

## CONSTITUTION of the Queen's Park Area Residents' Association

*Adopted at AGM on 14<sup>th</sup> November 2019*

### Article I: General Aims

The Queen's Park Area Residents' Association (hereafter called "the Association") is a non-sectarian, non-political, non-profit-making community organisation established to promote a better quality of life in the Queen's Park Area and can raise and spend funds for this purpose, including making donations to appropriate local charitable and not-for-profit bodies.

### Article II: The Queen's Park Area

For purposes of this constitution the Queen's Park Area is defined as the area of the London Borough of Brent bounded on the north by the North London railway line, on the south by the main railway line into Euston; on the west by the centre of the highway and the properties on the Queen's Park side of Chamberlayne Road; and on the east by the properties on both sides of Donaldson Road/Woodville Road, the boundary of Paddington Cemetery and the centre of the highway and the properties on the west side of Willesden Lane, as delineated on the map at Annex A.

### Article III: Membership

#### Section 1: Members

Membership is open to any individual adult (person aged 16 or over) resident of the Queen's Park Area who pays a valid subscription ("a full member").

#### Section 2: Associate Members

Associate membership is open to any adult living outside the Queen's Park Area who pays a valid subscription. Associate members have full rights of participation in the activities of the Association, to speak at Meetings and to be members of action committees; but do not have the

right to vote at meetings, nor to hold office in the Association unless co-opted under Article IV, Section 2 (e) or Section 5 (a).

### Section 3: Affiliated Organisations

Other local organisations, whether of a temporary or permanent nature, who have activities or objectives which are relevant to those of the Association may be given affiliated status and take part in meetings through a nominated representative or alternate without the right to vote or hold office. The Association will not be liable for any debts or other obligations incurred by an affiliated organisation.

### Section 4: Members' Authority

No member, associate member or affiliated organisation shall make use of the Association's name or property unless authorized by a duly constituted Meeting or in an emergency by two officers who must report back to the next Monthly Meeting.

## Article IV: Organisation

### Section 1: Annual General Meeting

- a) The Annual General Meeting (AGM) governs the structure of the Association. The quorum for the AGM will consist of not less than 30 members. It will meet during each year to conduct the following business:
- b) To elect a member to fulfil each of the roles of Chair, Vice-Chair, Secretary, Treasurer and Membership Secretary; members to sign cheques and other financial instruments in accordance with the Association's approved financial memorandum, three members, (including the Chair, ex-officio), to sit as Association representatives on the City of London's Queen's Park Joint Consultative Group, a member to liaise with the Metropolitan Police, a member to liaise with the Planning Department of the London Borough of Brent; a member as Newsletter Editor and a member as Website Manager. All the officers, representatives and liaison members above are unpaid voluntary roles, but can be reimbursed by the Association for any reasonable expenses incurred in carrying out their roles. However, the AGM has discretion to provide that for a specified period a person who

is not necessarily a member may be appointed as Secretary, Minutes Secretary or Coordinator and be paid an appropriate fee. If this occurs the Chair and Treasurer will have delegated authority to recruit the person concerned and agree the fee. Those elected may serve until the next AGM. The Chair, Vice-Chair and representatives to the Joint Consultative Group will not be eligible to serve for more than three consecutive terms as such, unless a special resolution giving the reason is passed.

- c) To elect Street Representatives who must be:
  - i. Members of the Association
  - ii. Resident in the Street in which they will serve at the time of their election and during their term of office, unless there is no one willing to serve a particular Street when residents from other Streets may be nominated.
  - iii. Elected by a simple majority of votes cast by full members at the AGM.
- d) To receive reports from the Chair, Treasurer, Membership Secretary and any Action Group or others as decided by the Chair.
- e) To confirm or otherwise the titles, functions and membership of the Action Groups.
- f) To approve applications from organisations seeking affiliation under Article III.3.
- g) To amend (if required) the Constitution by a two-thirds majority of those members present and voting, providing the provisions of Article VI, Section 2, have been met.
- h) To agree the annual accounts of the Association prepared by the Treasurer and checked by an independent examiner.
- i) To appoint an independent examiner for the forthcoming year.
- j) To set the amount of the annual and life membership subscriptions.
- k) To approve a financial memorandum prepared by the Treasurer covering inter alia delegated expenditure or indicative budgets for major events or items, a minimum number of approved members to sign cheques or other bank authorisations, arrangements for sponsorship of Association activities and arrangements to approve donations to local charitable or not-for-profit bodies out of any annual surpluses declared.

