

Chelsea Bridge Wharf Residents Association Constitution

WE, THE UNDERSIGNED, having resolved to form an Association to represent the interests of the leaseholders of development known as Chelsea Bridge Wharf, have further resolved to adopt the rules of the Association annexed hereto which we have signed for identification purposes.

October 2022

1.0 The Association shall be called the Chelsea Bridge Wharf Residents' Association ('the Association')

Objectives

2.0 The objectives of the Association are:

2.1 to represent the leaseholders on matters of common interest;

2.2 to consult with the lessor and/or its managing agent;

2.3 to preserve and improve, where required, the amenities enjoyed by leaseholders;

2.4 for the purpose of aforesaid, to employ solicitors, counsel, surveyors, engineers, accountants and other professional or qualified persons to advise the Association;

2.5 to do such other things, ancillary to the preceding objects, as may seem desirable to the Association.

Members

3.1 Any leaseholder may upon application and payment of the entrance fee become a full member. Only one vote per flat/house will be given in the case of joint leaseholders. A company that is a leaseholder of a flat/house shall be eligible for membership.

3.2 The committee may admit any other person as an honorary member.

3.3 In the rules the word "Member" shall, unless the context otherwise requires, mean a "relevant qualifying tenant" in accordance with section 29A (8) of the Landlord and Tenant Act 1985. Honorary members shall have neither rights nor obligations, except they shall have the right to attend and speak (but not vote) at any general meeting of the association.

Committee

4.1 The committee is the executive body of the Association and shall administer the Association on behalf of the members.

4.2 A resolution of the committee members shall be passed on a show of hands at a general meeting by a simple majority of committee members who, being entitled to vote, do so in person or by proxy. At any committee meeting, two or 25% of the committee attending in person or via an electronic collaboration platform, whichever is greater, shall constitute a quorum, and if not present, the committee meeting shall be adjourned to another day when members present shall form a quorum.

4.3 The committee shall determine whether a resolution of the committee members shall be submitted to the members to be passed by a simple majority of the members who, being entitled to vote, do so in person or by proxy. A request from the development landlord for a resolution of the committee members to be submitted to the members to vote shall supersede any committee determination.

4.4 The committee shall consist of not less than one-member representative from each of the landlords on the development. Any member may on request become a committee member, provided that committee members shall never comprise more than 49% from one development landlord, and not more than 20 committee members in total. In the event that requests to become a committee member exceed these thresholds, all committee members shall be elected by the remaining members of the Association. At each annual general meeting (AGM) all committee members shall resign but shall be deemed to be re-elected (if willing to act) in absence of other nominees.

4.5 No person shall be nominated for membership of the committee unless at least 7 days prior to the annual general meeting, written notice of such nominations shall be given to the secretary, save that existing members of the committee shall be deemed to be duly nominated.

4.6 Where a company is a leaseholder of a flat/house in accordance with clause 3.1 it shall nominate a beneficial owner or director to act as a committee member on its behalf.

Officers

5.1 The members shall elect a chairperson (who shall be chairperson of the Association and remain such until a new one shall be elected) and who shall appoint a secretary and treasurer. The members agree that the role of chairperson may be carried out by two people serving jointly.

5.2 The secretary shall keep and make available for inspection whenever requested to do so by a member:

- A record of the business transacted at the AGM and general meetings.
- Copies of all written and notes of all oral communications with the landlord and/or agent and any replies received.

5.3 The Association in general meeting shall appoint two members (not being members of the committee) to act as auditors.

Meetings

6.1 The first AGM shall be held within 4 months of the end of the first financial year end.

6.2 Thereafter an AGM shall be held each year in the month of April and 14 days' notice in writing of it shall be given to every member. A report shall be given at the AGM by the chairman indicating the Association's work and a report on finances and membership over the past year.

6.3 Special general meetings shall be called on the requirement of the committee subject to the committee providing at least 14 days' notice in writing to every member. The notice shall indicate in general terms the principle business to be considered at the meeting.

6.4 At the AGM of the Association, or at any special general meeting, 25% of the membership attending in person or via an electronic collaboration platform shall constitute a quorum, and if not present, the meeting shall be adjourned to another day when members present shall form a quorum.

6.5 Seven days' notice in writing must be given to the secretary of any resolution to be moved at the general meeting unless such resolution is admitted by the chair at the meeting.

6.6 A notice containing all resolutions and nominations to be moved, with the names of those proposing and seconding each resolution or nomination, shall be kept by the secretary and be available for inspection by any member for seven days before the general meeting.

