

PEEL COMMON RESIDENTS ASSOCIATION LTD.
22, TERN WALK, GOSPORT, HANTS
P0130RY

RULES and CONSTITUTION

The following Rules and Constitution have been compiled and adopted to ensure that the Peel Common Residents Association Ltd. meets the requirements of the Government's Landlord and Tenant Act 1985 and the Companies Act.

NAME

The name of the association shall be The Peel Common Residents Association Limited, hereafter referred to as the PCRA.

REGISTRATION

PCRA is a Certificated and Recognised Tenants Association. That certification was granted by the Southern Rent Assessment Panel, which is part of the Residential Property Tribunal Service.

AIMS & OBJECTIVES

1. To liaise with the Landlord's Managing Agent to ensure that the landscaped areas adjacent to the individual tenant properties are properly maintained in accordance with the specification contained within the Gardening Maintenance Contract.
2. To ensure that the Landlord's Managing Agent correctly manages the tenants "ring fenced" Service Charges Account and disburses monies promptly and correctly.
3. To ensure that the Landlord's Managing Agent produces properly prepared and audited sets of accounts annually and within a reasonable timescale following the end of the financial year end date.
4. To liaise with Local and County Authority departments on a range of issues - Highways, Street lighting, Environmental issues, for example.
5. To liaise with the Local and County Police as required
6. To protect, promote and advance the interests and rights of all PCRA members.
7. To hold bi-monthly committee meetings. To call extraordinary full member meetings as and when required.
8. To hold an Annual General Meeting for the purpose of the election of Directors and Ordinary Committee members, the presentation -of an annual report and annual audited accounts.
9. To ensure that all eligible tenants are encouraged to join the PCRA.
10. To attempt to build and maintain good relationships between the tenants, the Managing Agent and the Landlord.

11. To receive and collate information from various sources and to disseminate that information, together with advice and comment, as appropriate, via News Letters, Special Bulletins and the PCRA Web Site.
12. To recognize and observe the Data Protection Act.
13. To operate an equal opportunities policy.
14. To never discriminate on the basis of race, religious persuasion or political affiliation.

MEMBERSHIP

Membership of the PCRA will be open to all Peel Common Estate Tenants/Freeholders. The membership will be classified as a "Household Membership" with each household having ONE vote at an Annual General Meeting. All membership benefits will be made available to every household member. (Sub-Tenants are not permitted to apply for membership) Applications for membership are to be addressed to the PCRA Membership Secretary and accompanied by the requisite membership fee.

The PCRA reserves the right to refuse membership in rare and certain circumstances but not on the grounds of race, religious persuasion or political affiliation.

Members are to be made aware of the PCRA Rules and Constitution.

Members are not permitted to divulge privileged information, gleaned from News Letters, Special Bulletins or the Web Site, to non- members, the Landlord or any of his agents, the press or television without the express permission of the PCRA Directors. To offend this constitutional rule may result in the withdrawal of an individuals' membership.

Honorary Membership may be conferred upon individuals who have given long and exemplary service to the PCRA. Honorary members will not have voting rights.

ORGANISATION and MANAGEMENT

The affairs of the PCRA shall be managed by an elected committee which will meet not less than 6 times per year decided by the Chairperson. A quorum will consist of a minimum of 5 committee members to include at least 2 Directors. Separate Executive Directors meetings will be convened as required. The main committee will be comprised of the following:-

Executive Directors

Chief Executive Officer
Chairperson
Vice Chairperson
Company Secretary
Treasurer
Membership Secretary

Ordinary Committee Members

A minimum of 5 ordinary committee members will be required. Additional members may be co-opted onto the committee as and when required.

Membership of the PCRA Committee as either a Director or Ordinary Member is purely voluntary and is not remunerated, but they may recover legitimate expenses incurred on behalf of the PCRA. All Committee members will be asked to sign a declaration of confidentiality to ensure that privileged and possibly private information gleaned as a committee member is not communicated outside of the committee. Any committee member who offends this caveat to membership will be dismissed from the committee and a replacement sought.

Membership of the committee as either a Director or Ordinary Member will be by democratic vote at the Annual General Meeting. Directors shall stand down at the end of each year (31 st October) but Ordinary Committee Members can remain in office for a period of three years from the date of their original election before having to stand down and seek re-election. To remove an Ordinary Committee Member from office before his/her 3 year term is expired will require a motion of dissatisfaction to be brought before the Annual General Meeting. That motion will require a proposal and will be seconded by 2 members of the PCRA. The member making the proposal must be present to give his/her reasons for making the proposal otherwise the motion will fail.

Directors have to be re-elected annually but may be removed from office at any time as a consequence of gross misconduct against the interests of the PCRA or its members. In these circumstances a censure motion can be raised against the individual so accused by any PCRA member and that motion will be considered and either upheld or dismissed by his/her peers on the committee. If the decision is to uphold the censure motion the offending director will be suspended until the next Annual General Meeting when the circumstances leading to the censure motion will be made clear and a vote will be taken on whether the suspension is lifted or converted to dismissal.

