

# MAPESBURY RESIDENTS' ASSOCIATION CONSTITUTION (25/04/18)

## 1. Name

1.1 The name of the Association is Mapesbury Residents' Association ('MapRA').

## 2. Objects

2.1 MapRA's objects are:

- 2.1.1 To seek to improve all aspects of life in the local area for the benefit of the local community, including but not limited to the environment, safety, social and cultural opportunities and facilities, amenities and services;
- 2.1.2 To conserve and enhance the local area's architectural and historical heritage and to seek high quality design in all new developments;
- 2.1.3 To assist and support charities and voluntary groups operating in the local area or providing services to those living or working there; or working to improve the town centres in the area, i.e. Cricklewood, Kilburn and Willesden Green, in such ways that improve the quality of life of Mapesbury residents;
- 2.1.4 To do any lawful thing which MapRA shall consider conducive to the above.

2.2 Provided that:

- 2.2.1 In pursuing its objects MapRA shall (a) encourage as many as possible to take part in its activities and decision-making and (b) not discriminate by reason of age, ethnic origin, gender, religious or political affiliation, sexual orientation or physical or mental disability; and
- 2.2.2 MapRA shall not promote any political party or any religion or religious belief.

## 3. Membership

3.1 Membership of MapRA shall be open to any individual living or working in the local area who has paid the subscription and, for any period for which MapRA has set a special rate of household subscription, to any individual who is part of a household resident in the local area which has paid the household subscription.

3.2 An individual shall cease to be a member if:

- 3.2.1 His/her subscription, or, as the case may be, his/her household's subscription is more than two years in arrears;
- 3.2.2 He/she is removed by resolution of the Executive Committee ('EC') passed by a majority of at least 90% of those voting of which 14 days written notice and brief reasons has been given to the member. He/she must have a chance to make representations in writing or orally at the meeting at which the proposal is put; or
- 3.2.3 He/she no longer lives or works in the local area.

## **4. General Meetings**

### **4.1 Annual General Meeting.**

Each year in the month of April or as soon thereafter as is practicable the EC shall convene an Annual General Meeting of the members of MapRA. The AGM shall: consider an EC report or reports on the activities of MapRA in the preceding year; consider the accounts; elect Officers and other EC members; ratify the appointment of the Auditor; set members' annual subscriptions; and transact other business of which notice is given.

### **4.2 Special General Meetings**

The EC may convene a special general meeting at any time. If at least 10 members request the Secretary in writing stating the business to be considered, the Secretary shall within 21 days call a special general meeting.

### **4.3 Notice of General Meetings**

Except where this constitution provides otherwise at least 14 days' notice of a general meeting shall be given by email (or delivered notice to those without email). The Secretary shall take such steps to bring the meeting to the attention of members as the EC, or in default of a decision by the EC, as the Chair, Secretary and Treasurer shall decide. The notice shall state the business of the meeting.

### **4.4 Quorum**

The quorum at a general meeting shall be 10 members present. If a quorum is not present within 30 minutes of the advertised start time the meeting shall be adjourned and reconvened by notice. If a quorum is not present at an adjourned meeting the members present shall be a quorum but no alteration to this constitution may be made unless a quorum is present.

### **4.5 Officers**

Chair: Shall preside at general meetings and in his/her absence the Vice-Chair if any. In the absence of both, the members present shall choose one of them to preside.

Secretary: Responsible for arranging meetings, communication with members and external bodies.

### **4.6 Voting**

Each member present shall have one vote. Except as provided by the constitution decisions shall be taken by simple majority of those voting. In the case of a tie the member presiding shall have a second or casting vote.

### **4.7 Minutes**

The Secretary shall ensure that accurate minutes are kept of all meetings in hard copy suitably filed and presented for approval at the next general meeting.

## **5. Executive Committee**

### **5.1 Functions – Management of MapRA**

The affairs of MapRA shall be managed by its Executive Committee (EC) who shall, subject to this constitution and any regulations made a general meeting, have authority do all things on behalf of MapRA that MapRA has power to do.

## 5.2 EC composition

The EC shall consist of the Honorary Officers of MapRA and such further members of MapRA as shall be elected at the AGM or at a special general meeting.

5.3 The EC may co-opt MapRA members to be additional EC members up to half the total number of EC members elected at the preceding AGM. The councillors elected for the Brent ward of Mapesbury shall sit as committee members ex-officio.

5.4 The EC may fill casual vacancies in the Honorary Officers from among EC members.

## 5.5 Period of Office

An EC member shall hold office from the end of the AGM at which he/she is elected or from his/her co-option.

