

Laleham Residents Association **Constitution**

1. Name and status:

The name of the Association is 'Laleham Residents Association', hereafter also referred to as the 'Association'. Laleham Residents Association is a registered charity (Charity number 262220).

2. Objectives:

The Association is established for the public benefit, within Laleham and the surrounding area, with the following objectives:

- a. To preserve, protect and improve and to stimulate interest in the amenity, beauty, character and community of Laleham, including features of historic, architectural, landscape and public interest.
- b. To optimise and enhance the quality of life for the local community and individuals and groups of individuals within that local community.
- c. To maintain the awareness of residents to local events and to matters of local interest or concern.

The means by which the Association will achieve these objectives include, amongst others:

By raising awareness within the community; by seeking the views of the community; by discussion with residents, local councils and other agencies; by carrying out local maintenance works; by the management and sponsorship of the Village Heritage Centre; by organising local events; by working with local councils and other agencies; by regular email and other forms of communication; by maintaining and providing public accessibility to unadopted areas within the village; by financial contributions to other charities and organisations.

3. Powers:

To facilitate the stated objectives, but not otherwise, the Association, through its Trustees, has the following powers:

- a. To communicate with and make representations to such local and statutory authorities, voluntary organisations, charities and persons as the Committee shall from time to time consider appropriate.
- b. To circulate, distribute or publish advice, information, reports and other literature; to hold meetings, lectures and exhibitions; to promote research into relevant subjects.
- c. To engage in fund raising activities and to invite and receive contributions from any person by way of subscription, donation and otherwise.
- d. To organise events for the public enjoyment and benefit.
- e. To acquire by purchase, lease or otherwise and to take and accept any gifts of property, whether subject to any special trusts or not.
- f. To sell, let, mortgage or otherwise dispose of all or any of the property or funds of the Association.
- g. To borrow or raise money for the objectives of the Association on such terms and on such security as the Committee think fit, but so that the liability of individual members of the Association will not extend beyond the amount of their respective annual subscriptions.
- h. To make such donations as the Committee deems appropriate and to otherwise disburse the funds of the Association in furtherance of the stated objectives of the Association.
- i. To do all such other things as are necessary for the attainment of the stated objectives.

4. Membership:

Membership is open to all those who are interested in furthering the objectives of the Association.

Membership is granted at the discretion of the Committee and is obtained through payment of an annual subscription.

5. Subscriptions:

The annual subscription is the sum determined from time to time at a Committee Meeting of the Association. It can be paid at any time of the year and is renewable on the anniversary of that payment each year.

6. Trustees:

The Trustees are responsible for ensuring that the Association operates in a manner consistent with Charity law and this constitution.

There shall be a minimum of three and a maximum of five Trustees.

Trustees are appointed annually at the Annual General Meeting, having been proposed by the Committee and seconded at the meeting by two non-Committee members.

The Committee may co-opt Trustees in order to ensure that there are at least three Trustees. Such a co-option expires at the next Annual General Meeting.

A person who is to be appointed or co-opted as a Trustee must be eligible to be a Trustee, as defined in law, and must be (and continue to be) a subscribed member of the Association.

Repeat appointments as a Trustee are permitted up to a maximum of four years, after which a minimum break of one year is required. However for persons who were Trustees prior to the 2024 Annual General Meeting, counting does not begin until that meeting.

7 Meetings:

7.1 Trustees' Meetings

A Trustees' Meeting is open to Trustees and guests invited by a majority of the Trustees.

The Trustees will decide when Trustees' Meetings will be held.

Not less than seven days notice of each Trustees' Meeting shall be given to all Trustees unless a lesser period of notice is agreed by all Trustees.

All voting matters arising during Trustees' Meetings will be decided by a simple majority of Trustees in attendance.

The quorum for meetings of the Trustees is two, or three if there are more than three Trustees.

At such meetings, minutes shall be kept, to be approved at the following meeting.

7.2 Committee Meetings

A Committee Meeting is open to members of the Committee and guests invited by a majority of the Committee. The Committee will decide when Committee Meetings of the Association will be held.

Not less than seven days notice of each Committee Meeting shall be given to all committee members unless a lesser period of notice is agreed by all such members.

All voting matters arising during Committee Meetings will be decided by a simple majority of voting committee members in attendance.

The quorum for Committee Meetings is four members of the Committee.

The Secretary (or in his/her absence another person agreed by the Committee) shall keep minutes, to be approved at the following meeting.

7.3 General meetings

A General Meeting is open to members of the Association and guests invited by the majority of the committee.

A General Meeting may be called either by a majority of the Committee, or at the written request of members representing not less than 10% of the existing membership of the Association.

Not less than seven days notice of any General Meeting will be given to members, by email where possible and otherwise on the Laleham Residents Association notice board on Shepperton Road, Laleham.

Ten members present personally or by hybrid means shall constitute a quorum for a General Meeting of the Association.