Ordinary Committee Members shall have to serve at least one year before becoming eligible to be considered for election to one of the Director posts.

Nominations for membership of the PCRA committee will require a proposal to be seconded by at least two PCRA members. Proposals are to be notified to the Company Secretary, 7 days before the date of the Annual General Meeting and have to contain the written consent of the nominee. In the event that no nominations are received then, providing the outgoing Directors or Ordinary Committee Members are willing to continue in office then they will be deemed to be re-elected un- opposed

It follows that Executive Directors and Ordinary Committee Members MUST be fully paid up PCRA members.

CONDUCT OF THE ANNUAL GENERAL MEETING

The PCRA Annual General Meeting will **normally** take place within 1 month of the members (Tenants/Freeholders) receiving their annual service charge and ground rent bills. This date may change to suit circumstances following discussion and ratification an any committee meeting. Members will be given at least 14 days notice as to the date, time and venue of the meeting. Admission to the meeting will be by the showing of membership cards. Admitted members will be given an agenda for the meeting and copies of any other relevant notices. A Quorum at an AGM will not be less than 25% of the membership.

The basic format of the meeting will be:-

1. Opening address and annual report - Chairperson
2. Company Secretary's report

3. Treasurer's report
4. Election of directors and ordinary committee members
5. Guest speaker if appropriate
6. Open forum - Question and answer session
7. Any other business

Emergency General Meetings by their very nature may be called at very short notice but members should be where possible be given at least 7 days notice.

Voting at annual or emergency general meetings will be decided by a simple majority and by a show of hands; two tellers will be nominated to count the votes. In the event of a tie the Chairperson has the casting vote.

FINANCE

The Treasurer shall administer all the funds of the PCRA, on behalf of the committee and the membership. The Treasurer will normally seek approval from the full committee before disbursing any amount over £300 but in exceptional circumstances may seek approval from the other Executive Directors only.

The Treasurer may permit the Company Secretary to operate a Petty Cash account from which small amounts may be disbursed without prior approval, for example postage and telephone calls etc' All disbursements must be supported by receipts or invoices.

A Bank Account will be held in the name of The Peel Common Resident's Association Ltd.

There will be three designated signatories to the account and all cheques drawn on the account will require the signature of two of the three designated signatories.

The Treasurer will produce all required accounts in the proper format and to the prescribed timescale.

The accounts will be audited annually and made available to all members at the Annual General Meeting or as soon as possible afterwards. The audit will be carried out independently of the PCRA Committee.

No Executive Director or Ordinary Committee Member will be remunerated for the service they give to the committee or the membership at large. They may reclaim legitimate expenses incurred, such as postage, telephone calls, petrol etc' on the production of legitimate receipts.

CODE OF CONDUCT

The PCRA may from time to time deal with difficult and sensitive issues, therefore discretion and care should be exercised during meetings and after. All committee members should be reminded of their confidentiality undertakings on a regular basis.

The PCRA committee meeting minutes are to be carefully prepared and submitted for approval or amendment at the next meeting. The minutes are to be made available to any member on receipt of a written request.

PCRA members will follow the guidance of the Committee on the conduct of Annual and Emergency General Meetings.

The Committee will at all times conduct themselves in a reasonable and corporate manner. Any Committee member found guilty of breaching their confidentiality undertaking will be barred from all further meetings.

The PCRA will not be responsible for the actions of individual members acting outside the meaning of the constitution or without the knowledge and agreement of the governing committee.

The committee will have the power to expel or suspend any member for unbecoming conduct or a breach of these rules and constitution of the PCRA. Such members will have the right of appeal before the governing committee and if not satisfied with the appeal result may opt to appeal before the full membership at an extraordinary general meeting.

INSURANCE.

The PCRA Committee will ensure that the assets of the PCRA are adequately insured. Such assets to include the Registered Office building at 22, Tern Walk and the equipment contained therein. The PCRA Committee will ensure that adequate Directors and Officers insurance is in place at all times to protect said Directors and Officers of the PCRA against all eventualities.

OBSERVANCE OF MEMBERS REQUIREMENTS

To ensure that the PCRA Committee delivers a quality service to its contributing membership it is essential that the members are encouraged to put forward suggestions for improving the efficiency and effectiveness of the committee, ideas for fund raising, suggestions for social events and complaints either directed at the PCRA Committee or the Landlord and his agents.

The revision of the Rules and Constitution has been necessitated by formation of PCRA into a Limited Company (limited by guarantee) and a necessary improvement in the original Rules and Constitution drawn up in January 2008.

CESSATION OF BUSINESS

If the General Committee feel because of lack of support or in the interest of the majority of the residents, the Association should be dissolved, an Extraordinary General meeting shall be called giving 21 days notice of a resolution to this end.

If such a decision is confirmed by a majority of those present at the meeting, all liabilities and debts shall be discharged, any monies remaining in the account of the Association to be donated to any charity as the Committee may determine.