

Constitution of South Petersfield Residents Association

Adopted at Annual General Meeting on 3 May 2016

1 Name

- 1.1 The name of the Association is South Petersfield Residents Association (SoPRA).

2 Area

- 2.1 The Association covers the following geographical area in Cambridge bounded by: the railway line, Station Road, Hills Road, Gonville Place and Mill Road, with the addition of Emery St, Emery Rd and Perowne St.

3 The aims of the Association are:

- 3.1 To promote the interests, rights and quality of life of residents within the area defined in 2.1.
- 3.2 To consult and inform members regularly, and represent their majority views.
- 3.3 To promote membership of, and involvement in, the Association.
- 3.4 To assist and promote social and recreational activities, and encourage a community spirit and sense of responsibility.
- 3.5 To take into account the views of children and young people who are not old enough to be voting members.
- 3.6 To be non party political.

4 Equality and Diversity

- 4.1 The Association will actively seek to promote equal opportunities within the community and its membership, and will not discriminate on the grounds of age, disability, race, faith, gender or sexual orientation.
- 4.2 The Association recognises that all sections of the community have a positive contribution to make to the life of our communities, and will value and welcome diversity and promote good relations with all members of the community.
- 4.3 The Association will ensure that where possible meetings will be held in accessible venues.

5 Membership

- 5.1 Membership of the Association is open to all residents of the area defined in 2.1.
- 5.2 Any member may nominate other members of their household aged sixteen or over as Association members.
- 5.3 Every member shall be given access to a copy of the constitution, contact details for Association officers, details of planned meetings, and how to include an item on an agenda.
- 5.4 Any membership fee will be decided and reviewed at the Annual General Meeting (AGM).
- 5.5 Membership will end when a member stops living in the area defined in 2.1.

6 Appeals

- 6.1 Any member who has been suspended or had their membership terminated may appeal to the Secretary within twenty eight (28) days of receipt of the letter suspending them. A special meeting must be held to hear the appeal within twenty eight (28) days of the Secretary receiving notification from the member.
- 6.2 The appeals panel shall include at least three members of the Association who are not on the Committee.

- 6.3 Any member appealing suspension shall have the right to bring a third party and also, if they wish, to be represented by the third party.
- 6.4 The decision of the appeals panel shall be binding on both parties.

7 Code of Conduct

- 7.1 Members shall at all times conduct themselves in a reasonable manner that will not cause offence to others. Harassment, bullying, intimidation, or discriminatory behaviour will not be tolerated.
- 7.2 Any Committee member has the right to warn a member if their behaviour is inappropriate.
- 7.3 In the event of a breach of the Constitution or Code of Conduct, membership of the Association can be suspended or ended by a two thirds majority vote of the Committee (of those present). The decision must be communicated to the member in writing with reference to the Constitution.
- 7.4 If a Committee member breaches the Constitution or Code of Conduct, a majority vote of the Committee may require the Committee member to resign or face termination of membership as set out in 7.3.
- 7.5 Members must never personalise issues, and should be willing to recognise that everybody is entitled to express their point of view without unduly preventing progress of discussion.
- 7.6 Voters should always be prepared to accept the majority decision and not take such a decision as any form of personal slight or criticism.
- 7.7 Members cannot receive any payment from the Association other than for bona fide expenses agreed by the Committee and approved in advance.
- 7.8 Members must never use their position to seek preferential treatment for themselves, their family or relatives. Nor should they use their position to be treated more or less favourably when requesting services from the Council or other organisations.
- 7.9 Committee members must not divulge any Association business which is treated as confidential to other persons or organisations.
- 7.10 Correspondence sent on behalf of the Association must represent the majority view of the members or Committee, and must be signed by the Secretary or Chair.
- 7.11 Statements to the media or other organisations on behalf of the Association must accord with policies and positions agreed by the Committee. In the absence of an agreed policy or position, a spokesperson must make clear that he or she is speaking personally and not on behalf of the Association.
- 7.12 A record of all correspondence and statements must be kept by the Secretary.
- 7.13 Any resident who feels that they have not been treated fairly and equally by the Association can raise this with the Committee who will respond within twenty eight (28) days.
- 7.14 Any complaints received about the conduct of the Association or individual members will be taken to the Committee who will respond within twenty eight (28) days. The Committee will only deal with complaints that relate to the activities of the Association and its members in relation to the Constitution and Code of Conduct. Committee members will not deal with neighbour or interpersonal disputes in the area.

8 The Committee

- 8.1 The Committee shall monitor the work, finances and membership of the Association.
- 8.2 The Committee will produce and update a simple action plan throughout the year to be used to prepare an annual report to members at the AGM.
- 8.3 Committee members shall be elected at a general meeting and shall serve until the next AGM, when they may stand again for re-election.

