

# Downe Residents' Association - Constitution

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## 1. NAME AND LEGAL STATUS

- 1.1. The name of the organisation shall be Downe Residents' Association ("DRA")
- 1.2. The legal status of the DRA is an unincorporated "not for profit" organisation where its Management Committee members are responsible for any contracts entered into.
- 1.3. The DRA shall operate in the Parish of Downe within the London Borough of Bromley.

## 2. AIMS AND OBJECTIVES

- 2.1. The aims and objectives of the DRA will be as follows:
  - 2.1.1. To represent and to promote the interests of all residents living in the Parish of Downe
  - 2.1.2. To seek to improve conditions for residents in the Parish of Downe
  - 2.1.3. To represent the interests of residents in consultation with Bromley council and other bodies.
  - 2.1.4. To seek to promote the protection and preservation of the Downe village Conservation Area and the surrounding designated Green Belt land.
- 2.2. We will maintain a sound financial base and seek funding or donations to further activities which meet the above aims and objectives. We will work with Bromley council and other agencies to achieve our aims, and be non-party political and non-sectarian.

## 3. POWERS

- 3.1. To further these aims and objectives the Management Committee shall have the power to:
  - 3.1.1. Obtain, collect and receive money or funds by way of contributions, donations, grants and any other lawful method towards the aims of the DRA.
  - 3.1.2. Associate with Bromley Council, voluntary organisations and those with an interest in Downe in a common effort to carry out the aims of the DRA.
  - 3.1.3. Enter into contractual arrangements.
  - 3.1.4. To have its own bank account.
  - 3.1.5. Do all such lawful things as will further the aims of the DRA.

## 4. MEMBERSHIP

- 4.1. Membership will be free and open to anyone residing in the Parish of Downe aged 18 and over (a "Member").
- 4.2. Membership shall be open to anyone regardless of sex, disability, ethnicity, nationality, sexual orientation, religion or other beliefs.
- 4.3. Membership may be suspended for a period of up to twelve months if a member brings the DRA into disrepute or if they publicly misrepresent or act against the stated aims and objectives of the DRA. The Management Committee will serve the Member written notice that their suspension is to be considered, giving reasons for the suspension, and allow seven working days for the Member to give a written reply. A majority vote by the Members present at a General Meeting is required to suspend a Member. Following a majority vote in favour of the suspension, the Member will be served a written notice within ten working days of the decision confirming the reasons for, and period of, the suspension. In the event that there is no majority vote in favour of the suspension, the Member will also be notified in writing within ten working days of the decision.

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## **5. MANAGEMENT COMMITTEE**

- 5.1. A Management Committee elected annually at the Annual General Meeting shall manage the DRA.
- 5.2. The Management Committee shall consist of a minimum of five and a maximum of fifteen individuals and shall include a chair, vice-chair, secretary and treasurer. The Management Committee shall elect officers from their number at the first committee meeting subsequent to the AGM at which they are elected. At all meetings of the Management Committee, five Members shall form a quorum.
- 5.3. The Management Committee may co-opt additional Management Committee members during the year.
- 5.4. All Management Committee members shall retire at each Annual General Meeting, although may offer themselves for re-election.
- 5.5. The Management Committee shall meet at least four times each year. The elected councillor for Darwin Ward shall be invited to attend all meetings. Minutes of all meetings shall be kept.
- 5.6. The Management Committee shall (with the power of co-option) elect sub-committees deemed necessary, and appoint where required representatives to outside bodies.
- 5.7. No Management Committee members or Members of the DRA may be employed by the DRA although out of pocket expenses may be reimbursed on production of appropriate receipts or other evidence of expenditure.
- 5.8. All Management Committee members (except for the elected councillor for Darwin Ward) must be Members of the DRA.
- 5.9. The Management Committee will provide updates to the residents of the area on their work. The minutes of committee meetings will be made available to the Members.
- 5.10. The Management Committee will comply with relevant data protection legislation in accordance with their data protection policy.
- 5.11. It shall be a condition of membership that Members at all times conduct themselves in a reasonable manner at meetings or in premises used by the DRA. A member of the Management Committee may be removed or suspended from their post if they bring the good name of the DRA into disrepute. A full meeting of the Management Committee will be called to consider evidence from all sides and a majority vote will be necessary to remove or suspend them. Management Committee members agree to adhere to the seven principles of public life - to act with selflessness, integrity, objectivity, accountability, openness, honesty and exercise leadership.

