

# CONSTITUTION AND RULES – Proposal for amendment 23<sup>rd</sup> March 2017

## BYFLEET, WEST BYFLEET AND PYRFORD RESIDENTS ASSOCIATION

The name of the Association shall be the Byfleet, West Byfleet and Pyrford Residents Association (the Association).

### 1. CONSTITUTION

The Association shall consist of members who have paid a subscription in accordance with the conditions set out below under the heading Membership and Subscription.

### 2. AIMS AND OBJECTIVES

The objects of the Association shall be to promote, uphold and protect the interests of residents in all matters affecting or likely to affect Byfleet, West Byfleet and Pyrford and its' environs; to bring to the notice of relevant authorities or bodies matters which affect the interests of the residents and where applicable keep the membership informed; to support and promote social and benevolent activities for the general benefit of Byfleet, West Byfleet and Pyrford residents, and to fund raise in support of these activities when required.

The Association shall not be affiliated to any political party, and will not discriminate on the grounds of sex, race or creed. A member elected as a political representative to a Parish, Borough or County Council may not hold office or serve on an Association committee **unless an ex officio member (see below)** If a conflict of interest should arise, a Committee member should declare this, and may be asked to take no part in the issue.

### 3. MEMBERSHIP AND SUBSCRIPTIONS

Membership of the Association shall be open to any person aged 18 years or over who resides, has a business **or has resided** in Byfleet, West Byfleet and Pyrford and who has paid a subscription as required under these rules.

The annual subscription shall be such sums as agreed at the Annual General Meeting. Annual subscriptions will be due on 1 January for the ensuing year and are non-refundable. Any increase in the subscription will be subject to a decision of members at the AGM and shall apply from the following 1 January. Life membership shall be available at the discretion of the Committee.

Every member shall be entitled to:

- a. Seek the opinion of, or assistance of the Association in matters affecting him/her as a resident of Byfleet, West Byfleet and Pyrford. Such opinion shall be of a general nature and is not to be considered or construed as professional expertise and is not given in any legal or professional capacity.
- b. Receive a copy of the Association's magazine as and when published.
- c. Attend Annual and Extraordinary General Meetings and to submit proposals in accordance with the rules and to vote at such meetings.
- d. FRIENDS. Any non- resident, business or advertiser can partake as a non-voting member in the Associations affairs on payment of an equivalent amount to the annual membership fee or advertising invoice and be subject to the same rules as above.

#### 4. CESSATION OF MEMBERSHIP

Any member whose subscription is in arrears by 2 years will cease to be a member of the Association at the discretion of the Street Representative, or until such membership subscription is paid.

Any member who uses the Association's name to further their own or any other person's, association's or organisation's interests shall be deemed to be in breach of the Association's rules and will forfeit membership. In exceptional circumstances the Committee shall have the discretion to rescind

#### 5. ANNUAL GENERAL MEETING AND EXTRAORDINARY GENERAL MEETING

The Annual General Meeting shall be held on or before 31 July each year at which 35 members shall constitute a quorum. Notification of the date and place of the AGM will be given to all members 3 weeks in advance, usually by being printed in The Resident magazine. The meeting shall be to:

- i. receive reports from the Officers of the General Committee (the Committee)
- ii. appoint Officers of the Committee and elect members of the Committee.
- iii. receive the Annual Accounts and to appoint the Honorary Auditors.
- iv. consider and resolve any motions and/or proposals of which notice has been given to the Secretary in writing at least 2 weeks prior to the AGM.

Any proposal for an alteration to the rules of the Association must be notified to the Secretary not less than 1 calendar month before the AGM. Such amendments shall be circulated to the membership at the AGM at which meeting the proposal will be put to the meeting for adoption, a majority of 2/3rd of the attendees being in favour is required to adopt the motion.

The Chairman of the Annual General Meeting or Extraordinary General Meeting shall be the Chairman of the Committee, or a delegated person appointed by the Committee, who will have a casting vote. In the event of a dispute arising, the decision of the Chairman shall be final.

An Extraordinary General Meeting may be called at any time to consider specific business at the request of 20 members with at least 14 days notice in writing to the Secretary. No other business shall be conducted at such a meeting.

## 6. TRUSTEESHIP

The Association is governed by a formal Deed of Trust (Trust Deed) and the powers of the Association emanate there from. The Trust Deed provides that all of the Committee are Trustees of the Association. The Association shall effect and maintain a policy of insurance (the 'Policy ') to cover the liabilities (if any) of the Committee in the carrying out of their duties related to the Association apart from any fraud or wilful malpractice by any member of the Committee. The Policy terms and cover will be recommended to the Committee from time to time by an insurance professional.

The Hon. Secretary shall maintain a list of those members of the Committee and these names, as adjusted from time to time, shall be specified as Trustees in the Policy. In the event of a proposed new member of the Committee ('New Member') the Hon. Secretary shall notify the New Member that on being assumed as a member of the Committee this automatically assumes the New Member as a Trustee of the Association.

The Trust Deed and Policy are available for inspection by any member of the Association, who should submit his/her inspection request to the Hon. Secretary.

