

Dance Square Residents Association

Constitution

1. NAME

The name of the Association shall be The Dance Square Residents Association (hereinafter called “the Association”).

2. PURPOSE

- a) To make collective representations to the freeholder of Dance Square, Clerkenwell, on behalf of the leaseholders and private tenants, aimed at maintaining conditions, amenities and environment at the highest practicable level.

To this end the Association shall at all times respect the principles of democracy and act in a spirit of transparency, accountability and responsiveness towards its members.

Additionally, the Association recognises that, whilst seeking to operate collectively, its rights are effectively those of its individual members and it relies on the goodwill of the freeholder in relation to collective consultation. It will therefore work to promote a harmonious and cooperative relationship with the freeholder and its appointed agents or representatives.

- b) To make collective representation, where appropriate, on behalf of leaseholders and private tenants to other bodies, whether private or public, whose activities or proposals might be expected to impact on the immediate environment or amenities of Dance Square.

3. MEMBERSHIP

- a) Eligibility: Membership of the Association will be open to all the private Tenants or Leaseholders of each Flat in Dance Square.

Eligibility for membership will cease immediately on any Member ceasing to be a Tenant or ceasing to be a Leaseholder.

Employees or directors of the freeholder, its associated or subsidiary companies or any firm contracted to work for it who are resident in Dance Square may be members of the Association but may not stand for the Committee and may not vote on any matters on which they have a direct interest by virtue of their status as an employee.

- b) Entitlement to vote at Annual General Meetings, General Meetings and Emergency Meetings: There shall generally be one vote per Flat. Arrangements will be made at such Association meetings to ensure voting priority, where necessary, is given to Leaseholders attending the meeting.

4. MANAGEMENT

- a) Committee: The Association shall be managed by a Committee, which will generally be elected annually at an Annual General Meeting. It will minimally consist of 7 Members. The Committee may elect from amongst its members a Chair and a Secretary (and any other such positions as the Committee may determine).
- b) Actions and Accountability: The Members of the Committee shall, where lawful and practicable, act in accordance with the decisions of the Association taken at General Meetings, and shall be accountable to the members at General Meetings for their management of the Association.
- c) Meetings: The Committee shall meet when it considers necessary, but not less than once every six months in addition to General Meetings.
- d) Filling vacancies: If vacancies occur among the Committee, the Committee shall notify all members of the vacancy as soon as it is known and shall have the power to fill them from among the membership until the next Annual General Meeting of the Association when elections should take place.
- e) Voting procedures: Voting on the Committee shall be by a simple majority.
- f) Minutes: Brief minutes shall be taken of each meeting of the Committee (and similarly of each General Meeting). They shall include agreed records of any decisions taken. The minutes shall be presented to the subsequent Committee meeting (or General Meeting) for approval by a simple majority of Members present.

5. ANNUAL GENERAL MEETINGS

- a) An Annual General Meeting of the Association shall be held in each year at such date, place and time as the Committee may determine. The ordinary Business at such meeting shall be:
 - i) to elect a Committee of at least 7 Members, consideration to be given to ensuring that all resident blocks have Committee representation;
 - ii) to receive and consider a report from the Committee on the activities of the Association during the preceding year;
 - iii) if appropriate, to receive and approve the Statement of Account and Balance Sheet of the Association as at 31 December of the preceding year, together with a report on the financial position of the Association;
 - iv) to consider any other business duly proposed and seconded by any member of the Association and notified in writing to the Committee not less than seven days before the Annual General Meeting.
- b) Not less than 21 days Notice of the Annual General Meeting shall be given to all registered members of the Association.

- c) With the approval of the Committee, non-members of the Association can attend the Annual General Meeting (and similarly Committee meetings and General Meetings) as nonvoting observers and may be invited to speak.
- d) Nominations for election to the Committee referred to in paragraph (a) of this rule, may be made by any member of the Association by written notice to the Committee, served not less than seven days before the Annual General Meeting.
- e) Nominations may also be made at the AGM if the Committee deems that this would be desirable.
- f) An agenda containing all resolutions proposed and seconded and the names of all persons nominated under the terms of paragraph (d) of this rule shall be made available and distributed in advance of the Annual General Meeting. The agenda shall state whether or not the Committee has determined to invoke paragraph (e) of this rule.

6. GENERAL MEETINGS

- a) Decisions of General Meetings of the Association shall be binding on the Committee, where lawful and practicable.
- b) Not less than 21 days Notice of General Meetings shall be given to all Members, stating the time and place it will be held and the business to be placed before it.
- c) The Members of the Committee shall appoint one of their number to Chair the General Meeting.
- d) At every General Meeting only one vote may be cast on any motion in respect of each Flat, and on motions relating to service charges or initiatives which may affect service charges (including hot water and heating) only the Leaseholder of the Flat in respect of which the variable service charge is payable may cast a vote.

7. EXTRAORDINARY GENERAL MEETINGS AND EMERGENCY MEETINGS

- a) The Committee may at any time and shall, on the written requisition of not less than twelve Members of the Association (two of whom must be members of the Committee) or five members of the Committee, stating the business for which they require the meeting, convene an Extraordinary General Meeting of the Association.
- b) Notice shall be given to all members of the Association not less than seven days before the date of the meeting.
- c) This Notice shall include the date, time and place of the meeting and details of the business to be transacted.

8. RECALL PROCEDURES

- a) In the event of dissatisfaction being expressed about the work of the Committee either for actions taken which are not in line with the Association's objectives or for failing to comply with particular requirements of Committee membership, the possibility shall exist for the whole Committee or an individual member of the Committee to be recalled.
- b) This shall be done by convening an Emergency Meeting in accordance with Article 7 to consider the allegations and, if necessary, vote for new Committee members. The meeting shall be governed by the terms of Article 7 of this constitution.

9. QUORUMS

- a) The Quorum for any Annual General Meeting, General Meeting or Extraordinary Meeting shall be 10 registered members of the Association entitled to vote at such a meeting plus at least two committee members. If there should be no Quorum at the start of any meeting, it shall stand adjourned. If the meeting fails due to lack of proper Quorum and the Members attending so wish, the Committee has the right to reconvene it within two weeks with the same agenda and papers already distributed. The Committee shall give all Members due Notice of the reconvened meeting.
- b) The Quorum for any Committee meeting shall be not less than three Committee Members.

10. SUB-COMMITTEES

The establishment of sub-committees or working groups for specific purposes (such as organising specific social events) or to address specific tasks shall be encouraged. Membership of such sub-committees shall be open to any member of the Association. Notice of an intention to set up a sub-committee shall be notified to all registered members in an appropriate way and their composition agreed by the Committee, to which they will be responsible and will report.

11. CONSTITUTION

- a) On the adoption of the Constitution at the AGM of the Association held on 29 April 2013 it shall be deemed to be the Constitution of the Association with effect from the close of that Meeting, and the Committee elected at that Meeting shall be deemed to have been elected under the terms of this Constitution, and shall be subject to it.
- b) This constitution may be altered or amended by a resolution duly proposed and passed at an Annual General Meeting or General Meeting of which due Notice has been given.

12. DISSOLUTION

If the Committee, by a simple majority decides at any time to dissolve the Association, it shall give at least 21 days notice of a meeting to all Members. If such a decision shall be confirmed by a simple majority of those present and eligible to vote, the Committee shall have the power to dispose of any assets held by, or in the name of, the Association for purposes consistent with the aims of the Association.