



THE CONSTITUTION of the WINKFIELD ROW RESIDENTS 'ASSOCIATION  
(an unincorporated society)

1. Name and area covered

- 1.1 The name of the association shall be Winkfield Row Residents' Association. For the purpose of this document it will be referred to as "the association".
- 1.2 The address shall be that of the Chair / Co Chair – The Old Fox , Winkfield Row , Bracknell RG42 6NG
- 1.3 The association is for the residents of Winkfield Row – (see attached map)

2. Aims and Objectives

- 2.1 Promote membership to the residents of Winkfield Row
- 2.2 Represent the view of the majority of members affected by issues relating to their local environment
- 2.3 Be non-party political
- 2.4 Provide regular information to members and consult with them on matters of concern
- 2.5 To ensure, as far as possible, that development within the local area be:
  - sympathetic to the character of the local area
  - be sustainable
  - be to the benefit of the majority of residents
- 2.6 To communicate with Winkfield Parish Council and Bracknell Forest Council on behalf of members to represent views of the residents of Winkfield Row
- 2.7 To ensure that parish and borough councils are held accountable for decisions and actions taken that the association consider being disadvantageous to residents with regard to the environment and planning issues
- 2.8 Protect the amenities of Winkfield Row

3. Membership

- 3.1 Membership is open to all residents of Winkfield Row who support the aims and objectives of the association and who agree to be bound by the constitution. The committee of the association may refuse / terminate membership if, in their opinion, these requirements are not met
- 3.2 The Secretary of the association shall keep a register of all members which will detail name, address, (postal and email) and subscription paid, if applicable. The records held will be used only for the administration of the association and will not be passed to any third parties.
- 3.3 All members shall receive a copy of the constitution
- 3.4 A member ceases to be a member automatically upon:
  - Informing the Secretary in writing that they no longer wish to be a member
  - Ceasing to be a resident of Winkfield Row
  - Failing to pay any membership fee that may be applicable, by the due date

- 3.5 In the event of conduct which is contrary to the association's constitution, membership can be suspended or withdrawn by a majority vote of the committee. In this situation the person has the right to have the action reviewed at the association's next open meeting
- 3.6 The initial annual membership fee shall be determined by the committee. Future membership fees will be determined by the Annual General Meeting.
- 3.7 Fees, if applicable, should be paid within 3 months of the due date

#### 4. Annual General Meeting

- 4.1 The association will hold an Annual General Meeting (AGM) once each calendar year, and not more than 15 months shall pass between the date of one AGM and the next
- 4.2 All members shall be given 21 days written notice of the AGM (to include time and venue and a request for nominations to the committee)
- 4.3 Any proposed changes to the constitution or nomination to the committee must be notified and sent to the Secretary in writing as least 14 days before the AGM.
- 4.4 The agenda, minutes of the last AGM, details of nominations to the committee and any proposed changes to the constitution, must be sent to all members as least 7 days prior to the AGM
- 4.5 The AGM will:
- Receive an annual report from the committee
  - Present annual accounts to the members
  - Elect the committee. If nominations exceed committee places then an election will be decided by simple majority
  - Agree the annual rate of subscription
  - Vote on any amendments to the constitution

#### 5. Other Meetings

- 5.1 General meetings of the association shall be called as required by the committee on dates that it will determine
- 5.2 A quorum for all general meetings and the AGM shall be 5 members or 10% of the membership, whichever is the most
- 5.3 All decisions made at a general meeting shall be by simple majority of members Non-members will not be entitled to vote
- 5.4 The Secretary will notify members of the date, time and venue of meetings 14 days in advance. A provisional agenda will be sent to members. Any additions must be requested at least 7 days prior to the meeting but will be accepted at the discretion of the Chair and Secretary
- 5.5 A special general meeting open to all members of the association can be called in the following ways:
- Called by the committee
  - Requested by at least 20 voting members.
  - The meeting should take place within 28 days of the request, wherever possible
  - No business other than that stated on the agenda will be discussed

## 6. Voting

- 6.1 Each member shall have one vote on any resolution put before an AGM, General Meeting or Special General Meeting
- 6.2 All voting that takes place at an AGM, General Meeting, Special General Meeting and Committee Meetings shall be counted and included in the minutes
- 6.3 Resolutions put forward at any meeting will be decided by a simple majority of those present and entitled to vote; this will be done by a show of hands, except where a poll is demanded or directed
- 6.4 In the case of an equal number of votes, the Chair shall have a casting vote. This will be limited to one vote in the case of a co-chair arrangement
- 6.5 In meetings where the quorum is not achieved no decisions can be made and the meeting should be reconvened. Any decisions taken at a reconvened AGM shall be carried by majority vote of those in attendance and entitled to vote

## 7. Declaration of Interests and Code of Conduct

- 7.1 Members shall be expected to declare any conflicts of interests at each meeting and in relation to any items discussed or on the agenda of each meeting as they arise. These shall be recorded in the minutes by the secretary and the Chair shall ensure that no member with a conflict of interest takes part in the decision making or voting
- 7.2 Members will be expected to abide by the association's Code of Conduct which is issued by way of separate document to the membership

