

# **CONSTITUTION FOR THE METRO CENTRAL HEIGHTS RESIDENTS' ASSOCIATION**

## **1. NAME**

The name of the Association shall be **The Metro Central Heights Association**, hereinafter called 'The Association'.

## **2. OBJECTS**

The Association shall have as its objects the furtherance of the common interests of its members and the maintenance and improvement of the amenities affecting those members.

## **3. MEMBERSHIP AND SUBSCRIPTION**

### **(i) MEMBERSHIP**

Membership shall be open to all tenants, including sub-tenants, of residential units at Metro Central Heights other than the Landlord, which term includes superior landlord and employees or agents of same; a body corporate (if not connected with the landlord) shall be eligible for membership, in which case membership and voting rights shall be exercisable by a person duly authorised by the body corporate.

Membership of the association shall be an acknowledgement and acceptance of the Rules and Constitution of the Association.

Membership of the Association shall be conditional upon the member signing and giving to the Association a Form of Authority permitting the Association to act on the member's behalf provided such authorisation shall not affect the member's legal and contractual rights.

Membership of the Association shall terminate :-

- (1) upon a member giving written Notice to that effect to the Hon. Secretary of the Association;
- (2) upon a member ceasing to be a tenant of sub-tenant of an apartment at Metro Central Heights;
- (3) if the annual subscription is unpaid at *the time of the Annual General Meeting*;
- (4) upon removal by a resolution carried by *a majority of members present* at a General Meeting of the Association;

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(5) membership of the Association may be suspended for such period as is determined by the votes of a majority of **members present** at a General Meeting of the Association.

#### (ii) SUBSCRIPTION

The annual subscription shall be due on **1<sup>st</sup> February** each year. The amount shall be fixed at an Annual General Meeting.

One subscription payment shall be receivable by the Association in respect of each apartment, excepting where more than one class of tenant is entitled to and takes up membership in which case the number of subscription payments receivable by the Association in respect of a given apartment shall equal the number of tenancies, including sub-tenancies, in respect of which membership is taken up.

When an outgoing resident is replaced during the year by an incoming resident having the same class of tenancy in respect of the apartment, that incoming resident's subscription is considered paid until next renewal.

The rate of Subscription shall be agreed by a majority vote at the Annual General Meeting subject to it being an ordinary resolution formally notified 7 days prior to the Annual General Meeting.

#### 4. ORGANISATION

There shall be a Committee which shall consist of up to **8** Members of the Association, the officers thereof being a Chairperson, Hon. Secretary and Hon. Treasurer and five representatives from the four buildings of Metro Central Heights.

The election of the committee shall take place at the Annual General Meeting of the Association and upon election the members of the Committee shall be empowered to determine which of their number shall serve as the officers of the Association.

Committee members shall hold office until the following Annual General Meeting of the Association, when they shall be eligible for re-election without re-nomination.

Nomination for membership of the Committee shall be proposed and seconded by members of the Association, and notified to the Hon. Secretary at least **14** days in advance of the Annual General Meeting, and shall include the signature or written consent of the nominee **or exceptionally taken from the floor at the Annual General Meeting.**

#### 5. COMMITTEE

The Committee shall be empowered to fill any vacancy occurring on the committee or among the officers for the remainder of its term of office. The Committee shall be empowered to co-opt up to **3** additional members if deemed necessary or desirable by a majority vote of the committee.

The Committee shall be empowered to appoint sub-committees from its membership, whose decisions shall be subject to confirmation by the whole Committee.

The Committee shall meet as and when required, its quorum consisting of a simple majority of its members, at least two of whom must be officers; reasonable Notice shall be given for Committee meetings, which may be called by any member of the Committee.

In the event of a tied vote at a committee meeting the Chairperson or acting Chairperson shall be entitled to make a casting vote.

The Hon. Secretary shall keep and make available for inspection whenever so requested by a member :

- (1) a record of the business transacted at the A.G.M.
- (2) copies of all written and notes of all oral communications with the landlord and managing agent and any replies received.

## 6. MEETINGS

The first Annual General Meeting shall be held within 3 months of the end of the first financial year and thereafter an Annual General Meeting of members of the association shall be held once each calendar year and within fifteen months of the previous AGM. The Annual Report of the Committee and the Annual Accounts shall be presented for discussion and adoption at the AGM and copies may be distributed with the Notice of the meeting.

