

BRANKSOME PARK CANFORD CLIFFS
& DISTRICT RESIDENTS ASSOCIATION

RULES OF ASSOCIATION
Adopted at the Extraordinary General
Meeting Held on Saturday 12th May 2001

1 NAME

The Association shall be called 'The Branksome Park, Canford Cliffs & District Residents' Association' (**'the Association'**)

2 OBJECT

2.1 It shall be the object of the Association—

2.1.1 to take such steps as appear to it to be necessary and practicable for preserving the amenities of Poole Council's Canford Cliffs Ward other than the Sandbanks Peninsula but including such adjacent areas that the Executive committee shall from time to time decide (**'the Area'**);

2.1.2 to act on such planning, environmental, civic and other matters as shall reasonably appear to best assist the community and the members of the Association (**'the Members'**); and

2.1.3 to promote the conservation and enhancement of the natural beauty of the Area and its quiet enjoyment by the Members.

2.2 The Association in discharging such duty may act either alone or in co-operation with other similar associations.

2.3 In particular the Association shall have the following powers—

2.3.1 to appoint and dismiss Executive Officers, a self-employed Minutes Secretary, agents and also wardens (**'the Wardens'**);

2.3.2 to raise revenue for the purposes of promoting the object of the Association; and

2.3.3 to incur expenditure for the purposes of promoting the object of the Association, including the publishing and distribution amongst the Members of an Association magazine (**'the Magazine'**).

3 MEMBERSHIP

3.1 Any person taking up a residence within the Area may become a member of the Association on application and payment of the appropriate subscription.

3.2 Any person with a strong connection with the Area may become a member at the absolute discretion of the Executive Committee.

3.3 The Joint Committee shall have the power to expel any Member who shall breach the Rules of the Association or whose conduct in the opinion of the Joint Committee renders the Member unfit for membership.

4 SUBSCRIPTIONS

- 4.1 The annual subscription for a Member shall be £3.00 per adult or such amount as the Association shall approve at General Meeting.
- 4.2 The Joint Committee may in their absolute discretion make such reduction to the annual subscription as they may think fit, in cases where—
- 4.2.1 two or more Members reside in the same dwelling; or
- 4.2.2 subscriptions are collected in bulk from a block or blocks of flats or apartments.

5 OFFICERS AND COMMITTEES

- 5.1 The Association shall have a Chairman, a Vice Chairman, a Treasurer, an Honorary Secretary, a Membership Secretary, a Planning Officer, a Deputy Planning Officer, a Magazine Editor, a Deputy Magazine Editor, a Magazine Advertising Officer, a Data Protection Officer, (**‘the Executive Officers’**) and Wardens and a Minutes Secretary.
- 5.2 The Association may elect a President (see Rule 8.6.3).
- 5.3 The Association shall have two Committees: the Executive Committee (see Rule 6) and the Wardens’ Committee (see Rule 7) which together will form a Joint Committee (**‘Joint Committee’**).

6 EXECUTIVE COMMITTEE

- 6.1 The Executive Committee shall be composed of the Executive Officers.
- 6.2 Executive Officers shall be elected at the Annual General Meeting in each year and subject to termination of office by resignation, removal at General Meeting or otherwise shall remain in office until their successors are elected at the Annual General Meeting (subject to Rule 6.4). The retiring members of the Executive Committee shall be eligible for re-election.
- 6.3 Vacancies occurring during the year may be filled by the Executive Committee so as to ensure the continuation of a balanced representation. The Executive Committee shall have power to co-opt members with special knowledge.
- 6.4 A person shall cease to be a member of the Executive Committee if:
- 6.4.1 he ceases to be a member of the Association; or
- 6.4.2 subject to the Rehabilitation of Offenders Act has been convicted of a criminal offence; or
- 6.4.3 he suffers from mental disorder and is admitted to hospital for treatment under the Mental Health Act 1983, or a court having jurisdiction in matters

concerning mental disorders orders his detention or the appointment of a receiver of his property or affairs or an enduring power of attorney granted by him is registered; or