- 8.4 The Committee shall have a minimum of five (5) and a maximum of twenty-five (25) members at any one time. Should the number fall below the minimum, the Committee may co-opt members to the Committee to serve until the next general meeting.
- 8.5 Officers shall be elected at the AGM and shall serve until the next AGM, when they may stand again for re-election.
- 8.6 The following officer positions must be filled: Chair, Secretary and Treasurer. The following officer positions are optional: Vice-Chair, Vice-Secretary, Vice-Treasurer. All officers are automatically Committee members.
- 8.7 Any Officer position may be filled by more than one person as a job-share. In the absence of other candidates, an Officer may temporarily fill two Officer roles.
- 8.8 If an Officer stands down before a general meeting, the Committee shall appoint from its number a replacement Officer to serve until the next general meeting, when the position shall be opened to election.
- 8.9 The Secretary shall be the public contact person unless the Committee nominate someone else.
- 8.10 The Committee may appoint working groups to carry out the activities of the Association. Working groups shall include at least one Committee Member and be directly accountable to the Committee. The Committee will agree in advance the terms of reference for any working groups, which may then act and apply any finance raised within these terms.
- 8.11 Working groups shall keep proper accounts and records of all meetings, to be made available as required to the Committee or a general meeting. The Committee or a general meeting may dissolve any working groups. Any accounts, records or assets of the working group will pass to the Committee.
- 8.12 Committee members shall declare any potential conflict of interest and withdraw from discussion and voting where appropriate.
- 8.13 The quorum for Committee meetings and decisions outside of meeting shall be 50 percent plus one of the Committee members.
- 8.14 The Committee has the power to make decisions using electronic media outside of Committee meetings. Any vote held by electronic or other means must be recorded by the Secretary and formally approved at the next meeting (general or committee).
- 8.15 Committee meetings may be called by the Chair and Secretary, or at the request of one third of Committee members. At least seven (7) days notice must be given.
- 8.16 A minimum of three (3) Committee meetings will be held in each calendar year.
- 8.17 All Committee meetings are open to all members as observers.

9 Duties of the officers

- 9.1 All the officers of the Association have a duty to further all the aims of the Association.
- 9.2 The Chair shall conduct the meetings of the Association.
- 9.3 If the Chair is absent, a Vice-Chair or other Committee member will take over.
- 9.4 The Secretary is responsible for convening all meetings and giving the relevant notice to members. The Secretary shall ensure that a proper record is kept of all meetings of the Association, its Committee, and working groups in the form of minutes. The Secretary shall keep a record of all correspondence, consultation and activities carried out on behalf of the Association, and provide them as required by the Committee or general meetings. The Secretary shall maintain a register of Committee members and paid-up members of the Association.
- 9.5 The Treasurer shall oversee all banking and financial arrangements outlined in part 14, be responsible for keeping proper accounts of income and expenditure and report on the Associations financial matters to the Committee and AGM. All cheques must be signed by the Treasurer or the Chair.

- 9.6 Any officer delegated to represent the Association in consultation with any other body shall act on the instructions of Association and shall report back to the Committee or general meeting whichever is the sooner.
- 9.7 The public contact person appointed in 8.5 shall represent the views of the Association in his or her responses, a record of which shall be retained and provided as required by the Committee or general meetings.

10 General Meetings

- 10.1 A general meeting may be called by the Committee or at least twenty (20) members.
- 10.2 General meetings are open to all members. Non-members may be invited by the Committee to attend, but may not vote.
- 10.3 At least seven (7) days notice shall be given for a general meeting. Every member will receive an invitation by email, and details will be posted on the Association's website.
- 10.4 The quorum for a general meeting shall be a minimum of twenty (20) people, including Committee members.
- 10.5 If a member believes an item to be of a confidential nature this must be made known to the Chair or Secretary before commencement of business. The Committee must decide if the item is to be discussed in a closed session at the end of the general meeting.

11 Annual General Meeting

- 11.1 The Association shall hold an Annual General Meeting ('AGM') once each calendar year and not more than fifteen months shall pass between one AGM and the next.
- 11.2 The AGM shall:
- Agree the minutes of the last AGM
 - Receive an Annual Report from the Committee
 - Present a statement of accounts to members
 - Elect committee members
 - Agree rates for membership fees (if any)
 - Vote on amendments to the Constitution
 - Consider any resolution put forward by members
- 11.3 Any member over the age of sixteen (16) shall be entitled to stand for election to the Committee, except for any youth committees where members under the age of 16 can stand.
- 11.4 Nominations for the Committee must be received by the Secretary in writing before the AGM, unless the Committee makes a decision to accept nominations at the AGM.
- 11.5 Nominees should be present at the AGM. If a nominee cannot attend, he or she must notify the Secretary before the AGM and the Committee shall have discretion as to whether to accept the nomination.

12 Voting

- 12.1 Decisions at meetings (except those dealing with alterations to the constitution) shall be taken by a simple majority of those voting, including any proxy votes, and shall be binding on the Committee.
- 12.2 Alterations to the Constitution require a two-thirds majority at a general meeting. Full details of proposed changes must be circulated at least seven (7) days before the meeting.
- 12.3 Every member is entitled to one vote on each resolution proposed by the Committee.

- 12.4 A member may appoint a proxy, who need not be a member, to vote on their behalf. For the vote to be valid, the member must notify the Secretary in writing before the meeting, giving their own name and the name of their appointed proxy.
- 12.5 In the event of a tie of the vote the chairperson of the meeting shall have the casting vote. The chairperson of the meeting shall not otherwise vote on any resolution.
- 12.6 The number of votes shall be counted and recorded in the minutes.
- 12.7 Conflicts of interest must be declared. A member who declares a conflict of interest must withdraw from the discussion and voting on the issue in question.

13 Minutes

- 13.1 All formal meetings must be minuted and the minutes formally approved by the next meeting (committee or general).

14 Finance

- 14.1 Proper records of all transactions, including petty cash, must be kept.
- 14.2 An accurate record of income and expenditure must be presented each year at the AGM.
- 14.3 Accounts should be open to inspection by members on request
- 14.4 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.
- 14.5 The Association will carry out external scrutiny and/or audit of the accounts as required by current legislation.
- 14.6 Account(s) must be opened in the name of the Association. Cheques, transfers and other banking instruments or instructions shall be signed by the Treasurer or the Chair.
- 14.7 A sole signatory may not sign or otherwise authorise a payment to him/herself, or to anyone of the same family or household.

15 Dissolution

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

This constitution was formally adopted on 3 May 2016.

Signed by _____
Edward Leigh, Chair

Frank Gawthrop, Secretary