

BRIGHTON MARINA RESIDENTS' ASSOCIATION

CONSTITUTION – AMENDED JUNE 2009

This Constitution governs the activities and procedures of the Brighton Marina Residents' Association, and in particular the Committee thereof. All Committee Members are deemed to have accepted its terms, and be bound by it.

1. AIMS, PURPOSES AND OPERATION

1.1 The BMRA exists for the following principal purposes:-

- (a)** To provide a forum to discuss matters which affect residential properties within Brighton Marina.
- (b)** To express the views and opinions of owners of residential properties within the Marina, including establishing a common approach (if possible, and with due regard to minority opinion) on matters which may affect the comfort and convenience of life of such persons.
- (c)** To exchange views and information with officials of the Brighton Marina Residential Management Company, and other parties with interests in or concerning the Marina.

1.2 The Association shall undertake its functions and purposes through a Committee, which will be elected by its Members.

1.3 Neither the Committee nor the Residents' Association can take any decision that commits any individual resident to mandatory expenditure or to any course of action which in any way compromises that resident's rights or obligations under his or her lease.

1.4 The rights of any individual resident to approach the Brighton Marina Company, its officers or any other party in respect of any matter whatsoever cannot and shall not be compromised by the existence or activities of the Residents' Association or its Committee.

1.5 The existence of the Residents' Association does not bind the Brighton Marina Company or any of its divisions, by any proposals or decisions made by it.

2. MEMBERSHIP

There shall be the following classes of Member:-

2.1 Ordinary Members: All owners of residential properties within the Marina (which term shall mean and extend to those holding freehold or long leasehold interests from the developers and/or Brighton Marina Company in such properties), shall automatically become Ordinary Members of the Association. Ordinary Members are entitled to elect representatives to the Committee, and to stand for election themselves. They are further entitled to attend Committee meetings as observers, and to have their views communicated to the Committee either in writing, or through their elected representative.

2.2 Paid Up Members: Such Members have all the rights and privileges of Ordinary Members, but additionally, and in consideration of an annual subscription which shall be set by the Committee from time to time, be entitled to view the minutes of Committee meetings via a password to the BMRA Website (hard copy by request) and such circulars or other papers as the Committee may from time to time distribute.. They are also entitled to a current Advantage Card and Directory, and attend social events organised by the BMRA

2.3 Associate Members Persons who:-

- (1) are residential occupiers or berth holders within the Marina, but who are not qualified to be Ordinary or Paid Up Members, or
- (2) who are qualified to be Ordinary or Paid Up Members, but who cannot vote or stand for election because they are joint owners of a property in which another joint owner has been chosen by them to exercise the rights and privileges of Ordinary or Paid Up Membership are entitled to become Associate members of the BMRA and enjoy the same rights and privileges as outlined in Paras. 2.1 and 2.2

2.4 Sub Tenants (Rental) :-

Sub-tenants (Renters) who can produce a current Brighton & Hove Council tax bill in their name and with a Marina address may become members of the BMRA and enjoy the advantages of Associate Members as outlined in para 2.3. In addition they are required to pay a deposit, at a rate set by the Committee from time to time, refundable when their Advantage Card is returned undamaged.

3. THE COMMITTEE

3.1 The Committee shall comprise representatives elected by Ordinary and Paid Up Members by postal ballot.

- 3.2** A Committee Member will be elected by persons entitled to vote who reside in or who own a property in the block or group of flats or houses that the Committee Member represents.
- 3.3** Each Committee Member shall represent the interests of the block or group of houses or flats in which he or she lives, but will primarily represent the interests of the residents generally whilst serving on the committee.
- 3.4** A Committee Member cannot be elected to represent a block or group of houses or flats in which he or she does not own a property.
- 3.5** No Committee Member can represent more than one block of flats or houses.
- 3.6** In the event that a person owns a property in more than one block, that person shall stand for election for the block in which he or she resides. If such person does not reside in any block (ie. Lives full time outside the Marina), such person may stand for election to represent a block of their choice, providing that they own a flat or house in such block.
- 3.7** Where a flat or house is owned jointly by two or more persons only one such person is entitled to exercise the rights and privileges of Ordinary or Paid Up Membership. Thus, only one person per property is entitled to vote and stand for election to the Committee.
- 3.8** Committee Members shall be elected for a period of 2 years.
- 3.9** If a Committee Member wishes to retire from service before the expiry of his or her term of office, a bye-election shall be held in that block, for the remainder of that term.
- 3.10** A Committee Member may seek re-election on subsequent occasions.
- 3.11** No Committee Member or officer of the association shall receive any remuneration or benefit for his or her services. A committee member shall be entitled to claim expenses for expenditure directly incurred by him or her, but only upon authorisation by the Committee.
- 3.12** No Committee Member or Officer of the Association will incur any personal liability for any acts or omissions whilst acting in such capacity or by the Committee, save where the same are proved to be caused by personal dishonesty.
- 3.13** The constitution of the Committee shall be as follows:-

