

WESTGATE RESIDENTS ASSOCIATION

CONSTITUTION

1. Name

The name of the association is **WESTGATE RESIDENTS' ASSOCIATION**

2. Area

The Westgate Residents Association (WRA) covers the following defined geographical area in Chichester, West Sussex, and the number of dwellings in each street is stated (as at September 2015, data provided from Chichester District Council database):

• Bartholomew Close	20
• Henty Gardens (incl The Maltings)	111
• Mount Lane	04
• Tannery Close	24
• Westgate (extending west to the rail crossing)	<u>129</u>
Total	<u>288</u>

3. The aims of the Association are:

- To represent the interests of residents within the above defined area.
- To work towards improving the quality of life and the environment of Westgate and its immediate neighbourhood for the benefit of local residents.
- To foster community spirit through the promotion of occasional social events and activities.
- To be non-party political and represent the majority view of the community.
- To keep residents informed regularly of the WRA's issues.

4. Membership

- Membership of the WRA is open to all residents living in the area defined above who are over the age of 16.
- The WRA will keep a mailing list of residents who have asked to be kept informed of WRA business. Names will remain on the list until we are asked to remove them or the individuals move out of the area defined above.
- Any person who is eligible to be a member of the WRA who attends a meeting shall be eligible to vote at that meeting.
- The WRA will hold the personal data of its members in accordance with the principles of the Data Protection Act (1998).

5. Associate membership

Associate membership will be available to individuals living outside the WRA defined area. They may speak at meetings but they may not vote.

6. The Committee

- The Committee will comprise a minimum of five (5) and maximum of nine (9) members to include Chair, Secretary and Treasurer.
- The Committee will be elected at the Annual General Meeting for one year, at the end of which period all will retire but be eligible for re-election for a further year.
- The Chair, Secretary and Treasurer will be elected at the AGM (refer Sections 9 & 12).

- d) Other Committee responsibilities will include communications, planning, local authority liaison and social activities which will be allocated among members of the Committee.
- e) The Committee may appoint sub-committees to undertake WRA business. These will be accountable to the main Committee which will define terms of reference. A sub-committee must include at least one member from the main Committee.
- f) The Committee shall have the right to co-opt members until the next AGM to participate fully in WRA business; co-opted members may vote.
- g) Committee members shall declare any conflict of interest in an agenda item at the beginning of a meeting and, if it is deemed substantial, they must withdraw from the meeting when that item is discussed.
- h) The quorum for Committee meetings shall be four (4).
- i) The Committee is empowered to make decisions outside formal meetings, when the quorum rule should continue to apply where practical; but the circumstances and decision must be noted and formally approved at a subsequent scheduled meeting.
- j) Committee meetings may be called by the Chair or at the request of one third of Committee members. At least seven (7) days' notice in writing by paper and/or email must be given.
- k) At least two (2) committee meetings will be held in each calendar year.

7. Duties of the Committee members

- a) The Chair will conduct all meetings of the WRA but if the Chair is absent, Committee members shall elect a chair from amongst those present.
- b) The Secretary will give notice of all meetings and ensure that proper minutes are kept.
- c) The Treasurer will maintain correct and proper records of the WRA's income and expenditure in a manner required to satisfy independent examination and audit.
- d) Members representing WRA at meetings with outside bodies and individuals (such as West Sussex County Council, Chichester District Council, Chichester City Council, the local MP or a councilor) will make a record of their discussions and report back to a subsequent meeting of the Committee.

8. Holding Provisions

In the event that a full committee is not nominated or elected, a Holding Committee of three people will be elected to meet as required, to protect the existence of the WRA. The quorum shall be two (2) persons.

9. Annual General Meeting (AGM)

- a) The WRA must hold an AGM once each calendar year and not more than fifteen months shall pass between one AGM and the next.
- b) Not less than twenty one (21) days' notice of the AGM shall be given to WRA members, inviting nominations for election to the Committee. Notice of the AGM will be published and distributed in several formats: paper, email and the WRA website.
- c) The purpose of the AGM is to:
 - Agree and confirm the minutes of the last AGM
 - Receive an Annual Report from the Chair
 - Receive a Statement of Accounts from the Treasurer
 - Elect the Chair, Secretary and Treasurer and other committee members for the following year
 - Discuss and/or vote on resolutions and proposals, as appropriate, submitted to the AGM either by the Committee or individual WRA members (refer section 10).

- d) Seconded nominations for election to the Committee should be submitted in writing by members of the WRA (refer Section 4), and received by the Secretary not less than seven (7) days prior to the AGM. Proposers and seconders must be members of WRA and must not be from the same households or related to the candidate.
- e) Nominations for election to the Committee may also be proposed and seconded verbally by WRA members (refer to Section 4) present at the AGM, in response to invitations from the Chair and recorded by the Secretary.
- f) Membership of the WRA is confirmed by listing on the WRA Mailing List a paper copy of which is to be presented to the AGM for reference by those present. Where a resident present at an AGM wishes to participate in the election, but is not recorded on the Mailing list, the Chair shall put the matter to the meeting for a decision of members present; a simple majority of those voting by show of hands (with two tellers appointed by the Chair) shall confirm membership of the WRA.
- g) A WRA member (refer to Section 4) over the age of sixteen (16) is entitled to stand for election.

