

LUXBOROUGH TOWER

Residents Association Constitution. Effective from September 2018

This should be read in conjunction with the Association's *Standing Orders*.

AIMS

1. The aims of the association are to:
 - 1.1 Promote membership to all people eligible to join the association
 - 1.2 Promote equal opportunities within the community
 - 1.3 Be non-party political
 - 1.4 Improve the housing and other services in the area of the association
 - 1.5 Build a partnership and improve communication between the freeholder, block management and the association membership
 - 1.6 Regularly consult all members and represent the majority view of the members
 - 1.7 Provide regular information to all members
 - 1.8 Promote training for members on areas of the association's activity and concern

EQUAL OPPORTUNITIES

2. The association will work in the community and within its own membership to advance equality of opportunity, foster good relations and eliminate discrimination against those in protected groups as determined by the Equality Act 2010 (as amended from time to time).

MEMBERSHIP

3. Membership of the association shall be open to those 18 years of age or over, in one of these categories, or a family member thereof:
 - a) All introductory tenants / assured tenants / secure tenants and leaseholders (that occupy or own the dwellings) of the local authority (including Westminster Community Homes)
 - b) Anyone living in Luxborough Tower who is an assured tenant of a Housing Association or a private tenant of a leaseholder
 - c) Any other such membership that a General Meeting agrees
4. A record of all members in the current year shall be kept by the Secretary (or other specified Officer) of the association.
5. Any membership fee shall be determined by an Annual General Meeting.

ENDING MEMBERSHIP

6. Membership shall end when a member ceases to meet the conditions of clause 3 above or resigns.
7. In the event of gross misconduct, membership may be suspended or ended by a two-thirds majority vote of the committee.

8. For the purposes of clause 7, gross misconduct shall be defined as conduct which (in the opinion of a two-thirds majority of the committee):
 - a) Knowingly contravenes association guidelines, or
 - b) May prevent the proper functioning of the committee, or
 - c) May harm the good reputation of the association, or
 - d) Involves any illegal activity
9. A member whose association or committee membership has been suspended or ended in accordance with clause 7 above shall be entitled to have that reviewed at a General Meeting of the association.

THE ANNUAL GENERAL MEETING

10. The association shall hold an Annual General Meeting once in each calendar year, and not less than 9 months, nor more than 15 months, shall pass between the date of one Annual General Meeting and the next.
11. The Annual General Meeting shall:
 - Receive an annual report from the committee
 - Present audited financial accounts to members
 - Agree the method for an independent audit of annual accounts
 - Consider any resolution put forward by members
 - Vote on any amendments to the constitution
 - Elect the committee
12. All members shall be given at least 28 days written notice of the Annual General Meeting, such a notice shall ask for any agenda items, applications to join the committee and any resolutions, including any proposed changes to the constitution.
13. Any agenda items or proposed changes to the constitution by the membership or applications to join the committee must be notified and sent to the Secretary in writing at least 14 days before the Annual General Meeting.
14. Agendas should be submitted to the membership, together with proposed changes to the Constitution, applications to join the committee and minutes of the previous Annual General Meeting (if not previously circulated) at least 7 days in advance.
15. The quorum shall be 12 member flats-
16. If there is no quorum present within half an hour of the time the meeting is due to start the meeting shall be dissolved and re-convened no earlier than 10 working days and no later than 20 working days from the date of the original meeting. If, at the subsequent meeting, the Annual General Meeting is still not quorate within half an hour of the time it is due to start, then those present shall form the quorum.

GENERAL MEETINGS

17. All association members may sit in on committee meetings. However, each year the association shall hold at least two General Meetings (including the Annual General Meeting) which shall be open to the general membership.
18. All members shall be given at least 21 days written notice of the General Meeting, such a notice shall ask for any agenda items and any resolutions.
19. Any agenda items must be notified and sent to the Secretary in writing at least 14 days before the General Meeting.

20. Agendas should be submitted to the membership, together with minutes of the previous General Meeting (If not previously circulated) at least 7 days before the General Meeting.
21. The quorum for General Meetings shall be 12 member flats. In the event of the meeting not being able to form a quorum, it should continue as a Committee Meeting.
22. Proposed items and resolutions by members, notified in writing to the Secretary at least 14 days before the meeting, will already be on the Agenda. Other business may be accepted by the Chair if it is agreed by those present that they be added to the agenda.

SPECIAL GENERAL MEETING

23. A Special General Meeting may be called if requested by at least 12 member flats.
24. If a Special General Meeting is requested by the membership this request must be supported with information identifying the precise nature of business to be conducted.

VOTING

25. Each member flat shall have one vote on any resolution put before an Annual General Meeting, General Meeting or Special General Meeting.
26. All voting that takes place at an Annual General Meeting, Special General Meeting, General Meeting or Committee Meeting, shall be counted and recorded in the minutes.
27. If there is a tie, the Chair will have a second and casting vote.
28. Proxy voting shall not be allowed at any Annual General Meeting, Special General Meeting, General Meeting or Committee Meeting.

MINUTES

29. All formal meetings such as Annual General Meetings, Special General Meetings, General Meetings or Committee Meetings must be minuted and formally approved by the next meeting of the Committee or General Meeting respectively.
30. All minutes shall be available for inspection by members of the association.