All other meetings of the Association shall be Extraordinary General Meetings and shall be convened at the discretion of the Committee or at the request of no fewer than **25% of the members of the Association or more than 50% of the members of either North, South, East or West Buildings**, which request shall be made in writing to the Hon. Secretary.

General Meetings shall be convened on 14 days written Notice, which Notice shall incorporate the Agenda for the meeting.

**8 members** of the membership of the Association shall be a quorum for General Meetings, and no business shall be transacted unless a quorum is present; if within fifteen minutes from the time appointed for a meeting a quorum is not present, then the meeting, if convened at the request of members, shall be dissolved, but if an AGM or convened by the Committee the meeting shall stand adjourned at the discretion of the Committee.

A majority of votes present at a General Meeting shall carry a formal motion that has been proposed and seconded.

Seven days' Notice in writing shall be given to the Hon. Secretary of any resolution to be moved at any General Meeting, unless such resolution be admitted by the Chairperson at the meeting; a Notice containing all resolutions and nominations to be moved, together with the names of those members proposing and seconding each resolution or nomination, shall be circulated or kept by the hon. Secretary available for inspection by any member of the Association for **2** days before the General Meeting. An annual report will be circulated to all members.

## **7. VOTING**

There shall be a maximum of one vote exercisable in respect of any one apartment, subject to the following :

- (1) when both a tenant and sub-tenant of an apartment are members of the Association, the vote exercisable shall be the vote of the superior tenant, unless the sub-tenant has a tenancy which is both fixed for more than one year and is on terms affected by variations in the variable service charge;
- (2) for purposes connected with Sections 18-30 of the Landlord and Tenant Act 1985, and other purposes affecting or tending to affect service charge expenditures, voting shall be restricted to affected variable service charge payers ;
- (3) affected variable service charge paying tenants of the four blocks only shall be entitled to vote in relation to purposes affecting or tending to affect the service charge for their block exclusively; and affected variable service charge paying tenants of the four blocks only shall be correspondingly entitled.

Members shall notify the Hon. Secretary of the identity of the person entitled to vote in respect of each residential apartment and the Hon. Secretary shall maintain a list of such persons.

A member of the Association may authorise another person to attend a General meeting as a proxy and to vote on behalf of the absent member; such authorisation in written form approved by the Committee shall be lodged with the Hon. Secretary at least **2 working** days before the meeting or shall be submitted to the Chairperson at the meeting.

Voting shall be by show of hands unless a ballot is demanded. In the case of a tied vote at a General meeting the Chairperson or Acting Chairperson shall make the casting vote.

## **8. FINANCE**

The property and funds of the Association shall be held and administered by the Hon. Treasurer subject to the Constitution and Rules of the Association and the control of the Committee. The Hon. Treasurer shall obtain a receipt for any payment made; a

resolution of the Committee shall be sufficient authority for any payment made out of the funds of the Association, and the Committee shall be empowered to delegate to the Hon. Treasurer authority to make payments at that officer's discretion where the payments are in relation to normal and reasonable running expenses of the Association.

The financial year of the Association shall end on the *31<sup>st</sup> January* each year. An Annual Statement of Accounts and Balance Sheet made up to this date shall be submitted for approval at the following A.G.M. A banking/building society account may be opened in the name of the Association; cheques shall be signed by two Committee members, of whom one must be an officer.

#### 9. AUDITORS

Auditors may be appointed by a resolution at a General Meeting of the Association; Committee members shall not be eligible for appointment as auditors.

#### 10. ALTERATIONS TO THE CONSTITUTION

Alteration to the Rules and Constitution of the Association may be made at any General Meeting of the Association. Said alteration shall be in writing and require  $\frac{2}{3}$  to be carried.

#### 11. COMPLAINTS/DISAGREEMENTS/SUGGESTIONS

Members of the Association shall be deemed to have acceded to the majority view and to majority decisions of the Association and of the Committee unless a contrary view expressly stated by a majority vote at a General Meeting; disagreements, together with complaints and suggestions on matters concerning the Association, shall be made in writing to the Hon. Secretary.

#### 12. DISCLAIMER

Any advice or assistance given or rendered to members or any action taken by the Association acting through the Committee in the name of the Association's members shall be without liability or responsibility on the part of the Committee for any loss or damage. Members should take independent professional advice in all matters affecting their interests or where possible conflict could arise between members.

#### 13. DISSOLUTION

In the event of the Association being wound up, any surplus funds shall be disbursed to a suitable registered charity to be decided upon by a simple majority of the membership.