

BARBICAN – GOLDEN LANE NEIGHBOURHOOD AREA AND FORUM
APPLICATION TO THE CITY OF LONDON CORPORATION



Ms. Juliemma McLoughlin
Executive Director Environment
City of London Corporation
PO Box 270
Guildhall
London EC2P 2EJ

24th April 2023

Dear Ms. McLoughlin,

**APPLICATION TO THE CORPORATION OF THE CITY OF LONDON FOR THE DESIGNATION OF THE
BARBICAN & GOLDEN LANE NEIGHBOURHOOD AREA**

We write in our capacity as the interim Chair and Steering Group of the Barbican and Golden Lane Neighbourhood Forum (BGLNF).

Please treat this as our formal request to designate the Barbican and Golden Lane Neighbourhood Forum and Barbican and Golden Lane Neighbourhood Planning Area.

The attached designation application sets out how the BGLNF meets the statutory requirements for a body qualifying as capable of designation as a neighbourhood forum as set out in section 61F(5) of the Town and Country Planning Act 1990 as applied to Neighbourhood Plans by section 38A of the Planning and Compulsory Purchase Act 2004.

The application also describes the proposed Neighbourhood Planning Area and sets out the reasons why this is an appropriate area for the Neighbourhood Forum and any future Neighbourhood Plan.

The BGLNF already has thirty-five members drawn from across the Forum and Planning Area and our numbers continue to grow. We also enjoy the support of local community groups such as those representing Roman House, Little Britain and London House, together with the Barbican Association and the Golden Lane Residents 'Association.

Given the evidence set out in the Application and its Appendices, we would like to see this application expedited quickly and within the statutory timetable.

Yours sincerely,

Brenda Szlesinger

On behalf of the interim Steering Group,
Barbican and Golden Lane Neighbourhood Forum

APPLICATION TO THE CORPORATION OF THE CITY OF LONDON UNDER SCHEDULE 9 OF THE LOCALISM ACT 2011 FOR THE DESIGNATION OF THE BARBICAN AND GOLDEN LANE NEIGHBOURHOOD FORUM AND NEIGHBOURHOOD AREA

This application, dated 24/04/2023, is made by the Barbican and Golden Lane Neighbourhood Forum, as a qualifying body capable of designation under paragraph 61G of the Localism Act 2011 and Town and Country Planning Act 1990 (as amended).

The application is for designation for both the Barbican and Golden Lane Neighbourhood Forum (BGLNF) and for the boundary of the proposed neighbourhood area for which a neighbourhood plan will be prepared.

This application is submitted in accordance with Section 61c of the 1990 Act (Town and Country Planning Act) and the Neighbourhood Planning (General) Regulations 2012. We note that the significant guiding principle of this legislation is that Neighbourhood Forums are decided on by local people.

The City of London Corporation is asked to publish, consult on and determine this application as soon as possible and within permitted statutory timescales.

1. DESIGNATION OF THE BARBICAN AND GOLDEN LANE FORUM

This part of the designation application seeks approval to the designation of the Barbican and Golden Lane Neighbourhood Forum.

The statutory requirements for a body qualifying as capable of designation as a neighbourhood forum are set out in section 61F(5) of the Town and Country Planning Act 1990 as applied to Neighbourhood Plans by section 38A of the Planning and Compulsory Purchase Act 2004. These require that:

- *the body is established for the express purpose of promoting or improving the social, economic and environmental well-being of an area that consists of or includes the neighbourhood area concerned*
- *its membership is open to those who live or work in the area concerned (whether for businesses carried on there or otherwise) along with elected members of the local authority any of whose area falls within the neighbourhood area concerned*
- *its membership includes a minimum of 21 individuals who fall within the above categories - the body has a written constitution.*

The Barbican and Golden Lane Neighbourhood Forum meets the requirements of the neighbourhood planning legislation. The forum's written constitution clearly states that it has been established for the express purpose of promoting or improving the social, economic or environmental well-being of the designated Neighbourhood Area, whilst it also has membership of more than 21 persons and is open to individuals who live or work in the area or are elected members of the City of London Corporation. Furthermore, the Barbican and Golden Lane Neighbourhood Forum is representative of the Neighbourhood Area. Not only is the membership drawn from different parts of the Area and from different sections of the community, but its membership contains many organisations and 'umbrella' associations who draw upon a wider membership reflective of the neighbourhood. The purpose of the Neighbourhood Forum – to produce a neighbourhood plan that encourages development to be in keeping with the distinctive and historic nature of Barbican and Golden Lane – reflects the character of the area.

1. Objectives of the Forum

The objective of the Forum is to preserve, protect and enhance the distinctive nature and character of the area and to improve the economic, social and environmental well-being and

quality of life of those living and working in it, through the development and implementation of a Neighbourhood Plan, recognising that the area proposed for the Forum contains the whole of the Listed Barbican Estate and Golden Lane Estate, the Barbican and Golden Lane conservation area¹.

The Neighbourhood Plan will be in accordance with the requirements of the Localism Act 2011 and in general conformity with the strategic policies of the most recently adopted City of London Corporation Local Plan following examination by the Planning Inspectorate. As a collective body, the Barbican and Golden Lane Neighbourhood Forum (as and when designated) will respond to consultations on updated versions of the City of London Local Plan and all other relevant planning documents, masterplans and local planning issues.

2. Membership of the Forum

Membership of the Forum has been built up initially as a result of individuals coming together to respond to consultations run by the City of London Corporation in relation to local planning issues and developments. Current membership of the Forum is set out in Appendix A.

This membership represents residents and businesses from across the proposed Neighbourhood Area. The Forum anticipates a growing representative membership. Public information meetings will be held to explain the designation process and the aims of the Forum, with an invitation to all local residents and business to play their part in this initiative.

A website will be launched to provide public information on the Forum and its activities, to encourage local participation and to further its communications with local residents and businesses.

Local ward Councillors, our ward Alderwoman and Alderman and a number of prospective councillors have been consulted and support this application. Ward Councillors and Alderwomen and Aldermen now and in the future will be warmly invited to participate in the Forum.

The Forum is also supported by the Barbican Association (BA) and the Golden Lane Estate Residents Association (GLERA). Both are formally recognised by the City of London Corporation as tenants' organisations, and the City consults both on a non-statutory basis on planning and environmental matters. Both have a great deal of experience in local planning issues. Residents' representatives in blocks such as Roman House, London House and Little Britain also support the Forum.

Mindful that the Barbican and Golden Lane neighbourhood is a residential and cultural area which is also home to SMEs and cultural and creative enterprises which are crucial to the supply chain of other large and small businesses in the City, the Neighbourhood Forum actively seeks to represent all interested parties alike.

The Forum is also supported by and includes in its membership, Father Jack Noble of St. Giles' Cripplegate.

3. Constitution and Steering Group

The proposed constitution of the Forum forms part of this application and is attached at Appendix B.

¹ <https://www.cityoflondon.gov.uk/assets/Services-Environment/planning-local-plan-adopted-2015.pdf> and [Local Plan \(adopted 2015\) Policies Map B revised Sept. 2020 PDF \(4MB\)](#)

The Steering Group of the Forum (the Directors of the Forum Limited Company) will be elected at its formal inaugural meeting. The interim Steering Group is:

Adam Weiner

Brenda Szlesinger

Jan Marc Petroszka

Liz Hirst

Liz Woodside-King CC

Matthew Rees

Mark Szlesinger

Peter Jenkinson

Shelagh Wright

Tim Godsmark

2. DESIGNATION OF NEIGHBOURHOOD PLANNING AREA – STATEMENT EXPLAINING WHY THE PROPOSED NEIGHBOURHOOD AREA IS AN APPROPRIATE AREA

This part of the application seeks approval for the designation of the Barbican and Golden Lane Neighbourhood Planning Area (BGLNPA) in compliance with the Neighbourhood Planning (General) Regulations 2012 (as amended) and the Localism Act (2011) and is the statement explaining why the proposed neighbourhood area is an appropriate area.

