



# Residents Association Special General Meeting & AGM

NOTICES OF CONSTITUTIONAL MEETING AND AGM

*Monday 30 March 2015, 7.45pm*

Henrietta Barnett School Hall, Central Square  
All residents welcome • Refreshments

For the Annual Report see Suburb News' centre pages, or visit [www.hgs.org.uk](http://www.hgs.org.uk)



# Notice of Special General Meeting

## 7.45pm on Monday 30 March 2015

**A meeting to consider constitutional amendments will be held immediately before the AGM. Please come for 7.45pm.**

**This will be a 'Special General Meeting' of the Hampstead Garden Suburb Residents Association, and will take place in the Henrietta Barnett School Hall, Central Square, NW11 on Monday 30 March 2015, and will start at 7.45pm**

Two amendments, plus a correction, will be considered. All require a two-thirds majority of those present and voting. As with the AGM, a quorum is 50 members, and each household has only one vote.

### **1. Email Notices**

Where members have chosen to register their email address with the RA, it is proposed that Notice of the AGM may be given to them by email. At present a postal mailing is combined with the renewal mailing. This may continue in subsequent years, if the Council considers it appropriate, but at the September Council meeting it was decided that it would be prudent to include power to use email where the member has chosen to register it.

### **Proposed amendment No. 1:**

A Resolution to add to the end of paragraph 7(b) of the Constitution: 'Despatch may be by email where a Member of the household has registered an email address with the Association'.

### **2. Correction**

The existing paragraph regarding a special general meeting, adopts the administrative provisions of the AGM, but has one incorrect cross-reference, to a paragraph (g)

that does not exist, which the following amendment would correct.

### **Proposed amendment No. 2:**

A Resolution that in paragraph 8(c) of the Constitution, the letter (g) shall be replaced by (f).

### **3. Council Expulsion Clause**

Unlike most companies and charities, there is no provision in the Constitution for expelling a Council member. In contrast, the standard constitution issued by the Charities Commission, and adopted by many charities including the Heath and Hampstead Society, enables a member to be expelled from the Society/Association itself (and thereby also to cease being on the governing body).

The Council is not seeking such a wide power, but does consider it prudent to adopt power to expel a member from Council. The proposal adopts the Charities Commission text, but adds two additional safeguards:

- that a vote would need a three-quarters majority (ie 75% rather than just 50%)
- a six weeks' notice provision of the meeting so that full arguments can be presented.

The power may never be exercised, but if it were to be used the trigger would be a transgression after the resolution has been adopted, and the Council would then be required to give the member reasons, with six weeks for the member or a representative to prepare a response for the meeting. The amendment would bring the RA in line with general practice, and include these additional safeguards.

**Proposed amendment No. 3:**

A Resolution that a new Clause 5(k) shall be inserted into the Constitution (re-lettering the existing (k) and (l) as (l) and (m), as follows:

‘(k) An officer or an ordinary member of Council shall cease to be such if the Council so resolves by a three quarters (75%) majority of those present and voting on the grounds that in their opinion the member has brought the Association into disrepute, or that in their opinion it is in the best interests of the Association that the office is vacated or membership of Council is terminated.

Such a resolution may only be passed if:

- (i) the officer or member has been given at least forty two days’ (six weeks’) notice in writing of the meeting of the Council at which the resolution will be proposed and the reason why it is to be proposed; and
- (ii) the officer or member or, at his or her option, a representative (who need not be a member of the Association) has been allowed, if he or she so wishes, to make representations, of reasonable length, to the meeting.

If such a resolution is passed, and the person affected is a member of the Executive Committee or any standing committee or working group of the Association, or a representative of the Association on another body, the person shall by virtue of the resolution cease to be on such committee or group or be such representative.

No person who ceases to be an officer or ordinary member of Council by virtue of such a resolution shall be eligible to be elected to any office of the Association or to Council, or to be appointed to fill a vacancy in either, or co-opted to a standing committee, until one year has elapsed from the date of the resolution.’

## Annual Report

For the Annual Report see Suburb News’ centre pages, or visit [www.hgs.org.uk](http://www.hgs.org.uk)

# Notice Of Annual General Meeting

## Monday 30 March 2015

**The 103rd AGM of the Hampstead Garden Suburb Residents Association will take place in the Henrietta Barnett School Hall, Central Square, NW11 on Monday 30 March 2015 and will start immediately after the Special General Meeting (detailed opposite) convened for 7.45pm**

The business of the meeting will be:

1. To receive apologies for absence
2. To approve the minutes of the last AGM
3. To receive and approve the annual report (in Suburb News) and accounts for 2014 (overleaf)
4. To elect officers and Council members for 2015/16
5. To consider the suggested annual subscription for the membership year 2016. No change is recommended
6. To appoint an honorary accountant
7. To appoint honorary Life Members
8. To present Alexander Stuart Gray awards for 2014
9. Any other business

The following have been nominated by the Council as officers for 2015/16:

**Chairman** ..... David B Lewis  
**Vice Chairman** ..... Max Petersen  
**Hon Secretary** ..... Gary Shaw  
**Hon Treasurer** ..... Louise Hillman

The following have been nominated for election to council:

..... Lynda Cook  
..... Anita Harlow  
..... Hella Schrader  
..... Simon Sackman  
..... Jonathan Seres

The following members of Council have resigned, retire or retire by rotation:

Those marked \* offer themselves for re-election.

