

# Constitution of the Lancaster West Estate Residents' Association

## 1. Name

The name of the association is Lancaster West Estate. For the purposes of this document, it will be referred to as the Association.

## 2. Area of Benefit

The Association is for the benefit of residents of Lancaster West Estate.

## 3. Aims

- a) To promote the wellbeing and quality of life of all residents living in the area of benefit.
- b) To promote and represent the interests and rights of all residents living in the area of benefit by acting as a collective voice in matters which affect their rights regarding the management, maintenance and improvements of their homes, local amenities and the local environment, in consultation with the Royal Borough of Kensington and Chelsea Tenant Management Organisation ("KCTMO"), the Royal Borough of Kensington and Chelsea ("RBKC") and other bodies.
- c) To represent the majority view of all residents living in the area of benefit, taking into account the views of children who are not old enough to be voting members.
- d) To be non-party in politics and non-sectarian in religion.

## 4. Objectives

- a) To build a constructive working relationship with KCTMO and RBKC.
- b) To act as a negotiating body with KCTMO, RBKC, the Police and other statutory and voluntary bodies or individuals whose interests directly or indirectly affect residents living in the area of benefit.
- c) To advocate for vulnerable and marginalised residents living in the area of benefit to ensure that they have a voice.
- d) To ensure that all residents in the area of benefit are regularly consulted and informed.

- e) To encourage a sense of community by promoting social activities for recreation and enjoyment.
- f) To promote membership to all residents within the area of benefit, encouraging them to be actively involved.

## **5. Powers**

- a) To raise funds, receive grants and donations subject to any applicable anti-money laundering laws.
- b) To apply such funds to further the aims of the Association.
- c) To organise community projects, events, trips and other activities.
- d) To co-operate with KCTMO, RBKC, statutory authorities and voluntary bodies in furtherance of the aims of the Association.
- e) To do that which is lawful and necessary to achieve the aims of the Association.

## **6. Membership**

- a) Membership is open to all residents living in the area of benefit including tenants, leaseholders, sub-lessees, lodgers, freeholders and non-KCTMO residents who are 16 years of age and over and are interested in the work of the Association and support its aims.
- b) Non-KCTMO residents shall not be eligible for election onto the Management Committee.
- c) A register of all members shall be kept by the Secretary of the Association and any eligible residents shall be entitled to apply to be placed on the list by completing the application form.
- d) Membership shall cease automatically when a member no longer lives in the area of benefit or when a member informs the Secretary of the Association in writing that (s)he no longer wishes to be a member of the Association.
- e) All members must actively seek to positively represent the Association, particularly in regard to its aims and its commitment to diversity and equality.
- f) The following documents and information shall be available from the Secretary to all members upon request.
  - o The Constitution;
  - o Equal Opportunities and Diversity Policy;
  - o Code of Conduct;
  - o Management Committee members' contact details;
  - o Details of any planned meetings or activities;

- Information on how to include an item on an agenda.
- g) In the event of gross misconduct, which includes breaches of the Constitution, misappropriation of the Association's funds and persistent violation of the Association's equal opportunities and diversity policy, and code of conduct, membership of the Association may be suspended or terminated by a two-thirds majority vote of those present at a quorate management committee meeting.
- h) Notification of suspension or termination of a member must be given in writing to the member with a copy of the constitution attached.

## **7. Appeals**

- a) Any member whose membership has been suspended or terminated shall have the right to appeal.
- b) A member wishing to appeal against the management committee's decision to suspend or terminate his or her membership must give notice to the secretary of the Association within twenty-eight (28) days of receipt of the letter notifying him or her of the suspension or termination.
- c) The secretary of the Association must convene a special appeal panel to hear the appeal within twenty-one (21) days of the member giving notice.
- d) The appeals panel shall include at least three ordinary members of the Association who are not members of the management committee and an impartial person.
- e) A member appealing suspension or termination of his or her membership shall have the right to bring a third-party to the hearing and to be represented by him or her if he or she so wishes.

## **8. Equalities and Diversity**

- a) The Association shall adopt and comply with an equal opportunities and diversity policy approved by KCTMO.

## **9. Code of Conduct**

- a) The Association shall adopt and comply with a code of conduct approved by KCTMO.