This application is made after consultation with the City of London's local plan team, which has offered relevant advice during the process and about the planning ambitions of the community. We are grateful to the City for its positive and constructive attitude towards this dialogue.

A defining principle of the Neighbourhood Planning legislation is that it allows constituents living in an area to participate in the planning process *on their terms*. The legislation was specifically designed to enable local inhabitants to define the boundaries of a neighbourhood area themselves where there is no Parish Council operating. Parliament was clear in its intentions about this. As the Minister, Greg Clark, said in the House of Commons at the time *"This is an historic Bill, not just for the measures it contains but for what it represents. It is about striking out in a different direction. Power should be held at the lowest possible level²"*.

This application notes the Planning Policy Guidance (PPG) on area designation, which says that the following could be considerations when deciding the boundaries of a neighbourhood area:

- *village or settlement boundaries, which could reflect areas of planned expansion*
- *the catchment area for walking to local services such as shops, primary schools, doctors' surgery, parks or other facilities*
- *the area where formal or informal networks of community-based groups operate*
- *the physical appearance or characteristics of the neighbourhood, for example buildings that may be of a consistent scale or style*
- *whether the area forms all or part of a coherent estate either for businesses or residents*
- *whether the area is wholly or predominantly a business area*
- *whether infrastructure or physical features define a natural boundary, for example a major road or railway line or waterway*
- *the natural setting or features in an area*
- *size of the population (living and working) in the area*

Electoral ward boundaries can be a useful starting point for discussions on the appropriate size of a neighbourhood area; these have an average population of about 5,500 residents³.

Statement of Area cohesion

The communities and businesses being covered by this area all self-define themselves to be part of the Barbican and Golden Lane geographic area and there is a strong and vibrant community attachment. An active civic movement exists, through which the associations supporting this application have for many years worked together to contribute to the everyday life and

² Hansard 7th November 2011 -

<https://publications.parliament.uk/pa/cm201011/cmhansrd/cm111107/debtext/111107-0002.htm#11110718000003>

³ Neighbourhood Planning PPG (as revised in Sept 2020) Paragraph: 033 Reference ID: 41-033-20140306 - <https://www.gov.uk/guidance/neighbourhood-planning--2#the-role-of-the-local-planning-authority-in-neighbourhood-planning>

wellbeing of the area. This existing community network includes groups based in Roman House, Barbican, Golden Lane, London House, Little Britain, the Heron, and Tudor Court, for example.

The Barbican and Golden Lane Neighbourhood Planning Area has been carefully assessed through community engagement, considering the social and spatial components of this neighbourhood and considering how it relates to the City of London's wards and the operational definition of planning policy areas locally by the City, the Mayor, government and other relevant bodies.

Geographic area

The geographic area lies wholly within the City of London. A map showing the boundary of the proposed Barbican and Golden Lane Neighbourhood Area is attached at Appendix C. The Area is bounded by Postman's Park/London Wall to the South, Baltic St. West to the North, Aldersgate Street to the West, and Moor Lane to the East. It contains the City of London wards of Aldersgate and Cripplegate (almost entirely residential), the residential part of the ward of Coleman Street, and the northern tip of Bassishaw ward containing Roman House, which has been converted from offices to residential.

The component parts of the Barbican and Golden Lane Neighbourhood Planning Area are:

- a) The whole of the Golden Lane Estate, including the adjoining Jewin Welsh Presbyterian Church, neighbouring housing such as the Denizen, Tudor Rose Court, Bridgewater House and shops and small businesses etc.
- b) The whole of the Barbican Estate, including the original residential blocks as well as the refurbished Frobisher Crescent and Blake House, various offices and other uses on/in the estate, the Museum of London/Bastion House, Barbican Arts Centre, Guildhall School of Music and Drama, City of London School for Girls, St Giles Cripplegate – along with the adjoining, often interlocking, homes and other buildings such as Monkwell Square, Ironmongers' Hall, Cripplegate Institute, 45 Beech St, Barber-Surgeon's Hall, the Shipwrights Company etc.
- c) The Silk Street area immediately adjoining the Barbican, including the residential Heron tower, Milton House, Britannic House West, the entire area of the Brewery Conservation Area and Milton Gate which adjoins the Heron within the Coleman St ward boundary.
- d) The Roman House area immediately adjoining the Barbican, including Roman House, Salters' Hall and Garden, London Wall Place garden at ground level, and Bassishaw Highwalk at podium level – but excluding the office developments of London Wall Place 1 & 2.
- e) The Little Britain area immediately adjoining the Barbican, including the residential grouping of London House, Little Britain and the churches of St. Botolph's Aldersgate, and St Anne and St Agnes together with Postman's Park.

Size of the population

As at 31st March 2022, the City of London estimated that it contained 8,161 residential units. Of these, the Barbican has 2,140 units and Golden Lane 766 units. The Barbican and Golden Lane Neighbourhood Forum's own analysis estimated using the ONS nomis system, is that 4,194 people or 49% of the City's total population live within the Barbican and Golden Lane Neighbourhood Forum Area. As the figure of 5,500 residents is outlined in the Planning Policy Guidance as the "starting point for discussions on the appropriate size of a neighbourhood area", the Neighbourhood Forum has discussed this with the local planning authority. Including all the residential blocks in the Neighbourhood Area is considered to be vital, as leaving them out would also leave them without another viable Neighbourhood Forum to join, given the low volume of housing elsewhere in the City. Cultural, commercial and educational uses within the Neighbourhood also contribute to making it a distinct and recognisable district.

Neighbours all fall into the same catchments

The Barbican and Golden Lane Neighbourhood Forum Area is a cohesive, predominantly residential, community clustered within and around the listed Barbican and Golden Lane Estates. It is a closely packed, tightly defined part of the City of London. Constituents all fall into the same catchments for services such as schools, healthcare, places of worship, sports, youth services and so forth. Local transport issues are the same for all Neighbourhood constituents. And local people in the whole Neighbourhood meet and mix in community hubs such as the Golden Lane Community Centre, the Barbican Library, as well as in the pubs, bars, cafes and restaurants along Beech Street, Aldersgate St and Wood St/Fore St.

Predominantly a residential area where formal or informal networks of community-based groups operate together

Formal and informal networks already exist between the Barbican Association, the Golden Lane Estate Residents' Association and residents in other blocks within the Area. Roman House, the residential block adjacent to the Barbican, for example, has long-standing links with residents in other blocks; frequently cooperating with Willoughby House Group and the BA. London House, the entrance of which is on Aldersgate Street, is cut off from the rest of its ward, Farringdon Within, by the office block of 200 Aldersgate Street. As a result, London House residents already collaborate with Barbican residents on matters of mutual interest. Similarly, Little Britain's residents' representatives feel part of the wider Barbican area and community as they naturally gravitate towards neighbours and fellow voters who live in this part of the City and share their experiences and concerns. Community bonds, for example between carers locally, were strengthened during the pandemic and continue to develop in the Area. Residents from all parts of the proposed Neighbourhood report that they feel part of the wider community in the Barbican and Golden Lane Area.

