



## **CONSTITUTION**

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### **1. Definitions**

*Ad hoc sub-committee* – sub-committee assembled for a specific limited purpose -- normally of finite life-span and operated on an informal basis, not having specified officers, membership, or quorum.

*Adult* - defined according to the prevailing UK legal definition, which is currently persons 18 years old and over.

*Annual general meeting (AGM)* -- a meeting of the general membership of the association.

*Committee* – group of members responsible for managing aspect/s of the association's operations -- includes the Executive Committee, and any number of sub-committees, which may be either standing or ad hoc sub-committees.

*Committee Member* – individual recognised by the Chair and Secretary of the Executive Committee, or of a standing sub-committee, to be a member of that committee with the right to participate in all discussions and to vote.

*Co-opted Committee Member* – a member appointed through the choice of the present Committee Members.

*Executive Committee (ExCo)* – the association's primary management group, having ultimate executive authority over all matters, subject to AGM concurrence.

*Extraordinary General Meeting (EGM)* -- general meeting called where an issue arises which requires the input of the entire membership and is too serious or urgent to wait until the next AGM.

*General Meeting* – formal members' meeting which all paid-up members may attend and vote.

*Household* – individuals residing at a single, unique address, it being their main address.

*Officer* – individual fulfilling a key role on the Executive Committee or on a standing sub-committee, including: - Chair, Vice-Chair, Secretary, Treasurer, Editor, Database Membership Secretary

*Paid-up member* -- adult member of a household that is recognised and recorded by the responsible membership secretary as subscribing and receiving any newsletters/magazines published.

*Quorum* – minimum attendance required at Executive Committee and standing sub-committee meetings for decisions or votes taken to be regarded as binding, as opposed to advisory.

*Standing sub-committee* – ongoing sub-committee operated on a formal or semi-formal basis.

*Subscription* – annual payment required from all member households, as a condition of membership, being a contribution to the association's operating costs.

## **2. Name**

The name of the organisation shall be "Billericay District Residents' Association" (BDRA)

## **3. Mission Statement**

The BDRA shall be non-political and non-sectarian, with the following aims: - To represent and protect the interests of residents of Billericay, to work to improve the quality of life in Billericay, and to work for the benefit of the people of Billericay.

## **4. Membership**

- a. Membership shall be open to all residents of the following electoral wards within Basildon Borough Council jurisdiction: - Billericay East, Billericay West, Burstead. and Steeple View. In the event of local government boundary changes, or other changes of circumstance, this may be reviewed. Exceptionally, and at the discretion of the ExCo households situated outside these wards may be members of the BDRA, but usually may receive a magazine/newsletter only if they collect it, pay postage or receive an e-version.
- b. All the adult members of a subscribing household shall be deemed to be paid-up members of the BDRA.
- c. Paid-up members shall benefit from the following: -
  - I. Regular receipt of any magazine or newsletter published by the BDRA to each member household, either in hard copy or an e-version.
  - II. Participating in BDRA organised coach trips
  - III. Attending and voting at General Meetings
  - IV. Raising issues of concern for consideration by BDRA's committee/s
- d. Membership requires payment of an annual subscription per household, amount to be determined by the ExCo.
- e. Members failing to renew the subscription within a reasonable time after its expiry may have their membership terminated at the discretion of the relevant Area Membership Secretary.

- f. The ExCo shall have the right to terminate membership of any member whose continued membership would in their opinion be prejudicial to the interests of the BDRA.
- g. Management of BDRA membership shall be handled by one or more Area Membership Secretaries, responsible to the ExCo, with a central membership register being maintained by the ExCo.

