

JHERA CONSTITUTION 2016

1. Name and Area

- 1.1. The name of the Association is the “Jesus Hospital Estate Residents Association” - JHERA for short.
- 1.2. The designated area eligible for membership of JHERA is as shown on the attached map. Broadly this is the area bounded by Wellington Row, Durant St, Baxendale St, Shipton St, Ravenscroft St and Columbia Road to Gosset St.
- 1.3. Although JHERA will confine its reach to matters arising within its defined area, it may extend its involvement to matters occurring outside its bounds, especially those green spaces running along its boundaries, so long as they impact directly upon the interests of residents within its area.

2. Aims and Objectives

- 2.1. To represent, further and protect the interests of all, or any of the residents living in the designated area.
- 2.2. To promote and foster recreational and social activities within the designated area, and between the residents.
- 2.3. To keep the residents informed regularly of its plans, activities and proposals.
- 2.4. To consult with the residents on all relevant matters where and whenever possible.
- 2.5. To act at all times as fairly, equally and proportionately as possible for and between all residents.
- 2.6. To ensure that the needs of the older and less advantaged residents are proportionately considered and taken into account.
- 2.7. To apply all funds that comes into its possession, from whatever source, for the benefit of residents.

3. Powers

- 3.1. In order to achieve its aims the Association may:
- 3.2. Raise money
- 3.3. Open bank accounts
- 3.4. Take out insurance
- 3.5. Organise events
- 3.6. Work with other groups and exchange information

4. Membership

- 4.1. Membership of JHERA is open to everyone who lives in the designated area, permanent members of their households, and their landlords, who are over the age of 16
- 4.2. One representative from any commercial or other organisation that operates within the designated area can become an Associate Member of JHERA and attend its meetings, but without the right to vote.
- 4.3. All residents of the designated area are members of JHERA, but they must first register with JHERA in order to enjoy its voting rights and privileges. Registration may be via the JHERA website, attending and registering at a JHERA event, or by notifying their names and addresses to an Officer or Committee Member in writing.
- 4.4. Associate membership is open to anyone not living or owning a residence within the designated area, but with an interest in the area. Associate members can attend JHERA meetings and events, but do not have voting rights.
- 4.5. Membership ceases when a Member dies, resigns, leaves the area or no longer lives, owns or rents on the Estate.

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- 4.6. Members may be required to pay a subscription determined by the Annual General Meeting of the Association. The subscription may be set at zero, as at the present time.
- 4.7. In the event that any Member is in substantial breach of any important part of the Constitution, or behaves in such a way as to substantially undermine the conduct of the Association's business or reputation, or acts offensively towards other Members, they may be expelled from a Meeting or event, and/or have their membership terminated or suspended on whatever terms the Committee thinks fit, by a majority of the Committee Members present. Notification of suspension or termination must be given in writing to the Member as soon as is reasonable thereafter.

5. The Management Committee

- 5.1. The affairs of JHERA will be conducted by a Management Committee of not less than 5, but no more than 10 Members, elected or re-elected annually by a simple majority of the Membership at an Annual General Meeting (AGM), or co-opted thereafter by the Committee.
- 5.2. All decisions of the Committee will be made by simple majority of those present.
- 5.3. The Committee shall elect its own Chair, Secretary and any other Officers or portfolio holders that it thinks appropriate, all of whom will be accountable to the Committee. Officers and portfolio holders will only be removed from office with the approval of the Committee.
- 5.4. Chair will not vote at Committee Meetings except with a casting vote where the Committee is equally divided.
- 5.5. There shall be no more than one voting member of the Committee from any single household or partnership.
- 5.6. The Committee shall have sole power to appoint and discontinue Sub-Committees, co-opt registered Members on to the Committee until the next AGM, set up and disband ad hoc task forces, appoint and monitor the work of helpers and conduct itself in any way that is for the benefit of the residents and the good governance of the Association. Decisions of sub-committees and ad hoc groups shall have no binding effect unless confirmed by the main Committee.
- 5.7. If Committee Members wish to convene meetings with third parties concerning important JHERA business, they will first inform the Committee of their intention so to do, and any decisions thereby made will be subject to confirmation by the Committee.
- 5.8. Committee Members must declare to the Committee any conflict of interest however arising in respect of any matter before the Committee, and withdraw from discussions and voting thereupon.
- 5.9. The Committee will keep minutes of all its meetings and may publish the same on its website, except for matters of confidentiality or extreme sensitivity.
- 5.10. The Committee must meet at least 4 times a year in person, though much of its business will be conducted digitally where it can vote effectively by simple majority, if it so wishes.
- 5.11. The Committee shall be responsible for the running and controlling of the budget and finances of the Association for the benefit of the greatest number of residents possible at any one time, and fairly and equally between each and all groups of residents, in as impartial and proportionate manner as possible.
- 5.12. A copy of the Constitution, names and contact details of the Committee, and details of all planned Meetings of the Association will be available on the Association's

