

IVER VILLAGE RESIDENTS' ASSOCIATION

CONSTITUTION – Draft for approval

1. NAME

The Association shall be called the Iver Village Residents' Association.

2. OBJECTIVES

The objectives of the Association shall be:

- a. To promote the welfare and interests of its members and the community of Iver Village as a whole.
- b. To work with other organised bodies, where desirable, on matters of common interest.
- c. To protect the Village and its residents in matters such as noise and air pollution.
- d. To bring together members and residents and enable them to have a greater ability to have a positive impact on the area.

3. MEMBERSHIP

- a. Adults residing in and around the **Village of Iver and Shreding Green** are the core of IVRA.
- b. However, any adult with an interest in making Iver Village better for the residents will be welcomed as a member.
- c. A Voting Member is a member whose principal residence is in **Iver Village or Shreding Green** and who is otherwise entitled to vote under clause 5.
- d. Membership is individual. Where a household subscription applies, it covers every adult member of that household who has joined the Association and whose details are recorded in the membership register. Each such adult is a member in their own right and, if they are a Voting Member, has the rights set out in clause 5.
- e. All members are welcome to take part in Association activities, sub-committees, and working groups, subject to any reasonable arrangements made by the Committee. The rights to vote at General Meetings and to serve on the Committee are restricted to Voting Members as set out in this Constitution.

4. SUBSCRIPTION

- a. The subscription fee, if any, shall be set by the Committee and shall be payable on 1 July each year. It shall apply for the subscription year beginning on that date.
- b. Members joining after 1 July shall pay the annual subscription fee, if there is one, and shall renew on the following 1 July.
- c. The Committee may suspend the subscription fee for up to 12 months at a time by a committee resolution. During a suspension, existing subscriptions shall be extended automatically and new members shall receive membership without charge until the end of the suspension period.

5. MEMBER RIGHTS AND VOTING

- a. A Voting Member with an active subscription, or whose subscription is less than six months in arrears, is entitled to:

- i. Vote in elections for the Committee.
 - ii. Vote on changes to the Constitution.
 - iii. Vote on other matters that require the agreement of Association members.
 - iv. Stand for election to the Committee.
 - v. Nominate Voting Members for election to the Committee.
- b. Each Voting Member is entitled to one vote. A household subscription does not give a household more than one vote per Voting Member.
- c. A member whose subscription is more than six months in arrears is not entitled to vote, stand for election, hold office, or receive the benefits of the Association until their subscription is brought up to date. A member whose subscription is more than one year in arrears shall cease to be a member, but the Committee may reinstate that person at its discretion.

6. COMMITTEE

- a. A Committee of up to 14 members shall be elected at the Annual General Meeting by Voting Members present and voting.
- b. All positions on the Committee shall be open for election each year.
- c. Incumbent Committee members are eligible for re-election.
- d. A ballot shall be held where the number of candidates exceeds the number of vacancies.
- e. Only Voting Members are eligible to be elected, co-opted or appointed as Committee members.
- f. Committee members shall act in the interests of the Association and comply with the IVRA Code of Conduct and Values Policy when representing IVRA.

7. OFFICERS

- a. Within 14 days of the AGM, the Committee should convene to elect from among its members a Chairperson, Vice-Chairperson, Honorary Secretary, Membership Secretary and Honorary Treasurer.
- b. Each Officer shall serve for one year or until they cease to be a committee member, except as provided below.
- c. If an AGM is not held or is held late in a particular year, Officers shall continue until the first General Meeting held after that time.
- d. If an Officer ceases to be a committee member, the office held shall become vacant.
- e. The Committee may fill any vacant office from among its members and may fill a vacancy on the Committee in accordance with clause 8.
- f. Incumbent Officers are eligible for re-election.

8. VACANCIES, CO-OPTION AND REMOVAL FROM THE COMMITTEE

- a. Where a committee member retires, resigns, is unable to continue in the role, or is removed from the Committee under clause 8.e, the Committee may co-opt a replacement where it would be unreasonable to wait for the next AGM.
- b. The Committee shall not co-opt more than two persons at any one time. A co-opted Committee member must be a Voting Member and shall serve until the next AGM, when the position shall be open for election.
- c. Co-option requires the support of at least 60% of the committee members present and voting. If, after a vacancy arises, fewer than six committee members elected at

a General Meeting remain in office, a Special General Meeting shall be called so that Voting Members can elect members to fill the vacancies.

- d. The Committee may invite a non-member or a member who is not a Voting Member to advise, assist or attend a committee meeting as an observer where their knowledge or role may benefit the Association. Such a person shall not be a Committee member and shall have no vote on Committee matters.
- e. The Committee may remove a committee member from the Committee, where it reasonably considers that this is in the interests of the Association. Before a decision is made, the Committee member must be given at least seven days' written notice of the proposed removal and the reasons for it, and a reasonable opportunity to make representations. The Committee member concerned shall not vote on the matter. A decision to remove a committee member requires the support of at least two-thirds of the remaining Committee members present and voting.
- f. For a meeting considering removal under clause 8.e, the quorum shall be four Committee members other than the committee member concerned, or, where fewer than four remain, all remaining committee members attending.