## **5. Management**

- a. The BDRA shall be managed by an Executive Committee (ExCo), comprising Officers -- Chair, Vice-Chair, Secretary, Treasurer -- and other members as required. The Editor of the magazine or newsletter, and the Chair of any standing area sub-committees shall be members of the ExCo. The ExCo shall have the authority to fill any vacant positions by co-option as they may arise, including those of officers. Co-opted members shall be subject to formal election at the subsequent AGM.
- b. No member of the BDRA who is deemed by the ExCo to hold office in or to be actively engaged in the affairs of any political party organisation shall be eligible to serve on the ExCo.
- c. Any Committee Member, of ExCo, standing sub-committee or sub-committee, with a personal or financial interest in the subject being discussed, shall declare that interest and absent themselves from the discussion/meeting.
- d. The ExCo shall normally meet monthly, with a minimum of ten times a year.
- e. Any Committee Member, after being absent from three consecutive meetings, without explanation, will be deemed to have resigned.
- f. The ExCo may delegate responsibilities to sub-committees: either standing sub-committees, which may include area sub-committees, or ad hoc sub-committees. Standing sub-committees shall elect their own officers, as a minimum a Chair and a Secretary. The ExCo shall set out the terms of reference for sub-committees and standing sub-committees, in agreement with said sub-committee, and outline the degree of autonomy to be granted to them. Officers of area sub-committees shall ideally be different individuals from the ExCo officers, but the ExCo officers may fulfil these roles if no other suitable candidates are available.
- g. Quora at ExCo, standing sub-committee and sub-committee meetings shall be one third of the committee membership (rounded down to the nearest whole number), and include one Officer of said committee, with a minimum of three, for ExCo meetings
- h. The Secretary of the ExCo and of standing sub-committees shall prepare minutes of each meeting, to be approved at the subsequent meeting, A pdf version of the minutes will be centrally stored. Motions at all committees shall be carried by simple majority vote, with the Chair having a casting vote if required.
- i. Members of all committees must be paid-up members of the BDRA.

## **6. General Meetings**

- a. An Annual General Meeting (AGM) shall be held no later than the end of May, which all paid-up members can attend and vote on motions.
- b. The quorum for the AGM shall be twelve, including three ExCo Officers

- c. The election/re-election of officers of the ExCo and the Independent Examiner for the ensuing year will take place at the AGM. The audited accounts for the previous year will be presented.
- d. A minimum of 14 days' notice shall be provided to members of the AGM date, time, place, and agenda. The agenda shall include the election of the officers, the financial report, consideration of work done during the past year and announcement of any major initiatives planned for the coming year. A minimum of 7 days' notice shall be provided by members proposing in advance motions for the AGM, or nominations for Officers or Auditor. The Chair may at his/her discretion accept motions or nominations at the meeting.
- e. An Extraordinary General Meeting (EGM) shall take place within 28 days if passed as a resolution by the ExCo, or if requested in writing to the Executive Secretary by at least 25 paid-up members. A request to hold an EGM must include the proposed motion/s to be discussed and voted on, and the Chair shall be entitled to limit business to those particular motion/s. An EGM shall be subject to the same notice and quorum arrangements as for an AGM.
- f. Passing of resolutions at General Meetings shall be subject to a simple majority vote of paid-up members present, with the Chair having a casting vote if required (exceptions are Constitution Amendments and Dissolution – sections 9 & 10)

## **7. Financial**

- a. The Treasurer shall on behalf of the ExCo be responsible for the proper management of all BDRA's financial affairs and control of its assets, and shall keep the ExCo informed about the financial status at each meeting.
- b. Accounts, providing a fair and true view, shall be maintained, independently examined, and presented to the AGM.
- c. All disbursements from BDRA bank accounts or other investments, whether by means of cheque, online banking, or any other method, shall require the approval of two authorised signatories. Authorised signatories shall be members of the ExCo. Transfers of funds between BDRA accounts may be conducted on the sole authority of the Treasurer. Disbursements of significant value must be approved by the ExCo, and the ExCo shall have authority to establish the applicable value limit, and which exceptions shall be made for reasons of practicality and convenience.
- d. Reasonable expenses incurred by any volunteer can be claimed, subject to being supported by appropriate documentation.
- e. All monies collected on behalf of the BDRA by whoever, must be paid into the Bank under advice to the Treasurer.
- f. All funds held by the BDRA will be used solely for the good of the membership and for no other purpose.
- g. BDRA's financial year shall be determined by the ExCo, subject to approval at the AGM.

## **8. Contracts & Indemnity**

- a. Committee Members shall have authority to enter into contracts of significant value (see section 7c) on behalf of the association only with prior permission of the ExCo. Non-Committee Members may not enter into any financial agreement on behalf of the association, without the express prior permission of the ExCo.

- b. Members of Committees (and any other member taking action with the specific approval of the ExCo) are entitled to an indemnity from BDRA funds in relation to any claim, contractual or otherwise, brought against such members as a result of the proper exercise of their duties.
- c. Every effort must be made to ensure that, as a result of members' activities the name of the BDRA is not brought into disrepute, nor is any action taken which might render it vulnerable to legal proceedings.

#### **9. Constitution Amendments**

The Constitution may only be amended at a General Meeting by a two thirds majority of the paid-up members present.

#### **10. Dissolution**

- a. The BDRA may only be dissolved at an Extraordinary General Meeting by a two-thirds majority of the paid-up members present.
- b. Following a resolution to dissolve the BDRA, the net assets, being the property of the paid-up membership, shall be liquidated according to the resolution of the said General Meeting by a simple majority vote.