- 6.4.4 he resigns his office by notice to the Association; or
 - 6.4.5 he fails to attend three consecutive meetings of the Executive Committee without giving a reason acceptable to it
- 6.5 The Executive Committee is responsible for managing the Association and, subject only to a resolution of a General Meeting, is to exclusively perform all the duties and exercise all the powers of the Association, for that purpose, save for:
- 6.5.1 the approval of items of exceptional expenditure exceeding £500; and
 - 6.5.2 the making of any honorarium payments or fees to any Member (See Rules 7.5.1 and 7.5.2).
- 6.6 In particular the Executive Committee shall have the duty to see that proper books of account are kept and that annual accounts are prepared and audited by a qualified person. Such audited accounts shall be:
- 6.6.1 presented by the Executive Committee to the Annual General Meeting;
 - 6.6.2 prepared by an auditor who need not be registered, as defined in section 20 of the Companies Act 1989; and
 - 6.6.3 prepared to 31 December each year.
- 6.7 The Executive Committee may at their discretion invite councillors and representatives of other organisations to attend Joint Committee Meetings.
- 6.8 In addition the Executive Committee shall have power to rule that any Member who has not paid his subscription may be suspended from membership.
- 6.9 The Executive Committee may delegate any of its powers to any one or more of its Members or to any agent of the Association. The Executive Committee has no power to delegate irrevocably.
- 6.10 The quorum at an Executive Committee meeting shall be three, one of whom should be the Chairman or Vice Chairman and, if the Committee meets to decide a view on planning matters, the Planning Officer or Deputy Planning Officer shall be included in that quorum of three.
- 6.11 The Executive Committee shall decide questions by a majority vote. In the case of an equality of votes the Chairman shall have a second casting vote.
- 6.12 The Minutes Secretary is to take minutes of all Executive Committee meetings and keep them in a minute book (**‘the Minute Book’**).

- 6.13 The Executive Committee shall notify and invite all Wardens to at least four Executive Committee meetings in each year (**‘Joint Committee Meetings’**).
- 6.14 The Minutes Secretary shall provide all Wardens present at a Joint Committee Meeting with a synopsis of resolutions passed by the Executive Committee since the preceding Joint Committee Meeting.
- 6.15 A resolution in writing, signed by all Executive Committee members and recorded in the Minute Book, shall take effect as if it had been passed at a meeting of the Executive Committee.
- 6.16 The Association must, subject to the approval of the Joint Committee, pay both Executive Committee members and/or Wardens all reasonable expenses properly incurred in carrying out their duties.

7 COMMITTEE OF WARDENS

- 7.1 The Committee of Wardens, whose duties shall be defined by the Executive Committee from time to time, shall be appointed by the Executive Committee from the Members
- 7.2 The Committee of Wardens shall, subject to a minimum of twenty, have as many members as is necessary to provide adequate representation of the Members in the opinion of the Executive Committee.
- 7.3 A person shall cease to be a member of the Committee of Wardens at the absolute discretion of the Executive Committee, save that a person so removed from the Committee of Wardens may apply to have the decision of the Executive Committee reversed by the next meeting of the Joint Committee.
- 7.4 Members of the Committee of Wardens shall be entitled to inspect the Minute Book at Joint Committee meetings.
- 7.5 The Committee of Wardens is responsible for:
 - 7.5.1 approving or disapproving items of exceptional expenditure exceeding £500 proposed by the Executive Committee save for expenditure on necessary legal advice, which shall be at the sole discretion of the Executive Committee; and
 - 7.5.2 approving or disapproving honorarium payments or fees proposed for Members by the Executive Committee.
- 7.6 The quorum of the Committee of Wardens shall be 12.
- 7.7 A Committee of Wardens member is not entitled to appoint an alternative or proxy to act as a Committee member on his behalf.
- 7.8 The Committee of Wardens shall decide questions by a two-thirds majority vote.

7.9 The Minutes Secretary shall take minutes of all Joint Committee meetings and record them in the Minute Book.

8 GENERAL MEETINGS

8.1 All Members are entitled to attend and vote at General Meetings.

8.2 A General Meeting may be called by the Honorary Secretary (or if there is no Honorary Secretary by those requiring the meeting) giving at least 14 days' notice to all those entitled to attend. The notice must state the time and place of the meeting, the text of any resolution to be proposed and the general nature of the business to be transacted.