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website together with instructions on how to propose an item on the agenda for any Meeting. A hard copy will be supplied on request to those who do not have digital access.

- 5.13. The Committee shall ensure that all important announcements of the Association affecting Members will be posted regularly on the website, and the Notice Board on the Green, or, in the case of an AGM, by written notice to all residents without digital access.
- 5.14. Where a Committee Member fails to attend three consecutive meetings without appropriate apologies, he or she will be asked to stand down.
- 5.15. The quorum for Committee Meetings will be 4 or at least 50 per cent, whichever is the greater.

6. Election to the Committee

- 6.1. Election to the Committee is open only to registered Members of JHERA by a simple majority of votes at an Annual General Meeting (AGM).
- 6.2. Any registered member wishing to stand for the Committee must give notice to the Secretary not less than 7 days before the AGM of his or her intention to stand.
- 6.3. If there are still vacancies for nomination at the AGM, the retiring committee may allow a qualifying candidate to stand for election notwithstanding.
- 6.4. Where there are more nominees for election than there are vacancies for committee membership, each nominee will be voted upon by ballot and the nominees receiving the highest number of majority votes after voting has finished, will be elected accordingly.

7. Officers and their Duties

- 7.1. It will be for each Committee to decide how it manages its affairs and the affairs of JHERA during its year of office, and all of committee members will carry out their respective functions to the best of their ability, in accordance with the Constitution and their mandate from the voting Members of the Association at the AGM.
- 7.2. Chair will Chair meetings of the Association and give leadership to JHERA where necessary.
- 7.3. The Treasurer shall administer and have responsibility for all financial matters, and the preparation of annual accounts, subject to the overriding control of the Committee.
- 7.4. The Secretary shall be responsible for the convening of all Meetings of the Association in accordance with the Constitution, keeping of Minutes where required, and overseeing all voting procedures of JHERA meetings.

8. Finances

- 8.1. Records of income and expenditure will be maintained by the Treasurer and a financial statement given to each committee meeting.
- 8.2. All money and property held by or belonging to JHERA will be vested at all times in the Committee jointly and severally, and will be held by them under their fiduciary duty to expend and account for the same to the Members, who are the beneficiaries of the Association, at each AGM.
- 8.3. All budgetary decisions involving expenditure over £100 must be made by a simple majority of the Committee either in person or electronically. Payments under £100 can be made with the approval of two Members of the Committee if they are unrelated to any other payments made by the Committee.

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- 8.4. The Committee shall impartially budget its expenditure so as to ensure that the greatest number of members benefit from its resources in any given financial year as fairly and proportionately as possible.
- 8.5. The Committee shall present to the AGM properly prepared accounts. The accounts will set out full details of all income and expenditure for the year, and a short statement as to the true financial position of the Association, with comparison figures from the previous year's figures.
- 8.6. A bank account will be maintained on behalf of the Association at a bank agreed by the committee. Three cheque signatories will be nominated by the Committee (one to be the Treasurer). Any two of these must sign every cheque. Where Internet Banking is used, there should be an audit trail (email or committee meeting minutes) of the agreement to expenditure.

9. Meetings Generally

- 9.1. Only registered members, whose registration was entered one week or more before, can vote at an AGM or SGM.
- 9.2. Where the AGM or a SGM has been called, and fails to be quorate, the Committee shall be permitted to invite a vote by a simple majority in either case, which will be binding until reviewed at the next following AGM, when the matter or issues concerned may be restored and voted on again.
- 9.3. A full minute of Committee Meetings, the AGM and SGMs will be kept by the Secretary in a dedicated Minute Book, or by a deputy appointed by him, and in each case certified as such and signed by the maker.

