

Chelsea Bridge Wharf Residents' Association Constitution

1.0 The Association shall be called the Chelsea Bridge Wharf Residents' Association ('the Association')

Objectives

2.0 The objectives of the Association are:

2.1 to represent the leaseholders on matters of common interest;

2.2 to consult with the lessor and/or its managing agent;

2.3 to preserve and improve, where required, the amenities enjoyed by leaseholders;

2.4 for the purpose of aforesaid, to employ solicitors, counsel, surveyors, engineers, accountants and other professional or qualified persons to advise the Association;

2.5 to do such other things, ancillary to the preceding objects, as may seem desirable to the Association.

Members

3.1 Any leaseholder may upon application and payment of the entrance fee become a full member. Only one vote per flat will be given in the case of joint leaseholders. A company that is a leaseholder of a flat shall be eligible for membership and shall have one vote per flat.

3.2 The Committee may admit any other person as an honorary member.

3.3 In the rules the word "Member" shall, unless the context otherwise requires, mean a "relevant qualifying tenant" in accordance with section 29A (8) of the Landlord and Tenant Act 1985. Honorary members shall have neither rights nor obligations, except they shall have the right to attend and speak (but not vote) at any general meeting of the association.

Committee

4.1 The Committee is the executive body of the Association and shall administer the Association on behalf of the members.

4.2 A resolution of the committee members shall be passed on a show of hands at a committee meeting by a simple majority of committee members who, being entitled to vote, do so in person or by proxy.

At any committee meeting, three or 25% of the Committee attending in person or via an electronic collaboration platform, whichever is greater, shall constitute a quorum, and if not present, the committee meeting shall be adjourned to another day when members present shall form a quorum.

4.3 The Committee shall determine whether a resolution of the committee members shall be submitted to the members to be passed by a simple majority of the members who, being entitled to vote, do so in person or by proxy.

A request from the development landlord for a resolution of the committee members to be submitted to the members to vote shall supersede any committee determination.

4.4 The Committee shall have a minimum of the following officers: a Chairperson, Secretary and Treasurer.

Additionally, the Committee shall consist of not less than one-member representative from each of the landlords on the development.

Any vacancies on the Committee may be filled by members until the next general meeting.

Any member may on request become a committee member, provided that committee members shall never comprise more than 49% from one development landlord, and not more than 20 committee members in total.

In the event that requests to become a committee member exceed these thresholds, all committee members shall be elected by the remaining members of the Association.

At each annual general meeting (AGM) all committee members shall resign but shall be deemed to be re-elected (if willing to act) in absence of other nominees.

4.5 No person shall be nominated for membership of the Committee unless at least 7 days prior to the annual general meeting, written notice of such nominations shall be sent by email to the Secretary, save that existing members of the Committee shall be deemed to be duly nominated.

4.6 Where a company is a leaseholder of a flat in accordance with clause 3.1 it shall nominate a beneficial owner or director to act as a committee member on its behalf.

4.7 The Committee may appoint sub-committees to carry out the activities of the Association.

Sub-committees shall be directly accountable to the Committee.

The Committee will agree in advance the terms of reference for any sub-committees.

At least one committee member shall sit on any sub-committee of the Association.

All sub-committees shall keep proper accounts and records of all meetings to be made available as required to the Committee.

The Committee or general meeting may dissolve any sub-committees.

Any accounts, records or assets of the sub-committee will pass to and become the ownership of the Committee on creation.

Code of Conduct and Complaints

The Code of Conduct applies to all members including committee members.

5.1 Members shall conduct themselves in a manner that will not cause offence to others.

Harassment, bullying, intimidation, or discriminatory behaviour will not be tolerated and will be grounds for suspension of individual members.

Members shall conduct themselves in a manner representative of the Association when liaising externally.

The Chairperson and committee members have the right to warn member(s) in the event their behaviour breaches the constitution. If such a member persists in this behaviour, having received three warnings, the member will be suspended until further notice or have their membership terminated.

Notification of suspension of a member must be given in writing to the member with a copy of the Constitution attached.

5.2 It is a condition of membership that members at all times conduct themselves in a reasonable manner at meetings or in premises used by the Association. A member may be suspended from the Association for failure to observe this or for any other conduct not in line with the aims of the Association.