8.3 In cases of emergency a meeting may be called on less than 14 days' notice.

8.4 An annual general meeting is to be held every year on or before 30th May.

8.5 Notice of an annual general meeting ('**the Annual General Meeting**') must name it as such.

8.6 At the Annual General Meeting the following business will be on the agenda:

8.6.1 receive the Chairman's Report

8.6.2 adopt the balance sheet and income and expenditure account of the Association for the twelve months ending the previous 31st December and receive the auditors' report and appoint the auditor for the ensuing year

8.6.3 if nominated by the Joint Committee, elect a President of the Association who shall be ex-officio and who shall serve until the close of the next AGM

8.6.4 appoint a legal adviser to the Association

8.6.5 deal with any other business arising from the Agenda for the meeting or the minutes of the previous AGM or any other matter which the Executive Committee decides to bring before the meeting

8.6.6 consider any resolution proposed by a Member of which not less than five days prior written notice has been given to the Honorary Secretary unless such is in respect of a matter which the Committee shall determine be more expediently or more appropriately considered at a Special General Meeting.

8.7 Special General Meetings may be called whenever required either by the Executive or Joint Committee or by at least 10 % of the total Members.

9 PROCEDURE AT GENERAL MEETINGS

9.1 No business is to be transacted at any General Meeting unless a quorum of thirty paid up members is present.

9.2 If no quorum is present within thirty minutes of the time stated in the notice for the start of the meeting shall be abandoned.

9.3 A General Meeting shall be chaired by:

9.3.1 the Chairman if he is present;

9.3.2 in his absence the Vice Chairman;

9.3.3 in his absence a member of the Executive Committee selected by the Members present;

9.3.4 if there is none, a Member selected by the Members present.

9.4 No business may be transacted at any General Meeting unless it was specified in the notice of the meeting or is of a trivial nature and the Chairman of the meeting agrees.

9.5 The Chairman of any meeting may, with the consent of the meeting, adjourn it from time to time and place to place. If any adjournment is for longer than 14 days, at least 7 days' notice of the time and place at which it is to be resumed must be given to all those entitled to notice of the meeting.

10 VOTES

10.1 Voting at a General Meeting shall be by show of hands or a recorded vote if demanded by 3 or more members.

10.2 In the case of equality votes, the Chairman of the meeting shall have a second casting vote.

11 MINUTES

11.1 The Minutes Secretary shall take minutes of all General Meetings of the Association and keep them in the Minute Book.

11.2 All minutes of Executive Committee, Joint Committee and General Meetings are to be approved and signed by the Chairman before entry in the Minute Book.

11.3 A Member is entitled to inspect the Minute Book and the accounting records, correspondence and other documents belonging to the Association. Such documents shall be available for inspection at General Meetings and on notice at other times.

12 NOTICE

12.1 Notice given under these rules:

12.1.1 to the Association, is to be sent by post or delivered to the Chairman at his address recorded in the minutes of the last General Meeting;

12.1.2 to a Member, will appear in the Magazine which is to be handed to him personally, sent by post or delivered to an address in the United Kingdom notified by the Member of the Association and/or advertised in the local press and/or advised by post;

- 12.1.3 to any other person, is to be sent by post or delivered to the last address known to the Association or advertised in the local press.

13 INTERPRETATION OF RULES

The Executive Committee shall be the sole authority for the interpretation of these Rules and its decision on this or any matters provided for in these Rules shall be final and binding.

14 ALTERATION OF CONSTITUTION AND RULES

These Rules may be altered by resolution at an Annual or Special Meeting provided that the resolution is carried by a majority of at least two-thirds of Members present at the meeting.

15 INDEMNITY

- 15.1 The members of the Executive Committee and Committee of Wardens shall be indemnified by the Members of the Association against all liabilities properly incurred by them in the management of the affairs of the Association.
- 15.2 The Association authorizes the Executive Committee, and the Executive Committee undertakes, to utilize the assets of the Association to fund all necessary legal advice to avoid any potential liability accruing to the Association.
- 15.3 Only the Executive Committee may make representations on behalf of the Association and any Member(s) who make any unauthorized representation apparently on behalf of the Association do so at entirely at their own risk and indemnify the other Members against any liability arising thereunder.
- 15.4 The Association's Chairman, acting as a compliance officer, or some other Executive Member, in addition to the Magazine Editor shall clear the contents of the Magazine prior to printing.

16 DISSOLUTION OF THE ASSOCIATION

- 16.1 A resolution to dissolve the Association shall only be proposed at a Special General Meeting and must be carried by a majority of at least three quarters of the Members present.
- 16.2 The dissolution shall take effect from the date of the resolution and the members of the Executive Committee shall be responsible for the winding-up of the assets and liabilities of the Association.
- 16.3 Any property remaining after the discharge of the debts and liabilities of the Association shall be given to a charity or charities nominated by the last Executive Committee.

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