

KINGS NEWTON

RESIDENTS ASSOCIATION

Constitution

1. NAME

- 1.1** The name of the organisation shall be the Kings Newton Residents Association (“the Association”).
- 1.2** The Association is an unincorporated, voluntary, not-for-profit association. It is independent of any political party and of any religious body.

2. AREA OF BENEFIT

- 2.1** The Association serves the village of Kings Newton, South Derbyshire (“the Village”), and its residents.
- 2.2** The Association has no formal membership and charges no subscription. In this Constitution, “Resident” means any person aged 18 or over who lives in the Village. Every Resident may attend, speak and vote at General Meetings and may stand for election to the Committee.

3. OBJECTS

The objects of the Association (“the Objects”) are:

- (a) to preserve and protect the character of Kings Newton as a small, distinct village community;
- (b) to safeguard the historic fabric, setting, buildings, open spaces, trees and conservation interest of the Village;
- (c) to review planning applications, planning policies and other development proposals that affect the Village, and to make representations to the local planning authority and other bodies on behalf of residents;
- (d) to represent the views of residents to South Derbyshire District Council, Melbourne Parish Council, Derbyshire County Council and any other public, statutory or private body on matters affecting the Village;
- (e) to foster a sense of community and good neighbourliness, including through social activities organised by the Social Group (Clause 11); and
- (f) to keep residents informed of matters affecting the Village.

4. POWERS

In furtherance of the Objects, the Association may:

- (a) hold meetings, consultations and events;
- (b) make representations, submit objections or comments, and attend hearings and inquiries;
- (c) co-operate with other residents' associations, amenity societies, civic bodies and local councils;
- (d) obtain professional advice where the Committee considers it necessary; and
- (e) do anything else that is lawful and necessary to achieve the Objects.

5. OFFICERS

- 5.1** The Officers of the Association shall be the Chair, Vice-Chair, Secretary and Treasurer, each elected annually at the Annual General Meeting from among the Residents. Officers are members of the Committee.
- 5.2** No person may hold more than one Officer post at the same time, except on a temporary basis to fill a casual vacancy.
- 5.3** Officers may stand for re-election. Where possible, no person should serve as Chair for more than five consecutive years.

6. THE COMMITTEE

- 6.1** The Association shall be managed by a Committee consisting of the Officers and up to eight other Residents, giving a maximum of twelve (12) Committee members in total.
- 6.2** The Committee shall have a minimum of five members. If membership falls below five, the remaining Committee members may act only to co-opt new members or to call a General Meeting.
- 6.3** Committee members shall be elected at the Annual General Meeting and shall hold office until the end of the next Annual General Meeting, when they may stand for re-election.
- 6.4** The Committee may co-opt Residents to fill vacancies or to bring in particular skills, provided that the total number of Committee members does not exceed twelve. A co-opted member holds office until the next Annual General Meeting.
- 6.5** One place on the Committee shall be offered to the Convenor of the Social Group (Clause 11), who, if not already an elected Committee member, may be co-opted within the maximum of twelve.
- 6.6** A Committee member ceases to hold office if they resign in writing, cease to live in the Village, are absent from three consecutive Committee meetings without reasons acceptable to the Committee, or are removed by resolution of a General Meeting.

- 6.7 Committee members are volunteers and shall not be paid, but may be reimbursed reasonable expenses properly incurred on behalf of the Association, as approved by the Treasurer.

