
LEA PARK RESIDENTS ASSOCIATION OF THAME, OXFORDSHIRE CONSTITUTION AND ARTICLES OF ASSOCIATION

1. The Association shall be known as the Lea Park Residents Association of Thame.
2. Membership of the Association shall be open to residents, owners and landlords of even house numbers 94 to 108 Aylesbury Road, and all households of Astley Road, Berkeley Road, Blake Way, Cavalier Road, Cavendish Walk, Chalgrove Road, Charles Drive, Clarendon Drive, Cromwell Avenue, Denbigh Road, Digby Close, Dunbar Drive, Edgehill, Fleetwood Way, Glenham Road, Goffe Close, Grenville Way, Hamilton Road, Harrison Place, Henrietta Road, Hopton Road, Ireton Court, Lambert Walk, Langdale Road, Ludlow Drive, Marston Road, Naseby Close, Onslow Drive, Ormond Road, Overton Drive, Parliament Road, Pelham Road, Pennington Place, Pym Walk, Roundhead Drive, Rupert Way, Rushall Road, Sedgemoor Drive, Skippon Way, Stuart Way, Strafford Way, Vane Road and Weldon Way. All matters requiring membership voting will be on the basis of one vote per member household, except where the property is in the ownership of other than the resident, when the individual owner or landlord will also have a vote.
3. The subscription for membership of the Association will be £2.00 per household per year, reviewed annually at the Annual General Meeting, or at an Extraordinary General Meeting convened for that purpose.
Note: Members will be encouraged to set up an annual standing order.
4. Subscriptions or other money raised for the Association must only be used to further the Association's Aims, or to support specific projects which meet the Aims of the Association.
5. A record of the members of the Association shall be kept by the Membership Secretary. These records should be stored securely so that members' information is not compromised. The Committee is bound to protect the members' confidentiality by ensuring that the database is not available to individuals and organisations. The Association will only email when it has information to disseminate, and all mailings will be authorised by an elected Committee member.
6. The aims of the Association shall be:
 - (a) Identify problems which affect residents' quality of life and to ensure that Lea Park remains a safe and pleasant place to live.
 - (b) Find solutions to problems that arise.
 - (c) Represent residents' concerns to local and national government and other agencies having authority over Lea Park.
 - (d) Help put groups of residents in touch with voluntary, private and public organizations which may be able to assist them in maintaining and repairing the shared areas of Lea Park.
 - (e) Actively campaign for changes and improvements in the area.

- (f) Enable residents to help and support one another in delivering a better environment.

The Association's Aims will be reviewed annually at the Annual General Meeting, or at an Extraordinary General Meeting convened for that purpose.

- 7. The Association must treat all qualifying members equally.

8. MANAGEMENT

- 8.1. The business of the Association will be carried out by a committee comprising, a Chair, Treasurer and Secretary, which may be filled on a temporary basis if necessary to ensure the continuation of the Association. The Committee will also ideally comprise a Vice-Chair, Membership Secretary, Media Secretary and other members of the Association, who are resident on Lea Park as resident representatives, or are individual owners or landlords of properties on Lea Park.

In the event that the posts of Vice-Chair, Membership Secretary and Media Secretary remain unfilled, the roles may be covered on a temporary basis by the Chair, Treasurer or Secretary, or the duties shared out between them, except that the Chair cannot also be the Vice-Chair.

Note: Also see Clause 8.7.

- 8.2. The Treasurer should be a person who can provide evidence of competency in financial record keeping and able to prepare accounts at the year-end showing monies received and expended during the year. The Treasurer must be checked with the Disclosure and Barring Service to ensure financial probity.
- 8.3. No Committee member shall enter into any legal agreements or contracts or commit the Association to financial indebtedness or donate monies without the approval of a duly convened meeting of the Committee.
- 8.4. All Committee members will be elected at an Annual General Meeting, or at an Extraordinary General Meeting, all nominations must be proposed and seconded before being put forward for election. However, should the Committee consider it necessary to co-opt additional members of the Association to the Committee, or to appoint a replacement for an existing Committee member prior to the next Annual General Meeting, a volunteer should be sought from amongst the membership of the Association. The person / persons proposed should be notified to the membership of the Association and if no reasonable objections are received within 14 days, the person / persons may be co-opted to the Committee for the remainder of the year, or for the lifetime of a specific project if the co-option is for the purpose of leading a specific project. No co-option will be for a period which goes beyond the date of the next Annual General Meeting.
- 8.5. In normal circumstances no committee member can stand for more than four years. However, in exceptional circumstances, where insufficient committee members are elected at the Annual General Meeting, or at an Extraordinary General Meeting to meet the configuration at Clause 8.1, or where it is deemed necessary to maintain continuity or hand over experience, the Annual General Meeting, or the Extraordinary General Meeting can elect an outgoing Committee member/s.

