

WIMBLEDON COMMON WEST RESIDENTS' ASSOCIATION CONSTITUTION

1. INTERPRETATION

Defined terms

In this Constitution, unless the context requires otherwise:

Annual General Meeting has the meaning given to that term in Article 8.

Area has the meaning given to that term in Article 3.

Articles shall mean these Articles of Association and references to an Article shall be to the relevant Article herein.

Association shall mean the Wimbledon Common West Residents' Association.

Committee has the meaning given to that term in Article 9.

Co-Opted Members has the meaning given to that term in Article 9.

Elected Member has the meaning given to that term in Article 9.

General Meeting has the meaning given to that term in Article 8.

Member has the meaning given to that term in Article 5 and membership shall be construed accordingly.

2. NAME

The Name of the Association shall be "Wimbledon Common West Residents' Association".

3. AREA

The Area of the Association (the "**Area**") is the area which includes all properties in Beech Close, Camp Road, Camp View, Cedar Park, Chester Road, Eversley Park, Hanford Row, Kinsella Gardens, Lordell Place, North View, Sycamore Road, West Place and Westside Common, London SW 19 and all the area bounded by these roads. The Association in General Meeting may change the Area.

4. OBJECTS

The objects of the Association are to preserve and improve the character and amenities of the Area and its neighbourhood and to serve and protect the interests of the Members in relation thereto. These objects may be varied or extended by resolution of the Members in General Meeting.

5. MEMBERSHIP

Membership should be open to all residents in the Area aged 18 years and over. In addition, the Committee may, upon such terms and conditions as it thinks fit, admit to membership any person who shall have any freehold, leasehold or other interest in any property in the Area or their nominated representative if acceptable to the Committee.

The Members shall comprise those qualified for membership as provided in the preceding paragraph in respect of whom the subscriptions due from them from time to time pursuant to Article 6 have been paid within the time period permitted pursuant thereto.

6. SUBSCRIPTIONS

An annual subscription as proposed by the Committee and agreed at the Annual General Meeting shall be payable on joining the Association and every twelve months thereafter.

The subscription paid by one Member of the household shall satisfy the subscription requirement for all Members resident in that household. Any Member whose annual subscription is in arrears for more than three months or such longer time as the Committee may in any case determine shall automatically cease to be a Member.

7. RESIGNATION

A Member may resign by notice in writing to the Secretary but shall not be entitled to a refund of his current year's subscription.

8. GENERAL MEETINGS

"**General Meetings**" of Members shall be convened by the Committee or on the requisition of not less than ten Members pursuant to Article 13.

At least twenty-one days' notice shall be given to Members on calling a General Meeting.

In lieu of a General Meeting the Committee shall have power to hold a ballot of the Members on any matter which is not reserved to a General Meeting. The result will be decided by simple majority.

An "**Annual General Meeting**" of Members shall be held once in each calendar year at such time as the Committee may determine.

The Committee may from time to time convene an extraordinary General Meeting of Members for the consideration of such business as it shall think fit.

9. COMMITTEE

The affairs of the Association shall be under the management and control of the Committee.

Unless otherwise determined by resolution in General Meeting, the "**Committee**" shall comprise not less than two officers appointed in General Meeting and not less than four nor more than ten other Members (the "**Elected Members**").

Further members (not exceeding three in number) may be invited at any time and from time to time by the Committee to join the Committee (the "**Co-opted Members**").

10. ACCOUNTS

The Committee shall present to the Annual General Meeting the report and accounts of the preceding year.

11. ELECTIONS

Elections for officers and members of the Committee shall be held at the Annual General Meeting.

Elections for officers shall take place as follows -

- A. Chairman** - at the Annual General Meeting and at every third such meeting thereafter.
- B. Secretary** - at the Annual General Meeting and at every third such meeting thereafter.
- C. Treasurer** - at the Annual General Meeting and at every third such meeting hereafter.

The Chairman, Secretary and Treasurer shall hold office for such term as the Members in General Meeting shall approve or the Committee shall approve pursuant to any authority it may have but in any case for no longer than three

years with the option of one further three-year term if agreed by the Members in General Meeting.

12. MEETINGS OF COMMITTEE

Committee members may regulate their business as they think fit. They may delegate their functions to sub-committees comprising both members of the Committee and any Co-opted Members.

13. REQUISITION

A General Meeting shall be called within twenty-one days of receipt by the Chairman of a requisition signed by not less than ten Members specifying the business to be proposed at such a meeting.

14. VOTING

Any question arising at any General Meeting (including the election of Officers and of the Committee) shall be determined by a majority of votes either by show of hands or ballot as the Chairman shall decide. Every Member shall have one vote.

A ballot shall be taken at such time and in such manner (including a postal ballot) as the Chairman may direct. In the case of a tied vote the Chairman shall have a second or casting vote.

No objection may be raised to the qualification of any person voting at a General Meeting except at the meeting or adjourned meeting at which the vote objected to is tendered, and every vote not disallowed at the meeting is valid. Any such objection must be referred to the Chairman of the meeting, whose decision is final.

15. QUORUM

The quorum for General Meetings shall be ten Members and for Committee Meetings shall be four.

16. MINUTES

Minutes of all proceedings at General Meetings and at Committee Meetings shall be kept. These minutes to be approved at the subsequent meeting.

17. AMENDMENT OF THESE ARTICLES

The Members in General Meeting shall have power by resolution to alter, rescind or add to the Articles.

18. ASSISTANCE OF MEMBERS

The Committee shall have power to furnish assistance (financial or otherwise) to any Member involved in any matters which relate to the objects of the Association and which it considers of common interest to Members generally.

19. EMPLOYMENT OF ADVISER

The Committee shall have power to employ and remunerate any professional adviser notwithstanding that he may be a Member and such Member or his firm shall be entitled to remuneration for professional services as if he were not a Member.

20. INDEMNITY AND INSURANCE

No member of the Committee shall be answerable for any loss, misfortune or damage which may happen in the execution or purported execution of his duties or in relation thereto unless and to the extent that the same is finally determined by a court having jurisdiction to have taken place as a result of his dishonesty.

The Committee shall have the power to effect such insurance as the Committee considers reasonable in respect of any liability howsoever arising from the holding of any office of the Association or membership of the Committee and to authorize the provision of any information or resources that any member or former member

of the Committee may from time request in response to or as a result of any proceeding or investigation arising in relation to any such office or membership.

21. NOTICES

Any notice, document or other information shall be deemed served on or delivered to the intended recipient:

I. If properly addressed and sent by prepaid United Kingdom first class post to an address in the United Kingdom, 48 hours after it was posted;

II. If properly addressed and delivered by hand, when it was given or left at the appropriate address;

III. If properly addressed and sent or supplied by electronic means 48 hours after the document or information was sent or supplied; and

IV. If sent or supplied by means of a website, when the material is first made available on the website or (if later) when the recipient receives (or is deemed to have received) notice of the fact that the material is available on the website.

For the purposes of this Article, no account shall be taken of any part of a day that is not a working day.

The inadvertent failure to serve a Member with any notice required to be given under these Rules shall not invalidate any proceedings in respect of which such notice is given.

22. WINDING UP

The Members may in General Meeting resolve that the Association be wound up. In that event any surplus funds standing to the credit of the Association after all liabilities have been met may be donated to such Wimbledon Charity or Charities as the Committee shall think fit.