## 7. ADMINISTRATION

The administration and management of the Association shall be vested in the Committee which shall normally meet once a month (except August and December). The Committee shall consist of:

### I. The Chairman

ii. The Vice-chairman

iii. The Treasurer

iv. The Secretary

v. The Membership Secretary

vi. 6 members, normally 2 from each village each being the Chief District Representative (CDR) from Byfleet, West Byfleet and Pyrford and 3 being the Chairs of the Byfleet, West Byfleet and Pyrford Neighbourhood Forums as ex officio members.

vii. Up to 9 other members, usually including the Asst CDRs for each village, Planning Officer, Events Organiser, Community Representative, Footpath Officer, and the Magazine editor.

viii. The following may also attend the Committee but have no voting powers unless as a delegate for a voting committee member: Asst Membership Officers, Website Officer

The Officers and Committee members, other than ex officio members shall be elected annually at the AGM. Nominations for all Officers and Committee members should be sent to the Secretary in writing, giving the name of the nominee, the nominator and seconder and bearing the signature of the nominee. These names will be received by the Committee for consideration at a Committee meeting and onward presentation at the AGM. When two or more persons are nominated for the same post a ballot will be held. Vacancies occurring on the Committee during a current year may be filled by Committee vote for the remainder of the year.

At regularly convened Committee meetings 8 Committee members shall form a quorum, the Secretary to check at each meeting that a quorum is present. The Chairman shall have a casting vote. Any member of the Committee may appoint a voting alternate delegate in the event of being unable to attend the meeting and on advising the Secretary prior to the meeting.

The Committee shall have the powers to appoint sub committees in respect of business/activities which are within the interests of the Association, but do not need the attendance of the main Committee. At least one member of the Committee should sit on any sub committee. Such sub committees shall be responsible to the Committee and report on the progress of their activity at full Committee meetings. Rules and regulations of the Association shall apply to all sub committees.

Additional members may be co-opted onto the Committee. Others may be invited as guests; these include elected Local Councillors for the area and those whose expertise or interest would be of value to the Committee. A non-executive President and Vice President/s may be appointed by the Committee and will normally hold office for 3 years. Such additional members shall not have voting rights nor be included as constituting the number of members required for a quorum.

Officers, Committee members or members of the Association are not individually empowered to commit the Association to any expenditure. Reasonable expenses incurred by a member of the Committee in carrying out authorised Committee duties will be refunded, subject to the approval of the Chair, the Chair's expenses will be approved by the Committee. All other expenditure must be the result of a Committee decision.

## 8. DUTIES OF OFFICERS

The Chairman will chair the Annual General Meeting or Extraordinary General Meeting and conduct the election of all the Officers of the Association and the Committee. He/she will chair Committee meetings.

The Secretary shall keep proper Minutes of all General and Committee meetings which will be recorded in an appropriate form. The Secretary shall convene an Annual General Meeting each year as provided by the rules of the Association, and others as may be required in accordance with the rules. The Secretary shall prepare an annual report and circulate the minutes of the Annual General Meeting.

The Treasurer shall be responsible for all monies belonging to the Association and all sub committees, and shall keep such monies in a banking account or building society in the name of the Association except for retaining an amount as necessary for general day to day expenses. All cheques drawn on these accounts shall require the signature of at least two Officers of the Association. The Treasurer shall keep proper accounts which shall be audited at least once in every year and shall prepare an Annual Income and Expenditure Account for submission to the Annual General Meeting showing the Association's financial position at the end of the Association's financial year.

An up to date record of the membership of the Association shall be kept in an appropriate form by the Membership Secretary.

## 9. DISSOLUTION

In the event that the Byfleet, West Byfleet and Pyrford Residents Association ceases to operate, after discharging all debts and liabilities of the Association the remaining assets will not be paid or distributed among the members but

shall be given or transferred to some other voluntary organisation of a charitable nature and having similar objectives to those of the Association.

## Reasons for amending the constitution

### Paragraph 2

Although the Association is strictly non-political, it is possible that a Committee member who represents one of the partner organisations (currently only the Neighbourhood Forums) may hold a political officer. This clause allows such a representative to be a political post holder but no elected member of the Committee may be a political post holder.

### Paragraph 3

This is a minor adjustment and reflects the long standing practice of only recognising current residents of the three villages as being eligible for membership as stated earlier in the clause. It should be read in conjunction with 3d which formally recognises the status of “friends” which has existed for some time in reality with many former members who have left the village liking to keep in touch.

### Paragraph 6

The Association has had a very close working relationship with the Neighbourhood Forums since they were founded, as the relationships deepen and the Association will assume some responsibility for partially funding the Forums, the Committee wishes to formally include the Forums as part of the Committee and to ensure the continued co-operation and development of the Forums and the Association.

In order that the Committee is fully representative of the three villages, each village will have equal representation for these specific post holders while all other post holders should seek to be balanced in their views between the three villages.

The Committee will have 17 voting members, in order to ensure a Quorum is achieved ( 8members) a formal alternate delegate appointment is introduced to ensure balance is maintained. For this reason it is strongly urged that Assistant Chief District Representatives attend as often as possible so they may act for their Chief District Representatives in their absence.

### Paragraph 7

Expense authorisation is introduced to recognise current practice.