9. GENERAL MEETINGS AND AGM

- a. The **Annual** General Meeting (AGM) shall be held during July each year. If this is not possible, it shall be held as soon as reasonably practicable thereafter. Other General Meetings may be held as the Committee determines.
- b. For an AGM, notice of the meeting shall be published on the IVRA website and through any other communication channels the Committee chooses, not less than 20 days before the meeting. A notice of meeting and agenda shall be delivered to members not less than 10 days before the meeting. Relevant documentation shall be made available to members on the website as soon as reasonably practicable.
- c. A **Special** General Meeting may be held to alter this Constitution or consider any matter that the Committee decides to refer to members. The Secretary or Chair shall call a Special General Meeting at the request of at least three committee members, or on the written request of at least 20 Voting Members, setting out the subjects to be considered.
- d. The Secretary shall arrange for a Special General Meeting to take place within 14 days of a valid request. Notice of the meeting, together with its agenda, shall be delivered to members not less than 7 days before the meeting and published on the IVRA website and through any other communication channels the Committee chooses. No business shall be transacted other than that for which the meeting was called. Relevant documentation shall be made available to members as soon as reasonably practicable.

10. COMMITTEE MEETINGS

- a. Committee meetings shall generally be held monthly, with at least six meetings each year.
- b. Association members may attend committee meetings as observers and may participate at the Chair's discretion, but they shall not vote on committee matters. The Committee may ask non-committee members to leave for a particular agenda item where the matter is sensitive or confidential.
- c. At the request of any three committee members, the Secretary or Chair shall convene a committee meeting within 14 days.

- d. The quorum for a Committee meeting shall be four committee members, except as provided in clause 8.f.
- e. Committee members are expected to attend at least 60% of committee meetings unless the Chair agrees otherwise because of unforeseen circumstances.

11. SUB-COMMITTEES AND WORKING GROUPS

- a. The Committee may appoint sub-committees and/or working groups from among Association members to carry out special activities or achieve a particular goal for the Association.
- b. A sub-committee or working group may spend only funds approved in advance by the Committee, shall keep accounts of its spending and a record of its meetings, and shall report its findings and recommendations to the Committee.
- c. Any Association member may apply to join a sub-committee or working group. The Committee may also invite people from local outside bodies with a common interest in the subject matter to participate.

12. HONORARY SECRETARY

The Secretary shall attend the meetings, enter the minutes, resolutions, etc., and conduct the correspondence. They shall send Notice of the Agenda to members of the Committee to reach them not less than 24 hours before any Committee meeting.

13. MEMBERSHIP SECRETARY

The Membership Secretary should keep a secure register containing the names, addresses and emails of all members (where applicable). The Membership Secretary shall ensure that all new members' details are added to the register and that the e-newsletter mailing list is updated. They must ensure that this information is stored and used in compliance with GDPR.

14. HONORARY TREASURER

The Treasurer shall pay all accounts under the discretion of the Committee and prepare a Balance Sheet for each Annual General Meeting. All cheques shall be signed by two of the four authorised signatories, namely the Chairperson, the Honorary Treasurer, the Honorary Secretary and one other named Committee member.

15. EXPENDITURE

No expenditure shall be incurred except by resolution of the Committee.

16. ACCOUNTS

The accounts shall be examined by the Committee before the AGM and shall be available to any member who requests to review them.

17. RULES, CONDUCT AND AMENDMENTS

- a. No new rule shall be adopted, and no alteration or addition to the Rules shall be made, except at a General Meeting.
- b. The Association shall maintain a separate IVRA Code of Conduct and Values Policy ('the Code'). The Code sets out the standards expected of members when representing IVRA and may be adopted or amended by resolution at a General Meeting.

- c. The Committee may refuse membership to an applicant or suspend or remove a member where it reasonably considers that the person has acted in a manner prejudicial to the interests of the Association. In particular, a member who breaches the Code while representing IVRA may be removed from membership at the Committee's discretion.
- d. Before a member is suspended or removed, the member shall be given written notice of the concern and the proposed action, a reasonable opportunity to explain or defend their actions, and written notice of the Committee's decision. The member concerned shall not vote on the matter if they are a committee member. A decision to suspend or remove membership requires the support of at least two-thirds of the Committee members present and voting.
- e. Any proposed alteration, amendment or new Rule must be given in writing to the Secretary in sufficient time for it to be included in the agenda for the relevant meeting. The agenda and notice sent to members must set out the proposed change at least 10 days before an AGM or other General Meeting, and at least 7 days before a Special General Meeting.
- f. Any alteration to this Constitution requires the approval of a two-thirds majority of Voting Members present and voting at the General Meeting at which it is considered.

18. DISSOLUTION

In the event of the dissolution of the Association, any property or funds remaining after payment of all liabilities shall be passed, by agreement of the Committee, to an organisation with similar aims.