Britannia Court	=	1 Representative
Sovereign Court	=	1 Representative
Collingwood Court	=	1 Representative
Merton Court	=	1 Representative
Neptune Court	=	1 Representative

Copenhagen Court	=	1 Representative
Hamilton Court	=	1 Representative
St Vincent's Court	=	1 Representative
Victory Mews Flats	=	1 Representative
Victory Mews Houses	=	1 Representative
Wellington Court	=	1 Representative
Village Square	=	1 Representative
Trafalgar Gate	=	1 Representative

3.14 Each Committee member may additionally elect a Deputy, who will attend meetings in the absence of the elected representative on their behalf.

3.15 If any Committee Member is absent from meetings on 4 consecutive occasions, the Committee shall have the right to resolve to declare a bye-election to replace that Member.

3.16a At the first meeting after each election, the Committee will elect the following Officers by show of hands or (if requested by any candidate for Office) by immediate secret ballot:-

Chairman
Deputy Chairman
Secretary
Treasurer

3.16b On election the Chairman shall stand down as representative for whichever Block or Group of Blocks he or she has been elected and will be deemed to have been co-opted on to the Committee.

A bye election shall then be held for a block representative to replace the Chairman or someone shall with the consent of the Committee be co-opted to act as such representative.

3.17 The functions of all Committee Officers shall be administrative only. No Officer of the Committee shall have any individual and/or other executive power to bind the Committee and/or the Association save with the express consent of the Committee.

3.18 The Committee can, by a majority vote, co-opt any person who is willing to serve as a member of the Committee, for such period as the Committee shall see fit, and that person, if so co-opted, shall become a member of the Committee as if he or she had been elected for the period co-opted.

4. DUTIES OF COMMITTEE OFFICERS

4.1 Chairman: To chair meetings, and liaise between meetings with the Brighton Marina Company, and perform any other functions from time to time approved by the Committee.

- 4.2 Deputy Chairman: To assist the Chairman and to chair meetings and otherwise perform the Chairman's functions in his or her absence.
- 4.3 Secretary: To take minutes (or to ensure that minutes are taken by some other person), to receive and reply to correspondence, and to ensure that all requisite documents are circulated amongst Members of the Association and the Committee.
- 4.4 Treasurer: To receive and be responsible for the funds of the Association, to keep all necessary books of account, and to draw up and present an Annual Financial Report to the Members.

5. **COMMITTEE MEETINGS**

- 5.1 Meetings shall be held once every six weeks on a Sunday morning, in the offices of the Brighton Marina Company, or such other places as may be agreed. The date and frequency of a meeting may be agreed by a majority of the members present in the event that it is not practical or convenient to hold a meeting. Additional meetings will be held by agreement.
- 5.2 The Brighton Marina Company Estates Manager and/or any other party may attend the meetings at the invitation of the Committee.

The Chairman of a meeting may take views from the floor but is not obliged to do so.

- 5.3 All Members of the Association shall be entitled to attend meetings, in the capacity of observers only – ie. They shall not vote or be heard at the meeting. The Chairman of a meeting may take views for the floor, but is not obliged to do so.
- 5.4 An Annual General Meeting shall be held once per annum to which all Paid Up Members shall be invited, to hear a report from the Chairman and the Treasurer, and to address any questions to the Committee.
- 5.5 All Committee decisions save those relating to any amendment of this Constitution shall be taken by a majority vote of those present at the meeting. In the event of a tie, the Chairman shall have a second and casting vote.
- 5.6 No amendments to the Constitution shall be made save upon a vote of at least two-thirds of the membership of the Committee (whether present or not).
- 5.7 The Committee shall have the right to accept proxy votes from absent members in extraordinary circumstances.

6. **AGENDAS**

- 6.1 An agenda of all matters to be discussed at a forthcoming meeting shall be circulated by the Secretary to Committee Members and a copy shall be placed on the Association's Notice Board at least 7 days prior to such meeting taking

place. Failure to do so shall not invalidate a meeting, should the Committee agree.

- 6.2** The Committee shall not, save in the most exceptional cases, and then only with the approval of its members, discuss matters affecting individual properties in the Marina or Village. Exceptional cases shall include instances where the individual matter concerned gives rise to wider implications for the Marina Village.

7. NOTICES

- 7.1** A notice board dedicated to the BMRA shall be kept outside the offices of the Brighton Marina Company (or such other place as the Committee shall from time to time decide).
- 7.2** Copies of all Notices of Meetings shall be posted on the Notice board and BMRA Website at least 7 days prior to any formal meeting of the Committee. Minutes of meetings, and any other documentation pertaining to the Association shall also be posted on the Notice Board.
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