Committee shall have power to dispose of any assets held by or in the name of the Residents Association. Any assets remaining after the satisfaction of any proper debts or liabilities shall be applied towards such charitable purposes for the benefit of the inhabitants of the area of benefit as shall be agreed by the meeting, by simple majority vote.

#### **14. ALTERATIONS TO THE CONSTITUTION**

Any proposal to alter this constitution must be delivered in writing to the Secretary of the Residents Association not less than 28 days before the date of the meeting at which it is first to be considered. Any alteration of the constitution will require the approval of a two-thirds majority of Full Members present at a General Meeting of the Residents Association. At least 14 days' clear notice of the proposed alteration shall be posted in conspicuous places in the area of benefit, and publicised by any other means deemed appropriate, such notice to state the wording of the proposed alteration.