

THE CROFT AVENUE RESIDENTS' ASSOCIATION

RULES OF THE ASSOCIATION

1. Name

The name of the Association is The Croft Avenue Residents Association ("the Association").

2. Objects

The objects of the Association are to make provision for the maintenance repair upkeep and renewal of the road known as Croft Avenue at Dorking Surrey including all ancillary works including (without excluding others) drains, kerbs, footpaths, trees and other growing things, lighting or any other facilities for the beneficial enjoyment of the area surrounding Croft Avenue by its residents including the social intercourse of residents.

3. Members

- a) A person who is an owner of a dwellinghouse fronting onto Croft Avenue is required to be a member of the Association. In the case of multiple ownership, only one owner shall be a member and entitled to vote.
- b) An officer of the Association shall keep a register of members and their names and addresses.
- c) Upon any change of ownership of a dwelling the secretary must be informed of the date of departure and the name of the new owner.

4. Contributions to the Road Maintenance Fund

- a) The annual contribution shall be payable in advance on the 1st of January in each year for the then calendar year.
- b) The amounts of the contribution will be determined by ordinary resolution at the Annual General Meeting.

5. Officers

- a) The honorary officers of the Association shall be a Chairman, a Vice-Chairman, a treasurer and a Secretary and must be members of the Association.
- b) Any officer may retire by giving one month prior notice to the Secretary and all shall retire at the end of each Annual Annual General Meeting but shall be eligible for re-election at that meeting.

6. The Committee

- a) The Committee consists of the officers only as duly directed.
- b) Any casual vacancy on the Committee of any office including that of trustee or auditor or member of the Inspection Group arising between Annual General Meeting may be filled by the Committee.
- c) The Committee shall manage all the affairs of the Association and shall have power to do everything necessary for that purpose.
- d) The quorum of the Committee shall be 3.

- e) Meetings for the Committee shall be as required for the benefit of the Association.
- f) Not less than seven days' written notice shall be given by the Secretary to members of the Committee of every meeting but in an emergency at the discretion of the Chairman and Secretary additional meetings may be called at, not less than 24 hours' notice.
- g) Decisions of Meetings of the Committee are made by simple majority and in the event of equality of voting the Chairman (or the acting Chairman of that Meeting) shall have a casting vote.

7. Annual General Meeting

- a) An Annual General Meeting shall be held in February or March in every year.
- b) The business of the Annual General Meeting shall be:-
 - i. To receive the Chairman's Report of the activities of the Association during the preceding year
 - ii. To receive and consider the Accounts of the Association for the preceding year (as at 31st December) and the Auditor's report on the Accounts (if applicable) and the Treasurer's report on the financial position of the Association
 - iii. To elect the officers
 - iv. To remove and elect the Auditor and the Trustees and the Inspection Group or to confirm that they remain in office and
 - v. To fix the contribution to the Road Maintenance Fund for the current year
 - vi. Any other business.

8. Extra-ordinary General Meeting

- a) An extra-ordinary General Meeting may be convened at any time upon either a resolution of the Committee or a requisition setting out the resolution or resolutions to be proposed thereat. The requisition must be signed by not less than ten members and served on the Secretary by personal delivery or recorded delivery post.

If the Secretary does not give notice of the Meeting pursuant to the requisition on or before the expiry of fourteen days from service of the requisition the requisitionist or any one or more of them on behalf of the others may give notice of the Meeting.

- b) The business which may be conducted at an Extraordinary General Meeting may be any one or more of:
 - I. Removal of all or any of the Officers, Trustees and Auditors of the Association and filling the vacancies thereby caused.
 - II. Altering these rules; or
 - III. Dissolving the association.

9. Proceedings at Annual and Extra-ordinary General Meetings

- a) Not less than 21 days prior notice in writing setting out the resolutions to be proposed at the Meeting shall be sent to every member.
- b) Resolutions at Annual General Meetings shall be passed by a simple majority of the votes entitles to be cast by the Members present at the Meeting.
- c) Resolutions at Extra-ordinary General Meetings should be passed by a majority of three quarters of the votes entitles to be cast by the Members present at the Meeting.
- d) Each Member shall have one vote on every resolution.

