

Royal Mills Residents Association

Constitution

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Contents

1.0 Name	2
2.0 Aims and Objectives	2
3.0 Equal Opportunities Charter	2
4.0 Membership	3
5.0 Affiliation	3
6.0 The Committee.....	3
7.0 Annual General Meeting (AGM).....	4
8.0 Special General Meeting (SGM)	5
9.0 General (Public) Meeting (GPM)	5
10.0 Conduct of Business	5
11.0 Finance	6
12.0 Amendments to the Constitution	6
13.0 Dissolution.....	7
14.0 Data Protection	7
15.0 Phase II	7

1.0 Name

- 1.1 The name of the organisation shall be 'Royal Mills Resident's Association' (hereafter referred to as 'the group' or 'the Association') and 'the area' will cover all the buildings in Phase I, namely;
- Old Sedgwick Mill
 - New Sedgwick Mill
 - The McConnel Building
 - The Fairbairn Building
 - and Royal Mill (RM210, 310, 410 & 510)

2.0 Aims and Objectives

- 2.1 The group will uphold equal opportunities and work towards good relations amongst all members of the community, specifically prohibiting any conduct which discriminates or harasses on grounds of age, race, religion, disability, political belief, sex or sexual orientation.
- 2.2 The aims of the group shall be to carry out such purposes being charitable in law as to benefit all residents within the group area. In furtherance of this, the group shall have the following objectives and commitments:
- a) To represent all the residents within the Association area treating each building fairly, equally and as part of a wider community
 - b) To safeguard and promote the interest of residents on matters concerning housing and the environment
 - c) To promote, support and achieve changes and improvements to Royal Mills
 - d) To promote equal opportunities and work for good relations amongst all members of the community as detailed in section 3 of this constitution
 - e) To encourage a community spirit
 - f) To regularly consult and inform all members
 - g) To represent the majority view of the community
 - h) To be non party-political
 - i) To promote membership to all landlords, tenants and owner-occupiers in the area described in paragraph 1.1
 - j) To promote better linkages with Ancoats Urban Village, and wider city centre communications
 - k) To promote the development locally, nationally and internationally

3.0 Equal Opportunities Charter

- 3.1 The city of Manchester has a diverse, multi-cultural population containing people with a variety of abilities. This Association recognises that all sections of the community have a positive contribution to make to the life of the city. In relation to this, the Association will represent the interests of all residents in the area to the best of its ability.
- 3.2 We will take steps to make our Association as representative of the local community as possible. We will ensure that our meetings and any other Association activities are accessible and welcoming to all residents in the area.
- 3.3 All individual members will be responsible for helping the Association to meet these aims, and the Association will challenge any remarks or behaviour that cause offence and/or make people feel unwelcome.
- 3.4 The Association will take positive action to reach those people that are under represented at meetings and events and will ensure that all members have equal opportunities to attend and take part in the Association and its events.

3.5 Any resident who feels they have not been treated fairly and equally by the Association can raise this through a Committee member who will convene a Special Committee Meeting to decide what action to take or whether to hold a Special General Meeting.

4.0 Membership

4.1 Voting membership of the Association shall be open to all tenants, leaseholders and adult members of their household (aged 18 and above), irrespective of tenure, living in the area described in paragraph 1.1

4.2 The Secretary keeps records of all the members of the Association

4.3 Membership will cease automatically upon a person leaving the area described in paragraph 1.1, if a person dies, or if a person resigns their membership

4.4 Membership shall be free of subscription until such time as it becomes necessary to raise funds in this manner and is subject to;

- ratification by the Association at a Special General Meeting,
- and compliance with section 13 of this document 'Alterations to the Constitution'

4.5 In the event of continuous or serious breaches of the Constitution or Equal Opportunities Charter, membership of the Association can be suspended or ended by a two-thirds majority of the Committee

4.6 A member whose membership has been suspended in accordance with paragraph 4.5 shall be entitled to have that suspension reviewed at the following general meeting

4.7 A copy of the constitution will be given to all new members of the Association, on request, and an electronic copy will also be made available. These will be provided within 14 days of request.

4.8 It is the members' responsibility to ensure the Association records are up to date

5.0 Affiliation

5.1 The Association may affiliate to any non-party political organisation whose aims and objectives are commensurate with those of the Association and which can help the Association in achieving its aims and objectives

6.0 The Committee

6.1 The Committee shall have the minimum number of the following officers: a Chairperson, a Secretary & a Treasurer. The size of the Committee should be no less than 3 and no more than 25 members.