## **6. FINANCIAL ARRANGEMENTS**

- 6.1. Monies raised from voluntary donations, sale of goods, gifts, other sources or grants awarded to the DRA shall be used for the express purposes of pursuing the aims and objectives of the DRA.
- 6.2. The funds shall be paid into an account operated by the Management Committee. On-line payments from the account must be made only by the authorised on-line registered members.
- 6.3. The Management Committee is empowered, to pursue or make applications for grants to secure funds to support the DRA's planned activities and may take whatever steps are necessary to meet the requirements of the awarding bodies.
- 6.4. Non-distribution - all surplus income or profits are to be reinvested in the DRA, or third parties authorised by the DRA to receive such. No surpluses or assets will be distributed to Members.

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- 6.5. No persons representing the DRA shall make or enter into any agreement with any persons or organisation that may incur a financial liability save for those purposes as agreed by the Management Committee as necessary to carry out the objectives of the DRA.
- 6.6. A record of all income, funding and expenditure will be kept. Accounts for the prior year ended 31 December will be presented to Members annually at the AGM.

## **7. EQUAL OPPORTUNITIES STATEMENT**

- 7.1. The DRA is committed to equal opportunities and diversity. This commitment extends to our volunteers and we welcome everyone from our community as a volunteer.
- 7.2. We will not discriminate against our volunteers on the grounds of gender, sexual orientation, disability or impairment, age, race, creed, colour, nationality, ethnic or national origin, trade union activity, HIV or marital status, religion or belief or similar bases.
- 7.3. Furthermore, we value difference, and recognise the value that the different backgrounds, skills, outlooks and experiences of our volunteers bring to the DRA.

## **8. GENERAL MEETINGS**

- 8.1. An Annual General Meeting (AGM) shall be held in the month of March each year. Notice of the AGM shall be given at least fourteen days before the meeting in writing, and a copy of the notice exhibited on the Village Hall notice board.
- 8.2. The AGM agenda will include at least the formal business as follows:
  - 8.2.1. Minutes of the previous AGM;
  - 8.2.2. Chairman's report;
  - 8.2.3. Treasurer's statement including accounts for the prior year ended 31 December; and
  - 8.2.4. Election of Management Committee members for the following year.
- 8.3. An Extraordinary General Meeting (EGM) may be called at any time at the request of the Management Committee. The Management Committee shall call an EGM if requested to do so by 10 Members. This request must be made in writing. A notice explaining the place, date, time and reason for the relevant EGM shall be sent to Members at least fourteen days beforehand in writing and a copy of the notice exhibited on the Village Hall notice board.
- 8.4. Proposals voted upon at General Meetings (AGM's and EGM's) shall be decided by a simple majority of those Members present. Each Member present shall have one vote in relation to each proposal voted upon.
- 8.5. All Members present at General Meetings will demonstrate respect for the business at hand and conduct themselves in a reasonable manner. Members will be given a fair opportunity to speak at the meeting as determined by the Chair.

## **9. AMENDMENTS**

- 9.1. No alteration nor addition to this constitution shall be made except by a resolution carried by a majority of at least two-thirds of the Members present at a General Meeting, notice of which shall have contained particulars of the proposed alteration or addition. Proposed amendments


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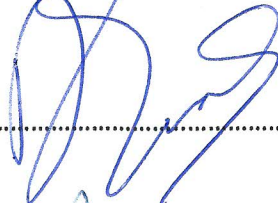
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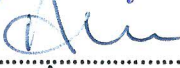
must be circulated at least fourteen days before the meeting at which they are to be considered.

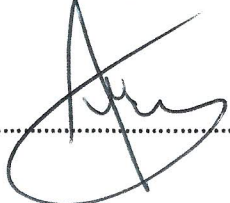
### 10. DISSOLUTION

- 10.1. The DRA may be dissolved by a resolution passed by a two-thirds majority of those present and voting at an AGM or EGM.
- 10.2. Upon dissolution of the DRA, and after the payment of all bills and other liabilities, any remaining assets shall be given or transferred to another group(s) or organisation(s) having aims similar to the DRA or some other charitable purpose(s) as the Management Committee may decide.
- 10.3. Under no circumstance should any assets of the DRA be paid or shared out amongst Members of the DRA.

Signed  ..... (Chair) 2/4/2019 ..... (Date) (STEVE BARNES)

Signed  ..... (Vice-Chair) 2/4/2019 ..... (Date) (DAVE EVANS)

Signed  ..... (Secretary) 2/4/19 ..... (Date) (ABIGAIL RUTHERFORD)

Signed  ..... (Treasurer) 2/4/19 ..... (Date) (TONY DIXON)