

**THE CONSTITUTION**

**OF**

**WELCOMES & UPLANDS ROAD**

**ASSOCIATION**

**(FORMERLY WELCOMES AND**

**UPLANDS ROAD COMMITTEE -**

**ESTABLISHED 1928)**

**June 2002 version amended June 2018 and May 2022.**

## 1. Preamble

1.1 Welcomes and Uplands Roads (hereinafter referred to as ‘the roads’) are unadopted and their maintenance is the responsibility of the residents. Welcomes Road is a designated footpath as well as a public highway. Since it is impractical for residents to maintain their own section of the road, this task has been entrusted to a Road Committee since 1928.

1.2 The name Welcomes and Uplands Road Committee was changed to Welcomes and Uplands Road Association (hereinafter referred to as the ‘Association’) at the Annual General Meeting held on 21<sup>st</sup> May 2002 and is an unincorporated not for profit body run by volunteers.

1.3 All residents whose property frontages Welcomes or Uplands Roads and the spur roads of Benthall Gardens, Cunnor Rise, Kearton Close, Maryhill Close, Simone Drive and Pine Close which rely on Welcomes and Uplands Roads for access, are deemed to be members of the Association and are covenanted by deed to share the cost of maintaining Welcomes and Uplands Roads in line with the legal principle of *benefit and burden* re-affirmed by the Court of Appeal in the case of Goodman v Elwood 2013.

1.4 Residents recognise and acknowledge that they have an obligation to pay the annual road levy and any additional levy as and when required by the Committee at rates of road levy agreed by a majority vote in general meeting, such income to be utilised to fund the costs of maintaining the roads and to meet associated administration costs.

1.5 Residents also recognise that periodic resurfacing costs may necessitate payment of an additional levy to make up any shortfall in reserves to pay for such resurfacing.

1.6 The members (referred to hereinafter as ‘the Residents’) elect the road management committee (referred to hereinafter as ‘the Committee’) in general meeting which works within guidelines established at general meetings of the residents.

The scope and authority of the Committee is as follows:

## **2 Aims**

2.1 The Committee on behalf of the residents to ensure that the surfaces of Welcomes and Uplands Roads are kept in good repair and that the costs of doing so are shared between Residents in a manner decided in General Meeting

2.2 As and when considered appropriate the Committee will take such action as may be necessary to preserve, maintain and improve the environment in the general interests of Residents with annual reviews of the rate of road levy relative to inflation.

2.3 Administration of the Association will be paperless as far as possible and day to day communications are to be by email and via a dedicated web site or any other appropriate on line facility.

2.4 In addition the Committee will take appropriate steps to regulate the behaviour and conduct of developers and their agents by entering into a formal agreement with them and to collect such funds as are deemed appropriate to restore the road to the original condition and regulating the weight, routing and frequency of HGV traffic

2.5 Residents adding rooms to their properties and/ or carrying out landscaping work will be asked to pay a development levy for wear and tear at a rate deemed as appropriate by the Committee.

To achieve these aims, the Committee will perform the following duties:-

## **3 Duties of the Committee**

3.1 To ensure that all the activities of the Committee are within the scope of the terms of reference agreed by annual or extraordinary general meetings of Residents.

3.2 To develop plans and budget for the annual maintenance and periodic resurfacing of the roads and implement them in a cost effective way and to deal with any environmental matters relevant to the Residents

3.3 To collect the agreed annual levies from all Residents to cover the costs of the above paragraph (3.2) by maintaining a data base of Residents' contact details and levy payments in compliance with the General Data Protection Regulations

3.4 To respond to proposals, questions and actions related to the roads raised by the Local Authority and other Statutory Bodies including housing developments when such development is likely to lead to on road parking and/or obstruct the passage of traffic, consulting the Residents and the Kenley Residents Association where appropriate and in need taking legal action or seeking legal advice using budgeted road funds.

3.5 To ensure that funds so collected are properly administered and spent only in ways approved in general meeting by simple majority vote.

3.6 To implement agreed decisions taken at annual and/or extraordinary general meetings.

#### **4 Modus Operandi**

4.1 An annual general meeting of the Association shall normally be held before 30<sup>th</sup> June each year and shall constitute the policy making body for the Association. A minimum of 10 voting members will constitute a quorum.

4.2 Extraordinary general meetings may be called at any time by the Committee, or at the request of 10 or more voting Residents whose payments are up-to-date as at 31st March. 28 days notice (except in exceptional circumstances) shall be given of such meetings together with an indication of the subjects to be raised.

4.3 Voting at general meetings shall be on the basis of one vote per person present at the meeting providing that no more than two votes are registered for each property frontaging Welcomes and Uplands Roads or the spur roads and that there is a quorate of a minimum 10 voting members present.

