

# CONSTITUTION OF THE COVENT GARDEN COMMUNITY ASSOCIATION

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## 1. Name

The Name of the Association is the Covent Garden Community Association ('The Association').

## 2. Objects

The Association is established for the public benefit to protect and to improve the quality of life of people living in, working in, or visiting the area bounded by High Holborn, New Oxford Street, Charing Cross Road, St. Martin's Place, Northumberland Avenue, Victoria Embankment, Lancaster Place, Aldwych and Kingsway ('the Covent Garden area' or 'the area'), in particular but not exclusively by promoting and encouraging:

1. conditions that serve to preserve, protect and improve quality of life, including the imposition and enforcement of suitable laws, regulations, licences and policies;
2. high standards of: planning, urban design, landscaping, infrastructure and transport;
3. conservation of, creation of, or improvement to: lands, buildings, open spaces, amenities, features of historic or community interest and the individual character of area.
4. avoidance, removal, or improvement of: features that are unsightly, unhealthy or, in the public interest, undesirable;
5. a stable community, community involvement and the capacity to effect change;
6. a sense of public concern for the area;
7. the principles and practice of sustainable development - being development which meets the needs of the present without compromising the ability of future generations to meet their own needs;
8. knowledge of and interest in these matters amongst persons concerned in a professional, legislative or administrative capacity and amongst other persons or corporate bodies.

In furtherance of these Objects the Association may:

- a) represent the interests of the Association to local authorities and all other statutory authorities having responsibilities in or affecting the area of benefit;
- b) consider and - if it shall seem desirable or appropriate - promote, encourage or oppose any proposals for the use, licensing or development of land, buildings or other activities in or affecting the area of benefit.
- c) hold meetings and social events.
- d) produce or commission papers, surveys, maps, reports and other media.

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- e) raise funds and invite and receive contributions from any person or persons whatsoever by way of subscription or donation and otherwise.
- f) borrow or raise money for the purposes of the Association on such terms and on such security as the Trustees of the Charity shall think fit.
- g) educate the public, give advice and information regarding the area.
- h) do all such other lawful things deemed necessary or desirable for the achievement of the Objects.

### **3. Membership**

Membership of the Association shall be open to:

- a) Full members: any person who is living or who has lived, working, studying and/or conducting business in the area and is willing to subscribe to the Objects of the Association. Anyone willing to subscribe to the Objects of the Association who is sponsored in writing by ten full members and approved by simple majority of the Association at a General Meeting and after the Chair of the meeting has heard objectors and given the sponsored party the right to reply.
- b) Associate Members: any other person wishing to become a member.
- c) Affiliated organisations: organisations or businesses wishing to affiliate can apply to the Executive Committee of the Association for acceptance.

### **4. Termination of Membership**

The Executive Committee of the Association shall have the right for good and sufficient reason to refuse or terminate the membership of any individual, at the request of a meeting by a simple majority and after the individual has had the right to reply. Such refusal or termination shall be reported at a General Meeting.

### **5. Member subscriptions**

Annual subscription shall be such sums as the Executive Committee shall from time to time decide.

Senior Citizens and permanently disabled persons may exempt themselves from any subscription charge for as long as they wish. Students and unemployed persons may exempt themselves from any subscription charge annually.

### **6. General Meetings**

An Annual General Meeting will be held within 18 months of the previous Annual General Meeting to receive the Trustees' report and accounts, and to elect a Chair of the Association and members of the Executive Committee. At the Annual General Meeting all candidates standing as Chair and/or an Executive Committee member of the Association may be asked by the Chair of the meeting to speak to the meeting and should answer any points raised from the floor at the discretion of the Chair of the meeting.

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The Executive Committee shall decide when ordinary general meetings of the association will take place and will give at least fourteen days notice as to when the Annual General Meeting will be held. A Special General Meeting of the Association shall be held within thirty days of receipt of a written request signed by members representing not less than 10 percent of existing members of the Association whose subscriptions are fully paid up.

Each full member of the Association who has been a full member for at least 3 months shall have one vote at any General Meeting of the Association.

Thirty members entitled to vote shall constitute a quorum for a General Meeting, up to one third of whom need not be physically present but may vote on a resolution and submit their signed vote in writing prior to the meeting. Resolutions shall be decided by a simple majority except in the case of amendments to the constitution or a resolution for winding up as outlined below. In the case of an equality of votes the Chair of the meeting will have a second or casting vote.

### **7. Minutes**

Minutes books shall be kept by the Association, the Executive Committee and Sub-Committees and the appropriate secretary shall enter therein a record of all the proceedings and resolutions.