## Section 2: Monthly Meetings

- a) The activities of the Association shall be coordinated at Monthly Meetings where all full members are entitled to vote.
- b) As detailed an agenda as possible will be sent to all members not fewer than three days before the meeting.
- c) The Monthly Meeting will generally occur every month with the exception of August, on the dates and at the locations agreed at the AGM or at a prior Monthly Meeting.
- d) Where an item is considered by the officers to affect the whole membership, all members will be sent details and their views sought. Alternatively, this procedure will be followed if a written request is sent to the Secretary (if any) and Chair signed by at least 15 full members.
- e) The Monthly Meeting may co-opt members to fill any officer vacancies which remain after the AGM.
- f) The Monthly Meeting quorum will be 20. If there is no quorum the meeting may proceed if a majority of members present agree but all decisions are subject to ratification by the next quorate Monthly Meeting.
- g) The Monthly Meeting may set up Action Groups for special purposes and may affiliate to and support organisations or groups whose aims and methods are consistent with those of the Association, but any such arrangements will require subsequent confirmation from the AGM.

## Section 3: Special General Meetings

- a) Special General Meetings may be called by a simple majority of those present and voting at a quorate Monthly Meeting, or in response to a request for such a meeting signed by not fewer than 15 full members.
- b) Notice for a Special General Meeting must be sent to the membership not less than seven days before the date set for the meeting and will state the purpose for that meeting.
- c) A Special General Meeting will be chaired by the Chair or Vice-Chair elected at the last AGM.
- d) The quorum for a Special General Meeting will be 30 members.

- e) Decisions may be made by a simple majority of full members voting at a Special General Meeting.
- f) A Special General Meeting may consider and adopt changes to this constitution provided that the requirements of Article VI.2 are met.

#### Section 4: Duties of Officers, Liaison Members and Street Representatives

- a) The **Chair** or **Vice-Chair** shall preside at all meetings of the Association. If the Chair gives notice of absence or is absent for 10 minutes following the time scheduled for the start of any meeting, the Vice-Chair shall preside (and if both are absent, the meeting shall elect a temporary Chair). Together with other officers and liaison members, the Chair and Vice-Chair will generally represent the Association in its relations with the London Borough of Brent, Corporation of the City of London, and other bodies. They will have the right to attend and see papers from any duly constituted Action Group of the Association at their discretion. The Chair with appropriate assistance will seek to maintain and pass to her or his successor paper or electronic records of meeting minutes, accounts, newsletters or other publications of significance and may with the agreement of the Association transfer these to the Archives of the London Borough of Brent provided a list of what is transferred is kept by the Association.
- b) The **Secretary** or other designated officer under Article IV.1.b shall maintain proper records and reports of all meetings of the Association and its committees; arrange for advance notice of Association meetings to be supplied to all members, e.g. via newsletter, emails or street representatives (except Special General Meetings which require 7 days specific notice and dissolution which requires 21 days' notice). Notices of the meetings of the Association and its committees shall give an outline agenda of the business to be transacted, normally accompanied by minutes of previous meetings and other relevant papers. Full agendas should be available at actual meetings.
- c) The **Treasurer** will expend the funds of the Association as directed by the Monthly Meetings, keeping appropriate records of all income and expenditures. The Treasurer shall maintain proper financial records of the Association, a Bank Account as authorised by the AGM of the Association, ensure (together with the Membership Secretary) the maintenance

of an up-to-date register of paid-up members, oversee the financial management and reports to the Association of accounts of Action Groups acting on behalf of the Association, report in writing on proposed donations to local community bodies which a Monthly Meeting may authorise, and submit annual accounts to the AGM of the Association. The Treasurer will prepare and submit to the AGM for approval a memorandum as provided by Article IV.1.k. The Treasurer will also maintain appropriate insurance cover for the Association.