The extent to which physical features define a natural boundary

Some parts of the Area and its boundary are defined with regard to the physical built and natural environment locally, for example;

- The Highwalk – is a major physical feature of the Barbican Estate and is therefore within the boundary for the Area, including the redeveloped section above London Wall Place garden.
- The Museum of London and the Rotunda – although these fall outside the City of London's designated Conservation Area boundary, they are included in the Neighbourhood Area because of their physical connection to and integration with the Barbican Estate, forming a natural and very visible boundary at the junction of London Wall and Aldersgate Street.
- Postman's Park – this long-standing garden, much used as an east-west walking route by all local neighbours, and valued by the residents of Little Britain as an adjacent amenity, forms another obvious and visible element of the boundary.
- Aldersgate Street – although this is a busy through route, and therefore is used as the boundary in the main, the position of London House is considered as an exception and is included within the boundary for two reasons; it would otherwise be isolated without a Neighbourhood to represent it, and because it faces the Barbican its residents already have a strong network and shared experiences with the Barbican and Golden Lane Neighbourhood.
- The northern edge of the Neighbourhood, surrounding Golden Lane - is defined by the City of London boundary. COLPAI school and Prior Weston are therefore excluded as they are in Islington. The Forum will liaise with these and other significant uses on the edge of the Area boundary.
- Beech Street – not only is this an obvious feature, it is also a key element of the Neighbourhood's infrastructure. As the Beech St tunnel is an integral part of the Barbican Estate, routing traffic under and through the Estate, the continuation of Beech St/Chiswell St

to the east of the mouth of the tunnel is crucial to pedestrian/vehicle movement and access in the Neighbourhood. The road is a significant east/west route and a major feature of the Neighbourhood. This allows the whole of the Brewery Conservation area to be included, and with it the bars, restaurants and gathering points which are important to the Neighbourhood. During discussion, the local planning authority asked for the block known as Milton Gate to be excluded from the boundary – it has been left in on the basis that the peculiarities of the City/Islington border would leave it without the possibility of joining a Neighbourhood if it were to be excluded.

- Moor Lane – is the eastern boundary, running from the junction with Beech St/Chiswell. Again, it has been chosen both as a natural boundary and an important piece of infrastructure. This north/south route is used by many local residents and workers alike.

The natural setting or features in an area

The importance of the Area's modern architectural heritage, its gardens and green infrastructure, as well as its historical significance is reflected in the adoption of a boundary for the Neighbourhood Forum which encompasses all the nationally-listed heritage assets and the Conservation Areas of Brewery, and Golden Lane and the Barbican. The Forum recognises the significance of nationally-designated heritage assets which all fall within the Barbican and Golden Lane Neighbourhood Forum Area:

Listed Buildings - Grade I

Church of St Giles Cripplegate

Listed Buildings - Grade II*

Crescent House

Listed Buildings - Grade II

Barbican Estate

Dorothy Annan Murals, Speed Highwalk

Great Arthur House

Cuthbert Harrowing House

Cullum Welch House

Bowater House

Golden Lane Community Centre

Bayer House

Stanley Cohen House

Basterfield House

Golden Lane Leisure Centre

Hatfield House

Sir Ralph Perrin Centre

Designated Landscapes

Barbican Estate (grade II*)

Golden Lane Estate (grade II)

Scheduled Ancient Monuments

London Wall: section of Roman and medieval wall and bastions, West and North of Monkwell Square.

The Barbican is also one of four City parks and gardens that are included on Historic England's Register of Parks and Gardens of special interest. The Barbican and Golden Lane Neighbourhood Planning Area encompasses all these assets in recognition that they are important to the identity of the Neighbourhood. The Forum recognises that conserving and developing these assets requires partnership working with government, Historic England, and other stakeholders – as well as with the City of London through the Mayor's Plan for London 2021, the adopted Local Plan (2015) and the paused Draft City Plan 2036 and its replacement.

The Area contains significant elements of green infrastructure, providing a focus for the neighbourhood as well as direct economic benefits to the productivity of workers and the well-being of residents and workers alike. As well as the contribution of the nationally-registered Barbican garden, the Area also has Postman's Park (a Site of Local Importance for Nature Conservation) and the Barbican Wildlife Garden (a Site of Borough Importance for Nature Conservation) as well as many local opportunities to expand this green infrastructure further still.

The Neighbourhood Forum Area also contains the current Museum of London, the Guildhall School of Music and Drama and the Barbican Centre – a cultural quarter recognised in the

London Plan 2021 as one of the capital's strategic cultural areas⁴ and integral to the neighbourhood, both by being joined physically and by being a key feature of life in the area for residents, workers and visitors. Cultural businesses are encouraged to join the Neighbourhood Forum, which has a category of membership to ensure a balance between business and residential representation. The Forum notes that the London Plan sees the Barbican neighbourhood as a special area within the Central Activities Zone (CAZ) which is rich in cultural activity and where there is a rich mix of strategic functions and local uses. As this strategic plan for London says, this is a place where achieving a suitable sustainable balance is important *"The quality and character of the CAZ's predominantly residential neighbourhoods should be conserved and enhanced. This should ensure a variety of housing suitable to the needs of diverse communities, including affordable housing, whilst ensuring that development does not compromise strategic CAZ functions. Boroughs should also consider social infrastructure demands generated by residents, workers and visitors in the CAZ when undertaking social infrastructure need assessments"* (2.4.19)⁵.

Educational facilities include the City of London Girls School and the Guildhall School of Music and Drama; nursery schools in Bridgewater Square and in the Barbican Estate; Richard Cloudesley School and Golden Lane School; and the lending Library in the Barbican residential estate – all help to cement the ties which bind this neighbourhood together.

Places of worship include the listed St Giles Cripplegate, St-Botolph-without-Aldersgate (now used by the Free Church of Scotland), St Anne and St Agnes (now the home of Voces 8), the Jewin Welsh Chapel (developed as part of the Golden Lane Estate in 1960 to replace a chapel in the Barbican, which itself replaced the original chapel established in 1774, the first of 30 Welsh chapels in London). Although there is no chapel on the site, the Area also contains the place where John Wesley had his "Aldersgate conversion" in 1738 leading to the founding of the major world faith of Methodism. The oldest Jewish cemetery in the UK was located in what is now Thomas More Gardens in the Barbican and its presence is marked by a formal ceremony every year. All are significant features of the Area, acknowledged to bind the neighbourhood together in culture, history and worship.

Relationship to the City of London's existing Planning Policy

The City of London's Local Plan (both current and draft) defines the area as one of strategic importance with regard to planning, which is a further reason for designation. In the current Local Plan⁶ it is defined as a "Key City Place" (North of the City) and in the latest draft Local Plan⁷ it is defined as a "Key Area of Change" (Barbican and Smithfield). The Barbican and Golden Lane Neighbourhood Forum Area is entirely within both these areas of strategic planning importance, as defined by the local planning authority, indicating the area's long-standing status as a recognisable, distinct Neighbourhood – a status that is likely to continue for many years to come. The Barbican and Golden Lane Forum also welcomes the City's intentions as set out in the 2036 Draft Plan (7.1.2) for Key Areas of Change to "provide a strategic context for the development of projects and funding bids by a range of City Corporation departments and external partners"

⁴ The Mayor of London's London Plan 2021, https://www.london.gov.uk/sites/default/files/the_london_plan_2021.pdf

⁵ The Mayor of London's London Plan 2021, CAZ policies such as 2.4.19, page 79 https://www.london.gov.uk/sites/default/files/the_london_plan_2021.pdf

⁶ City of London Local Plan 2015 (Adopted) <https://www.cityoflondon.gov.uk/assets/Services-Environment/planning-local-plan-adopted-2015.pdf>

⁷ Proposed Submission Draft City Plan 2036 - <https://www.cityoflondon.gov.uk/services/planning/planning-policy/local-plan-review-draft-city-plan-2040>

The City's current Plan expected that approximately 60 - 70% of new residential development in the City would take place in the Area, and the Draft Plan to replace it (although now paused) still expects more housing development in this Area than in others in the City. As a result, the Barbican and Golden Lane Neighbourhood Forum anticipates that this Area will remain predominantly residential for the foreseeable future.

Although the Area scores above average on many quality-of-life indices, it is worth noting that according to the Living Environment Deprivation Indicators (which measure the quality of the local Environment both 'indoors 'ie quality of housing and 'outdoors ') Golden Lane is within the 20% most deprived small area zones (LSOAs) in England, while Barbican West and Barbican East are within the 40% most deprived in England⁸

In this Area residential, business, heritage and cultural interests come together within a highly populated footprint. Population density will increase with further residential development, and with is a need to consider supportive social and educational facilities. The purpose of this application is to bring a neighbourhood dimension to local planning in this area, given its crowded nature and the impact of development on the economic, social and environmental well-being of existing residents and businesses.

