**MERA**

**Maiden Erlegh Residents’ Association**

**Constitution**

**Name and purpose**

The name of the Association is the ‘Maiden Erlegh Residents’ Association’ (MERA). Membership shall be open to all households listed in the Appendix.

The purpose of the Association is to:

* Promote the interests of all members of the Association and make representations on those issues which affect them.
* Communicate with members on matters both within and beyond the MERA area (as set out in the Appendix) that are likely to be of interest to them.
* Advise on or campaign for issues raised by members.
* To work with local authorities, public bodies and private organisations to ensure that the best interests of residents are pursued, with the objective of ensuring that Maiden Erlegh remains a pleasant and welcoming place in which to live.

**Executive Committee**

The Executive Committee shall be responsible to the Association for the management of its affairs within the terms of policy laid down by its General Meetings. The Executive Committee shall be empowered to create new officer positions and elect members to those positions. The Committee may exercise its discretion to co-opt Members or appoint Sub-Committees as may be necessary. Such new positions, co-options or appointments shall be effective only during the Executive Committee’s term of office.

The Executive Committee shall authorise the opening of a bank account, cheques upon which may be signed by any two authorised signatories drawn from the officers. The Executive Committee shall be authorised to seek the advice of a solicitor in legal matters arising from the activities of the Association.

The Executive Committee shall meet not less than six times per annum. Five members of the Executive Committee shall form a quorum. In the event of a quorum not being present at the commencement of the meeting, the Chairman will decide whether to continue with an unofficial meeting (in which any actions proposed must be recommended to a subsequent meeting to ratify) or terminate the meeting and carry forward the business to be conducted to a subsequent meeting.

If any officer or area representative fails to attend three consecutive Executive Committee meetings, they may be asked by the Executive Committee for their resignation if this is considered to be in the best interests of the Association.

**Nominations for election of officers and area representatives**

All nominations for officers and area representatives shall be put forward by the Executive Committee in line with the process below or received in writing by the Secretary not less than 14 days before the AGM and shall signify that the nominee will serve if elected. Alternatively, a nomination may also be accepted at the AGM provided the nominee is present and agreeable to serve if elected or has signified their willingness to serve in writing.

**Election of officers and area representatives**

All MERA officers and area representatives act in a voluntary capacity and are unpaid. Members of the Executive Committee shall retire annually and shall be eligible for re-election.

The officers elected by the Annual General Meeting shall be a Chairman, Vice Chairman, Secretary, Treasurer, Magazine Editor and the Magazine Team. These officers, together with the Area Representative elected for each area, shall form the Executive Committee. Any temporary new positions or vacancies arising throughout the financial year following the AGM may be dealt with by the Executive Committee for the remainder of the period prior to the next AGM.

The Chairman and Vice Chairman may also undertake the duties of Area Representative in addition to their officer roles.

**Honorary membership**

The Executive Committee shall have power to grant Honorary Membership to any person not otherwise eligible for membership, provided that it is satisfied that such Honorary Membership is in the best interests of the Association. Such honorary members shall have no vote and may not hold office in the Association. Where it is agreed that Honorary Membership is granted to elected political representatives, the Secretary will agree with the Chairman an appropriate political balance to ensure proper representation.

**Roles of officers and area representatives**

**The Chairman** shall preside at all meetings of the Executive Committee and at General Meetings. In the absence of the Chairman, the Vice Chairman shall undertake this role. In the absence of both the Chairman and Vice Chairman the Secretary shall request nominations to undertake the role for that occasion.

The Chairman may authorise urgent action required where it is not appropriate or practical to wait for the next scheduled meeting of the Executive Committee. Such action shall not involve financial expenditure unless agreed in writing with at least two other officers and shall be referred for ratification to the next meeting of the Executive Committee or General Meeting, whichever is the earlier.

The Chairman shall sign the minutes of all official meetings held in the presence of those in attendance at the following meeting to verify that they are a correct record, and the Secretary shall file the signed copy and make it available for inspection as required.

The Chairman shall take decisions on all matters relating to the day to day running of the Association that are not specifically for the membership to decide at its meetings, including the determination of data protection complaints in the Chairman’s capacity as data controller, the appointment of three authorised signatories from the elected officers, and the authorisation of media responses on behalf of the Association.

**The Vice Chairman** shall carry out all the duties of the Chairman when absent but shall consult with the Secretary as appropriate in respect of complaints relating to data protection.

**The Secretary** shall be responsible for the general administration of the Association including the preparation of agendas, minutes and taking any follow up actions from all meetings of the Association. The Secretary shall be responsible also for general correspondence and retaining important paperwork or electronic files including membership details in line with data protection legislation. Additionally, the Secretary shall be responsible for ensuring that queries received on the Association’s email account are dealt with promptly and that the Association’s website is updated as appropriate.

**The Treasurer** shall be responsible for all monies of the Association and present an audited Statement of Account at the AGM in line with this Constitution. The Treasurer’s duties shall also include responsibility for the proper handling of the day to day finances of the Association including the payment of invoices and legitimate members’ expenses as well as for banking subscriptions and all revenue received. All payments made that have not been approved by the Executive Committee or a General Meeting must be approved by the Chairman, or in their absence, the Vice Chairman.