10. Annual General Meeting

- 10.1. The Committee shall call an AGM each year, which must be held on a date within 15 months of the previous AGM. All members will be notified in writing at least 3 weeks before the date of the meeting, giving the venue, date and time. The same will be notified on the website
- 10.2. The business of the AGM
 - 10.2.1. The Committee will present a report of the work of JHERA over the year.
 - 10.2.2. The Committee will present the accounts of JHERA for the previous year.
 - 10.2.3. The Committee for the next year will be elected.
 - 10.2.4. Debate motions upon which a vote is required.
 - 10.2.5. Discuss topics of interest if time permits.
- 10.3. The previous year's Committee Members' tenure of office shall expire automatically at the end of the following AGM. If any of them wish to stand again, they must put themselves up for re-election under the provisions of Paragraph 7 above.
- 10.4. There will be no limit on the number of times a member can serve on the committee if re-elected.
- 10.5. All decisions made at the AGM, except constitutional matters, must be carried by a simple majority of those qualifying registered members in attendance at the meeting.
- 10.6. Any registered member of JHERA can lodge with the Secretary:
 - Motions which must be lodged with the secretary 14 days before the AGM
 - Discussion topics which must be lodged with the secretary 7 days before the AGM
- 10.7. The quorum required for an AGM shall be 15% per cent of the registered membership, or 30 people, whichever is the less.

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11. Special General Meetings

- 11.1. A Special General Meeting shall only be called in respect of issues of the greatest importance or to amend the Constitution. If the Committee decides that a request for a SGM is vexatious, frivolous or misconceived, it will refuse to call it.
- 11.2. The Committee may convene a SGM on a date of its choice with 7 days' notice, and must do so within 28 days of a written request by at least 20% of the registered membership.
- 11.3. Decisions voted on at a SGM must be carried by a two thirds majority of the qualifying registered members present and will bind the Committee and Membership.
- 11.4. Quorum for a SGM shall be 20% of the registered membership, or 40 people, whichever is the less.

12. Ordinary General Meetings

- 12.1. The Committee, or any group of residents, can call for an informal OGM, which will be informally presided over by the Chair and Committee, and at which issues of interest or concern may be discussed, and where socialising will be encouraged.
- 12.2. Notice of at least two weeks should be given, where possible, by the usual means of an OGM, at which there will be no voting or formalities, but plenty of discussion.

13. Planning

JHERA will avoid involvement in all individual planning and licensing disputes between residents and the Planning and Licensing Authorities, but where such matters are raised locally that affect conditions within or near the designated area, which directly impact on the interests, welfare or common good of residents within the area, the Committee may, either of its own volition, or at the request of any of the residents so affected, take such steps as it thinks appropriate to protect those interests, and may do so in any event if any such matter involves an infringement of the law or conservation regulations.

14. Changes to the Constitution

- 14.1. Amendments to the constitution may only be made at the Annual General Meeting or a Special General Meeting.
- 14.2. Any proposal to amend the constitution must be given to the Secretary in writing. The proposal must then be circulated with the notice of meeting.
- 14.3. Any proposal to amend the constitution will require a two thirds majority of those present and entitled to vote.
- 14.4. Where changes to the Constitution are necessary to comply with required accounting or legal practice, the Committee will implement the same after giving 28 days notice of its intention so to do on the JHERA website.

15. Appeals

- 15.1. A Member whose membership has been terminated or suspended shall have the right to appeal through the Secretary to a Special Meeting of the Committee within 28 days of receipt of the letter of suspension or termination. A Special Meeting of the Committee must be held within 21 days thereafter.
- 15.2. The Special Committee must consist of three Committee Members and at least three registered Members of the Association who are not Committee Members.
- 15.3. The Appellant shall have the right to bring a third party to the appeal hearing and have another to represent him or her.
- 15.4. The decision of the Special Committee shall be binding on all parties.

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16. Dissolution

- 16.1. If JHERA ceases to function, and insufficient members are prepared to conduct its affairs, and at least 10 registered members decide unanimously that the Association must be dissolved, they must give at least 14 days notice to all residents of a Special Meeting to put the same into effect.
- 16.2. The SGM will then decide on a two thirds majority of all qualifying residents present whether to dissolve JHERA.
- 16.3. Upon dissolution, any present or contingent funds or property owned by JHERA will be realised and put to the benefit of all the known registered residents at the time of dissolution, in so far as it is possible to determine.

Appendix 1 Map of JHERA designated area