6.2 Committee members shall be elected at an Annual General Meeting from the population of Association members

6.3 Positions will last until the next AGM and each post must be resigned annually and re-elected holding not more than eight consecutive terms in office

6.4 The Chairperson shall chair all the meetings of the Association. In the absence of the Chair, and in the event a Vice-Chairperson (if this position is held in office) is also unavailable, another member present shall take the role of Chairperson.

- 6.5 More than one officer may be elected per household however in the interests of fair representation, where a quorum for voting is required, the committee will decide if limiting the voting rights of individuals is appropriate to give a more balanced vote as under paragraph 6.15 – conflicts of interest. If adequate grounds are proved, the Chair may override this decision, if it is in the wider interests of the development or the community.
- 6.6 Election or removal of Committee Members outside of the normal AGM can only be carried out by a majority vote at a Special General Meeting called specifically for that purpose.
- 6.7 If vacancies occur among the officers between AGM's, the Committee shall have the power to fill those vacancies except where three or more vacancies occur at the same time in which case a Special General Meeting, specifically for that purpose, must be called.
- 6.8 The Committee may, when necessary or when deemed to be of benefit to the Association, co-opt up to three people not living in the area, but whose skill and/or expertise would be advantageous to the Committee in carrying out its functions. These co-opted members can take part in discussions but will have no voting rights, cannot hold officer posts or represent the Association at meetings or events.
- 6.9 In view of potential conflict of interest, employees of ING or Living City are not eligible to be officers of the Association.
- 6.10 The Committee shall, as far as possible, be representative of the community which it serves.
- 6.11 Any Committee member who does not attend four consecutive meetings without reasonable apologies shall be deemed to have resigned however in the interests of equality, fairness and accessibility each case will be considered on its own merits.
- 6.12 The Committee shall make and carry out decisions in accordance with the objectives of the group.
- 6.13 Meeting of the Committee are open to any member of the group who wishes to attend.
- 6.14 There must be at least three Committee members present for any decisions to be made at a committee meeting
- 6.15 Committee members must declare any interest they may have in the topic under discussion and the Committee will decide if they need to forfeit their right to vote on this occasion

7.0 Annual General Meeting (AGM)

- 7.1 The Association shall hold an AGM once each calendar year in the month of November and in any case not longer than 18 months after the last.
- 7.2 The Association must give at least 14 days notice of an AGM notifying members, according to their contact preferences, that nominations and elections will be held
- 7.3 The AGM shall:
- Present and approve the minutes from the last AGM
 - Present a statement of accounts to members
 - Receive an annual report from the Committee
 - Agree rates of membership (if any)
 - Vote on amendments to the constitution
 - Existing Committee to stand down

- Elect next year's Committee (nominees that wish to stand must attend the meeting or make their intentions known in writing)
- In the event that no Committee is elected will move to dissolve the Association

7.4 Every member present will vote and the quorum will be 51% of members present with a minimum of 9 attendees

8.0 Special General Meeting (SGM)

8.1 The Committee of the Association may at any time call a Special General Meeting giving at least 14 days notice to all members to consider any matter the Committee may decide should be referred to all members

8.2 A Special General Meeting can also be called by 10 or more members who request in writing to the secretary stating their reason for wanting one. This can be 1 letter signed by 10 different people or 10 individual letters. The Secretary must make sure that the meeting is held within 28 days and that all households are given at least 14 days prior notice.

8.3 Any Committee member may call a Special General Meeting

9.0 General (Public) Meeting (GPM)

9.1 Public meetings of the members shall be regularly held to discuss matters of importance and to keep the members fully informed of the groups activities

9.2 Members will be given at least 14 days notice of a Public Meeting

9.3 All votes shall be decided on a simple majority of the members present

9.4 At least 50% of the Committee must be present to take a decision on behalf of the Association

9.5 Minutes will be kept of all meetings of the Association and will be presented at the next meeting to be approved.

9.6 Minutes will be made available to all members on request

10.0 Conduct of Business

10.1 Members may speak only through the chair and should speak for no more than 3 minutes on each topic; further input will be at the Chair's discretion

10.2 The Association will strive to be democratic and open, holding a minimum of quarterly public meetings

10.3 Decisions will be agreed by a simple majority, voted through a show of hands, or a secret ballot

10.4 Meetings will end at a time agreed by the Committee unless all those present agree to extend the meeting

10.5 Offensive behaviour as described in this document or otherwise will not be permitted

10.6 Any member who refuses to comply with the constitution shall automatically forfeit their membership and be expelled from the Association

