



# CONSTITUTION

*(Adopted on 27 March 1995, and amended at Special General Meetings held on 30 March 2015, 26 March 2019 and 27 March 2023.)*

## 1. NAME

The name of the Association shall be the Hampstead Garden Suburb Residents Association (hereinafter called the Association).

## 2. OBJECTS

The objects of the Association shall be:

- (a) to promote the general interest of residents of the Suburb
- (b) to maintain the character of the Suburb as a distinguished living contribution to the history of English domestic architecture and site planning and a neighbourhood of quiet charm
- (c) to maintain as far as possible the ideals of Dame Henrietta Barnett and the other founders
- (d) to protect and enhance the physical, visual, social, cultural and other amenities of the Suburb and to encourage good neighbourliness and community enjoyment
- (e) to discover and formulate the views of residents of the Suburb on matters of common interest
- (f) to represent the views of residents of the Suburb vis-à-vis the local and planning authorities, the ground landlords, the major property owners and leaseholders in the Suburb and other persons, authorities and institutions
- (g) to co-ordinate the activities of Suburb societies and voluntary organisations and of such other social and charitable activities originating outside the Suburb as are desirable in the interests of residents.

## 3. DEFINITION

The Suburb shall be deemed to comprise all that area outlined on the attached map.

#### **4. MEMBERSHIP**

(a) Membership shall be of two classes, Members and Associate Members, and shall be effected by the payment of an annual subscription, payable per household by 30 November in each year in respect of that year. The minimum amount to be paid by each household shall be fixed by Members in general meeting from time to time. The Council may decide that in certain circumstances a concessionary rate of suggested minimum annual subscription shall apply.

(b) Residents of the Suburb who have paid a subscription shall be Members and non-residents who have paid a subscription shall be Associate Members. A Register shall be kept in which details shall be recorded of each Member and Associate Member which as at 30 November has paid a subscription for the year. The details shall include the address of the household and the name of at least one person resident there.

(c) Associate Members shall not be eligible to serve as Officers or Members of the Council of the Association, without the approval of Council, and shall not vote in election or on any motion but shall otherwise enjoy the rights of Membership provided for hereinafter.

#### **5. COUNCIL AND OFFICERS**

(a) The management of the affairs of the Association shall be vested in a Council with full power to act in the name of the Association.

(b) The Council shall consist of a Chair, Hon. Secretary and Hon. Treasurer (hereinafter called the Officers) and up to 15 ordinary Members.

(c) All residents who have been Members for at least one year (any preceding period as Associate Member being included) shall be qualified to serve as Officers or Members of the Council.

(d) The Officers shall be elected by the Annual General Meeting and shall serve until the close of the next Annual General Meeting. They shall be eligible for re-election.

(e) The ordinary Members of the Council shall be elected by the Annual General Meeting and shall retire as is provided in paragraph (f) of this Clause. They shall be eligible for re-election

(f) The number nearest one third of the ordinary Members of the Council for the time being shall retire at each Annual General Meeting, their numbers to include all those filling casual vacancies and any Members retiring voluntarily.

(g) No person shall be eligible for election as an Officer or an ordinary Member of the Council unless his nomination in writing, signed by a proposer and a seconder, with the consent of the nominee, has been received by the Hon. Secretary not less than ten days before the meeting at which the election is due to take place.

- (h) Without prejudice to the right of Members to nominate qualified persons in accordance with Clause 5(g), the Council shall in due time before the Annual General Meeting select and secure the nomination of three persons for election as Officers.
- (i) Elections shall be by ballot and shall be decided by a majority of those present and voting. In the event of two or more nominees available for one place receiving an equal number of votes, the choice between them shall be made by lot.
- (j) The Council may appoint any person qualified in accordance with Clause 5(c) to fill a casual vacancy among the Officers or the ordinary Members of the Council or as an additional ordinary Member of the Council, provided that the maximum number of Members of the Council specified in Clause 5(b) shall not at any time be exceeded. Any persons so appointed shall retire at the next Annual General Meeting, but shall be eligible for election for a further period.
- (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.

- (l) The Council shall meet as often as it thinks fit and at least four times a year.
- (m) The number nearest one-third of the Members of the Council (including Officers) present including at least one Officer shall be a quorum.