FIGURE 8: THE NORTH OF THE CITY



Key City Place

The City of London's current (2015) Local Plan showing the Core Strategic Policy CS5: The North of the City. The North of the City is identified as containing "a mix of areas and uses, including the strategic cultural quarter centred on the Barbican, and residential areas at the Barbican and Golden Lane, each with its own distinctive character"⁹.

⁸ City of London – Indices of Deprivation (2019) - <https://www.cityoflondon.gov.uk/assets/Services-Environment/planning-emp-and-pop-stats-indices-of-deprivation-2019.pdf>

⁹ The City of London Adopted Local Plan 2015, Policy CS5, p65

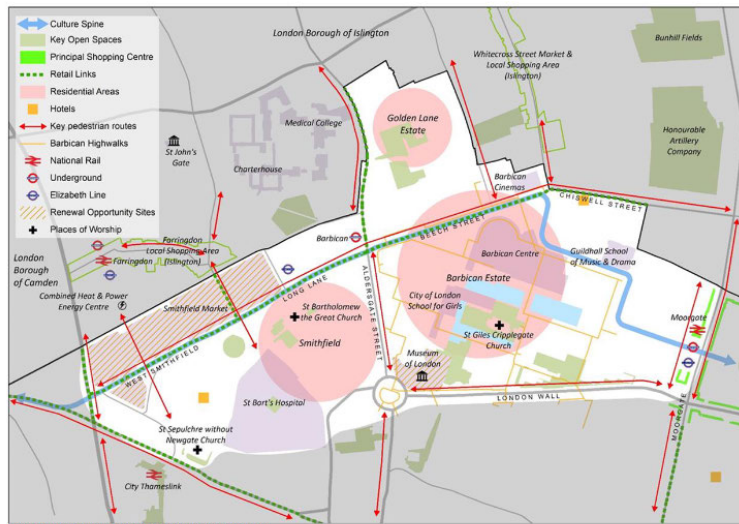


Figure 35: Smithfield and Barbican Key Area of Change

Key Area of Change

The City of London's (2036) Draft Plan showing the Strategic Policy S23: Smithfield and Barbican. Although the Proposed Submission Draft City Plan 2036 is currently paused, it is worth noting that it identifies Smithfield and Barbican as one of the seven Key Areas of Change "set to incur significant change and growth during the plan period".

Contact details

The main contact for the Barbican and Golden Lane Neighbourhood Forum is Brenda Szlesinger

BARBICAN AND GOLDEN LANE NEIGHBOURHOOD FORUM MEMBERSHIP

Please find below the current list of the thirty-five verified members of the Barbican and Golden Lane Neighbourhood Forum as at 24/04/2023.

Adam Weiner
Alan Lam
Alpesh Lad
Averil Baldwin
Barnaby Spurrier
Bev Bytheway
Brenda Szlesinger
Cathy Ross
Alderman Christopher Makin
Claire Carolin
Dimitri Varsamis
Fred Rodgers
Father Jack Noble
Jan Marc Petroschka
Jane Smith
Jill Meager
Kate Willoughby
Kenjiro Kirton
Leah Borremeo
Liz Hirst
Liz Woodside-King CC
Mark Szlesinger
Matthew Rees
Mina Lad
Naresh Sonpar CC
Paul Lincoln
Peter Jenkinson
Sarah Gillinson
Shelagh Wright
Sue Cox
Alderwoman Sue Pearson
Suwei Jiang
Tim Godsmark
Viraj Patel
Yanki Lee

BARBICAN AND GOLDEN LANE NEIGHBOURHOOD FORUM PROPOSED CONSTITUTION

THE COMPANIES ACT 2006 PRIVATE COMPANY LIMITED BY GUARANTEE

DRAFT ARTICLES OF ASSOCIATION OF THE BARBICAN AND GOLDEN LANE NEIGHBOURHOOD FORUM LIMITED (the "Forum")

INTRODUCTION

1. Interpretation

1.1 In these Articles, unless the context otherwise requires:

Act: the Companies Act 2006;

Annual General Meeting: the meeting of the Members which first occurs after each anniversary of the incorporation of the Forum;

Articles: the Forum's Articles of Association for the time being in force;

Bankruptcy: includes individual insolvency proceedings in a jurisdiction other than England and Wales or Northern Ireland which have an effect similar to that of bankruptcy;

Barbican and Golden Lane the area edged blue in the plan attached to these Articles

Neighbourhood Area: in the Annex;

Business Day: any day (other than a Saturday, Sunday or public holiday in the United Kingdom) on which clearing banks in the City of London are generally open for business;

Business Member: the meaning given in Article 16.1(a);

Business Director: a Business Member who is a Director;

Community Group Director: a Community Group Member who is a Director;

Community Group Member: the meaning given in Article 16.1(c);

Conflict: a situation in which a Director has or can have, a direct or indirect interest that conflicts or possibly may conflict, with the interests of the Forum;

Constitution: the meaning given in Article 8.1(b);

Director: means a director of the Forum, and includes any person occupying the position of director, by whatever name called;

Document: includes, unless otherwise specified, any document sent or supplied in electronic form;

Electronic Form: the meaning given in section 1168 of the Act 2006;

Eligible Director: a Director who would be entitled to vote on the matter at a meeting of the Steering Group (but excluding in relation to the authorisation of a Conflict pursuant to Article 13, any Director whose vote is not to be counted in respect of the particular matter);

Meeting Chairman: the Chair of a particular meeting of the Members in accordance with Article 8 (being the Chair or, in their absence, the Vice Chair or, in their absence, the Secretary);

Member: a member of the Forum;

Membership Categories: the purpose of the Membership Categories is to ensure that the Steering Group is composed of a balance of Resident, Business and Community Group Directors. Hence, the Forum offers three Categories of Membership, each of which carries identical rights – Business, Resident and Community Group, and all Members are required to declare which Category they belong to and may select only one Category;

Mission Statement: the mission statement of the Forum as adopted on incorporation and as amended by the Members by special resolution from time to time;

Neighbourhood Plan: a Neighbourhood Development Plan for the Barbican and Golden Lane Area in accordance with the Planning and Compulsory Purchase Act 2004, being a Plan which sets out policies in relation to the development and use of land in the whole or any part of the Barbican and Golden Lane Neighbourhood Area;

Ordinary Resolution: has the meaning given in section 282 of the Act;

Participate: in relation to a Steering Group meeting, has the meaning given in Article 9;

Proxy Notice: the meaning given in Article 29;

Resident Member: the meaning given in Article 16.1(b);

Resident Director: a Resident Member who is a Director;

Special Resolution: the meaning given in section 283 of the Act;

Steering Group: means the Directors collectively;

Subsidiary: the meaning given in section 1159 of the Companies Act 2006; and

Writing: means the representation or reproduction of words, symbols or other information in a visible form by any method or combination of methods, whether sent or supplied in electronic form or otherwise.

1.2 Unless the context otherwise requires, other words or expressions contained in these Articles bear the same meaning as in the Act as in force on the date when these Articles become binding on the Forum.

1.3 Headings in these Articles are used for convenience only and shall not affect the construction or interpretation of these Articles.

1.4 A reference in these Articles to an "Article" is a reference to the relevant article of these Articles unless expressly provided otherwise.

1.5 Unless expressly provided otherwise, a reference to a statute, statutory provision or subordinate legislation is a reference to it as it is in force from time to time, taking account of:

- (a) any subordinate legislation from time to time made under it; and
- (b) any amendment or re-enactment and includes any statute, statutory provision or subordinate legislation which it amends or re-enacts.

1.6 Any phrase introduced by the terms "including", "include", "in particular" or any similar expression shall be construed as illustrative and shall not limit the sense of the words preceding those terms.