- e) In the event of equality in voting at an Annual General Meeting the Chairman (or acting Chairman for that Meeting) shall have a second or casting vote but there shall be no second or casting vote on any resolution proposed at an Extra-ordinary General Meeting.
- f) Nominations of persons for election to any office must be made in writing to the Secretary not less than 28 days before the Meeting at which elections for that office are intended to be proposed.

10. Trustees

- a) The number of Trustees shall not be fewer than two nor more than four.
- b) The Trustees shall hold office until death, resignation or removal from Office by a resolution of the Members.
- c) There shall be vested in the Trustees all the property of the Association other than cash which will be under the control of the Treasurer.
- d) The Trustees may deal with the property so vested in them by way of sale, mortgage, charge, lease or otherwise howsoever as directed by the Association. Such direction shall be given by a resolution of the Members of the Association passed by a majority of the Members present at a duly convened meeting of the Association and when so passed shall in favour of a purchaser, mortgagee, charge, lessee or grantee be binding upon all Members of the Association. A certificate purporting to be signed by the Secretary for the time being of the Association shall in favour of the said person be conclusive evidence that election complying in all respects with the above provisions of this Rule was duly given to the Trustees.

11. Accounts Income and Property

- a) The financial year of the Association shall end on 31st December in every year to which day the Accounts shall be balanced and drawn.
- b) As soon as practicable after the end of the financial year there shall be prepared a statement of the assets and liabilities of the Association at the end of the financial year and a statement of income and expenditure during that year which statements shall be examined by the auditor or approved by the Inspection Group not less than 28 days before the Annual General Meeting.
- c) Inspection group
 - i. The annual review of the said statements shall be undertaken by an Inspection Group. This Inspection Group to be elected at the Annual General Meeting and shall comprise of three Members, none of whom shall be members of the Committee / Officers of the Association.
 - ii. Any member of the Inspection Group may retire by giving one month's prior notice to the Secretary and all shall retire at the end of each Annual General Meeting but shall be eligible for re-election at that meeting.
 - iii. The quorum for the transaction of business of the Inspection Group shall be two.
 - iv. Meetings of the Inspection Group shall be as required by the members of that Group.
 - v. The Inspection Group shall have the power to co-opt other members to serve as deemed necessary.
 - vi. At their discretion the Inspection Group may require an audit or review of the said statements to be undertaken by the Auditor.
- d) Copies of the reviewed Statements of Account shall be sent to every Member with a notice convening the Annual General Meeting.

- e) The Auditor shall be a professional accountant and should not be a member of the Association. He should be appointed by each Annual General Meeting and shall hold office to the end of the next Annual General Meeting.
- f) All monies received by the Association shall be paid into an account in the name of the Association at a Bank or other financial institution appointed by the Committee and cheques and other instruments drawn on and directions for the Bank or other financial institution shall be signed by not less than two officers.
- g) No action involving expenditure in the name of or on behalf of the Association shall be taken and no undertakings which would commit the Association to expenditure or other liability shall remain without the prior authority or resolution of the Committee. The Committee shall nevertheless notify the members for their agreement to any expenditure exceeding £2,000.00 and if necessary the members may invoke clause 8(a) of these rules.

12. Indemnity

The Trustees and members of the Committee shall not be liable (otherwise than as members) for any loss suffered by the Association as a result of the discharge of their respective duties on its behalf except such losses arising from their respective wilful default and they shall be entitled out of the assets of the Association to be reimbursed for all expenses and other liabilities incurred by them in the discharge of their respective duties.

13. Insurance

The Committee shall make a proposal for a Public Liability Insurance in the name of the Association for such sum and with such Company as the Committee from time to time shall decide.

14. Interpretation

In these rules where the context so admits the masculine shall include the feminine and the singular shall include the plural and vice versa.

15. Dissolution

- a) The Association may be dissolved by resolution under Rule 8 (b) (iii)
- b) The dissolution shall take effect from the day when the resolution is passed and the Committee shall be responsible for the winding up of the assets and liabilities of the Association.
- c) If any property remains after the discharge of all debts and liabilities of the Association it shall be distributed equally amongst the Members of the Association at the date of the dissolution.