## 8. Minutes

- 8.1 All formal meetings such as committee meetings, general meetings, special general meetings and AGMs will be minuted by the Secretary and the minutes should be approved by the next meeting of the committee or general meeting
- 8.2 All minutes will be circulated to all committee members within three weeks
- 8.3 All minutes shall be available for inspection by members of the association within seven days of a request

## 9. . The Committee

- 9.1 The association shall be managed by a committee which shall consist of Chair / Co-Chair, Secretary and Treasurer (the executive officers) and up to 6 other elected members
- 9.2 Any member of the association aged 18+ shall be entitled to stand for election to the committee with the exception of (and in order to avoid a conflict of interest) elected members of Parish and Borough Councils
- 9.3 The committee shall stand down at each Annual General Meeting and may be re-elected
- 9.4 The quorum for committee meetings is 4 members, of which 2 shall be Officers of the association
- 9.5 Decisions shall be by simple majority of votes cast. In the case of an equal number of votes, the Chair shall have a casting vote. This will be limited to one vote in the case of a Co-Chair arrangement
- 9.6 In the event that the Chair / Co Chairs are not present at a meeting of the Committee, those present shall elect a Chair from amongst themselves
- 9.7 Members of the Committee shall be given, wherever possible, not less than 14 days' notice of each Committee meeting
- 9.8 The Committee may from time to time as necessary create any sub-committees and / or working parties on a permanent or temporary basis. The

members of any such sub-committee or working party shall be elected by the committee and shall include at least one committee member. Any such sub-committees or working parties shall report to the committee for decision-making

- 9.9 The Committee may co-opt members onto the committee in order to fill any vacancies that occur during the year

## 10. Code of Conduct

- 10.1 A code of conduct will be attached to the constitution. Members will be expected to abide by these rules

## 11. Finance

- 11.1 The Treasurer shall open a bank account in the name Winkfield Row Residents' Association and keep records of the association's income and expenditure
- 11.2 The Treasurer shall report on the finances of the association to the Committee at each committee meeting
- 11.3 The Committee shall appoint three authorised signatories for any cheques (one of which shall be the Treasurer) and cheques / payments shall be signed/ authorised and approved, in the case of online banking, by two signatories. The signatories should be from different households and not related to each other
- 11.4 All monies raised by the association will be used to further the aims and objectives of the association and for no other purpose
- 11.5 The Treasurer shall keep proper receipt and payment accounts of the finances of the association
- 11.6 The Treasurer will present the annual accounts to members at the Annual General Meeting
- 11.7 The committee members at the first committee meeting after the AGM will decide how much petty cash the Treasurer can keep. Any amount over this must be paid into the association's account
- 11.8 The Treasurer is authorised to pay from petty cash any expenses incurred by members in carrying out the business of the association. Each payment must be supported by relevant receipts and recorded in the petty cash records
- 11.9 The Treasurer will provide a list of petty cash payments at all committee meetings

## 12. Information

- 12.1 Every member of the association shall be given a copy of the constitution and code of conduct when they join. Members shall be given copies of any changes to these documents
- 12.2 Minutes from all General Meetings and Committee Meetings shall be available from the Secretary to all members upon request

## 13. Changes to the constitution

- 13.1 The constitution can be changed at an AGM or at a special general meeting called for that purpose
- 13.2 Changes to the constitution will be decided by a simple majority of those present and entitled to vote by show of hands

## 14. Dissolution of the association

- 14.1 A proposal to dissolve the association can be put forward in two ways:
- If the committee decides to dissolve the association they shall instruct the Secretary to convene a special meeting of the members for that purpose; or

- If members wish to dissolve the association, at least 25 members should write to the Secretary proposing the dissolution. They should state their reasons and request a special general meeting to discuss and vote on the matter. The Secretary will convene a meeting to discuss and vote on the matter
- 14.2 The association can only be dissolved by a Special General Meeting specifically to consider a motion to dissolve the association
- 14.3 All members shall be given 21 days written notice of such a meeting, which shall contain the wording of the resolution
- 14.4 A proposal to dissolve the association shall take effect if agreed by a majority of members present at the Special General Meeting and entitled to vote
- 14.5 The Special General Meeting shall decide on the disposal of assets, funds and equipment

## **Winkfield Row Residents' Association Code of Conduct**

### **1. Conduct of meetings**

- Meetings should start and end at the stated times and the agenda should be followed
- Members should :
  - maintain respect and courtesy to others
  - allow each other the opportunity to speak and comment.
  - follow the guidance of the chairperson conducting the meeting.
- Any member of the association who does not abide by the code of conduct can be asked to leave the meeting by the Chair.

### **2. General**

2.1 Members of the association should not speak or write on behalf of the association without the prior agreement of the association.

2.2 Members agree to operate within the rules laid down in the constitution.

2.3 Members must disclose any personal, financial or material interest in any matter being considered by the association.

Designated area for Winkfield Row Residents' Association