## **10. The Management Committee**

- a) The management committee shall be responsible for overseeing the carrying out the business of the Association and to implement the aims, objects and resolutions of the Association.
- b) The management committee shall consist, as a minimum, of a chair, a secretary, a treasurer (the officers) and up to twelve other members and the management

committee shall have the power to appoint, in addition, a vice-chair, a vice-secretary and a vice-treasurer.

- c) Management Committee members shall be elected at an Annual General Meeting (AGM) or a Special General Meeting called for this purpose.
- d) Upon election at an AGM, the members of the Management Committee shall be empowered to determine which of their number shall serve as Officers, and in which capacity.
- e) The Management Committee shall have a minimum of five (5) and a maximum of fifteen (15) members at any one time.
- f) The quorum for a meeting of the Management Committee shall be the greater of five (5) or 50 per cent of the membership of the Management .
- g) No more than one Management Committee member may be from the same household at any one time.
- h) Management Committee members shall declare any potential conflict of interest and withdraw from discussion and voting, where appropriate.
- i) The Management Committee is empowered to make decisions using electronic media and the quorum as set out in 10(e) applies. Any vote held by electronic or other means shall be recorded by the Secretary and formally approved at the next meeting of the Management Committee.
- j) Management Committee meetings may be called by the Chair or Secretary or at the request of one third of Management Committee members giving at least seven (7) days' notice.
- k) There shall be no less than two Management Committee meetings held in each calendar year.
- l) Non-Management Committee members may be invited to attend Management Committee meetings upon a decision by a majority vote of the Management Committee.
- m) Executive Officers and other Management Committee members shall carry out the tasks allocated to them at Management Committee meetings.
- n) Where a member of the Management Committee fails to attend three or more consecutive Management Committee meetings without giving adequate apologies or without good cause, the Chair (or Vice-chair where the non-attende is the Chair) shall ask, in writing, for his or her resignation.
- o) There shall be a named Officer delegated to represent the Association when consulting with any other body and that officer shall be responsible for ensuring that he or she represents the views of the Association and not those of an individual and

shall report back to the Management Committee or general meeting, whichever is the sooner, on such consultations.

## **11.Sub-Committees**

- a) The Management Committee may establish sub-committees on a temporary or permanent basis and shall be directly accountable to it. The sub-committee may be formed from any Association members but a Management Committee member shall chair the sub-committee.
- f) Upon dissolution of a sub-committee, any accounts, documents or records shall be passed to the Management Committee.

## **12.The Annual General Meeting**

- a) The Secretary shall arrange for the Annual General Meeting (AGM) to take place within 15 months of the date of the previous AGM.
- b) The Secretary shall give members at least 14 days' notice of an AGM.
- c) The AGM shall:
  - o Agree the minutes of the last AGM.
  - o Receive an Annual Report from the management committee.
  - o Present a statement of account for approval by members.
  - o Consider any resolutions or proposals by members. This should include any vote on any changes to the Constitution that have been proposed.
  - o Elect management committee members for the coming year, after the current members have stood down.
- d) Nominations for election to the Management Committee must be received by the Secretary in writing at least 7 days before the AGM, unless the Management Committee makes a decision to accept nominations at the AGM.
- e) Any member of 16 years and over shall be entitled to stand for election to the management committee except for non-KCTMO residents as stated in Clause 6 (b).
- f) Members of the Association who are elected Councillors of the RBKC, or employees of KCTMO, or members of KCTMO Board or its Committees cannot be considered for election onto the Management Committee.
- g) Members present and voting at the AGM for the election of the Management Committee shall be entitled to nominate, up to a maximum of 11, retiring members of the Management Committee members to be elected for the forthcoming year. Such re-elected Management Committee members shall retire at the next AGM and may stand for re-election.
- h) An independent observer shall attend each AGM to confirm that the meeting is conducted in accordance with the Association's Constitution. The independent observer may be one of the following:

- A KCTMO Board member; or
- A KCTMO officer; or
- A Ward councillor

### **13.Special General Meetings**

- a) A Special General Meeting (SGM) should be called in exceptional circumstances for a specific purpose to discuss an important or unusual issue concerning governance of the Association that cannot wait to be considered at the next AGM. An SGM may be called to consider, for example, a proposal to amend the Constitution, a motion for a vote of no confidence in a management committee member, a proposal to dissolve the Association and financial issues of concern.
- b) An SGM is open to all members of the Association. It can be called as and when required by:
  - the Chair exercising his or her discretion.
  - three or more Management Committee members requesting it in writing.
  - one-third of the membership or 15 members (whichever is the lower) requesting it in writing.
- c) The SGM shall take place within 28 days of the date that the Secretary receives a request for such a meeting.
- d) The Secretary shall notify members of the time, date, venue and agenda for the meeting giving at least 14 days' notice.
- e) No business other than that stated on the Agenda shall be discussed.
- f) Decisions shall be carried by a simple majority of members except in the case of amendments to the Constitution or dissolution where a two-thirds majority shall be required.

### **14.Open Meetings**

- a) Open meetings are open to all residents living in the area of benefit. It is an opportunity for them to find out what is happening in their neighbourhood, to raise issues of concern and to get involved in the Association.
- b) Open meetings shall not be concerned with the Association's business or governance issues. These matters are the remit of Management Committee meetings, the Annual General Meeting and Special General Meetings.
- c) Non-members may participate in discussions but not in any voting.
- d) The Secretary shall notify members of the Association and residents living in the area of benefit of the date, time and venue of open meetings at least 14 days in advance.
- e) The Association shall hold at least two Open Meetings in each calendar year.

- (f) Decisions made at an open meeting shall not be binding on the Management Committee.

## **15.Voting**

- a) Decisions at meetings (except those dealing with alterations to the Constitution and dissolution) shall be taken by a simple majority of those voting, including any proxy votes.
- b) A named proxy must be a Management Committee member. The Secretary must be informed of the proxy not later than two (2) days before the meeting. Each member has one vote.
- c) In the event of a tie of the vote, the Chair of the meeting shall have the casting vote.
- d) A count of votes is required and the numbers counted shall be recorded in the minutes.
- e) Alterations to the Constitution require a two-thirds majority of those present and voting at an Annual General Meeting or a Special General Meeting referred to as general meetings.
- f) Conflict of interest must be declared. A member who declares conflict of interest should then withdraw from the discussion and voting on the issue in question.

## **16.Minutes**

- a) All formal meetings must be minuted, and the minutes formally approved at the next appropriate meeting (management committee meeting, Special General Meeting or Annual General Meeting).

## **17.Finance**

- a) An accurate record of income and expenditure must be produced each year at the AGM and be made available to all members on request.
- b) Accounts shall be made available for inspection by members on request.
- c) All monies raised by or on behalf of the Association shall be applied to further the aims of the Association and for no other purpose.
- d) The Association shall allow the KCTMO to carry out any appropriate external scrutiny and/or audit of the accounts as required by current legislation.
- e) Cheque-only bank account(s) must be opened in the name of the Association. The Association shall not operate any banking facilities where cash may be withdrawn by one person using a bank card.

- f) Cheques, transfers and other banking instruments or instructions shall be signed by the Treasurer and at least one other signatory who must also be a member of the Management Committee. The two signatories must not be related to one another, or be members of the same household.
- g) Proper records of all transactions, including petty cash transactions, shall be kept.
- h) Finances raised for or on behalf of any sub-committee must be applied only within the terms agreed by the Association's Management Committee.

## 18. Dissolution

- a) The Management Committee or, in the event that a Management Committee no longer exists, a majority of the remaining members of the Association, can propose that the Association should be dissolved. Such persons must give at least fourteen (14) days notice to all eligible members that a meeting is taking place proposing to dissolve the Association.
- b) For the sole purpose of dissolution of the Association, a quorum need not apply, and the Association may be dissolved by a two-thirds majority of those present.
- c) Any assets remaining after settling any liabilities shall be applied for the benefit of the community in accordance with the aims of the Association.

## 19. Setting up the Association

This Constitution was agreed at the first meeting of residents held on 16/09/15 and must be signed annually by the Officers of the Management Committee.

Signed by Clare Dewing ..... Chair

Name: Clare Dewing .....

Signed by J. Blunkflower ..... Secretary

Name: JACKIE BLANKFLOWER .....

Signed by F. De Jesus ..... Treasurer

Name: FÁTIMA DE JESUS .....