

PRICES LODGE RESIDENTS' ASSOCIATION 2006

CONSTITUTION & STANDING ORDERS

1. Title The Association shall be called Prices Lodge Residents' Association 2006

2. Membership Membership shall be limited to residents of Prices Lodge Estate over the age of 18 years and shall not generally include temporary lodgers or short-hold tenants, however such residents may be allowed to opt to be members subject to the payment of the full subscription. All residents shall be considered members subject to the payment of an agreed subscription. Any resident who expresses a wish not to be a member shall have such wish respected by each member individually and by the Association collectively

3. Committee A committee and executive no more than 10 members shall manage the day to day business of the Association. Honorary officers shall be Chair, Treasurer and Secretary although the Committee will have delegated powers to create other positions from time to time should it be deemed to be in the interests of the Association. Honorary officers and Committee members shall be elected at an Annual General Meeting to be held once per calendar year. The Committee shall meet on a minimum of 6 occasions annually. In the event of the absence of the Chair another member shall be appointed to chair that meeting only. Voting shall normally be by a show of hands with the Chair having a casting vote in the event of a tie. Proxy voting will not be permitted except by prior resolution. Specific proposals should be notified in writing to the Secretary at least 3 weeks prior to the Committee Meeting at which the matter be debated. All proposals shall require a seconder and the Chair shall decide on the length of time any proposer, opposer and seconder may address the Committee. Any member of the Association may attend a Committee meeting as an observer, but may only speak by agreement through the Chair. In the event that the number of Committee members falls below the maximum permitted then the Committee shall have powers to co-opt members to serve until the following Annual General Meeting.

4. Annual General Meeting One calendar month's notice shall be given to all members of the date, time and place of the AGM. The AGM is for the following purposes:-

- a) To agree the minutes of the last AGM and to deal with matters arising therefrom.
- b) To hear the Chair's annual report, the Treasurer's annual report and for questions from the floor to be taken by the Chair. Accounts which have been independently examined shall be presented to all members at the time of notification of the AGM as the true financial position of the association.
- c) To elect an Honorary Chairman, Vice-chairman, Secretary and Treasurer and up to 6 committee members.
- d) To debate any proposal which has been put in writing at least 3 weeks prior to the meeting provided such proposal be formally seconded. The Chair shall agree with all parties the length of time any proposer, opposer or seconder may speak to a proposal.
- e) To set the annual rate of subscription.

After debating any proposal a vote shall be taken by a show of hands or by ballot if a resolution is passed to this effect. Only one vote per household will be permitted in such circumstances. In the event of a tied vote the Chair may exercise a casting vote. No matter

may be debated at an AGM which concerns any proposal to amend either the Constitution or the aims and objects of the Association. Proxy votes shall be permitted only where the Committee has decided prior to the meeting that this be appropriate.

5. Extraordinary General Meeting An EGM may be called to deal with a proposal to amend the Constitution, Aims and Objects or name of the Association. This may include a proposal to wind up the Association or to merge with or take over any other association, or to be taken over by any other association. An EGM shall not be empowered to address more than one issue and its associated factors. The rules regarding proxy votes and ballots shall be as in the case of an AGM (*see item 4 above*).

6. Special General Meeting An SGM may be called to address a matter of concern to members which may or may not require a resolution. Such matter shall relate to items which cannot be addressed at an AGM or EGM. In order for an SGM to be called not fewer than 10 paid up members must petition the Honorary Secretary notifying the reason and subject matter and any proposal. No more than one item and its associated factors shall be debated at an SGM. The rules regarding proxy votes and ballots shall be as in the case of an AGM or EGM (*see items 4 & 5 above*).

7. Quorums

a) In respect of Committee meetings a quorum shall consist of no fewer than 40% of the total Committee membership of which at least 2 should be officers. The minimum number required to conduct the meeting shall be 4.

b) In respect of any General Meeting a quorum shall consist of no fewer than 20 members of which at least 2 should be officers and 3 Committee members.

c) Should the Committee/Executive numbers fall below 50% or a quorum, the remaining members may continue business at this level for a maximum of three months. At the expiry of this time, or earlier, a Special General Meeting must be convened to elect or co-opt new members to restore the Committee as far as is possible to a full complement. Should a vacancy arise on the Executive then such a Special General Meeting be authorised to elect or appoint a replacement executive member.

8. Subscriptions shall be determined on the basis of an annual payment (agreed at each AGM) set in equal sum for each individual member. Such subscription should be paid to the Honorary Treasurer within 3 months of demand in order for full membership with voting rights to continue.

9. Executive Powers The Association through its Committee shall be empowered to negotiate all matters of estate management, environmental concerns, financial obligations and associated issues with outside organisations including the property management company, the local authorities and elected representatives. The Association's relationship with individual members, however, shall be binding only insofar as the conduct of the Association's business is concerned. No individual member shall be bound by any decision taken by the Association at any level of meeting in terms of his or her rights to conduct personal matters of a financial or contractual nature.

***Adopted by general assent at the inaugural meeting held on 14 March 2006
(amended re clause 4 sub-clause c and clause 7 by EGM on 26 June 2008)***