



Constitution of the Association

A. NAME.

The name of the Association is the Graig and Penllyn Residents Association ("the Association").

B. ADMINISTRATION.

Subject to the matters set out below the "Association" shall be administered and managed in accordance with the Constitution by the Officers and Committee, constituted by Clause F of the Constitution.

C. OBJECTS.

"The Association's" objects ("the Objects") are:

1. Protect the interests and enhance the environment of Graig Penllyn and Penllyn ("the Parish").
2. Enhance the historical inheritance of the "Parish".
3. Raise funds for the benefit of the "Parish" and/or for charity, and shall not profit any one member or group of members.

D. POWERS.

In furtherance of "the Objects" but not otherwise "the Association" may exercise the following powers:

1. Power to raise funds and to invite and receive contributions provided that in raising fund "the Association" shall conform to any relevant requirement of the law.
2. Power to appoint and constitute advisory committees as "the Association" may think fit.
3. Power to do all such other lawful things as are necessary for the achievement of "the Objects".
4. Power to co-operate with charities, other voluntary bodies and statutory authorities operating in furtherance of "the Objects".

E. MEMBERSHIP.

1. Membership of "the Association" shall be open to any resident of "the Parish" whose name currently appears on the electoral register.
2. Any other person at the discretion of "the Executive Committee" provided that "the Executive Committee" shall be obliged to seek approval for such discretionary action at the next Annual or Extraordinary General Meeting.
3. Every member shall have one vote.

F. EXECUTIVE COMMITTEE ("Exec. Ctte")

1. The "Executive Committee" shall be composed of the "Officers of the Ctte" and "members of the Ctte". The "Officers of the Committee" shall normally be elected to serve for a period of three years, but may exceptionally be elected for a further one year. The "Members of the Ctte" shall normally serve for a period of one year and may offer themselves for election or re-election at the Annual General Meeting ("AGM"). "Officers" and "Members" elected at the "AGM" shall hold office from the conclusion of that meeting.
2. Individuals offering themselves for election as "Officers or Members of the Ctte" shall declare any vested interest in the development of land or property in "the Parish". Thereafter, they shall make known any vested interest that may arise.
3. The "Officers" of the Executive Committee shall Comprise:
 - Chairman
 - Vice Chairman
 - Secretary
 - Treasurer
4. The "Members of the Ctte" shall be six in number.
The "Exec. Ctte" may in addition appoint not more than two additional members, and shall explain their reason for doing so at the next AGM.

G. MEETINGS.

1. An "AGM" shall be called not later than two months after the end of the financial year. Fourteen days notice, including the Agenda, must be given.
2. The financial year shall end on 31st March, accounts to be presented at the "AGM".
3. An Extra Ordinary General Meeting ("EGM") may be called at any time, either by the "Exec Ctte" or by a group of 15 or more residents of the "Parish" who meet the membership criteria of the Association. Fourteen days notice, including the agenda and business to be transacted, must be given.
4. A minimum of fifteen members, excluding any Officers and Committee, are necessary for the AGM or EGM to be valid.
5. Members of the Residents Association and of the Executive Committee may vote by written proxy on pre-advised motions if they are unable to attend the AGM or EGM at which voting takes place.
6. Notice of Committee Meetings, with Agenda, shall be posted at least seven days in advance.
7. Committee Meetings shall be held not less than four times per year. The quorum for a Committee Meeting shall be 50% of the "Officers" and 50% of the "Ctte".
8. Any member of the Residents Association may attend Committee Meetings as 'observers'
9. Every matter shall be determined by a majority of votes of the "Officers" and "Members" of the "Exec Ctte" whether they are in attendance or voting by proxy, but in the case of equality of votes the Chairman of the meeting shall have a second or casting vote.

H. RECEIPTS AND EXPENDITURE.

The funds of the "Association" shall be paid into an account operated by the "Exec. Ctte" in the name of the "Association" at such bank as the "Exec. Ctte" shall from time to time decide. All cheques drawn on the account must be signed by at least two members of the "Exec Ctte".

The funds belonging to the "Association" shall be applied in furthering the "Objects", and no part of its income shall be paid or transferred directly or indirectly to the members of the Association.

J. ACCOUNTS.

The "Exec. Ctte" shall comply with legal requirements pertinent to the "Association" in respect of:

- a. The keeping of accounting records.
- b. The preparation of annual statement of account.
- c. The auditing or independent examination of the statements of account.
- d. The "AGM" shall appoint 2 members of the "Association", other than those elected to form the "Exec. Ctte", to act as auditors.
- e. Three officers of the "Exec. Ctte" shall be authorised to sign cheques. Cheques must be signed by 2 authorised signatories.

K. ALTERATIONS TO THE CONSTITUTION.

The Constitution may be altered by a resolution passed by not less than two thirds of the members present and voting at an "AGM" or "EGM". The notice of the "AGM" or "EGM" must include notice of the resolution, setting out the terms of the alteration proposed.

L. DISSOLUTION.

If the "Exec. Ctte" decides that it is necessary or advisable to dissolve the "association" it shall call a meeting of all members, of which not less than 21 days notice (stating the terms of the resolution to be proposed) shall be given. The proposal would identify the "Exec Ctte" recommendations for disposal of assets after satisfaction of any proper debts and liabilities. If the proposal is confirmed by a two-thirds majority of those present and voting the "Exec Ctte" shall have power to realise any assets held by or on behalf of the "Association". Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable institution or institutions having objects similar to the objects of the Charity as the members of the "Association" may determine or failing that shall be applied for some other charitable purpose.

As of 7 March 2000