5.3 All members must comply with the Constitution at all times.

Any serious breach of the constitution by a member may result in the member, following a majority vote of the Committee, be removed from the Committee and/or sub-committee and if appropriate, have their membership terminated.

5.4 Members should be prepared to accept the majority decision and not take a decision as a form of personal slight or criticism.

5.5 Members cannot receive any payment from the Association other than for bona fide expenses reasonably incurred which have been approved by the Committee in advance.

5.6 Members shall not use their position to seek preferential treatment for themselves or any third parties, including but not limited to their relatives.

Members shall not use their position to be treated more or less favourably when requesting services from the Local Council or other organisations.

5.7 Committee members must not divulge or use any Association business which is confidential other than as permitted by the Committee to carry out the objectives of the Association.

5.8 Statements to the media or other organisations on behalf of the Association should be made by the Chairperson or committee members with the prior approval of the Committee.

5.9 Formal correspondence sent on behalf of the Association must be signed by the Chairperson, Treasurer or Secretary, agreed by the Committee.

5.10 Any resident who feels that they have not been treated fairly and equally by the Association can raise this with the Committee who will respond within twenty-eight (28) days after the next scheduled Committee meeting.

5.11 Any complaints received about the conduct of the Association or individual members will be taken to the Committee who will respond within twenty-eight (28) days after the next scheduled Committee Meeting.

The Committee will only deal with complaints that relate to the activities or objectives of the Association and its members.

5.12 Any member who has been suspended or had their membership terminated shall have the right to appeal. If a member wishes to appeal, they must write to info@cbwra.com within twenty-eight (28) days of receipt of the letter suspending them or terminating their membership requesting a special meeting is arranged to hear their appeal.

A special meeting must be held to hear the appeal within twenty-one (21) days of the receipt of the email notification from the member.

The Committee shall appoint an appeals panel to hear the appeal.

The appeals panel shall include at least three ordinary members of the Association who are not on the Committee, three Committee members and a neutral third-party observer.

All participants of the appeals panel shall behave impartially and in good faith in dealing with the appeal.

The appeals panel shall, acting reasonably, determine the length of the special meeting.

Any member appealing suspension or termination of their membership shall have the right to bring a third party to attend the special meeting and also, if they wish, to be represented by that third party.

At the special meeting the member requesting the meeting and the Committee may make representations to the appeals panel.

The appeals panel shall reach a decision by simple majority. The decision of the appeals panel shall be binding on the member requesting the appeal and the Committee.

Officers

6.1 The members shall elect a chairperson (who shall be chairperson of the Association and remain such until a new one shall be elected) and who shall appoint a Secretary and Treasurer. The role of chairperson may be carried out by two people serving jointly.

6.2 The secretary shall keep and make available for inspection when requested to do so by a member a record of the business transacted at the previous year's AGM and the previous year of committee meetings.

Meetings

7.1 The first Annual General Meeting (AGM) shall be held within 4 months of the end of the first financial year end.

7.2 Thereafter an AGM shall be held once annually and not more than 18 months shall pass between one AGM and the next one.

14 days' notice of the AGM shall be given in writing to members of the AGM.

A report shall be given at the AGM by the Chairperson providing an overview of the Association's work and a report on finances and membership over the past year.

7.3 Special general meetings may be called by the Committee subject to the Committee providing at least 14 days' notice in writing to members. The notice shall indicate in general terms the principal business to be considered at the meeting.

7.4 At the AGM of the Association, or at any special general meeting, 25% of the membership attending in person or via an electronic collaboration platform shall constitute a quorum, and if not present, the meeting shall be adjourned to another day when the members present form a quorum.

7.5 Seven days' notice in writing must be given to the Secretary of any resolution to be moved at the General Meeting unless such resolution is admitted by the Chairperson at the meeting.

7.6 A notice containing all resolutions and nominations to be moved, with the names of those proposing and seconding each resolution or nomination, shall be kept by the Secretary and be available for inspection by any member for seven days before the General Meeting.