A registered voter is defined as the owner or joint owner of the property. At the discretion of the Committee, voting rights may be limited to those who are up-to-date with their levy payments. Actions agreed by simple majority of those attending a general meeting will bind all Residents but the written views of those unable to attend will be read out at the meeting and be accorded due weight and consideration.

4.4 The Committee will consist of a minimum of 4 members and a maximum of 8, of whom the majority will be resident in Welcomes and/or Uplands Roads elected at an annual or extraordinary meeting of Residents.

4.5 The Committee will appoint from its members a Chairman, a Secretary and a Treasurer.

4.6 The executive responsibilities of the Committee will be vested in the Chairman, Secretary and Treasurer, who may be paid honoraria in recognition of the time devoted to the work, subject to approval in general meeting. If necessary such work may be outsourced at a rate of remuneration to be agreed by the Road Committee but capped at an annual limit set at AGM from time to time.

4.7 The Committee will formulate plans for the day-to-day upkeep, annual maintenance and periodic resurfacing of the roads and develop appropriate budgets for their implementation. It will also decide parking policy and management of parking bearing in mind that only incidental visitor parking is permitted on footpaths and highways and that free passage of traffic must not be compromised.

4.8 A budget proposal will be presented to each annual general meeting for discussion and approval, together with a proposal for the road levy to cover expenditure and establish a contingency fund for future commitments.

4.9 The Treasurer will keep a record of all levies due and overdue and be responsible for the collection of the levy and the disbursement of funds to cover authorised expenditure over bank accounts authorised by 2 signatories or by a majority in Committee. Cheques and electronic payments must be authorised by two of any three persons authorised to sign by the Association. Reserves will be invested to maximise income but subject to the risk management relative to trust funds.

4.10 The Annual General Meeting will appoint an auditor or independent examiner to verify the accounts.

4.11 The Committee will give formal reports of its activities to annual general meetings and answer questions from the floor. Adoption of the reports will be by a majority decision of those present.

4.12 The Treasurer will prepare Annual Accounts to 31st March which will be audited or independently examined and presented to the annual general meeting for adoption. Any reasonable request for inspection of supporting documentation will be met.

4.13 The Secretary (or other nominated member of the Committee) will organise the day-to-day work of maintenance of the roads and will obtain two competitive quotations for work costing more than £5,000 for consideration by the Committee or for sums over £30,000 by a majority in general meeting.

4.14 Residents will be invoiced with the amount of the annual road levy due at rates based on the Council Tax Band of their houses and approved in general meeting no later than 31<sup>st</sup> May each year. Payment by standing order should be set by residents for a day in June each year.

4.15 Where payment has not been made by the end of the financial year (31st March) the Committee have the right to charge interest from that date at a rate determined by the Committee and to recover related administrative costs. Members understand that on selling their house a declaration of disputes with the Association is required to be made on Law Society Form TA6 so it is in their interests not to allow road levy arrears to accumulate.

The Committee will take whatever steps are deemed appropriate (within an overall cost allocation in the approved budget) to secure payments that are overdue. Any overspending on legal costs or charges must be ratified at the next annual general meeting.

4.16 The Committee will act as the channel of communication with the Local Authority and Statutory Bodies on general matters affecting the roads, consulting Residents as deemed necessary.

4.17 The Committee will keep Residents informed of its activities during the course of a year and of other developments by means of a periodic news letter circulated to all households or other means if necessary

4.18 The Committee reserves the right to either restrict or discontinue communications to Residents who are in arrears with the annual levy. Also, at the discretion of the Committee the respective residents would not be entitled to any assistance by the Association.

4.19 In respect of action taken by the Committee, members will be indemnified by the Residents against claims that may be made against them.

4.20 The Committee will maintain a Public Liability Insurance Policy to include legal expenses cover and continue membership of Private Road Services (PRS) as long as it is considered beneficial to do so by the Committee

## **5.00 Amendments to the Constitution**

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

Any proposal from a resident to amend the constitution must be given to the Secretary in writing. 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.

## **6. Dissolution**

If a Road Committee meeting, by simple majority, decides that it is necessary or desirable 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 Association

If it is agreed to dissolve the Association, all remaining money and other assets, once outstanding debts have been paid, will be distributed to members in a ratio to be decided at the meeting. If total assets are consider too small to warrant distribution to residents then they may be donated to charity. The Road Committee or such Committee as is appointed by the meeting will arrange to distribute assets as directed and to close any bank accounts.

**NOTICE** is hereby given that no liability will be accepted by the Chairman or any member of Welcomes and Uplands Road Association Committee, either individually or jointly, in respect of any actions taken, or advice or information given by them, in good faith, while performing functions on behalf of the Association in accordance with its constitution.