### **8. Officers and Nominations**

The Annual General Meeting shall elect a Chair of the Association and up to nine further Executive Committee members, all of whom shall relinquish their Executive posts every year and shall be eligible for re-election at the Annual General Meeting.

Nominations for the election of Executive Committee members shall usually be made at least 7 days before the Annual General Meeting. Each such nomination must be supported by a full member and the consent of the proposed nominee must first have been obtained.

If nominations exceed the number of vacancies, a ballot shall take place in such a manner as may be determined. Members of the Executive Committee shall be appointed annually at the Annual General Meeting of the Association. Ongoing members may be re-appointed.

All full members over the age of eighteen shall be eligible for election as Executive Committee members.

The Chair and Executive Committee members shall elect from among themselves a Vice-Chair, Secretary, and if required a Treasurer with relevant financial experience, who shall be Officers of the Association. If an Executive Committee member does not attend three consecutive Executive meetings of the CGCA without good reason as judged by the Executive Committee, that member will cease to be a member of the Executive Committee.

### **9. Executive Committee**

The Executive Committee shall be responsible for the management of the Association.

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The Executive Committee shall consist of up to ten persons including the Chair and Officers, all elected from and by full members. The Executive Committee shall have the power to co-opt up to four further full members.

The Executive Committee shall have the power to appoint such persons or organisations, whether corporate or not, to serve the Association as it may from time to time decide and to determine the remuneration, if any, of such person or organisation.

### **10. Executive Committee meetings**

The Executive Committee shall meet not less than once each quarter, and the Secretary shall give all members not less than three days' notice of each meeting.

One officer and three other Executive members are needed to form a quorum at an Executive Committee Meeting. In the case of an equality of votes the Chair of the meeting shall have a casting vote.

The Executive Committee shall have the power to fill casual vacancies occurring among the Officers and Executive Members of the Association until the next General Meeting at which the vacancies shall be filled.

### **11. Sub-Committees**

The Executive Committee shall have the power to appoint such Sub-Committees as it may from time to time decide and may determine such Sub-Committees' power and terms of reference and request reports from such Sub-Committees on the execution of their delegated duties.

### **12. Expenses of Administration and Application of Funds**

The Executive Committee shall, out of the funds of the Association, pay all proper expenses of administration and management of the Association. After the payment of the administration and management expenses and the setting aside to reserve of such sums as may be deemed expedient, the remaining funds of the Association shall be applied by the Executive Committee in furtherance of the purposes of the Association and for no other purposes.

No income or property of the Association shall be distributed to its members during the lifetime of the Association. However, the Association is not prevented from entering into an agreement for services with a member or members under which fair remuneration is paid for those services according to the guidelines of the Charities Act in force at the time.

### **13. Investment**

All monies at any time belonging to the Association and not required for immediate application for its purposes shall be invested by the Executive Committee as it may think fit.

#### **14. Property**

The title of all and any real properties which may be acquired by or for the purposes of the Association shall be vested in Trustees who shall be appointed by the Executive Committee and who shall enter into a deed of trust, setting forth the purposes and conditions under which they hold the said property in Trust for the Association. The number of Trustees shall not be less than two nor more than four.

#### **15. Amendments**

The Constitution may be amended by a two-thirds majority of those full members voting at the Annual General Meeting or Special Meeting of the Association, provided fourteen days written notice of the proposed amendment has been given to all members of the Association.

No amendment shall be made which will cause the Association to cease to be a charity at law.

#### **16. Winding up**

The Association may be dissolved by a two-thirds majority of members voting at an Annual General Meeting or Special Meeting of the Association confirmed by a simple majority of members voting at a further Special Meeting held not less than fourteen days after the previous meeting. If a motion for the dissolution of the Association is to be proposed at an Annual General Meeting or a Special Meeting, this motion shall be referred to specifically when notice of the meeting is given. In the event of the dissolution of the Association, the available funds of the Association shall be transferred to such one or more charitable institutions having objects and aims similar or reasonably similar to those therein before declared as shall be chosen by the Executive Committee and approved by the meeting of the Association at which the decision to dissolve the Association is confirmed.

#### **17. Equal Opportunities**

The Association is positively committed to equal opportunities and against discrimination of any kind. No persons, be they service users, staff, Officers, Executive or Sub-Committee members, consultants or contractors, and bodies or persons represented by the Association or under investigation by the Association, shall receive less favourable treatment on grounds of race, colour, nationality, age, religion, ethnic origin, gender, sexual orientation, marital status or disability, or are to be disadvantaged by conditions or requirements which cannot be shown to be justifiable. This applies to all the objects and aims of the Association and at all levels of communication between individuals and organisations with the Association.