



Clarification on Members, Committee Members, and Meeting Attendance

This document summarises what the KERA Model Constitution states about:

- The distinction between Members and Committee Members
- Who may attend meetings
- What is permitted and prohibited
- Responsibilities toward Members
- Required meetings each year

All points rely solely on the wording and intent of the adopted Model Constitution (2025).

1. Members vs Committee Members (Definitions)

Members

- Membership is open to all eligible residents aged 16+ living in the RA area.
- Membership is broad and inclusive, and should reflect the local population.
- Members form the democratic base of the Association.

Committee Members

- Committee Members are a subset of Members elected at the AGM.
- Committee Members are responsible for operational decisions and governance.

2. Rights of Members

According to the constitution, Members have the right to:

- Join the Association (with written consent)
- Receive information from the Association
- Be regularly consulted by the Association
- Attend General Meetings (AGM + GM)
- Vote at General Meetings
- Stand for election to the Committee (if eligible)
- Request and inspect minutes
- Attend Committee Meetings (observe, but not vote)

3. Rights of Committee Members

Committee Members:

- Are elected at the AGM
- Hold voting rights at Committee Meetings
- Elect officers (Chair, Treasurer, Secretary)

- Create sub-committees and working groups
- Report to Members at General Meetings

4. Attendance at Committee Meetings

The constitution states:

"All members shall be given not less than 7 calendar days' notice of each Committee Meeting, at which any member of the Association shall be entitled to attend (but not to vote)."

This means:

- Committee Meetings are **not closed**.
- Attendance by Members is a **constitutional right**.
- Members may observe and contribute at the Chair's discretion.
- Voting is restricted to Committee Members.

5. Attendance at General Meetings

General Meetings (including the AGM) are open to all Members. Members may vote at these meetings.

General Meetings:

- Must be held at least twice per year (one being the AGM)
- Require 14 days' notice
- Must be minuted

6. Meeting Types and Minimum Annual Requirements

The constitution requires:

Committee Meetings

- Minimum of 4 per year
- Open to all Members (non-voting)

General Meetings

- Minimum of 2 per year (including AGM)
- Open to all Members (voting)

AGM

- Once per year
- Elects the Committee
- Reviews accounts and reports

Special General Meeting

- Can be triggered by 5 Members
- Open to all Members

Total minimum formal meetings per year = **6**

7. Responsibilities Toward Members

The constitution places specific duties on the Association in respect of its Members. These include:

Providing Information

- Provide regular information to Members about the Association's activities, decisions, and matters affecting the estate.

Promoting Membership

- Promote membership to all eligible residents.
- Ensure, as far as possible, that membership reflects the local population.

Consultation

- Regularly consult Members and represent their views.

Constitution Access

- Provide a copy of the constitution to every Member. (In practice this may be issued digitally to avoid unnecessary printing and ensure wide access.)

Minutes Access

- Make Committee and General Meeting minutes available to Members upon request via the Secretary.

Participation Pathways

- Allow Members to stand for election to the Committee (subject to eligibility rules).
- Allow Members to attend Committee Meetings as observers.
- Allow Members to vote at General Meetings.

These duties reinforce openness, participation, and informed membership.

7a. Responsibilities Toward Committee Members

Committee Members have additional expectations and duties under the constitution:

Governance Duties

- Attend Committee Meetings.
- Vote on decisions affecting the RA.
- Elect officers (Chair, Treasurer, Secretary).
- Oversee financial and operational matters.
- Report to Members at General Meetings.

Accountability to Members

- Committee Members are accountable to the Membership through elections at the AGM.
- Committee Members provide reports and accounts to Members annually.

Membership Representation

- Committee composition must reflect resident demographics (majority must be tenants or resident leaseholders).
- No more than two Committee Members may be from the same household.

These distinctions show that Committee Members operate as an elected executive, while Members form the democratic base.

The constitution requires the Association to:

- Promote membership
- Provide regular information
- Regularly consult Members
- Reflect the community in membership

- Make minutes available to Members
- Encourage participation and representation

These responsibilities are inconsistent with a closed-door model.

8. What Is Explicitly Prohibited

The constitution explicitly prohibits:

- Members voting at Committee Meetings
- Discrimination or exclusion from membership on protected grounds
- Officer positions being held by non-resident leaseholders in certain cases

It does not prohibit:

- Members attending Committee Meetings
- Members contributing to discussion
- Members observing decision-making

9. Implicit Principles

From the constitution's aims and meeting rules, several principles follow:

- Transparency
- Participation
- Representation

- Accountability
- Inclusivity
- Consultation

These principles align with open meetings and broad Member engagement.

10. Conclusion

Based on the Model Constitution:

- Members and Committee Members are distinct
- Members retain the right to attend Committee Meetings
- Voting distinctions protect governance without limiting participation
- Closed Committee Meetings would contradict both wording and spirit of the constitution
- The Association's purpose implies openness, consultation, and communication with residents

This interpretation relies solely on the constitution and does not introduce personal opinion or custom practice.