5.6 An EC member shall cease to hold office:

5.6.1 at the end of the next AGM after his/her election or co-option;

5.6.2 if he/she resigns in writing;

5.6.3 if he/she ceases to be a member of MapRA;

5.6.4 he/she is absent without the permission of the EC from all the EC meetings in any period of 6 months and the EC resolves that his/her office is vacated; or

5.6.5 if a resolution is passed by a general meeting to remove him/her from office.

## 5.7 Election of EC Members

The EC shall be elected from amongst members nominated in advance of or at the AGM. Outgoing EC members shall be eligible for re-election. The AGM shall decide the number to be elected in addition to the Office mentioned in 6 below. If the number nominated exceeds the number so decided there shall be an election by ballot.

## 5.8 Proceedings of EC

The EC shall meet at least once every six months and as often as it shall decide is expedient. The Chair or any two members may convene a meeting. Not less than 14 days notice of EC meetings shall be given to each EC member. The EC may appoint any EC member to carry out such functions under its control as the EC shall decide. Unless the EC decides otherwise a member of MapRA shall be entitled to attend but not vote. The EC may invite to attend a meeting, or any part of it, or its meetings generally, such persons as it shall decide. The quorum at an EC meeting shall be at least one third of the EC and no fewer than 3 members. If at any time the number of EC members falls below 3 the remainder may act for the purpose only of calling a general meeting to elect new EC members. Otherwise the provisions of this constitution governing the procedure of general meetings shall apply to EC meetings. The EC may make standing orders governing its procedures consistent with this constitution.

## 5.9 Sub-Committees

The EC may delegate any of its functions to sub-committees, including at least 1 EC member as it shall decide. The remit and responsibility of any sub-committee will be defined in writing and approved by the EC. Each sub-committee shall provide to the EC, at each EC meeting, a report of its actions and decisions.

## 5.10 Interest in MapRA

No EC member may have any interest in any property of MapRA or in any contract with it nor receive any remuneration from MapRA (other than expenses properly incurred).

## **6. Honorary officers**

- 6.1 Each AGM shall elect from among the members the following Honorary Officers: Chair, Secretary and Treasurer and such others as the AGM shall decide. They shall be *ex officio* members of the EC and shall carry out duties given them by this constitution, by the AGM which elects them and by the EC.

## **7. Finance and Accounts**

- 7.1 The Treasurer shall be responsible for bringing in all money belonging to MapRA; for paying all expenses and for keeping proper accounts.
- 7.2 The EC shall appoint a member of MapRA who is not a committee member as auditor. Such appointment must be ratified before the accounts are presented to the next AGM.
- 7.3 All funds of MapRA shall be kept in accounts in the name of MapRA at such banks as the EC shall from time to time decide. The EC shall decide the signatories on the accounts. All cheques and mandates, or electronic equivalent, must be signed by at least two EC members.
- 7.4 All proposals for disbursements must be approved by the EC except for regular administrative costs. Ordinarily, such decisions will be made at committee meetings by the passing of a simple majority. However, such decisions can be approved between committee meetings subject to electronic circulation/communication to all committee members provided that not more than one member raises an objection to the proposal, at which point the proposal will be deferred to the next committee meeting. Committee members will have five working days from the circulation/communication of the proposal in which to comment, raise questions or object

## **8. Notice**

A notice required to be given to an individual under this constitution shall be deemed to have been given when it is left at his/her last known address in the local area or two days after it is sent there by prepaid post

## **9. Alterations to the Constitution**

This constitution may be altered by resolution passed by not less than two thirds of the members present and voting at a general meeting. The notice convening the meeting must set out the terms of the alteration to be proposed.

## **10. Dissolution**

MapRA may be dissolved by resolution passed by a majority of two thirds of the members present and voting thereon of which at least 21 days notice have been given. The EC shall realise the assets of MapRA, pay any proper debts and distribute any surplus to such organisation having similar objects as shall be decided by the members or, in default, to a charity which operates in the local area.

## **11. Local Area**

In this constitution 'local area', means the South West side of Cricklewood Broadway and Shoot up Hill between Chichele Road and Exeter Road, Exeter Road, Dartmouth Road, Chatsworth Road, Mapesbury Road, Lydford Road, Walm Lane North East of Willesden Green Station, Station Parade, Riffel Road, Melrose Avenue, Chichele Road, and any area enclosed by the above; or such other area as MapRA may from time to time decide in general meeting.