## **6. EXECUTIVE COMMITTEE**

- (a) The Council shall meet as soon as possible after the Annual General Meeting and shall elect an Executive Committee consisting of the Officers and up to five other Members of the Council.
- (b) Between meetings of the Council the Executive Committee shall conduct the affairs of the Association on behalf of the Council, with power to act in the name of the Association, but shall not take any action or decision likely to affect seriously or irrevocably the interests of residents without the prior approval of the Council.
- (c) Notwithstanding paragraph (b) of this Clause, the Executive Committee may take any action which they decide is necessary in the interests of residents and required by great urgency, provided that such action is within 30 days submitted for approval to a meeting of the Council.
- (d) The Executive Committee shall serve until the next Annual General Meeting and its Members shall be eligible for re-election.
- (e) The Executive Committee shall meet as often as it thinks fit and at least four times a year, and five Members present shall be a quorum.
- (f) Casual vacancies among the ordinary Members of the Executive Committee may be filled by the Council from among the Members of the Council.
- (g) Any Member of the Executive Committee ceasing to be a Member of the Council shall retire forthwith from the Executive Committee.
- (h) The Executive Committee may appoint Members or Associate Members as assistant officers to assist in the management of the Association's affairs or to perform special duties, and such assistant officers may be invited to attend the meetings of the Executive Committee and/or the Council, but shall not ex-officio be Members of the Committee or the Council.

## **7. ANNUAL GENERAL MEETING**

- (a) The Annual General Meeting shall be held at such time and place as the Council may direct, notice having been given via Suburb News or any successor publication including electronic media, not less than 14 days prior to the date fixed.
- (b) Members of each household recorded on the register under Clause 4(b) shall be entitled to attend and speak at the succeeding Annual General Meeting. Any vote to be one per household.
- (c) The business of the Annual General Meeting shall be:
  - (i) To receive and approve the Annual Report of the Council and a statement of accounts.
  - (ii) To elect the Officers and ordinary Members of the Council.

- (iii) To appoint the Hon. Accountant.
  - (iv) To consider motions of which due notice has been given.
  - (v) To consider such other business as the meeting may wish to consider, providing that no decision purporting to be on behalf of the Association or binding on the Council be taken on a matter not in the agenda.
- (d) Notice of any motion for inclusion in the agenda of the Annual General Meeting shall reach the Hon. Secretary not less than two weeks before the date of the meeting-
- (e) Fifty Members present shall be a quorum.

## **8. SPECIAL GENERAL MEETING**

- (a) A Special General Meeting of which at least fourteen days notice shall be given to Members shall be called by the Hon. Secretary whenever instructed by the Council, or within forty-two days of the receipt by him of a request signed by at least forty Members who have been Members for at least six months, and accompanied by notice of the motion or motions to be put to the meeting.
- (b) The notice convening the meeting shall state the names of the Members requesting the meeting and the purpose for which the meeting is called. No other business shall be considered.
- (c) Paragraphs (a), (b) and (e) of Clause 7 shall apply to Special General Meetings.

## **9. INTERPRETATION**

- (a) In this constitution words importing the masculine gender shall include the feminine gender.
- (b) In any disagreement over the interpretation of this constitution the decision of the Council shall prevail.

## **10. AMENDMENT OF THE CONSTITUTION**

This constitution may be amended only by a Special General Meeting called for the purpose and on the affirmative vote of not less than two-thirds of those present and voting.

## **11. DISSOLUTION OF THE RESIDENTS ASSOCIATION**

- (a) The Association may only be dissolved by a Special General Meeting called by the Hon Secretary upon instruction by the Council for that purpose only and be advertised at least 30 days in advance, in writing to all households in membership, giving reasons why dissolution is considered to be unavoidable and necessary.
- (b) Members shall be permitted to submit written observations. Such observations must be sent to the Hon Secretary, for onward transmission to the Council, at least 14 days in

advance of the Special General Meeting.

(c) Any proposals to dissolve the Association shall take effect if agreed by two-thirds of members present and voting.

(d) In the event of dissolution, all debts and liabilities legally incurred shall be paid or provided for and the balance of funds shall be forwarded to such charitable institutions and local projects for the benefit of residents of Hampstead Garden Suburb as the Council may decide.

*Hampstead Garden Suburb is the area shaded green on the map below.*

