



The Ashgrove Area Residents Association Constitution Objects and Articles of Association

1 Name

The name of the Association shall be the **Ashgrove Area Residents Association** (“the **Association**”). It shall be the natural successor of the ad hoc association known by the same name which exists at the date of adoption of this Constitution and the Association shall adopt any funds, records and other materials held in the name of the said ad hoc association.

2 Objects

The objects of the Association will be to act in the best interests of residents and use all reasonable endeavours:

- To preserve, protect and enhance the general character and vistas created by the Areas of Outstanding Natural Beauty (AONB), Metropolitan Green Belt (Green Belt) and Ancient Woodlands (Woodlands) which our neighbourhood enjoys (our Neighbourhood Vistas);
- To promote the community, natural environment and neighbourhood we enjoy and look at ways to reduce traffic congestion and promote nature and the ability of our community to enjoy the natural habitat;
- To robustly critique and assess plans by any developer or others, including Sigma Strategic (Sigma), that seek to infringe into the Urban Area of the Southern Kippington Ward, beyond the existing urban boundaries and/or that would result in the destruction, erosion or reduction in the AONB, Green Belt, Woodlands or adversely impact our Neighbourhood Vistas and its natural habitat, including bridleways, byways, footpaths and hedgerows;
- To communicate relevant information to and keep its members informed wherever practical of developments, events, planning proposals or local debates and/or proposals that could adversely impact our Neighbourhood Vistas;
- To liaise on these matters with the appropriate authorities and especially with our local councillors and MP.
- Formally to object on behalf of its members to Sigma's scheme (or any other developer's scheme) to build on the land they describe as 'Land West of Ashgrove Road' or any subsequent variation of it;
- To engage professional advisers and to commission such reports as may assist the Association in the attainment of its objectives; and
- To take any other actions or support any local initiatives, including supporting neighbouring Residents Associations, the Sevenoaks Society, our District and Town Councils and our Ward Councillors, that the Association considers appropriate, expedient or necessary in furthering its Objects.

It is not the role of the Association to prevent any development but rather to engage positively in limiting development to that which is consistent with the existing Urban boundary and our Neighbourhood Vistas and which would maintain the character, environment and amenities which we all enjoy, without creating additional traffic congestion or risks to walkers, cyclists, horse riders etc., given the absence of street lighting and footways/ pavements in our rural lanes and roads together with the Green Belt and AONB that our community enjoys.

3 Membership

Membership is open to anyone who:

- lives in, around or off Ashgrove Road Sevenoaks, including Oak Lane, Oak Warren, Croft Close, Fig Street/Farms, Burntwood Grove, The Dene, Glebe Lane, Oakfields, Solefields Road, Soleoak Drive, Grassy Lane, Oak Avenue, Wellmeade Drive, Lawn Park, Burntwood Road, Ashgrove Road, Bramble Lane, Charlie's Lane, Hopton Lane, Pock Hill, Little Julians Hill, West Heath Lane and White Friars.
- supports the aims of the Association;
- agrees to being included in the list of members;
- agrees that we can use their email address for all purposes required for the Association's business and confirms that he/she will not use any other members contact details for any other purpose; and
- contributes to the fees, levies and costs requested of members by the due date.

There will be an annual membership fee which will be agreed at the Annual General Meeting (AGM) and will be payable by each house or flat whose resident(s) are members. Failure by any member to pay this or any other amount specified in this clause may result in suspension of the member's membership until it is paid. No refunds will be paid.

A list of all members will be kept.

3.1 Ceasing to be a member

Members may withdraw from the Association at any time by asking to be removed from the list of members by notice by email to: info@ashgroveareara.co.uk

Any member who fails to pay the membership fee or any other amount owing by such member to the Association will be contacted by the Working Group or Committee of the Association who may then decide whether that member will be deemed to have withdrawn from the Association.

No offensive behaviour, including racist, sexist or inflammatory remarks, will be permitted. Anyone behaving in an offensive way may be asked not to attend further meetings or to resign from the Association. The individual concerned shall have the right to be heard by the Working Group or Committee, accompanied by a friend, before a final decision is made.

4 Officers and committee

The business of the group will be carried out by a Working Group or Committee elected at the Annual General Meeting. The first members of the Working Group are the founding members of the Association, each of whom is a signatory to this Constitution. The Working Group or elected Committee will meet as necessary and not less than twice a year.

The Working Group or Committee will consist of up to 6 members but must at least comprise, at least 3 Working Group or Committee members. Additional members may be co-opted onto the Working Group or Committee at the discretion of the Working Group or Committee.

Principal roles are as follows:

- Chairman, who shall chair the Working Group and/or both general and Committee meeting; and
- Treasurer who shall be responsible for maintaining accounts

In the event of a Working Group or Committee member standing down during the year, a replacement will be elected by the next General Meeting of members.

The Committee meetings will be open to any member of the Association wishing to attend, who may speak but not vote.

5 Meetings

5.1 Annual General Meetings

An Annual General Meeting (AGM) will be held within fifteen months of the previous AGM.