6.7 All members shall have the right (subject to control of the chairperson) to speak at any general meeting.

6.8 All members shall have the right to vote on any resolution before any general meeting.

6.9 Any member entitled to vote may demand a poll which shall be taken forthwith at the AGM.

6.10 Any member entitled to vote may authorise in writing (such authority to be satisfactory to the chairperson) another member to vote on his behalf.

6.11 In this constitution, a reference to "writing" means any communication consisting of words in any legible or visible form, including words produced by any form of electrical or mechanical means and in typed or printed format as well as in manuscript.

6.12 In the event of the equality of votes on any resolution the committee shall have the casting vote which shall be passed on a show of hands by a simple majority of committee members who, being entitled to vote, do so in person or by proxy. If the committee is split on a vote, either the chairman has the deciding vote or the motion is deemed to fail.

Subscriptions

7.1 Each person on applying to become a member of the Association shall pay an entrance fee. Until otherwise determined by Association in general meeting the membership fee shall be £4/month with effect from May 2023.

7.2 Each member shall pay subscriptions in accordance with the resolution of the Association in general meeting.

7.3 The committee may expel any member who shall after 14 days' notice, addressed to him/her and sent by post to or delivered at his/her apartment at Chelsea Bridge Wharf remains in default in paying any subscription.

Finance

8.1 The treasurer shall have control of funds of the Association and, save where required for immediate expenditure, he/she shall pay the same into a bank account or building society as directed by the committee.

8.2 The property and funds of the Association shall be held and administered by the committee and resolution of the committee shall be sufficient authority for any payments from the bank or building society accounts.

8.3 The committee is not authorised to incur any overdraft.

8.4 All cheques or requests for cheques or warrants shall be signed by the treasurer or secretary and one of the committee.

8.5 The financial year shall end on 31 December up to which date any annual statement of accounts and balance sheet be submitted for approval at the subsequent annual general meeting.

Indemnity

9.1 The members of the Association shall indemnify the officers of the Association and members of the committee against all liability incurred by them in good faith on behalf and in the name of the Association acting within their authority.

Alteration of Rules

10.1 These rules may be varied or added to by resolution of the Association in general meeting, passed by a majority of at least two thirds of the members present in person or by proxy under rule 6.10, of which resolution notice shall be given in the notice convening the meeting. Any changes to the rules should be notified to the Landlord and, or their Agent within 7 days.

Complaints

11.1 All complaints or suggestions on matters regarding the Association shall be made to the secretary in writing.

11.2 The secretary will acknowledge receipt of the complaint within 5 working days and will submit it to the committee for consideration and response.

Dissolution

12.1 The Association may be dissolved if the number of full members at any time falls below 40% and the committee so resolves, or if the Association in general meeting so resolves by a majority of at least two thirds of the members present in person or by proxy under rule 6.10 of which resolution notice shall be given in the notice convening the meeting.

12.2 On such dissolution any balance of the funds of the Association shall be distributed equally between the then members (who are not in arrears with their subscriptions) OR shall be paid to a suitable charity to be decided upon by a majority of the membership.

Oversight Committee

13.1 The oversight committee shall consist of not less than 3 members these being the sitting Treasurer, the previous Treasurer and the previous chairperson (where there is no previous chairperson this shall be the sitting chairperson).

13.2 Any expenditure requested by the sitting chairperson that exceeds 100% of the annual subscription fees shall require the approval of the oversight committee and be reported to the committee.

13.3 The oversight committee (excluding the sitting chairperson) shall conduct and monitor the annual election to select a chairperson.

Committee

14.1 The members of the committee are listed in the Appendix attached hereto.

APPENDIX
Committee Members 2023

Joint Chair	Louis-Sebastian Kendall and Larisa Villar Hauser
Treasurer	Toby Spoerer
Secretary	Katherine Greenway
Jean Dornhofer	Community Liaison
Jovdat Guliyev	Building Representative for Oswald
Kirt Bains	Building representative for Horace
Vishwa Jethu	Building Representative for Hawker
Louis Kendall	Building Representative for Warwick
Natalia Nyudyurbegova	Building Representative for Howard
Karin Paynter	Building Representative for Burnelli
Vasundhara Talwar	Building Representative for Warwick
Stephen Thompson	Building Representative for Eustace
Catherine Thomé	Building Representative for Centurion
Toby Spoerer	Building Representative for Lanson