- 8.6. An independent auditor or examiner of accounts, appointed at the Annual General Meeting, should be used to verify the validity of the accounts before submission to the Annual General Meeting for approval.
- 8.7. No person shall hold more than one post except in exceptional circumstances where it may be necessary on a temporary basis.
- 8.8. The Committee shall represent the Association either by delegation or in entirety in dealings with other organisations, Local and/or National Government officials, Corporate Bodies and/or individuals.
- 8.9. A person outside of the Committee, must be appointed at a full Committee meeting, in order to be able to speak on behalf of the Association and their role will be defined by the Committee according to their specialised knowledge or specific function. No ordinary member of the Association may speak on behalf of the Association without prior authorisation by the Committee.
- 8.10. The Association shall not be a member of, nor affiliated to, any political party. The Association shall not allow its name to be used by anyone soliciting support for election to public office.
- 8.11. Neither the Committee nor its elected officers may commit the Association to supporting or opposing any proposed development plans without the approval of the members of the Association. Membership approval may be obtained in any of the following ways:
 - (a) At an Annual General Meeting, where all members have been notified in advance of the meeting, based upon a majority of two-thirds of member households attending the meeting.
 - (b) At an Extraordinary General Meeting (convened as per Clause 9.3) based upon a majority of two-thirds of member households attending the meeting.
 - (c) A ballot of all members (by email supplemented by hand delivery or post) where two thirds of the member households responding agree.
- 8.12. If the deadline for the submission of comments on any proposed development plans does not allow for Membership approval to be obtained in advance, the Committee is authorised to submit representations on behalf of the Association, subject to later ratification by the Membership.
- 8.13. Membership approval on policy decisions other than a proposed development plan, which the Committee consider to require a binding member vote, will be obtained via a ballot of all members (by email supplemented by hand delivery or post) where a majority of the member households responding are in agreement. Surveys by email alone may be used for opinion polling of Members' views.

8.14 Urgent / Unavoidable Decisions

If it is not possible to call a meeting of the Committee in sufficient time to take any urgent or unavoidable decisions, a Committee member will email the other members of the Committee with a recommended course of action and will only proceed with a course of action if agreed by a majority of Committee members. Any decision taken in this way will then be reported to the next ordinary meeting of the Committee. In the absence of the Chair, the Vice-Chair will act.

9 MEETINGS

9.1 Annual General Meeting

- (a) The Association will convene an Annual General Meeting in May each year.
- (b) The Annual General Meeting will:
 - (i) Consider approving, as a correct record, the Minutes of the previous Annual General Meeting and of any Extraordinary General Meetings held since the last Annual General Meeting;
 - (ii) Receive a report from the Chair of the Association;
 - (iii) Receive the report of the Treasurer and approve the Association's Financial Accounts for the past year;
 - (iv) Receive a report from the Membership Secretary;
 - (v) Elect the following officers of the Association:
 - Chair
 - Vice-Chair
 - Treasurer
 - Secretary
 - Membership Secretary
 - Media Secretary

Note: Officers of the Association are by virtue of their position's members of the Association's Committee.

 - (vi) Elect other members of the Association to the Association's Committee;
 - (vii) Appoint an Examiner for the Association's Financial Accounts;
 - (viii) Review the amount of the annual Membership subscription; and
 - (ix) Consider any other business as set out in the Agenda for the meeting.
- (c) A member of the Association may request that additional items are included on the Agenda for the Annual General Meeting by not later than 21 days before the date for the meeting by submitting the item in writing to the Secretary.