The Treasurer shall maintain a bank or building society account in the name of the Association and may retain a small float for petty cash purposes. In the event that the auditor appointed by the Annual General Meeting is no longer available to audit the Association’s accounts, the Treasurer shall consult with the Chairman (or Vice Chairman if appropriate) to authorise a replacement and report the position to the next meeting of the Executive Committee or General Meeting.

**The Magazine Editor** shall be responsible for the production of the Association’s magazine, writing and assembling articles submitted for publication, editing, sale of advertising space, liaison with printers and distribution to Area Representatives. The Magazine Editor shall ensure that any editorial views expressed are appropriate and reflect the views of the Executive Committee. Articles written by other members and third parties that are included in the magazine shall be approved and edited as appropriate by the Magazine Editor prior to publication. The Editor shall determine the content of the magazine and any disputes arising that cannot be resolved shall be referred to the Chairman, whose decision is final.

**Area Representatives** shall be responsible for the collection of subscriptions from members within their allocated areas and for the distribution of communications from the Association including the regular magazine and notification of general meetings. Area Representatives shall be the principal point of contact for resident members.

**Finance**

The money raised by the Association from membership subscriptions shall be used only to discharge its functions and to provide improved or replacement facilities for residents within budgetary provision and as agreed by the Executive Committee. A bank account shall be opened and maintained in the name of the Association and copies of all relevant invoices and receipts shall be retained for a six-year period to support expenditure and income.

There shall be three authorised signatories including the Chairman and Treasurer. The Chairman is empowered to nominate a third signatory from the officers. No more than one signatory shall be nominated from any one household or family. Authorised signatories shall be able to sign cheques on behalf of the Association and to authorise the Treasurer to instruct the Association’s bankers. Two signatories are required for all cheques and to authorise such instructions including credit transfers.

The annual membership subscription shall be an amount decided annually at the AGM. The financial year shall run for 12 months from 1 March each year.

An audited statement of accounts shall be provided to the AGM by an independent auditor with adequate financial experience to undertake such duties.

**Annual General Meetings**

The Annual General Meeting shall be held within three months of the end of the Financial Year, at least three weeks’ notice having previously been given to members. The business of the Annual General Meeting shall include the receiving of a report and audited statement of accounts; election of officers and area representatives (who shall comprise the Executive Committee); and the appointment of an auditor for the ensuing year.

Additionally, the AGM shall consider any resolution put forward by the Executive Committee, or alternatively by not less than five members of the Association subject to being received by the Secretary in writing not less than 14 days before the date of the AGM.

No new rule shall be made, nor any existing rule be amended or rescinded except at a General Meeting by consent of at least two-thirds of the members present and voting, provided that due notice of the proposed new rule or amendment has been given. Such notice shall be not less than fourteen days before the meeting and received by the Secretary. In the event of a dispute as to the interpretation of these rules, the Executive Committee shall rule on the matter and its decision shall be binding on all members.

Twenty-five members of the Association shall form a quorum. In the event of a quorum not being present within 15 minutes of the time fixed for an Annual General Meeting, the meeting shall stand adjourned and reconvened within 28 days, when those present shall be deemed to constitute a quorum.

**Special General Meetings**

A Special General Meeting shall be called when considered necessary by the Executive Committee or at the written request of not less than ten members, stating the nature of the business to be discussed. At least seven days’ notice of any Special General Meeting shall be given to Members stating the reason for the meeting. The notice periods and voting arrangements as set out for Annual General Meetings above in respect of new or amended rules or resolutions shall apply. Only the business specified may be discussed.

In the event of a quorum not being present within 15 minutes of a Special General Meeting, the meeting shall stand adjourned and reconvened within 28 days, when those present shall be deemed to constitute a quorum.

**Dissolution**

In the event of the dissolution of the Association being agreed by not less than two thirds of the members present at a General Meeting, and providing that proper notice of the intention to propose dissolution shall have been given, the funds of the Association shall, after all outstanding debts have been settled, be made over to a charity or charities approved by the General Meeting.

**STEVE FELTHAM**

MERA Secretary

12 May 2022

**APPENDIX TO THE CONSTITUTION**

All households in the following roads within Maiden Erlegh shall be eligible for membership of the Association on payment of the subscription as determined by the Annual General Meeting.

Andrews Road

Bramley Close

Betchworth Avenue

Kennedy Gardens

Lancaster Gardens

Silverdale Road

Allendale Road

Crawford Close

The Parade

Lakeside

Moor Copse Close

Avalon Road

Sevenoaks Road

Kenton Road

Radnor Road

Raggleswood Close

Ashley Close

Squirrels Way

Beech Lane (87-165)

Instow Road

Loxwood

Lind Close

Chelwood Road

Plumtrees

Redhatch Drive (109-113 and 114-120)

Radstock Lane (7-45)

Launceston Close

Woodmere Close

Springdale

Highfields

Byreton Close

Kingsdown Close

Richborough Close

Repton Road

The Orchard

Silverbrook Close

The Crescent