All voting matters arising during General Meetings will be decided on a simple majority of voting, eligible members in attendance.

The Secretary (or in his/her absence another person agreed by the Committee) shall keep minutes, to be approved at the following General or Annual General meeting.

7.4 Annual General Meeting (AGM)

The Association's Annual General Meeting will be held not later than three months from the accounting year end. The AGM will receive the Trustees' report on the activities of the previous year and the accounts for that period, and will elect Trustees, Committee members, and Office holders.

Not less than twenty one days' notice of any AGM will be given to members, by email where possible and otherwise on the Laleham Residents Association notice board on Shepperton Road, Laleham.

Ten members present personally or by hybrid means shall constitute a quorum for an AGM of the Association.

All voting matters arising during AGMs will be decided on a simple majority of voting, eligible members in attendance.

The Secretary (or in his/her absence another person agreed by the Committee) shall keep minutes, to be approved at the following General or Annual General meeting.

7.5 Voting and Participation at Meetings

No person has the right to vote at any General or Annual General meeting of the Association unless they are a subscribed member.

No person has the right to participate in any General or Annual General meeting of the Association unless they are a subscribed member, excepting when invited to participate by a majority of the Committee.

Persons elected to a role at a General or Annual General Meeting take up that role at the end of the meeting.

8 Offices:

The Association will have the following offices: Chair, Vice Chair, Secretary, Treasurer, Membership Secretary. Office holders will relinquish their position at each Annual General Meeting and an election for each position will be held. Previous office holders will be eligible for re-election. Nominations for the election of office holders must be received by the secretary at least seven days before the Annual General Meeting. Nominations must be supported by a seconder and the consent of the proposed nominee must first have been obtained.

Nominees and those nominating and seconding must be subscribed members of the Association. Where there is more than one nomination for any vacancy, a vote will take place. The Committee shall have the power to fill casual vacancies occurring among the offices of the Association.

9. The Committee:

The Committee is responsible to the Trustees for the management and administration of the Association. The Committee consists of a maximum of ten members, who must all be (and continue to be) subscribed members of the Association. The Committee has the power to co-opt further persons to assist in committee duties. Co-optees are not committee members and attend meetings in an advisory or functional, non-voting capacity. Co-optees may be terminated at the discretion of the Committee.

Nominations for election to the Committee can be made before or at any properly convened meeting.

Nominations must be supported by a seconder and the consent of the proposed nominee must first have been obtained. Those nominating and seconding must be subscribed members of the Association. If nominations exceed the number of vacancies, a vote will take place. Members of the Committee will be re-appointed annually, on self-nomination by a majority of voting, eligible members in attendance at the Annual General Meeting. Membership of the Committee may lapse when a member has not attended at least two Committee Meetings in any annual period of 1st April to the following 31st March.

Committee members should declare a conflict of interest in matters under discussion on which they have an outside or third party connection. The remaining Committee members present will decide if the connection warrants the exclusion from discussion and/or voting on that matter of the member concerned.

10. Sub-committees:

The Committee may constitute Sub-committees from time to time as are considered necessary for such purposes as are thought fit. The chair and any officers of each Sub-committee will be appointed by the Committee and all actions and proceedings of each Sub-committee will be reported to and be confirmed by the Committee at appropriately determined frequency. There is no bar to concurrent membership of the Committee and any Sub-committee(s). Sub-committees are subordinate to the Committee and may be regulated or dissolved at the discretion of the Committee.

11. Expenses of administration, application of funds and accounting:

Banking facilities will be maintained on behalf of the Association at a bank agreed by the Committee.

The Committee will pay from the funds of the Association all proper expenses of administration and management of the Association. Expenses may include any salary or honorarium to any person provided that person is not a member of the Committee or a Trustee.

The Committee will ensure prudent levels of reserves are maintained to provide future protection for the Association against adverse fluctuations in income or expenditure

Remaining funds of the Association will be applied by the Committee in furtherance of the objectives of the Association.

The Association shall maintain proper books of account. The financial year end of the Association is 31st March. The Treasurer will produce accounts to this date every year, and after approval by the Committee will make them available at the Annual General Meeting, and submit them to the Charity Commission in good time. The Treasurer shall otherwise report on finance matters to the Committee as requested.

12. Political independence:

As a charity, the Association is politically neutral, and must never promote, or be seen to promote, a political party or candidate.

13. Constitution changes and winding up Laleham Residents Association:

Changes to this constitution will only be determined at a General or Annual General Meeting. No change will be made to this constitution whereby Laleham Residents Association ceases to be a charity.

Winding up Laleham Residents Association will only be determined at a General or Annual General Meeting.

Any money, property or assets remaining after winding up will be given to charities with local or similar interests to those of Laleham Residents Association.

This constitution was adopted by a vote of members at the Association's AGM on 4 June 2025.