

The Albert Square and Saint Stephen's Association

Constitution

Introduction

1. The Association shall be known as "The Albert Square and St. Stephen's Association" (ASSA). The Association shall incorporate and supersede the "Albert Square Owners and Residents' Association" and the "Albert Square Association".
2. Definitions:
 - a. **The Association** is the collective name given to the membership body for the residents, owners and interested people living within the catchment area
 - b. **The Membership** are the residents, owners and interested people within the catchment area that form the Association. Membership may be offered to persons interested in the area.
 - c. **The Committee** is an elected group of Members who meet to progress the work of the Association.
 - d. **The Officers** are three members of the Committee who hold Executive responsibilities for the Association.
3. The Objects of the Association shall be:
 - a. To encourage the preservation, development and improvement of the area;
 - b. To stimulate public interest in and care for the amenities, history, and character of the area;
 - c. To undertake any activities that may further these aims.
4. The Association is not political or politically affiliated.

Membership

5. Membership of the Association shall be automatic for all residents in or owners of property in Albert Square, Aldebert Terrace, St. Stephen's Terrace or Wilkinson Street.
6. Membership may also be offered to other persons who are interested in the area, although these people may not be granted voting rights.
7. The rates for Subscriptions shall be determined from time to time by the Committee. Whilst the Association is, in the opinion of the Committee, solvent the subscription will be zero.
8. Membership grants the right to vote at the AGM or EGM. It is also required to stand for the Committee.

The Annual General Meeting

9. The Annual General Meeting shall be held each year in or about the month of May, to receive the report of the Committee and accounts and to elect Officers and members of the Committee.
10. Notice of the Annual General Meeting should be widely publicised not less than three weeks before.
11. Any motions, elections or resolutions at the AGM should be passed with a simple majority vote of attending Members or their delegates. With written permission, an Officer may vote on behalf of Members in absentia.
12. Five Members shall form a quorum.

The Committee

13. The business of the Association shall be conducted by a Committee, comprising the Officers and ideally two other Members.
14. The Committee membership should be elected annually at the Annual General Meeting. Members may announce their intention to join the Committee at the AGM, or pass their name to a member of the Executive to represent them in absentia.
15. A simple majority vote is required at the AGM to join the Committee. If so required, the Chair of the AGM may decide to request nominations, supported by a seconder in advance of the AGM. Such requirements must be made clear in the AGM notice.
16. Three members of the Committee shall form a quorum provided that at least one of those present are Officers. The Committee shall have the power to appoint sub-committees to deal with such matters as the Committee may determine. These sub-committees may include non-Members of the Association.
17. Any member of the Committee for the time being who is a solicitor, accountant or other person engaged in a profession may charge and be paid all the usual professional charges for business done by them or their firm when instructed by the other members of the Committee to act in a professional capacity on behalf of the Association, provided that at no time shall a majority of the members of the Committee benefit under this provision and that a member of the Committee shall withdraw from any meeting at which their own instruction or remuneration, or that of their own firm, is under discussion.

The Officers

18. There should be a minimum of three Officers of the Committee, one of whom shall be Chairman (either permanent or rotating around the Committee). Specific Officer roles can be decided by the Committee and changed by a majority Committee vote. The

responsibilities of Honorary Secretary and Honorary Treasurer must be assumed by any of the appointed Officers, although the role titles can be changed.

19. The Officers are the signatories for the Association's accounts. They also may deputise for the Chair as required.
20. The Officer roles should be filled by members of the Committee. Each year, at the meeting following the AGM, Officers should be elected by a majority vote of the Committee. In the event there is no Chair or Officer to chair this first meeting, the longest standing Member of the Association should become acting Chair until the post is filled. Elections for Officer positions can take place at any meeting after a vacancy arises.
21. The Committee shall have the power to co-opt such other persons as it shall decide. In the event that a co-opted member volunteers to fill an Officer vacancy, a majority vote is required. They will then hold the Officer position on an 'acting' basis until an AGM or Special General Meeting where they can be formally elected to the Committee.

Special General Meetings

22. A special General Meeting shall be held at the written request of ten or more Members to consider such business as is requested.
23. Notice of such a meeting shall be widely publicised by the Honorary Secretary to all Members not less than four weeks before, together with a copy of the agenda and any resolutions proposed.
24. At a Special General Meeting, twenty members shall form a quorum.

Financial prudence

25. The Committee shall have the power to make appeals, solicit donations, and canvass monies for carrying out the objects of the Association.
26. The Committee shall, out of monies received by the Association, pay all proper expenses of administration and management of the Association and shall use the residue of such monies as it thinks fit for or towards the objects of the Association.
27. All monies at any time belonging to the Association and not required for immediate application for its objects shall be invested by the Committee in such investments (bank account, securities, property or other) as it thinks fit.
28. All cheques, bills, standing orders or other payments authorised by the Committee must be signed by two Officers of the Association.
29. The Committee may borrow for the objects of the Association such monies at such rate of interest as it may think fit.

Constitutional Matters

30. The Committee shall be the sole authority for the interpretation of these rules and its decision on this or upon any matter not provided for in these rules shall be final and binding.
31. The Constitution may be amended by a two-thirds majority of members present at an Annual General Meeting or Special General Meeting provided that ten days' notice of the proposed amendment has been sent to all members.
32. The Committee shall have power to adopt standing orders for the conduct of its meetings and General Meetings of the Association.
33. The Association may affiliate with any other body that it believes will further the objects of the Association, such affiliation may be approved by the Committee but must be ratified at the next Annual General Meeting.
34. In the event of the winding-up of the Association, the available funds of the Association shall be transferred to such one or more bodies having objects similar or reasonably similar to those herein before declared as may be chosen by the Committee and approved by the Charity Commissioners for England and Wales.

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