THE COMMITTEE

31. Any member 18 years of age or over shall be entitled to stand for election to the committee. This requires a formal expression of interest: in writing, by email or in person at the AGM.
32. At least one third of the committee shall stand down at each Annual General Meeting and may be re-elected. If applicable, the third that stand down shall be those who have served the longest on the committee.
33. There shall be at least six and no more than 10 committee members.
34. The committee shall ensure that there is always a majority of tenants and leaseholders or family members thereof on the committee compared to members that qualify under clause 3(b).
35. There shall be at least 4 and no more than 10 Committee Meetings each year. The quorum for Committee Meetings shall be 5 committee members.

36. Where committee members fail to attend 3 consecutive Committee Meetings without good reason the committee may decide to remove them from the committee by a two-thirds majority vote.
37. All members shall be given at least 7 days' notice of each Committee Meeting. Any member of the Association, even if not on the committee, shall be entitled to attend a Committee Meeting (but not to vote).
38. The association should aim to have the proportion of Luxborough Tower tenants to lessees on the committee to reflect the overall ratio of tenants to lessees in the block.
39. The officers of the committee shall be elected by the committee at their first meeting following the Annual General Meeting. Until officers are appointed, the committee shall deal collectively with any issues that may arise. The committee shall appoint to fill any vacancies that may arise.
40. The committee may, as necessary, create any sub-committees and/or working parties on a permanent or temporary basis. The committee shall direct the terms of reference and delegated decision-making powers of the sub-committee. The members of any such sub-committee or working party shall be selected by the committee from among the general membership and through Co-option if required. Any such sub-committees or working parties shall report to the committee regularly.
41. The committee shall monitor the work, finances and membership of the association.
42. The committee shall report to each General Meeting on the work done by the committee since the last General Meeting.
43. The committee shall produce standing orders, which it may review from time to time, to govern the conduct of Committee Meetings.
44. There shall be no more than one committee member from the same household.
45. Where a conflict of interest arises, the committee member shall declare such conflict and withdraw from any discussion and voting on the subject. In certain circumstances, the committee member will be asked to leave the room while a discussion / vote takes place.

OFFICERS OF THE COMMITTEE

46. The association shall have a Chair, Secretary and Treasurer.
47. The Chair shall chair the General and Committee Meetings. The duties of the officers shall be defined in the standing orders of the association.
48. The officers shall report on their work to each Committee and General Meeting.
49. Tenants, leaseholders and family members under 3a) can be elected as officers of the committee, but not anyone that qualifies for membership under rule 3b).

CO-OPTees

50. The committee may co-opt non-voting members onto the committee in order to fill vacancies that occur during the year or to ensure appropriate representation of all people in the association. Such co-optees shall not qualify for the purposes of counting a quorum.

FINANCE

51. The Treasurer shall open and maintain a bank or building society account in the name of the association and keep records of the association's income and expenditure. The Treasurer shall report the balance in the account at each Committee and General Meeting.
52. The committee shall appoint three authorised signatories for any cheques. Cheques shall be signed by at least two of the authorised signatories who are not related to one another.
53. The association's accounts shall be kept up to date and annual accounts for each year shall be independently audited and presented to the Annual General Meeting.
54. The accounts of the association shall be available for inspection by any member of the association who requires seeing them, within 28 days. The request for inspection must be made in writing to the Treasurer.
55. The accounts of the association shall be sent to Westminster Housing each year, no later than four months after the end of their financial year.
56. If so requested quarterly income and expenditure accounts together with the appropriate supporting papers (including bank statements) shall be submitted to Westminster Housing for inspection.
57. No member of the committee or anyone related to such committee member shall receive remuneration or have any financial interest personally or as a member of a firm or as a director or other business trading for profit or in any other way whatsoever in any contract or other transaction with the association.
58. Travel, subsistence and other out of pocket expenses necessarily incurred by members representing / acting for the association may be reimbursed by the Treasurer providing that each claim is made within three months of the expenditure and is supported by appropriate evidence and signed for by the recipient.
59. Any potential expenditure over £750 shall only be committed on approval of a General Meeting of the Association. All petty cash transactions should be under £50 and will only be refunded on production of a valid receipt.
60. Any decisions made on the procurement of goods and services shall be on a value for money basis: normally 2 quotes for goods and services over £750 and 3 quotes over £5,000.
61. Any petty cash used by the residents association shall be carefully accounted for and the maximum amount of petty cash in the float at any one time shall not be greater than £50.

DISSOLUTION

62. The association may only be dissolved by a General Meeting called specifically to consider a motion to that end and passed by two-thirds of members present and voting. Subject to the terms of any resolution of the General Meeting, the committee shall have power to realise any assets held by or on behalf of the association.

Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such another recognised association as determined by Westminster City Council within the local authority area or transferred back to Westminster City Council who shall use such money for the support and benefit for the residents within the defined area.

CHANGES TO THE CONSTITUTION

Changes may be proposed by the committee or any member of the Association, to be discussed and voted on at the next Annual General Meeting. This document:

- For discussion / agreement at AGM June 2018 as per March 2017 below. Other minor changes made
- Discussed by AGM March 2017 to reduce committee size to 10 and quorum for General, Annual and Special Association meetings to 12 member flats
- Agreed by the AGM Nov 2014 with one amendment: the quorum for AGM and other General Meetings reduced from 25 or 20% to 15 or 15%
- Agreed by committee Oct 2014
- Clarification as to membership and other details from CWH Oct 2014
- Detailed changes made after consultation with J Grimshaw Sept 2014
- Suggested changes put to committee March 2014
- Reviewed March 2014 by A Hughes in the light of committee discussions 2013
- CWH Final Model Constitution dated 2013 / spring 2014

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Signed & dated Chair

Signed & dated Treasurer