..... Peter Beesley  
..... Tony Brand\*  
..... Charles Gale\*  
..... Tony Ghilchik\*  
..... Colin Gregory\*  
..... Rosalind Josephs  
..... Paul Wenham

Any member may propose members (who have been in membership for at least two years, any preceding membership as an Associate member included) for officer posts and for Council vacancies.

Nominations must be in writing, have the consent of those being nominated and be signed by a proposer and a seconder who are members of the Association.

They should be received by the Secretary, Rosemary Goldstein, 1a Church Mount N2 0RW by 20 March 2015.

After formal business there can be a general discussion and questions from the floor following which we hope you will stay for refreshments.

JONATHAN SERES – *Chairman*

*Please see opposite for Notice of Special General Meeting*

# Financial Report

## for the year ended 31 December 2014

### INCOME AND EXPENDITURE

INCOME	2014 (£)	2013 (£)
Subscriptions	29,698	31,561
Contribution from Fellowship	1,358	1,409
Bank interest ( <i>see Note 2</i> )	46	53
HGSRA Gallery (deficit)	(148)	(27)
Advertising ( <i>see Chairman's note</i> )	25,942	24,174
<b>Total</b>	<b>56,896</b>	<b>57,170</b>
<b>EXPENDITURE</b>		
Printing, stationery, post, phone	1,179	1,815
Room & hall hire	491	716
Honoraria	6,840	6,435
Publications ( <i>see Chairman's note</i> )	22,275	28,875
Events	6,989	8,908
Suburb tree planting	(2,650)	3,400
Sponsorship Proms at St Jude's	2,750	2,750
Notice boards	624	55
Donation to Fellowship House Building Fund	4,000	0
Other expenditure	1,601	1,590
Bank charges	83	52
Total	44,182	54,596
<b>Surplus for the year</b>	<b>12,714</b>	<b>2,574</b>

#### NOTE FROM THE CHAIRMAN

Publications' costs have been shown gross, with advertising revenue shown under Income, as decided by Council, and 2013 has been restated to show the corresponding 2013 figures. Tree planting surplus is the balance of unused provision from previous years, £10,000 of the provision having been spent in the year.

£20,000 from the Centenary Fund was paid as the RA's share in redevelopment of Northway Gardens playground (LB Barnet paying £50,000, and local businesses, HGS Trust, The Free Church and residents some £7,000). The Gallery is in effect a half year, as it closed for Fellowship House rebuilding in July 2014.

JONATHAN SERES – *Chairman*

## Annual Report

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## CONSOLIDATED BALANCE SHEET

CURRENT ASSETS	2014 (£)	2013 (£)
Cash at bank and in hand	8,038	8,235
Deposit Account	81,706	83,604
Stock held at Gallery	405	405
Debtors	3,579	3,903
Share in Orchard Housing Society	1	1
<b>Total</b>	<b>93,729</b>	<b>96,148</b>
Less current liabilities	(28,353)	(23,486)
<b>Net current assets</b>	<b>65,376</b>	<b>72,662</b>
<b>REPRESENTED BY</b>		
Accumulated fund brought forward	51,079	48,505
Surplus for the year	12,714	2,574
Tony Mandelson Memorial Fund	95	95
Dr Joy Edelman Legacy	1,488	1,488
Centenary fund ( <i>see Chairman's note opposite</i> )	0	20,000
<b>Total</b>	<b>65,376</b>	<b>72,662</b>
<b>COLLECTION FOR FELLOWSHIP</b>		
Receipts	11,577	12,087
Less RA costs	(1,358)	(1,409)
<b>Total</b>	<b>10,219</b>	<b>10,678</b>
<b>GARDEN SUBURB GALLERY</b> ( <i>see Chairman's note opposite</i> )		
Income	1,405	4,536
Expenditure	(1,553)	(4,563)
<b>(Deficit) for the year</b>	<b>(148)</b>	<b>(27)</b>

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2014 – 1. ACCOUNTING POLICIES: (a) The accounts have been prepared on an accrual basis. (b) Members' subscriptions have been reconciled with the sums actually received during the year.

2. INTEREST: Interest has been received net of tax. 3. The Council considers that apart from tax at 20% on interest received there is no additional liability to tax.

### HONORARY ACCOUNTANT'S REPORT

I have examined the accounts prepared by the council for the year ended 31 December 2014. This examination comprised a review of the accounting records kept by the Association and a comparison of the accounts presented with those records. It also includes a consideration of any unusual items or discrepancies in the accounts and seeking explanations from the Council concerning such matters. The procedures undertaken do not provide all the evidence that

would be required in an audit, and consequently I do not express an audit opinion on the view given by the accounts. On the basis of my examination I have concluded that the accounts have been extracted correctly from the accounting records and are sufficiently supported by underlying documents and explanations provided to me by the council.

PR HARTLEY – Chartered Accountant  
PO Box 27075, London N2 0FZ