10. Resolutions and Proposals submitted to an AGM

Resolutions (requiring a decision by voting) and proposals (topics for discussion) may be considered at an AGM subject to the following requirements:

- a) The subject is relevant to WRA's aims and purposes, as confirmed by the Chair in consultation with the Secretary and Treasurer.
- b) The proposer is a registered WRA member (refer Section 4) and supported (seconded) by at least one WRA member; proposers and seconders must not be from the same households.
- c) Resolutions and proposals should be submitted in writing to the Chair with a copy to the Secretary not less than fourteen (14) days prior to the publicized date for the meeting; 'writing' includes emails and text messages but must be supplemented by a paper copy delivered in person to the Chair and Secretary whose home addresses are recorded on the WRA website.
- d) A resolution or proposals for discussion that are submitted in accordance with these requirements shall be included as part of the formal AGM agenda, subject to confirmation by the Chair in consultation with the Secretary and Treasurer; this decision to be recorded in the Minutes of the relevant Committee.

11. Extraordinary General Meeting (EGM)

- a) The Chair will call an EGM if requested in writing to do so by not less than four (4) members of the Committee, or two if the Holding Committee is in existence; or by twenty (20) members of the WRA.
- b) At least fourteen (14) days' notice shall be given for an EGM. Such notice will be published and distributed in several formats: paper, email and the WRA website.
- c) The quorum for an EGM shall be a minimum of twenty (20) WRA members, including committee members.
- d) Decisions of the EGM shall be binding on the Committee.

12. Voting at an AGM or EGM

- a) Decisions at a general meeting (AGM or EGM) will be taken by a majority of those voting by a show of hands
- b) In the event of a voting tie, the Chair shall have a casting vote.

- c) Two tellers will be selected from the meeting and appointed by the Chair, to count votes, the result to be recorded in the minutes.
- d) Conflicts of interest arising from an agenda item must be declared. A member who declares such a conflict which is deemed by the Chair to be substantial must withdraw from the meeting when the conflicting subject is discussed.

13. Finance

- a) Membership fees will be decided by the Committee. If no fees are collected, funds for running WRA will be found by donations and fund raising events.
- b) An accurate record of income and expenditure must be published each year at the AGM.
- c) Accounts should be open to inspection by members on request
- d) All monies raised by or on behalf of WRA shall only be applied to further its aims.
- e) External scrutiny and/or audit of the accounts will be undertaken as required by current legislation.
- f) Account(s) must be opened in the name of the Westgate Residents Association. Cheques, transfers and other banking instruments or instructions shall be signed by two (2) of three (3) members of the Committee whose names are recorded in the minutes. Signatories shall not be related to, or be members of, the same household.
- g) Proper records of all transactions including petty cash transactions will be kept.

14. Equalities and diversity

- a) The WRA will actively seek to promote equal opportunities within the community and within its membership.
- b) The WRA will value diversity and promote good relations with all members of the community and not discriminate on the grounds of age, disability, race, faith, gender or sexual orientation.

15. Code of Conduct

- a) Offensive behaviour such as harassment, bullying, intimidation or other discriminatory activity will not be tolerated at meetings of the WRA.
- b) Everyone is entitled to express their point of view reasonably.
- c) Only *bona fide* expenses agreed in advance by the committee will be paid and must be submitted with a claim form and receipts to the Treasurer for payment.
- d) Members must never use their position to seek preferential treatment for themselves, their family or friends.
- e) Committee members must not divulge confidential WRA business to other parties.
- f) Public statements on behalf of the WRA should be sanctioned in advance by the committee and made only by their designated representative.
- g) Complaints received about the WRA or its members will be dealt with in the first place by the committee who will endeavor to respond within ten (10) working days.

16. Dissolution (NB - now four sub-paras a-d in place of two)

- a) The Committee, or if a Committee no longer exists, a majority of remaining members attending a meeting convened for the purpose, can propose that the WRA should be dissolved. They must give at least fourteen (14) days' notice to all WRA members recorded on the mailing list (distributed by paper and, where feasible, by email and the WRA website) that a meeting is taking place which proposes to dissolve the WRA.
- b) For the sole purpose of dissolution a quorum need not apply.

- c) The WRA may be dissolved if not less than two-thirds of those present and voting by a show of hands are in favour of so doing.
- d) Assets remaining after settling any liabilities shall be applied for the benefit of the community in accordance with the aims of the WRA.

17. Amendments to this Constitution

Changes may only be made at an Annual General Meeting following a formal proposal in writing by the Committee after due notice has been given (refer Section 9b) to publicise and define the amendments. The subsequent vote requires two-thirds of those present and voting by a show of hands to be in favour, as counted by two tellers (refer to Section 12c).

**THIS CONSTITUTION WAS AGREED AT
THE ANNUAL GENERAL MEETING OF THE WESTGATE RESIDENTS' ASSOCIATION
HELD ON**

Date

Signed

Name and position

Signed

Name and position