1.7 The model articles for private companies limited by guarantee contained in Schedule 2 of the Companies (Model Articles) Regulations 2008 (SI 2008/3229) shall not apply to the Forum.

2. Liability of Members

The liability of each Member is limited to £1, being the amount that each Member undertakes to contribute to the assets of the Forum in the event of its being wound up while they are a Member or within one year after they cease to be a Member, for:

- (a) payment of the Forum's debts and liabilities contracted before they cease to be a Member;
- (b) payment of the costs, charges and expenses of the winding up; and
- (c) adjustment of the rights of the contributories among themselves.

3. Objects

3.1 The objects of the Forum shall be unlimited, but the Forum is primarily established for the public benefit for the following purposes:

- (a) to produce a Neighbourhood Plan for the promotion and improvement of the social, economic and environmental wellbeing of the Barbican and Golden Lane Neighbourhood Area, its residents and businesses;

- (b) to ensure that any development in the Barbican and Golden Lane Neighbourhood Area is appropriate to the distinctive and historic character of the Barbican and Golden Lane Neighbourhood Area;
- (c) to promote high standards of town planning and architecture in the Barbican and Golden Lane Neighbourhood Area; and
- (d) to develop, maintain and implement a Neighbourhood Plan in general conformity with the relevant statutory development plans for the Barbican and Golden Lane Neighbourhood Area, and in support of the Plan objectives, to propose projects that can be funded using the Neighbourhood Community Infrastructure Levy,

in accordance with the Mission Statement.

4. Powers

In pursuance of the objects set out in Article 3, the Forum has the power to:

- (a) buy, lease or otherwise acquire and deal with any property real or personal and any rights or privileges of any kind over or in respect of any property real or personal and to improve, manage, develop, construct, repair, sell, lease, mortgage, charge, surrender or dispose of or otherwise deal with all or any part of such property and any and all rights of the Forum;
- (b) borrow and raise money in such manner as the Steering Group shall think fit and secure the repayment of any money borrowed, raised or owing by mortgage, charge, lien or other security on the Forum's property and assets;
- (c) invest and deal with the funds of the Forum not immediately required for its operations in or upon such investments, securities or property as may be thought fit;
- (d) lobby, advertise, publish, educate, examine, research and survey in respect of all matters of law, regulation, economics, accounting, governance, politics and/or other issues and to hold meetings, events and other procedures and co-operate with or assist any other body or organisation in each case in such way or by such means as may, in the opinion of the Steering Group, affect or advance the principal object in any way;
- (e) pay all or any expenses incurred in connection with the promotion, formation and incorporation of the Forum and to contract with any person, firm or company to pay the same;
- (f) enter into contracts to provide services to or on behalf of other bodies;
- (g) provide and assist in the provision of money, materials or other help;
- (h) open and operate bank accounts and other facilities for banking and draw, accept, endorse, issue or execute promissory notes, bills of exchange, cheques and other instruments; and
- (i) do all such other lawful things as are incidental or conducive to the pursuit or to the attainment of any of the object set out in Article 3.

DIRECTORS

5. Directors 'general authority

Subject to the Articles, the Steering Group is responsible for the management of the Forum's business, for which purpose they may exercise all the powers of the Forum.

6. The Steering Group

- 6.1 The board of Directors of the Forum shall be known as the "Steering Group" and shall manage the Forum.
- 6.2 There shall at all times be a minimum of ten and a maximum of fifteen Directors of the Forum, including the Chair, all of whom shall volunteer.
- 6.3 There shall at all times be five Resident Directors, five Business Directors, and up to five Community Group Directors elected by the membership with the intent of creating a balance of opinions that when combined, result in a single voice for the Barbican and Golden Lane Neighbourhood Area.

- 6.4 The Steering Group shall elect its own officers from among the Directors, including the Chair, Vice Chair, Treasurer and Secretary.
- 6.5 The position of Chair is open to Directors of all Membership Categories – Business, Resident and Community and when a new Chair is selected, they will be, when possible, from a different Membership Category to the outgoing Chair, but there is no obligation to rotate the Chair between the different Membership Categories in a prescribed format.
- 6.6 The position of Chair and Vice Chair shall be, when possible, held by Directors from differing Membership Categories.
- 6.7 The Chair shall usually hold office for approximately two years and a maximum of four years.
- 6.8 At the end of each Chair's period in office, the retiring Chair may normally remain a Director and sit on the Steering Group unless required to seek re-election under Article 6.10.
- 6.9 If vacancies among the Resident Directors, the Business Directors or the Community Group Directors occur the Steering Group may appoint new Directors (each a "**New Director**"). The appointment of any New Directors must be endorsed at the next following Annual General Meeting by ordinary resolution.
- 6.10 It is the intent of the Forum that on the occasion of every Annual General Meeting a minimum of one Director in each Membership Category shall be endorsed (in accordance with Article 6.9), elected or re-elected. To facilitate this, and unless vacancies exist as a result of Article 6.15, the Resident Director, the Business Director and the Community Group Director who have each served the longest on the Steering Group will put themselves forward for re-election.
- 6.11 When a Steering Group directorship vacancy arises under article 6.16 during the year and has not already been filled by the Steering Group, then that directorship will be open for election at the AGM and no other director from the same category will be expected to stand down or be re-elected. The maximum term for a Steering Group member without re-election should be one additional year beyond their normal date for re-election, unless the Steering Group vote in majority to keep a director in place, so as to avoid the loss of two directors from the same category in the same year and thus to provide continuity in the Group).
- 6.12 At each Annual General Meeting, any Member (an "**Applicant**") shall be entitled to stand for election to the Steering Group provided that they have submitted a prior written application to the Secretary, in such format as the Steering Group may prescribe from time to time, which must be received by the Secretary no less than 10 clear Business Days prior to the relevant Annual General Meeting. An Applicant must state in their application whether they intend to stand as a Business Director, Resident Director or Community Group Director and the Steering Group must be satisfied that they have met the relevant qualifying Membership category criteria.
- 6.13 At the relevant Annual General Meeting, any Applicants and any Directors wishing to put themselves forward for re-election to the Steering Group in accordance with article 6.10 shall be voted upon by the Forum. Following the taking of such a vote, the prospective new Business Director, the prospective new Resident Director and the prospective new Community Director each receiving the highest number of votes shall be elected to the Steering Group.
- 6.14 In the event that the election of any New Director is not endorsed by the Forum at an Annual General Meeting, replacement director(s) shall be nominated by the Steering Group for approval by the Forum by ordinary resolution.
- 6.15 If any steering group member is absent for three consecutive steering group meetings, then the member will be deemed to have forfeited their position on the steering group unless they have provided a valid reason for non-attendance that is accepted by a majority vote of the steering group members at the first steering group meeting following the third meeting absence
- 6.16 A person ceases to be a Director as soon as:

- (a) they retire at an Annual General Meeting;
- (b) that person ceases to be a Director by virtue of any provision of the Companies Act 2006 or is prohibited from being a director by law;
- (c) a bankruptcy order is made against that person;
- (d) a composition is made with that person's creditors generally in satisfaction of that person's debts;
- (e) a registered medical practitioner who is treating that person gives a written opinion to the Forum stating that that person has become physically or mentally incapable of acting as a director and may remain so for more than three months; or
- (f) notification is received by the Forum from the Director that the Director is resigning from office, and such resignation has taken effect in accordance with its terms.
- (g) they fail to comply with Article 16.1
- (h) Their position on the steering group is forfeited in line with Article 6.15

7. Representation of the Forum and Delegation by Steering Group

- 7.1 No Director (other than the Chair) may externally represent the Forum (including communicating with statutory bodies or the media) or attend meetings on behalf of the Forum, without the prior written approval of the Chair.
- 7.2 The Steering Group may delegate powers on specific matters to such committees or persons as might be deemed appropriate, including administrative support from a third party.
- 7.3 If the Steering Group so specifies, any such delegation may authorise further delegation of the Steering Group's powers by any person to whom they are delegated.
- 7.4 The Steering Group may revoke any delegation in whole or part, or alter its terms and conditions.
- 7.5 Committees to which the Steering Group delegates any of its powers must follow procedures which are based as far as they are applicable on those provisions of the Articles which govern the taking of decisions by the Steering Group.
- 7.6 The Steering Group may make rules of procedure for all or any committees, which prevail over rules derived from the Articles if they are not consistent with them.