9.2 Extraordinary General Meetings

An Extraordinary General Meeting of the Association shall be convened by the Secretary on receipt of a request in writing authorised by the signatures of not less than 25 members, or where deemed necessary by the Committee.

The Extraordinary General Meeting will:

- (a) elect a person to preside if the Chair and Vice-Chair are not present;
- (b) receive any announcements from the Chair of the meeting; and
- (c) consider only the business for which the meeting has been convened, as set out in the Agenda.

9.3 Rules Governing the Annual General Meeting and Extraordinary General Meetings of the Association

(a) Notice Periods

14 days' calendar notice of the Annual General Meeting and of Extraordinary General Meetings. Notice must be given by posting the Agenda on the Association's web site.

(b) Quorum

The quorum for the Annual General Meeting and for Extraordinary General Meetings will be ten members of the Association.

(c) Voting

If it is not possible to reach a consensus, any matter will be decided by a simple majority of those member households, individual owners or landlords voting and present in the room at the time the question is put. Proxy votes are not permitted. The Chair will take the vote by show of hands. If there are equal numbers of votes for and against, the Chair will have a second or casting vote.

With the exception of the chair, when exercising a second or casting vote, no member households, individual owners or landlords of the Association will have more than one vote.

9.4 Meetings of the Association's Committee

(a) The Committee shall meet at least four times a year;

(b) The Committee will at each scheduled meeting:

- (i) elect a person to preside if the Chair or Vice-Chair are not present;
- (ii) consider approving, as a correct record, the Minutes of the previous Meeting and of additional meetings held since the last scheduled meeting;
- (iii) receive the report of the Treasurer;
- (iv) receive the report of the Membership Secretary;
- (v) consider any media issues;
- (vi) consider any other business as set out in the Agenda for the meeting.

9.5 Rules Governing meetings of the Association's Committee:

(a) Notice Periods

7 days' calendar notice of the meeting must be given by sending the Agenda to members of the Committee by email, or by post if email is not available.

(b) Quorum

The quorum for meetings of the Committee will be two thirds of the Committee's membership.

(c) Voting

If it is not possible to reach a consensus, any matter will be decided by a simple majority of those committee members voting and present in the room at the time the question is put. The Chair will take the vote by show of hands. If there are equal numbers of votes for and against, the Chair will have a second or casting vote.

10 FINANCE

10.1 The books, records and accounts will be kept in accordance with generally accepted accounting practice. The Treasurer will prepare a statement of receipts and payments at the end of each financial year, certified by the independent examiner, to be presented at the Annual General Meeting.

10.2 The Treasurer must keep proper accounts of income and expenditure and must report them as required by the Committee, or by the Annual General Meeting, or an Extraordinary General Meeting.

10.3 The books, records and accounts will be kept in accordance with generally accepted accounting practice. A third of members attending the Annual General Meeting, or an Extraordinary General Meeting can request an independent examination or an audit to be carried out to confirm that this is the case, although the cost of such an exercise should be considered.

11 CHANGING THE CONSTITUTION

11.1 Changes can only be made at the Annual General Meeting, or an Extraordinary General Meeting, of the Association and requires a majority of members present and voting at the meeting.

11.2 If it becomes evident that a minor, or unavoidable change to the Constitution becomes necessary, which cannot wait until the next Annual General Meeting, and it is not considered necessary or practicable by the Committee to call and Extraordinary General Meeting, once agreed by the Committee, the change must be notified to the membership of the Association and if no reasonable objections are received within 14 days, the change to Constitution will be agreed.

11.3 If an objection is received then the change to the Constitution must be submitted to an Annual General Meeting, or Extraordinary General Meeting for decision.

12 DISSOLVING THE ASSOCIATION

12.1 The Committee, or if the Committee no longer exists, a majority of the remaining members, can propose that the Association be dissolved at an Annual General Meeting or at an Extraordinary General Meeting. Two-thirds of member households present must approve of the decision.

12.2 Any assets remaining after the Association has satisfied all of its liabilities must be used for the benefit of the whole Lea Park community.