7.7 All members shall have the right (subject to control of the Chairperson) to speak at any General Meeting.

7.8 All members shall have the right to vote on any resolution before any general meeting.

7.9 Any member entitled to vote may demand a poll which shall be taken forthwith at the General Meeting.

7.10 Any member entitled to vote may authorise in writing (such authority to be satisfactory to the Chairperson) another member to vote on his behalf.

7.11 In this constitution, a reference to "writing" means any communication consisting of words in any legible or visible form, including words produced by any form of electrical or mechanical means and in typed or printed format as well as in manuscript.

7.12 In the event of the equality of votes on any resolution the Committee shall have the casting vote which shall be passed on a show of hands by a simple majority of committee members who, being entitled to vote, do so in person or by proxy. If the committee is split on a vote, either the Chairperson has the deciding vote or the motion is deemed to fail.

Subscriptions

8.1 Each person on applying to become a member of the Association shall pay an entrance fee. Until otherwise determined by Association in general meeting the membership fee shall be £20 GBP per year with effect from September 2023.

8.2 Each member shall pay subscriptions in accordance with the resolution of the Association in general meeting.

8.3 The Committee may expel any member who shall after 14 days' written notice addressed to him/her and sent by post or delivered at his/her apartment at Chelsea Bridge Wharf remains in default of paying any subscription.

Any money raised by, or on behalf of, the association will be used to further the Association's objectives.

Finance

9.1 The Treasurer shall have control of funds of the Association and, save where required for immediate expenditure, he/she shall pay the same into a bank account or building society as directed by the Committee.

9.2 The property and funds of the Association shall be held and administered by the Committee and resolution of the Committee shall be sufficient authority for any payments from the bank or building society accounts.

9.3 The Committee is not authorised to incur any overdraft.

9.4 All cheques or requests for cheques or warrants shall be signed by the Treasurer or Secretary and one of the Committee.

9.5 The financial year shall end on 31 December up to which date any annual statement of accounts and balance sheet be submitted for approval at the subsequent Annual General Meeting.

Insurance

The Committee shall procure and maintain appropriate insurance in relation to the activities of the Committee, sub-committees and their independent third-party advisers in fulfilling the objectives of the Association.

Alteration of Rules

10.1 These rules may be varied or added to by resolution of the Association in general a meeting passed by a majority of at least two thirds of the members present in person or by proxy under rule 7.10, of which resolution notice shall be given in the notice convening the meeting. Any changes to the rules should be notified to the Landlord or their Agent within 7 days.

Dissolution

11.1 The Association may be dissolved if the number of full members at any time falls below 40% and the Committee so resolves, or if the Association in general meeting so resolves by a majority of at least two thirds of the members present in person or by proxy under rule 7.10 of which resolution notice shall be given in the notice convening the meeting.

11.2 On such dissolution any balance of the funds of the Association shall be distributed equally between the then members (who are not in arrears with their subscriptions)
OR shall be paid to a suitable charity to be decided upon by a majority of the membership.

Oversight Committee

12.1 The Oversight Committee shall consist of not less than 3 members these being the sitting Treasurer, the previous Treasurer or, where there is none, the previous Secretary, and the previous Chairperson.

12.2 Any expenditure requested by the sitting Chairperson that exceeds 100% of the annual subscription fees shall require the approval of the Oversight Committee and be reported to the Committee.

12.3 The Oversight Committee shall conduct and monitor the annual election to select a chairperson.

Committee

13.1 The members of the Committee are listed in the Appendix attached hereto.

APPENDIX
Committee Members 2023

Joint Chair	Louis-Sebastian Kendall and Larisa Villar Hauser
Treasurer	Toby Spoerer
Secretary	Katherine Greenway

Jean Dornhofer	Community Affairs
Jovdat Guliyev	Building Representative for Oswald
Kirt Bains	Building representative for Horace
Vishwa Jethu	Building Representative for Hawker
Louis Kendall	Building Representative for Warwick
Natalia Nyudyurbegova	Building Representative for Howard
Karin Paynter	Building Representative for Burnelli
Vasundhara Talwar	Building Representative for Warwick
Stephen Thompson	Building Representative for Eustace
Catherine Thomé	Building Representative for Centurion
Toby Spoerer	Building Representative for Lanson