8. Chair, Vice Chair, Secretary and Treasurer

- 8.1 The Chair of the Steering Group shall:
 - (a) chair meetings of the Steering Group and the Members;
 - (b) interpret these Articles, the Mission Statement and any other rules governing the Forum from time to time (together, the "**Constitution**") and the Chair's interpretation of the Constitution may only be overruled by four or more members of the Steering Group; and
 - (c) act as joint signatory on the Forum's bank account alongside the Vice Chair, the Secretary and/or the Treasurer.
- 8.2 The Vice Chair shall:
 - (a) chair meetings of the Steering Group and the Members if the Chair is absent;
 - (b) act alongside the Chair on behalf of the Forum and represent it externally when the Chair is unavailable;
 - (c) assume the Chair's responsibilities if the Chair resigns until such time as a new Chair can be appointed;
 - (d) assist the Chair with interpreting the Constitution; and
 - (e) act as joint signatory on the Forum's bank account alongside the Chair, the Secretary and/or the Treasurer.
- 8.3 The Secretary shall:
 - (a) be responsible for organising meetings of the Steering Group and the Members, maintaining the minutes and making them available to Members within 15 Business Days of a meeting;

- (b) chair meetings of the Steering Group and the Members if the Chair and Vice Chair are absent; and
- (c) act as joint signatory on the Forum's bank account alongside the Chair, the Vice Chair and/or the Treasurer.

8.4 The Treasurer shall:

- (a) be responsible for maintaining the accounts of the Forum;
- (b) be responsible for presenting an annual budget for each following financial year to the Forum at the time of each meeting of the Members;
- (c) submit a detailed summary of the accounts at every Steering Group meeting; and
- (d) act as a joint signatory on the Forum's bank account alongside the Chair, the Vice Chair and/or the Secretary.

9. Meetings of the Steering Group

- 9.1 The Steering Group shall meet as often as is necessary, but no less than quarterly, to develop the Neighbourhood Plan and for any other purposes that the Steering Group shall determine.
- 9.2 Directors participate in a Steering Group meeting, or part of a Steering Group meeting, when:
- (a) the meeting has been called and takes place in accordance with the Articles, and
 - (b) they can each communicate to the others any information or opinions they have on any particular item of the business of the meeting.
- 9.3 In determining whether Directors are participating in a Steering Group meeting, it is irrelevant where any Director is or how they communicate with each other.
- 9.4 If all the Directors participating in a meeting are not in the same place, they may decide that the meeting is to be treated as taking place wherever any of them is.
- 9.5 Subject to the Articles, the Steering Group may make any rule which they think fit about how they take decisions, and about how such rules are to be recorded or communicated to the Steering Group.
- 9.6 The Steering Group may permit other persons who are not Directors to attend and speak (but not vote) at meetings of the Steering Group.

10. Calling a Steering Group Meeting

- 10.1 The Chair may call a Steering Group meeting by giving not less than 10 clear Business Days' notice of the meeting (or such lesser notice as all the Directors may agree) to the Directors or by authorising the Secretary to give such notice.
- 10.2 Notice of any Steering Group meeting must indicate:
- (a) an agenda;
 - (b) its proposed date and time;
 - (c) where it is to take place; and
 - (d) if it is anticipated that Directors participating in the meeting will not be in the same place, how it is proposed that they should communicate with each other during the meeting.
- 10.3 Notice of a Steering Group meeting shall be given to each Director in writing or by electronic form.

11. Quorum for Steering Group Meetings

- 11.1 At a Steering Group meeting, unless a quorum is participating, no proposal is to be voted on, except a proposal to call another meeting.
- 11.2 Subject to Article 11.4, the quorum for the transaction of business at a Steering Group meeting is any three Directors plus the Chair, of whom at least one shall be a Resident Director and at least one shall be a Business Director .
- 11.3 If a quorum is not present within 30 minutes of the time specified for the relevant meeting in the notice of the meeting, then the meeting shall be adjourned for five Business Days at the same time and place.

11.4 For the purposes of any meeting (or part of a meeting) held pursuant to Article 13 to authorise a Conflict, if there is only one Eligible Director in office other than the Interested Director(s) (defined in Article 13.1), the quorum for such meeting (or part of a meeting) shall be one Eligible Director.

11.5 If the total number of Directors in office for the time being is less than the quorum required, the Steering Group must not take any decision other than a decision:

- (a) to appoint further Directors; or
- (b) to call a general meeting so as to enable the Members to appoint further Directors.

12. Voting at Steering Group meetings

12.1 All decisions made at any meeting of the Steering Group shall be made by simple majority.

13. Directors' Conflicts of Interest

13.1 The Directors may, in accordance with the requirements set out in this Article, authorise any Conflict proposed to them by any Director which would, if not authorised, involve a Director (an "**Interested Director**") breaching their duty under section 175 of the Act to avoid conflicts of interest.

13.2 Any authorisation under this Article 13 shall be effective only if:

- (a) the matter in question shall have been proposed by any Director for consideration in the same way that any other matter may be proposed to the Steering Group under the provisions of these Articles or in such other manner as the Steering Group may determine;
- (b) any requirement as to the quorum for consideration of the relevant matter is met without counting the Interested Director; and
- (c) the matter was agreed to without the Interested Director voting or would have been agreed to if the Interested Director's vote had not been counted.

13.3 Any authorisation of a Conflict under this Article 13 may (whether at the time of giving the authorisation or subsequently):

- (a) extend to any actual or potential conflict of interest which may reasonably be expected to arise out of the matter or situation so authorised;
- (b) provide that the Interested Director be excluded from the receipt of documents and information and the participation in discussions (whether at meetings of the Steering Group or otherwise) related to the Conflict;
- (c) provide that the Interested Director shall or shall not be an Eligible Director in respect of any future decision of the Steering Group in relation to any resolution related to the Conflict;
- (d) impose upon the Interested Director such other terms for the purposes of dealing with the Conflict as the Steering Group think fit;
- (e) provide that, where the Interested Director obtains, or has obtained (through their involvement in the Conflict and otherwise than through their position as a Director) information that is confidential to a third party, they shall not be obliged to disclose that information to the Forum, or to use it in relation to the Forum's affairs where to do so would amount to a breach of that confidence; and
- (f) permit the Interested Director to absent themselves from the discussion of matters relating to the Conflict at any meeting of the Steering Group and be excused from reviewing papers prepared by, or for, the Steering Group to the extent they relate to such matters.

13.4 Where the Steering Group authorises a Conflict, the Interested Director shall be obliged to conduct himself in accordance with any terms and conditions imposed by the Steering Group in relation to the Conflict.

13.5 The Directors may revoke or vary such authorisation at any time, but this shall not affect anything done by the Interested Director prior to such revocation or variation in accordance with the terms of such authorisation.