All members will be notified in writing at least 3 weeks before the date of the meeting, giving the venue, date, and time. Meetings may, at the discretion of the Working Group or Committee, be held virtually.

Nominations for the Working Group or Committee may be made to the Chairman before the meeting, or at the meeting.

The quorum for the AGM will be 10 members voting in person or by proxy.

At the AGM:

- The Working Group or Committee will present a report of the work of the Association over the year.
- The Working Group or Committee will present the accounts of the Association for the previous year.
- The Working Group or Committee membership for the next year will be confirmed.
- Any proposals given to the Chairman, or to a Working Group member or Committee member nominated by him at least 7 days in advance of the meeting will be discussed.

5.2 Special General Meetings

The Chairman of the Working Group or the Committee will call a Special General Meeting at the request of the majority of the Working Group or Committee members or at least eight other Association members giving a written request to the Chairman stating the reason for their request.

The meeting will take place within twenty-one days of the request.

All members will be given two weeks' notice of such a meeting (e.g., 14 days), giving the venue, date, time and agenda, and notice may be by telephone, email or post. Such meetings may also, at the discretion of the Working Group or Committee, be held virtually.

The quorum for the Special General Meeting will be 10 members voting in person or by proxy.

5.3 General Meetings

General Meetings are open to all members and will be held at least annually (if there is no AGM in that calendar year) or more often if necessary. If there is an AGM in the calendar year, it will also constitute the general meeting.

All members will be given three weeks' notice of such a meeting, giving the venue, date, time and agenda, and notice may be by telephone, email or post as the Chairman thinks fit. Such meetings may also, at the discretion of the Committee, be held virtually.

The quorum for a General Meeting shall be 10 members, voting in person or by proxy at the Special General Meeting .

5.4 Working Group or Committee Meetings

Working Group or Committee meetings may be called by any member of the Working Group or Committee on written notice to the other members at least 7 days before the meeting unless they consent to short notice. The quorum for Working Group or Committee meetings is three. Such meetings may, at the discretion of the Working Group or Committee, be held virtually. If a consensus cannot be reached a vote will be taken and a decision will be made by a simple majority of members present. If the number of votes cast on each side is equal, the chair of the meeting shall have an additional casting vote.

6 Rules of Procedure for meetings and disclaimer

All matters that arise at any meeting will be discussed openly and the meeting will seek to find general agreement on each such matter. At any Annual General Meeting, General Meeting or Special General Meeting, each member or proxy voter shall have one vote. Members who are unable to attend a meeting may appoint proxy the Chairman or another member who is attending to vote as they direct on their behalf by giving notice by email at: ashgrovearea.ra@gmail.com at least 48 hours before the meeting that they have appointed a proxy. The Proxy form will be in such format as the Chairman or Working Group, or Committee may decide is appropriate.

If a consensus cannot be reached a vote will be taken and a decision will be made by a simple majority of members present. If the number of votes cast on each side is equal, the chair of the meeting shall have an additional casting vote.

Records of proceedings of all General Meetings, Working Group or Committee meetings shall be kept by the Association.

Disclaimer. No liability shall attach to the Chairman, any Working Group or Committee Members or the Members generally in respect of anything done by or on behalf of the Association absent fraud or gross recklessness.

7 Financials

An account will be maintained on behalf of the Association at a bank agreed by the Working Group or Committee. At least three cheque signatories will be nominated by the Working Group or Committee (one to be the Treasurer). The signatories must not be related nor members of the same household.

All payments will be signed by two of the signatories.

- For cheque payments, the signatories will sign the cheque.
- For other payments (such as BACS payments, cash withdrawals, debit card payments or electronic or physical cash payments), a requisition note will be signed by two signatories or confirmed by email to the Treasurer and held by The treasurer.

Records of income and expenditure will be maintained by the Treasurer and a financial statement given at each meeting.

All money raised by or on behalf of the Association is only to be used to further the aims of the Association, as specified in item 2 of this constitution.

8 Amendments to the Constitution

Amendments to the constitution may only be made at the Annual General Meeting or a Special General Meeting.

Any proposal to amend the Constitution must be given to the Chairman in writing by email 28 days before the meeting at which it is to be considered. The proposal must then be circulated with the notice of meeting.

Any proposal to amend the constitution will require a two thirds majority of those present and entitled to vote.

9 Dissolution

If a meeting, by simple majority, decides that it is necessary to close down the Association it may call a Special General Meeting to do so. The sole business of this meeting will be to dissolve the group.

If it is agreed to dissolve the group, all remaining money and other assets, once outstanding debts have been paid, will be repaid to its members on a basis which is pro rata to the amount contributed to the Association by each such member, unless the amount is less than £100, in which case the residual balance will be donated to the Weald Hospice or such similar local charity which may exist at that time.

10 Foundation

This constitution was agreed and adopted by the founding members of the Association, signing below on 17 April 2023:

Name: Mike Whatford (Chairman)

Signed: *M Whatford*

Name: Tom Keevil

Signed: *T Keevil*

Name: Marius Le Roux

Signed: *M Le Roux*

Name: Andy McClinton (Treasurer)

Signed: *A McClinton*

Name: David Reading

Signed: *D Reading*