

A model constitution for Tenants' and Residents' Associations



THE ROYAL BOROUGH OF
KENSINGTON
AND CHELSEA

Community Engagement Team (CET)



The model is provided as a guide for associations who wish to amend their existing constitutions, or for use as a template for new associations. **You may adjust or adapt the model to meet the needs of your group. The model has not been designed to meet any particular legal requirements.**

If you are interested in starting a Tenants' or Residents' Association you can contact the team for a copy of our booklet 'A guide to setting up a residents' group'.

If you would like to give us feedback or make suggestions to improve our resources to support residents' groups please contact

Community Engagement Team

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Model Constitution for Residents' Associations

1. Name

The name of the association is:

2. Area

The Association covers the following defined geographical area:

3. The aims of the Association are:

- a) To represent the interests of, and promote membership to all the residents within the defined area.
- b) To promote the interests and rights of residents and to encourage them to be more actively involved.
- c) To ensure that all residents are consulted and informed regularly.
- d) To work towards improving the quality of life for local people and their community.
- e) To assist and promote social activities for recreation and enjoyment, and encourage a community spirit and sense of responsibility.
- f) To be non party political.
- g) To represent the majority view of the community.
- h) To take into account the views of children and young people who are not old enough to be voting members.

4. Equalities and Diversity

- a) The association will actively seek to promote equal opportunities within the community and within its membership.
- b) The association 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.
- c) The association will ensure that where possible meetings will be held in venues that are accessible.
- d) The association will provide information on all the ways that members can contribute their views, and how they can meet people's individual needs.
- e) The Association recognises that all sections of the community have a positive contribution to make to the life of our communities. The Association will represent the interests of all local residents to the best of its ability, and carry on the day to day business of the Association in an efficient, fair and responsive way.

- f) The Association will provide all new members with appropriate information and support and make them feel welcome at all times.

5. Membership

- a) Membership of the association is open to all residents living in the defined area of the association over the age of 16.
- b) Every member shall receive a copy of the constitution, contact details for committee members, details of any planned meetings and how to include an item on an agenda.
- c) Any membership fee will be decided and reviewed at the Annual General Meeting (AGM). Any money raised by, or on behalf of, the association will be used to further the Association's aims.
- d) Associate membership is open to people who do not live in the Association area, but who are interested in helping the Association achieve its aims. The Committee will decide whether to grant associate member status, and whether or not to grant associate member voting rights as and when it occurs.
- e) Voting membership will end when a member stops living in the area represented, dies or resigns, unless the Committee decides to grant associate membership as in 5 e).
- f) In the event of breaches 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).
- g) Notification of suspension of a member must be given in writing to the member with a copy of the Constitution attached.

6. Appeals

- a) Any member who has been suspended or had their membership terminated shall have the right to appeal. If a member wishes to appeal they have the right to ask the Secretary to arrange a special meeting to hear their appeal.
- a) Appeals must be made 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 one (21) days of the Secretary receiving notification from the member.
- b) The appeals panel shall include at least three ordinary members of the association who are not on the Committee.
- c) 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.
- d) The decision of the appeals panel shall be binding on both parties.

7. Code of Conduct

- a) Members shall conduct themselves in a manner that will not cause offence to others. Harassment, bullying, intimidation, or discriminatory behaviour will not be tolerated and will be grounds for suspension of individual members. The Chairperson and committee members have the right to warn the member(s) of their behaviour. If they persist they will be suspended until further notice.
- b) It is a condition of membership that members at all times conduct themselves in a reasonable manner at meetings or in premises used by the association. A member may be suspended from the Association for failure to observe this, or for any other conduct not in line with the aims of the Association.
- c) All committee and association members must comply with the Constitution and Code of Conduct at all times. Any serious breach of the Constitution or Code of Conduct may result in committee members, following a majority vote of the Committee, being asked to resign and if appropriate, termination of membership as indicated in 5 (g).

- d) 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.
- e) Voters should always be prepared to accept the majority decision and not take such a decision as any form of personal slight or criticism.
- f) Members cannot receive any payment from the Association other than for bona fide expenses agreed by the Committee and approved in advance. Expense claims must be submitted to the Treasurer at least seven (7) days before the next committee meeting.
- g) 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.
- h) Committee members must not divulge any association business which is treated as confidential to other persons or organisations.
- i) Statements to the media or other organisations on behalf of the Association should be made by the Chairperson or committee members with the prior approval of the Committee.
- j) Correspondence sent on behalf of the Association must be signed by the Secretary or Chairperson, agreed by the Committee and recorded in a log by the Secretary.
- k) 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.
- l) 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 inter-personal disputes in the area.

