



UPPER STOODLEY RESIDENTS' ASSOCIATION

Upper Stoodley Residents' Association

Constitution

1. Name

- 1.1 The name of the Association is the Upper Stoodley Residents' Association (USRA)

2. Values and principles of the Association

- 2.1 The area covered by the Association is of great natural beauty, heritage value and agricultural significance; the Association seeks to promote and preserve these qualities
- 2.2 The residents of the area covered by the Association are diverse in background, ethnicity, disability, political views, sexuality, religious views, age, gender and colour. All residents have equal standing in the Association and all members are committed to welcoming and treating everyone with respect, consideration and courtesy
- 2.3 The Association will be transparent and open in all aspects of its operations
- 2.4 The Association will at all times abide by the law of the land, the applicable bylaws and all other relevant regulation
- 2.5 The Association shall at all times be independent of any political, religious or commercial body

3. Aims of the Association

- 3.1 The aims of the Association are
- 3.1.1 To promote the common interests of all the residents within the membership area (see 4.1 below)
- 3.1.2 To provide a means of identifying areas of collective benefit, e.g., improvements in the local environment and infrastructure, and for undertaking the relevant work necessary to secure those benefits
- 3.1.3 To provide a means of identifying residents' common concerns about the membership area, including concerns about infrastructure, the environment, planning issues, the maintenance of the Conservation Area which affects a portion of the membership area, tourism and local heritage

3.1.4 To provide a means to convey residents' common views to and from key stakeholders including Calderdale Metropolitan Borough Council, Todmorden Town Council, key infrastructure providers and Natural England.

3.1.5 To promote social and leisure activities for residents, their families and friends

4. Membership

4.1 All residents of the area who are tenants, leaseholders or owner-occupiers of residential properties bordered by and including the upper part of Stoodley Ward where it meets Walsden Ward, to include the villages of Lumbutts, and Mankinholes; and the roads that lead off Lumbutts Road to the top of Longfield; and as far as Lee Bottom Road and the four estates, Rossendale View, Manor Close, Harvelin Park, Stoodley Grange and all other roads and farmhouses leading off this area; and then to the valley bottom and the homes at the bottom of Shaw Wood Road.

4.2 Membership of the Association shall be £5 per year, per eligible household

4.3 Membership of the Association shall be confirmed by signature on the membership list which shall be held by the Secretary.

4.4 Only members of the Association may vote at Association meetings

4.5 Members may join the Association at any time, but members who join after notification of a general meeting whether ordinary or extraordinary, shall not exercise their vote until the meeting after the meeting which had been notified

4.6 Corporate membership, i.e., membership by a business based in the membership area or a voluntary or community organisation which serves all or part the membership area may be granted by the AGM on a case-by-case basis, where the corporate member proposed clearly supports the aims and values of the Association

4.7 Individual, and corporate members, of the Association shall have one vote only

4.8 At the discretion of the Secretary, proof of residence may be required at the time of becoming a member.

5. Meetings

5.1 The Association shall hold a minimum of 4 general meetings per year, including the Annual General Meeting.

5.2 The quoracy of any general meeting for decision-making purposes shall be 10% or more of the registered membership

5.3 The dates of general meetings shall be agreed at each AGM

- 5.4 Notification of general meetings shall be given 21 days in advance by the Secretary
- 5.5 Any member of the Association may request, through the Secretary, that an item be considered at a general meeting; the Committee should ensure the inclusion of all items proposed unless exceptional circumstances apply (e.g., the item has already been recently discussed and decided upon)
- 5.6 10 or more members of the Association shall, on application to the Secretary, be able to request an extraordinary general meeting which shall be arranged within 21 days of the request being made to the Secretary
- 5.7 The Committee may convene an extraordinary general meeting at any time
- 5.8 Extraordinary general meetings should normally serve a single purpose, i.e., have a single matter for the membership to consider
- 5.9 Meetings shall normally be held in The Top Brink public house, subject to the continued agreement of the landlord and to any specific requirements the landlord may have in relation to the use of his building
- 5.10 Decisions put to the vote at general meetings will be carried by a simple majority (save in relation to amendments to the constitution, see 10.3 below). Decisions approved at general meetings are binding on the Association and only members present at a meeting may vote
- 5.11 Voting at general meetings shall normally be by show of hands, but at the discretion of the Committee may be conducted by secret paper ballot. Members unable to attend a meeting where a specifically worded vote will be taken and known in advance, may give another member a written vote to take to the meeting in question which the member attending may use to vote on that person's behalf.