- 10.7 Any member who is expelled shall have the right to appeal within 28 days of the expulsion and will be heard at a Special General Meeting called specifically for that purpose
- 10.8 The Secretary will deal with all official correspondence
- 10.9 Agendas will be made available electronically at least 4 days before a meeting and items for the agenda should be forwarded to the Chair or Secretary at least 7 days before the meeting, where possible
- 10.10 Minutes will be made available 7 days after a meeting, where possible, and comments to those must be received within 7 days or ahead of the next meeting, whichever is first
- 10.11 Each member shall have one vote and decisions will be taken by a simple majority
- 10.12 In the event of a tie in the voting the Chair shall have the casting vote. This vote cannot be used to change or introduce new policies or procedures
- 10.13 Members with a conflict of interest must declare it and then withdraw from the discussion and voting on that particular issue
- 10.14 All formal minutes must be minuted and formally approved at the next meeting

11.0 Finance

- 11.1 A record of income and expenditure must be produced each year at the AGM and be available to all members on request
- 11.2 Accounts will be independently inspected if income for the Association exceeds £10,000 per annum
- 11.3 Accounts will be open to inspection by members on request
- 11.4 The Association may raise funds either by donation, grant application, or other means. The proceeds of such fundraising shall be used in accordance with, and to the furtherance of, the aims and objectives stated in section 2 of this document
- 11.5 Any accounts must be opened in the name of the Association. Cheques, transfers and other banking instruments or instructions shall be signed by at least 2 signatories who must be members of the Committee
- 11.6 Signatories may not be related or members of the same household and will be nominated by the Committee
- 11.7 Proper records of all petty cash transactions must be kept
- 11.8 Reasonable expenses may be paid but must be agreed in advance by the Treasurer or Chairperson otherwise these costs will not be held to be valid

12.0 Amendments to the Constitution

- 12.1 The constitution can only be changed at the AGM or if a Special General Meeting is called for that specific purpose
- 12.2 For decisions to be taken there must be a quorum of at least 51% of members present, with a minimum of 9 attendees. Voting will be done by a simple majority of those present.

- 12.3 All members will be given 14 days notice of the meeting and the proposed changes
- 12.4 Proposed changes must be submitted to the Secretary in writing not less than 28 days before the AGM.
- 12.5 Upon giving notice the Secretary must include the old wording and the new wording if an amendment, or state that the item is to be inserted/deleted as appropriate

13.0 Dissolution

- 13.1 The group may only be dissolved by a Special General Meeting called for that purpose. Such a meeting shall come about following a proposal in writing signed by a simple majority of those remaining on the Committee being submitted to the Secretary
- 13.2 All members will be informed at least 14 days prior to the date of the meeting.
- 13.3 Dissolution of the group will only take effect if agreed by two-thirds of the members present and voting at that meeting
- 13.4 Any assets remaining after meeting liabilities must be distributed among organisations with similar aims as stated in section 2 and nominated by that meeting
- 13.5 Any money received via funding bodies should be returned to the funders in relation to the funding criteria.
- 13.6 On dissolution, any documents belonging to the group shall be kept for a minimum of 1 year and a maximum of 2 years and then disposed of in a manner agreed by that meeting

14.0 Data Protection

- 14.1 The Association takes data protection very seriously and all data held is compliant with the Data Protection Act 1998
- 14.2 Members can request to see all data held on them for a fee of up to £10, as provided for in the Data Protection Act 1998, payable to the Association
- 14.3 Members can ask to have their details amended at any time or removed if they wish to resign their membership
- 14.4 Only the names of members will be held on a public members list available to view upon request
- 14.5 Data on members will only be used for official Association business and will be administered by the Secretary and the Chair only. This data will not be shared, sold or used for any purpose other than for administration of the Association.

15.0 Phase II

- 15.1 Buildings in Phase II will be invited into the Association as and when they complete
- 15.2 Prospective purchasers within phase 2 will only be deemed to have assumed voting membership status upon either commencement of their lease of uptake of a tenancy within the Royal Mills development.

16.0 Commercial Units

- 16.1 Qualifying owners and tenants (in respect of paragraph 6.9) of commercial units shall be entitled to membership but may not join or vote on the committee until control of Royal Mills Management Company Ltd has been passed to the residents at large.
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This constitution was adopted at a committee meeting of the Royal Mills Resident's Association on:

_____/_____/_____

Signed

Print name

Chairperson _____

Secretary _____

Treasurer _____