7. COMMITTEE MEETINGS

- 7.1 The Committee shall meet at least four times a year, and otherwise as necessary. Meetings may be held in person, by video or telephone conference, or in a combination of these.
- 7.2 At least seven days' notice of a Committee meeting shall be given to all Committee members, except in urgent cases.
- 7.3 **Quorum.** The quorum for a Committee meeting shall be a majority (more than half) of the Committee members currently in office, at least one of whom must be an Officer. By way of example, with nine members in office the quorum is five; with twelve members in office the quorum is seven. No business shall be transacted unless a quorum is present.
- 7.4 If a meeting becomes inquorate, it may continue for discussion only; any decisions taken must be ratified at the next quorate meeting.
- 7.5 Decisions shall be made by a simple majority of those present and voting. In the event of a tie, the person chairing the meeting shall have a second, casting vote.
- 7.6 The Chair shall chair meetings, or in their absence the Vice-Chair, or failing that a Committee member chosen by those present.
- 7.7 The Secretary shall keep minutes of all Committee meetings, which shall be approved at the following meeting and made available to Residents on request.
- 7.8 Between meetings, the Committee may make decisions by email or other written means, provided that all Committee members are consulted, a majority of the Committee members in office agree in writing, and the decision is recorded in the minutes of the next meeting.
- 7.9 The Committee may set up sub-committees or working groups and delegate functions to them, but such groups shall report to, and remain accountable to, the Committee.

8. PLANNING AND DEVELOPMENT

- 8.1 The Committee shall monitor planning applications, appeals, enforcement matters, local plan consultations and other development proposals affecting the Village or its setting.
- 8.2 The Committee may appoint a Planning Sub-Committee of at least three Committee members to review applications and prepare draft responses. The Planning Sub-Committee shall report to every Committee meeting.
- 8.3 In considering any proposal, the Association shall have regard to the Objects, in particular the preservation of Kings Newton as a small community, its historic fabric, its listed buildings, its conservation area and its rural setting, and to relevant national and local planning policy.

- 8.4** Responses submitted to the local planning authority in the name of the Association must be approved by the Committee or, where the consultation deadline does not allow for a meeting, by the Chair (or Vice-Chair) and at least two other Committee members, with the decision reported to the next Committee meeting.
- 8.5** Only the Chair, the Secretary, or a Committee member authorised by the Committee may submit representations or speak publicly on planning matters on behalf of the Association. Individual Committee members and Residents remain free to make their own representations in a personal capacity, but must not present them as the view of the Association.
- 8.6** Where a proposal is significant, the Committee shall, where time allows, seek the views of Residents (for example by public meeting, survey or newsletter) before forming the Association's position.
- 8.7** The Association shall keep a record of every application considered and the response made.

9. CONFLICTS OF INTEREST

- 9.1** Any Committee member, Planning Sub-Committee member or Officer who has a personal, financial, family or close neighbourly interest in a matter under discussion, including any planning application affecting their own property or a neighbouring property, must declare that interest before the matter is discussed.
- 9.2** A member with a declared interest in a planning application shall take no part in the discussion or decision on it and shall leave the meeting (or the relevant part of a virtual meeting) while it is considered, unless the Committee invites them to remain solely to provide factual information.
- 9.3** Declarations of interest shall be recorded in the minutes.

10. GENERAL MEETINGS

- 10.1 Annual General Meeting.** An Annual General Meeting (AGM) shall be held each year, within fifteen months of the previous AGM. Its business shall include: receiving the Chair's report; receiving the Treasurer's report and the examined accounts; electing the Officers and Committee; appointing an independent examiner of accounts; and any other business notified to the Secretary at least 14 days in advance.
- 10.2 Special General Meeting.** A Special General Meeting may be called at any time by the Committee, and must be called within 28 days of receipt by the Secretary of a written request signed by at least ten Residents stating the business to be discussed.
- 10.3 Notice.** At least 21 days' notice of every General Meeting, stating the date, time, place and business, shall be given to Residents by email, by notice delivered to homes, by notice board or by other means the Committee considers effective.

- 10.4 Quorum.** The quorum for a General Meeting shall be ten Residents. If a quorum is not present within 30 minutes of the start time, the meeting shall be adjourned to a date set by the Committee, and those Residents present at the adjourned meeting shall form a quorum.
- 10.5 Voting.** Except where this Constitution provides otherwise, decisions at General Meetings shall be made by a simple majority of Residents present and voting, by show of hands unless a secret ballot is requested by at least five Residents present. In the event of a tie, the person chairing the meeting shall have a casting vote.
- 10.6** Minutes of General Meetings shall be taken by the Secretary and made available to Residents.