8. The Committee

- a) The Committee shall monitor the work, finances and membership of the Association.
- b) 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.
- c) The Committee shall have a minimum of the following officers: a Chairperson, Secretary and Treasurer. The Committee shall have the power to appoint if they wish a Vice-Chairperson, Vice-Secretary and Vice-Treasurer. Committee members shall be elected at an Annual General Meeting. The Committee will also include a named person or persons that the Council can contact for consultation.
- d) Committee members shall be elected at an (AGM).
- e) The Committee shall have a minimum of five (5) and a maximum of fifteen (15) members at any one time.
- f) There shall be only one committee member per household.
- g) The Committee may appoint sub-committees to carry out the activities of the Association. Sub-committees shall be directly accountable to the Committee. The Committee will agree in advance the terms of reference for any sub-committees, which may then act and apply any finance raised within these terms. At least one committee member shall sit on any sub-committee of the Association.
- h) All sub-committees shall keep proper accounts and records of all meetings to be made available as required to the Committee or general meeting. The Committee or general meeting may dissolve any sub-committees. Any accounts, records or assets of the sub-committee will pass to the Committee.
- i) Any vacancies on the Committee may be filled by co-opting members with full voting rights until the next general meeting or AGM.
- j) Committee members shall declare any potential conflict of interest and withdraw from discussion and voting where appropriate.
- k) The quorum for Committee Meetings shall be five (5) or 50 percent (whichever is the greater) of committee members. This quorum should also be applied when making decisions other than at meetings.

- l) 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 logged and recorded by the Secretary and formally approved at the next meeting (general or committee).
- (Increasingly associations are using electronic media to canvass the opinions of members and hold virtual discussions without the need to hold physical meetings. You may like to discuss how your association will manage these arrangements and how these arrangements and any decisions will be recorded)***
- m) Committee meetings may be called by the Chairperson and Secretary, or at the request of one third of committee members. At least seven (7) days notice must be given.
 - n) A minimum of three (3) committee meetings will be held in each calendar year.
 - o) All committee meetings are open to all members as observers.

9. Duties of the officers

- a) All the officers of the Association have a duty to further all the aims of the Association.
- b) The Chair shall conduct the meetings of the Association, If the Chair is absent, the Vice-Chair or other committee member will take over.
- c) 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 committees and sub-committees 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.
- d) The Treasurer shall oversee all banking and financial arrangements outlined in **part 14. Finance**, 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 and one other committee member.
- e) 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.
- f) The named officer for consultation will be responsible for ensuring that when responses are made they are representative of the views of the Association and not those of an individual. The named officer will keep a record of responses and provide them as required by the Committee or general meetings.

10. Meetings

- a) The Association shall hold an AGM once each calendar year and not more than fifteen months shall pass between one AGM and the next.
- b) 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
- c) 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.

- d) Nominations for the Committee must be received by the Secretary in writing at least three days before the meeting, unless the Committee makes a decision to accept nominations at the AGM.
- e) Nominees should be present at the AGM unless they are unable to attend due to illness, holiday, etc at the discretion of the Committee. The Secretary must be informed before the meeting.
- f) An independent observer shall attend each AGM and confirm that the meeting was arranged and conducted in accordance with the Association's Constitution. The independent observer can be one of the following:
 - An elected Councillor
 - A Council Officer
 - A committee representative from another Resident's Association.
- g) All members must receive in writing not less than seven (7) days notice of the AGM. Notice of the AGM shall be displayed on public notice boards in the Association's Area.

11. Special General Meetings

- a) A special general meeting may be called by the Committee or if requested by at least twenty (20) representatives of the members. ***(This number should be proportional to the number of households that you cover. In the case of small associations you may like to indicate a percentage of members as opposed to a defined number)***

12. General Meetings

- a) General meetings are open to all people living in the defined area. Everyone from the defined area present is entitled to vote on proposals put forward.
- b) Decisions of the General Meeting shall be binding on the Committee.
- c) At least seven (7) days notice shall be given for a general meeting. Every eligible household will receive an invitation.
- d) The quorum for a general meeting shall be a minimum of ten (10) people, including committee members. ***(Again this number should be proportional to the number of households that you cover. In the case of small associations you may like to indicate a percentage of members as opposed to a defined number).***
- e) If a member believes an item to be of a confidential nature this must be made known to the Chairperson 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.

13. Voting

- a) 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.
- b) The named proxy must be a general committee member. The Secretary must be informed of the proxy not later than three (3) days before the meeting. Each member has one vote.
- c) 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.
- d) Counted vote is needed and the numbers shall be counted and recorded in the minutes.
- e) Alterations to the Constitution require a two-third majority of those present and voting at a general meeting. Full details of proposed changes must be circulated at the next general meeting.
- 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.

14. Minutes

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

15. Finance

- a) An accurate record of income and expenditure must be produced each year at the AGM to be made available to all members on request.
- b) Accounts should be open to 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 will carry out any appropriate external scrutiny and/or audit of the accounts as required by current legislation.
- e) 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 and at least one (1) other signatory who must also be members of the Committee.
- f) Signatories must not be related to, or be members of, the same household.
- g) Proper records of all transactions including petty cash transactions must be kept.
- h) Finances raised for or on behalf of any sub-committee must be applied only within the terms agreed by the Association Committee.

16. Dissolution

- a) 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 eligible 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.