- 13.6 A Director is not required, by reason of being a Director (or because of the fiduciary relationship established by reason of being a Director), to account to the Forum for any remuneration, profit or other benefit which they derive from or in connection with a relationship involving a Conflict which has been authorised by the Steering Group in accordance with these Articles or by the Forum in general meeting (subject in each case to any terms, limits or conditions attaching to that authorisation) and no contract shall be liable to be avoided on such grounds.
- 13.7 Subject to sections 177(5) and 177(6) and sections 182(5) and 182(6) of the Act, and provided they have declared the nature and extent of their interest in accordance with the requirements of the Act, a Director who is in any way, whether directly or indirectly, interested in an existing or proposed transaction or arrangement with the Forum:
- (a) may be a party to, or otherwise interested in, any transaction or arrangement with the Forum or in which the Forum is otherwise (directly or indirectly) interested;
 - (b) shall be an Eligible Director for the purposes of any proposed decision of the Steering Group (or committee of Directors) in respect of such existing or proposed transaction or arrangement in which they are interested;
 - (c) shall be entitled to vote at a meeting of Directors (or of a committee of the Directors) or participate in any unanimous decision, in respect of such existing or proposed transaction or arrangement in which they are interested;
 - (d) may act by themselves or their firm in a professional capacity for the Forum (otherwise than as auditor) and they or their firm shall be entitled to remuneration for professional services as if they were not a Director;
 - (e) may be a Director or other officer of, or employed by, or a party to a transaction or arrangement with, or otherwise interested in, any body corporate in which the Forum is otherwise (directly or indirectly) interested; and
 - (f) shall not, save as they may otherwise agree, be accountable to the Forum for any benefit which they (or a person connected with them (as defined in section 252 of the Act)) derives from any such transaction or arrangement or from any such office or employment or from any interest in any such body corporate and no such transaction or arrangement shall be liable to be avoided on the grounds of any such interest or benefit nor shall the receipt of any such remuneration or other benefit constitute a breach of their duty under section 176 of the Act.

14. Records of Decisions to be Kept

Where decisions of the Steering Group are taken by electronic means, such decisions shall be recorded by the Secretary in permanent form, so that they may be read with the naked eye.

15. Deadlock Resolution

- 15.1 If at a properly convened meeting of the Steering Group there is no quorum at the meeting and no quorum at the meeting when it is reconvened following an adjournment pursuant to Article 11.3 (a "**Deadlock**"), the Chair shall, within 10 Business Days following the date of the adjourned meeting, convene a general meeting of the Forum to resolve the matter giving rise to the Deadlock.
- 15.2 If a Deadlock cannot be resolved at the general meeting called for the purpose of resolving it, the Forum shall be wound up.

MEMBERSHIP

16. Application for Membership

- 16.1 Membership of the Forum shall be open to:
- (a) individuals who demonstrably work in the Barbican and Golden Lane Neighbourhood Area, ("**Business Members**")
 - (b) individuals who demonstrably live in the Barbican and Golden Lane Neighbourhood Area ("**Resident Members**");

- (c) representatives of any organisation (whether incorporated or not) which demonstrably operates for the benefit of the Barbican and Golden Lane Neighbourhood Area community as a whole, including operations such as (*inter alia*) places of worship, libraries, health facilities, public buildings, open space facilities, education facilities together with not-for-profit representative groups which exist to promote or monitor community assets or functions ("**Community Group Members**"); and
- (d) individuals who are elected members of those Wards in the City of London that lie within the Barbican and Golden Lane Neighbourhood Area,

in each case who support the purpose of the Forum and complete a membership form.

16.2 No person shall become a Member unless they have completed an application for membership in the form prescribed by the Steering Group from time to time. The Steering Group shall be entitled to request that any prospective Member provides such information as the Steering Group in its absolute discretion requests in order to satisfy itself that the prospective Member fulfils the criteria for membership of the Forum set out in Article 16.1.

16.3 An acknowledgment shall be sent to each successful applicant confirming their membership of the Forum and the details of each successful applicant shall be entered into the Register of Members by the Secretary.

16.4 The Secretary shall maintain a complete and up to date Register of Members.

17. Termination of Membership

17.1 A Member may withdraw from membership of the Forum by giving 10 Business Days 'notice to the Forum in writing.

17.2 Membership of the Forum is not transferable.

17.3 A person's membership terminates when that person dies or ceases to exist.

17.4 A person's membership automatically terminates without notice should their circumstances change such that they no longer comply with the requirements of Article 16.1

17.5 The Steering Group may terminate the membership of any Member without their consent by giving them written notice if, in the reasonable opinion of the Steering Group:

- (a) They are guilty of conduct which had or is likely to have a serious adverse effect on the Forum or bring the Forum or any or all of the Members and Directors into disrepute; or
- (b) They have acted or has threatened to act in a manner which is contrary to the interests of the Forum as a whole; or
- (c) They have failed to observe the terms of the Constitution.

Following such termination, the Member shall be removed from the Register of Members by the Secretary.

17.6 The Steering Group must give a Member the opportunity to be heard in writing or in person as to why their membership should not be terminated. The Steering Group must consider any representations made by the Member and inform the Member of their decision following such consideration. There shall be no right to appeal from a decision of the Steering Group to terminate the membership of a Member.

DECISION MAKING BY MEMBERS

MEETINGS OF MEMBERS

18. General meetings of the Members shall be held at least twice in each calendar year, including one Annual General Meeting

18.1 A general meeting of the Members may be called by:

- (a) the Chair;
- (b) the Secretary at the request of the Chair; or
- (c) collectively by 5% or more of the Members.

18.2 At least 21 clear Business Days 'notification must be given to Members for a meeting to be held and such notice must indicate:

- (a) the proposed date and time of the Meeting;
- (b) where it is to take place; and
- (c) the agenda for the Meeting (the "**Agenda**").

19. Members of the Form must declare any conflict of interest before partaking in any discussion, and potentially voting, on any matter. By majority vote of the Steering Group, an individual may be asked not to participate in such a discussion or vote.

19.1 Subject to any other provision of these Articles or the Act, the Meeting Chairman shall have a wide discretion as to the conduct of any meeting including, without limitation:

- (a) matters proposed to be voted upon that were not included in the Agenda;
- (b) the conduct of discussions and voting;
- (c) attendance of non-members; and
- (d) exclusion of any Member or non-member from any meeting.

20. Attendance and speaking at general meetings

20.1 A person is able to exercise the right to speak at a general meeting when that person is in a position to communicate to all those attending the meeting, during the meeting, any information or opinions which that person has on the business of the meeting.

20.2 A person is able to exercise the right to vote at a general meeting when:

- (a) that person is able to vote, during the meeting, on resolutions put to the vote at the meeting; and
- (b) that person's vote can be taken into account in determining whether or not such resolutions are passed at the same time as the votes of all the other persons attending the meeting.

20.3 The Steering Group may make whatever arrangements they consider appropriate to enable those attending a general meeting to exercise their rights to speak or vote at it.

21. Quorum for general meetings

21.1 No business is to be transacted at a general meeting if the persons attending it do not constitute a quorum.

22. At least eight Members must be present at the start of the meeting for it to be declared quorate.

23. Votes of Members

23.1 All Members shall be entitled to attend general meetings, to propose motions for discussion in accordance with Article 23.2 and subject to Article 23.3, to vote.

23.2 Any Member wishing to propose a motion at a general meeting must first submit the proposed motion to the Secretary no less than 10 clear Business Days prior to the date of the relevant general meeting, for approval by the Steering Group. Subject to the Act, the Steering Group may decide, in its absolute discretion, whether to include any such proposed motion in the Agenda for the meeting.

23.3 Subject to the Act, at any general meeting every Member who is present in person (or by proxy) shall have one vote, provided they have been, on the occasion of the vote, a Member for at least 22 clear Business Days

23.4 The Members may:

- (a) receive and comment on any report from the Steering Group;
- (b) approve the annual report and accounts, where relevant, in accordance with the Act;
- (c) approve amendments to the Constitution by special resolution;
- (d) approve draft Neighbourhood Plans; and
- (e) approve any motions proposed by Members pursuant to Article 23.2.

24. Attendance and speaking by Directors and non-members

24.1 Directors may attend and speak at general meetings.

24.2 The Meeting Chairman may permit other persons who are not Members of the Forum to attend and speak at a general meeting, including observers from interested stakeholder groups, statutory bodies and other appropriate organisations or bodies, none of whom will be entitled to vote unless they are Members.

25. Adjournment

25.1 If the persons attending a general meeting within half an hour of the time at which the meeting was due to start do not constitute a quorum, or if during a meeting a quorum ceases to be present, the Meeting Chairman must adjourn it.