11. THE SOCIAL GROUP

- 11.1** The Association recognises a Social Group (“the Social Group”), whose purpose is to organise social events and activities that bring residents together and promote the community life of the Village.
- 11.2** The Social Group is a constituent part of the Association. It operates with day-to-day independence from the Committee, but remains subject to this Constitution and accountable to the Association.
- 11.3 Participation.** Social Group activities are open to all Residents. The Social Group may welcome guests from outside the Village to its events at its discretion.
- 11.4 Organising group.** The Social Group shall be run by a small organising group of Residents who volunteer for the purpose. The organising group shall appoint from among themselves a Convenor and a person responsible for its funds, and shall notify the Secretary of these appointments.
- 11.5 Reporting.** The Convenor (or their nominee) shall report on the Social Group’s activities and finances to the Committee at least twice a year and present a short report to each AGM.
- 11.6 Finances.** The Social Group’s funds are funds of the Association, but shall be held as a separately recorded, ring-fenced fund, used only for the Social Group’s purposes. The Social Group may raise funds through ticket sales, donations and events. Its income and expenditure shall be recorded and shall be included in the Association’s annual accounts.
- 11.7 Limits.** The Social Group shall not: make representations on planning or other policy matters in the name of the Association; enter into contracts or commitments exceeding £500 (or such other sum as the Committee sets) without the prior approval of the Committee; or act in a way that conflicts with the Objects.
- 11.8 Insurance and safety.** The Social Group shall ensure that its events are covered by the Association’s insurance (where held) and are run with due regard to health, safety and safeguarding.
- 11.9** If the Social Group ceases to operate, any remaining funds shall revert to the general funds of the Association.

12. FINANCE

- 12.1** All money raised by or on behalf of the Association shall be used only to further the Objects.
- 12.2** The Association shall maintain a bank account in its own name. Payments and transfers shall require the authorisation of two signatories, being Officers or Committee members appointed by the Committee, who shall not be related to or living with each other.
- 12.3** The Treasurer shall keep proper accounts of all income and expenditure, including the ring-fenced fund of the Social Group, and shall report to each Committee meeting.
- 12.4** The financial year shall end on 31 March each year, or such other date as the Committee decides.
- 12.5** The annual accounts shall be examined by an independent examiner who is not a Committee member, and presented to the AGM.
- 12.6** No Committee member or Resident shall receive any profit or benefit from the Association, other than reimbursement of properly incurred expenses.

13. LIABILITY

Committee members and Officers acting in good faith on behalf of the Association shall be indemnified from the funds of the Association against liabilities properly incurred in that role. The Committee may arrange public liability and other insurance as it considers appropriate.

14. EQUAL OPPORTUNITIES

The Association shall not discriminate against any person on the grounds of any characteristic protected by the Equality Act 2010, and shall seek to ensure that its activities are open and welcoming to all residents of the Village.

15. COMMUNICATIONS

The Association may communicate with Residents by email, newsletter, website, social media, notice board or hand-delivered notice.

16. DATA PROTECTION

The Association shall hold Residents' personal data only for the purposes of running the Association, shall keep it securely, and shall comply with the UK General Data Protection Regulation and the Data Protection Act 2018. Personal data shall not be shared with third parties without consent, except where required by law.

17. AMENDMENTS TO THE CONSTITUTION

- 17.1** This Constitution may be amended only by a resolution passed by at least two-thirds of the Residents present and voting at a General Meeting.

- 17.2** Any proposed amendment must be received by the Secretary in writing at least 28 days before the meeting, and the wording of the proposal must be circulated with the notice of the meeting.
- 17.3** No amendment may be made that would cause the Association to cease to be a not-for-profit organisation or would alter Clause 18 (Dissolution) so as to allow assets to be distributed to Residents or Committee members.

18. DISSOLUTION

- 18.1** The Association may be dissolved by a resolution passed by at least two-thirds of the Residents present and voting at a Special General Meeting called for that purpose, of which at least 21 days' notice has been given.
- 18.2** On dissolution, after all debts and liabilities have been paid, any remaining assets (including any funds of the Social Group) shall not be distributed among Residents or Committee members, but shall be given to one or more charitable or community organisations benefiting the residents of Kings Newton and the surrounding area, as decided by the meeting.