6. Committee

- 6.1 The Association shall elect a Committee for the purposes of:
 - 6.1.1 Setting the agenda for general meetings
 - 6.1.2 Ensuring that decisions made at general meetings are progressed and enacted
 - 6.1.3 Identifying any issues or concerns which relate to the aims of the Association and which require action in between general meetings
 - 6.1.4 Ensuring that the Association abides by the terms of the constitution at all times
- 6.2 The Committee shall consist of:
 - 6.2.1 Officers

- Chair
- Secretary
- Treasurer

6.2.2 Ordinary members

- 4 ordinary committee members (one ordinary member may act as Vice-chair in the absence of the chair at a specific meeting)

6.3 The committee may co-opt such members with specialist knowledge or skills as may be required to transact the committee's business. Co-optees may not vote and shall be appointed on an annual basis, renewable at expiry

6.4 All committee members (including officers) shall be elected by the membership at the AGM

6.5 Members wishing to stand for election to the Committee shall complete the require proposal form and obtain support from two other members, and submit the proposal form to the Secretary no later than 10 days before the AGM

6.6 Where an election is contested (i.e., there is more than 1 candidate for a role or vacancy), each candidate shall be given 5 minutes to explain to the AGM what they would bring to the role and why they should be the elected candidate.

6.7 Election to office at the inaugural AGM shall be as follows:

- Chair, elected on a two-year basis, renewable at the expiry of the term
- Secretary and two ordinary members, elected on a three-year basis, renewable at the expiry of the term
- Treasurer and two ordinary members, elected on a four-year basis, renewable at the expiry of the term

Subsequent elections shall be on a two-year basis, renewable at the expiry of the term.

7. **Committee meetings**

7.1 The Committee shall meet at least 4 times per year, in between general meetings

7.2 The Committee shall keep a minute book which shall be available to inspection by any Association member on reasonable request

7.3 Committee meetings shall be quorate when at least 4 members are present

7.4 The Committee shall prepare an annual report and annual accounts (see 8.6 below) for each AGM

8. Funds

- 8.1 The Association shall have the power to raise funds, e.g., for social events or for campaigns
- 8.2 The Association shall have the power to submit applications for grant funding and equivalents on behalf of the membership, for purposes that are in keeping with the Association's aims
- 8.3 The Association shall open and maintain a bank account, and this account shall be operated in line with the requirements of the bank and the Charity Commission
- 8.4 The Association shall only raise and spend money in fulfilment of its aims
- 8.5 The Association shall not make payments to any individual or organisation without the agreement of the Committee
- 8.6 Annual accounts shall be presented to the membership at the AGM

9. Policies

- 9.1 The Association shall develop, agree and regularly review such policies and protocols as are necessary to the efficient and running of the Association in pursuit of its aims. Policies and procedures to be developed, agreed and regularly reviewed by the Association shall include:
 - Privacy and compliance with the General Data Protection Regulations
 - Equality and diversity
 - Procedure for the conduct of meetings

10. Amendments to the constitution

- 10.1 Amendments to the constitution may be proposed by
 - The committee
 - 10 or more members of the Association
- 10.2 Amendments to the constitution should be considered and voted up at an AGM or extraordinary general meeting as required
- 10.3 Amendments to the constitution must be approved by 75% of the attendees at the relevant general meeting.

11. Winding up

- 11.1 In the event of the Association being wound up, any money which the Association holds may be

- Returned to the donor(s) or
- Passed to a body with similar aims to that of the Association or
- Passed to an agreed and appropriate charity or
- Passed to Todmorden Town Council for distribution as a grant to appropriate organisations

12. Approval

This Constitution was approved by vote of the membership at the General Meeting held on 23 October 2018 and a subsequent amendment to clause 5.2 was approved by vote of the membership concluding on 9 May 2022.