25.2 The Meeting Chairman may adjourn a general meeting at which a quorum is present if:

- (a) the meeting consents to an adjournment, or
- (b) it appears to the Meeting Chairman that an adjournment is necessary to protect the safety of any person attending the meeting or ensure that the business of the meeting is conducted in an orderly manner.

25.3 The Meeting Chairman must adjourn a general meeting if directed to do so by the meeting by ordinary resolution.

25.4 When adjourning a general meeting, the Meeting Chairman must:

- (a) either specify the time and place to which it is adjourned or state that it is to continue at a time and place to be fixed by the Steering Group, and
- (b) have regard to any directions as to the time and place of any adjournment which have been given by the meeting.

25.5 If the continuation of an adjourned meeting is to take place more than ten clear Business Days after it was adjourned, the Forum must give at least five clear Business Days' notice of it (that is, excluding the day of the adjourned meeting and the day on which the notice is given):

- (a) to the same persons to whom notice of the Forum's general meetings is required to be given, and
- (b) containing the same information which such notice is required to contain.

25.6 No business may be transacted at an adjourned general meeting which could not properly have been transacted at the meeting if the adjournment had not taken place.

26. VOTING AT GENERAL MEETINGS

27. Voting: general

Subject to the requirement of Article 23.3, any resolution put to the vote of a general meeting shall be decided on a show of hands, other than the election of a Director which shall be decided by a secret ballot.

28. Errors and disputes

28.1 No objection may be raised to the qualification of any person voting at a general meeting except at the meeting or adjourned meeting at which the vote objected to is tendered, and every vote not disallowed at the meeting is valid.

28.2 Any such objection must be referred to the Meeting Chairman whose decision is final.

29. Proxies

29.1 Proxies may only validly be appointed by a notice in writing (a "proxy notice") which:

- (a) states the name and address of the Member appointing the proxy;
- (b) identifies the person appointed to be that Member's proxy and the general meeting in relation to which that person is appointed;
- (c) is signed by or on behalf of the Member appointing the proxy, or is authenticated in such manner as the Steering Group may determine; and
- (d) is delivered to the Forum in accordance with the Articles not less than 48 hours before the time appointed for holding the meeting or adjourned meeting at which the right to vote is to be exercised and in accordance with any instructions contained in the notice of the general meeting (or adjourned meeting) to which they relate,

and a proxy notice which is not delivered in such manner shall be invalid, unless the Steering Group, in their discretion, accept the notice at any time before the meeting.

29.2 The Forum may require proxy notices to be delivered in a particular form, and may specify different forms for different purposes.

29.3 Proxy notices may specify how the proxy appointed under them is to vote (or that the proxy is to abstain from voting) on one or more resolutions.

29.4 Unless a proxy notice indicates otherwise, it must be treated as:

- (a) allowing the person appointed under it as a proxy discretion as to how to vote on any ancillary or procedural resolutions put to the meeting, and
- (b) appointing that person as a proxy in relation to any adjournment of the general meeting to which it relates as well as the meeting itself.

30. Delivery of proxy notices

30.1 A person who is entitled to attend, speak or vote at a general meeting remains so entitled in respect of that meeting or any adjournment of it, even though a valid proxy notice has been delivered to the Forum by or on behalf of that person.

30.2 An appointment under a proxy notice may be revoked by delivering to the Forum a notice in writing given by or on behalf of the person by whom or on whose behalf the proxy notice was given.

30.3 A notice revoking a proxy appointment only takes effect if it is delivered before the start of the meeting or adjourned meeting to which it relates.

30.4 If a proxy notice is not executed by the person appointing the proxy, it must be accompanied by written evidence of the authority of the person who executed it to execute it on the appointor's behalf.

31. Amendments to resolutions

31.1 An ordinary resolution to be proposed at a general meeting may be amended by ordinary resolution if:

- (a) notice of the proposed amendment is given to the Forum in writing by a person entitled to vote at the general meeting at which it is to be proposed not less than 48 hours before the meeting is to take place (or such later time as the Meeting Chairman may determine), and
- (b) the proposed amendment does not, in the reasonable opinion of the Meeting Chairman, materially alter the scope of the resolution.

31.2 A special resolution to be proposed at a general meeting may be amended by ordinary resolution, if:

- (a) the Meeting Chairman proposes the amendment at the general meeting at which the resolution is to be proposed, and
- (b) the amendment does not go beyond what is necessary to correct a grammatical or other non-substantive error in the resolution.

31.3 If the Meeting Chairman, acting in good faith, wrongly decides that an amendment to a resolution is out of order, the Meeting Chairman's error does not invalidate the vote on that resolution.

ADMINISTRATIVE ARRANGEMENTS

32. Means of Communication to be Used

32.1 All correspondence between the Forum and the Members shall be by electronic form.

32.2 Any notice, document or other information shall be deemed served on or delivered to the intended recipient if properly addressed and sent or supplied by electronic form, one hour after the document or information was sent or supplied.

32.3 For the purposes of these Articles, no account shall be taken of any part of a day that is not a Business Day.

32.4 In proving that any notice, document or other information was properly addressed, it shall suffice to show that the notice, document or other information was addressed to an address permitted for the purpose by the Act.

33. **Rules**

The Steering Group may establish rules governing matters relating to Company administration that are required from time to time for the effective operation of the Forum (for example, the provisions relating to classes of Members, membership fees and subscriptions and the admission criteria for Members). If there is a conflict between the terms of these Articles and any rules established under this Article, the terms of these Articles shall prevail.

34. **Bank Account**

Cheques and other financial transactions of the Forum shall require the signature of any two of the Chair, the Vice Chair, the Secretary and the Treasurer.

35. **Indemnity and Insurance**

35.1 Subject to Article 35.2, but without prejudice to any indemnity to which a relevant officer is otherwise entitled:

- (a) each relevant officer shall be indemnified out of the Forum's assets against all costs, charges, losses, expenses and liabilities incurred by them as a relevant officer in the actual or purported execution and/or discharge of their duties, or in relation to them including (in each case) any liability incurred by them in defending any civil or criminal proceedings, in which judgment is given in their favour or in which they are acquitted or the proceedings are otherwise disposed of without any finding or admission of any material breach of duty on their part or in connection with any application in which the court grants them, in their capacity as a relevant officer, relief from liability for negligence, default, breach of duty or breach of trust in relation to the Forum's (or any associated company's) affairs; and
- (b) the Forum may provide any relevant officer with funds to meet expenditure incurred or to be incurred by them in connection with any proceedings or application referred to in Article 35.1 (a) and otherwise may take any action to enable any such relevant officer to avoid incurring such expenditure.

35.2 This Article does not authorise any indemnity to the extent that such indemnity would be prohibited or rendered void by any provision of the Companies Acts or by any other provision of law and any such indemnity is limited accordingly.

35.3 The Steering Group may decide to purchase and maintain insurance, at the expense of the Forum, for the benefit of any relevant officer in respect of any relevant loss.

35.4 In this Article:

- (a) companies are associated if one is a subsidiary of the other or both are subsidiaries of the same body corporate; and
- (b) a "relevant loss" means any loss or liability which has been or may be incurred by a relevant officer in connection with that relevant officer's duties or powers in relation to the Forum, any associated company or any pension fund or employees' share scheme of the Forum or associated company; and
- (c) a "relevant officer" means any Director or other officer of the Forum but excluding in each case any person engaged by the Forum (or associated company) as auditor (whether or not they are also a Director or other officer), to the extent they act in their capacity as auditor)

36. **Winding Up**

On the winding-up or dissolution of the Forum, any assets or property that remains available to be distributed or paid to the Members shall be paid or distributed to local community-based organisations, as agreed by the majority of the Members at the time of winding-up or dissolution.

ANNEX
The Barbican and Golden Lane Neighbourhood Area

BARBICAN AND GOLDEN LANE NEIGHBOURHOOD FORUM AREA