- d) The **Newsletter Editor** shall produce a newsletter providing information about the Association and its activities and area for the benefit of the Association, local community and area, at a frequency and timings agreed at the Monthly Meetings.
- e) The **Website Manager** shall manage and develop the Association's website providing information about the Association and its activities and area for the benefit of the local community.
- f) The **Membership Secretary** shall maintain an up-to-date record of members of the Association and their interests relevant to the Association's objectives and increase membership as widely representative of the Queen's Park community as possible. S/he should ascertain that each new member receives a copy of the Constitution and a membership card on payment of a subscription, annual, by standing order, or as a life membership. The Membership Secretary should ensure that applications for membership and membership lists are held in compliance with the Association's best understanding of the General Data Protection Regulations (GDPR).
- g) The **Street Representatives** shall act as a channel of information, communication, and help on local concerns for their members and local area and work with the Membership Secretary to recruit new members.

## Section 5: Action Groups

- a) Action Groups are normally set up by the AGM but can be set up by the Monthly Meeting and can include full members, Associate members and non-members in their ranks.
- b) Any decision or action by an Action Group which may commit the Association to any expenditure or liability is to be agreed beforehand by a quorate Monthly Meeting or if

exceptionally urgent by two officers (one of whom must be the Treasurer) who report back to the next Monthly Meeting.

- c) Action Groups shall keep the Monthly Meeting informed of their activities and shall report their progress as required by the Monthly Meeting.
- d) Affiliated organisations shall nominate a representative or alternate who will be entitled to attend the Monthly Meeting and AGM, who may be required to report on progress.
- e) The Association may at its discretion withdraw recognition of an affiliated organisation whose aims or practices become contrary to or in conflict with those of the Association.

## Section 6: Finance

- a) The financial year of the Association shall run from 1st October to 30th September.
- b) For the Financial Memorandum see Article IV.1.k above.

## Article V: Conduct

### Section 1: Interests.

Anyone speaking in a meeting who has a pecuniary or similar interest in a matter under consideration should declare the interest before speaking about it and should not vote.

### Section 2: Disrepute

Any member, associate or visitor acting in a way which is disruptive of business in a meeting may be asked to leave by the Chair and must leave at once. If in a meeting or outside a member or associate acts in a way that is viewed as undermining the objects of the Association or an adopted policy or brings it into disrepute he or she may be expelled from membership by a vote of a Monthly Meeting after a case has been put against them and they have had the opportunity to defend themselves. The same provision applies to an affiliated organization. Office holders may be suspended or have their term of office of office terminated forthwith subject to a right of appeal in writing or at a Monthly Meeting. A Monthly Meeting may appoint a panel of 5 members to hear representations in such cases and make recommendations to a monthly meeting.

## Article VI: Constitution

### Section 1: Adoption of this Constitution

This amended Constitution came into effect upon its acceptance by a two-thirds majority of members of the Association present and voting at the AGM in November 2019

### Section 2: Amendments to the Constitution

The Constitution may be amended by a two-thirds majority of those members present and voting at an AGM or SGM, providing that the substance of such proposed amendments has been submitted in writing to the Monthly Meeting in the month prior to the amendments being considered or earlier.

## Article VII: Dissolution

If the Monthly Meeting by a simple majority decide at any time that it is necessary to dissolve the Association, it shall call a Special General Meeting of all members giving them at least 21 days' notice and stating the terms of the resolution to be proposed at that meeting. If such a decision shall be confirmed by a two-thirds majority of those present and voting, the Special General Meeting shall then have the power to dispose of any assets held by or in the name of the Association. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given to one or more charities or similar not-for-profit bodies that will benefit the local community as the meeting may decide.

**End**

14 November 2019

Annex A

Map of the Queen's Park Area

Referred to in Article II of the QPARA Constitution adopted on 14th November 2019

