

# Hyde Park Paddington

## Hyde Park and Paddington Neighbourhood Forum

### Constitution

#### Interpretation

In this Constitution the following words and phrases shall have the following meanings:

The 1990 Act	The Town and Country Planning Act 1990, as amended (in particular by the Localism Act 2011).
The 2004 Act	The Planning and Compulsory Purchase Act 2004, as amended (in particular by the Localism Act 2011).
The Acts	The 1990 Act and the 2004 Act.
Business	Entity or concern carrying on within the Neighbourhood area some business, trade, profession, religious observance or community service, whether for profit or not, and whether incorporated or not.
Business Member	An individual who works within the area for a Business or organisation or works for an organisation that owns land or property, or are their representative or agent, or a representative from a Business Improvement District.
Forum or Neighbourhood Forum	The Neighbourhood Planning Forum established pursuant to this Constitution.
General Meeting	A meeting of Members in accordance with Articles 26 to 40.
Member	A Business Member or a Residential Member or Elected member of WCC.
Neighbourhood	The Neighbourhood Area (that area not being governed by a Parish Council) designated (pursuant to section 61G (1) of the 1990 Act) in and depicted on the map within the Neighbourhood Area Designation Notice.
Neighbourhood Plan	The Neighbourhood Development Plan in accordance with Article 4e
Neighbouring Forum	A Neighbourhood Forum designated by WCC pursuant to section 61F (5) of the 1990 Act which neighbours (whether or not it is contiguous to) the Neighbourhood area
Resident	An individual who lives all (or part) of the time at a dwelling in the Neighbourhood area
Residential Member	A Resident over the age of 18, who is included on the List of Members.
Elected Member	An Elected Member of the Westminster City Council
Steering Meeting	A meeting of the Steering Group in accordance with Articles 46 to 53
WCC	Westminster City Council, being the London Borough and local planning authority for the Neighbourhood.

1. By this Constitution there shall be established an unincorporated association to be known as the 'Hyde Park and Paddington Neighbourhood Forum'.

### **Purpose of the Neighbourhood Forum**

2. The Neighbourhood Forum shall have the purposes of promoting and improving the social, economic and environmental wellbeing of the Neighbourhood, Residents and Businesses of the Hyde Park and Paddington area (see map at Appendix 1) and shall address itself to issues of local concern, including (but not limited to) the preservation and improvement of Hyde Park and Paddington (including its environment, appearance, safety, security and amenities) and high standards of town planning, urban design and architecture.
3. The Neighbourhood Forum aims to give a voice to the residents and representatives of businesses and organisations of the Neighbourhood and to reflect their aspirations and concerns, to promote Hyde Park and Paddington and, in collaboration with the City of Westminster and with other relevant organisations and individuals, to work to sustain and improve the area's economy and environment and the quality of life and amenity of its residents, businesses and visitors.
4. The Neighbourhood Forum will achieve its purpose by doing any lawful activity in pursuit of the purposes set out at Article 2 & 3 above, including (but not limited to):
  - a. Seeking to obtain and maintain Qualifying Body designation by Westminster City Council (WCC), pursuant to section 61F (5) of the 1990 Act, as the Neighbourhood Planning Forum for the area;
  - b. Following upon such designation, to undertake any activity permitted of a designated Neighbourhood Forum under the Acts and, specifically, to consider (and from time to time further consider) whether to initiate and progress the making or amendment of a Neighbourhood Development Plan for the area;
  - c. Making representations as to any planning or licensing issue, whether or not consultation of the Neighbourhood Forum is required pursuant to any statutory scheme;
  - d. Consulting with WCC (by WCC's Elected Members and/or Officers), other governmental, policing or public bodies and other stakeholders interested in, affecting or affected by any actual, likely or proposed state of affairs within the Neighbourhood;
  - e. Producing a Neighbourhood Plan for the promotion of the social, environmental and economic wellbeing of the area;
  - f. Promoting such changes to primary or secondary legislation as may be appropriate;
  - g. Holding open discussions with other groups and bodies relevant to Hyde Park and Paddington on issues of concern to or impact upon the area;
  - h. Improving and supporting neighbourhood planning and processes in the area;
  - i. Supporting and developing projects and other activities that are of benefit to the Neighbourhood;
  - j. Proposing priorities for the Community Infrastructure Levy spend and agreeing this with WCC; and
  - k. Encouraging monitoring and contributing to the implementation of the Neighbourhood Plan after it is adopted by WCC.
6. The Neighbourhood Forum shall be at all times a non-political organisation which shall, wherever possible act to benefit both Residents and Businesses in a balanced way, always having regard to the longer term interests of the whole neighbourhood.

### **Conduct and Membership of the Neighbourhood Forum**

7. The Neighbourhood Forum may establish such funding arrangements from both public and private sectors to enable the Forum to deliver its purpose with regard to neighbourhood planning and otherwise.
8. All correspondence within the Forum shall be primarily by email.
9. The Neighbourhood Forum shall maintain a publicly available address to which correspondence can be both posted and emailed: [hpp@paddingtonnow.co.uk](mailto:hpp@paddingtonnow.co.uk).
10. The Neighbourhood Forum will encourage as wide a representation of the local business and residential community as possible to represent as far as is realistic the range of people, voluntary groups and business in the Neighbourhood. It will actively seek individual membership to represent the demographic make-up of the Neighbourhood.

11. Membership of the Neighbourhood Forum shall be open to:

- A. Residents who live in the Neighbourhood;
- B. Representatives of businesses or organisations who operate from within the Neighbourhood;
- C. Persons or organisations who own land or property in the Neighbourhood, or their representatives or agents;
- D. Representatives from PaddingtonNow BID and Marble Arch BID.

Each of these categories of membership shall be eligible to propose and elect representatives onto the Steering Group at the Inaugural and Annual General Meetings (see Articles 36 to 38 below).

Ward Councillors may also become members (see Article 13 below).

12. All applicants to join the Neighbourhood Forum are required to complete a membership application form, either online or in writing. The application must specify:

- a. The category under which the applicant is applying: either residential or representing a business/organisation member;
- b. A named individual and, for categories 11B to 11D above, the name of the business or organisation that they represent;
- c. A correspondence address being either a qualifying residential address in the Neighbourhood if applying under category 11A above, or qualifying business/ organisation address in the Neighbourhood if applying under categories 11B to 11D above;
- d. An email address; and
- e. A telephone number.

13. Any individual who is an elected member of WCC in the Neighbourhood may become a Member on completion of a membership application form.

14. Any individual who both lives and works in Hyde Park and Paddington must choose to be either a Residential Member or a representing a business or organisation when completing their membership application Form.

15. Members shall keep the Secretary informed of any changes to any details supplied pursuant to Articles 12 to 14 above.

16. A Member may resign at any time by written notice to the Secretary and shall resign if unable to continue to support the purposes of the Neighbourhood Forum set out at Article 2 above or is no longer eligible to be a Residential Member or a Business Member.

17. A List of Members shall be maintained to include the details supplied in Application Forms pursuant to Articles 12 to 14 above and the date upon which the Application Form was received.

18. Any Member who resigns or dies shall be removed from the List of Members.

19. The Secretary may from time to time require all Members, some sector of Members or some particular Member to confirm and/or prove the information required at Articles 12 to 14 above. This will include the provision of a copy of the Council Tax bill for their residence. The Neighbourhood Forum reserves the right to not accept applications from business members if their business is not registered for business rates and/or is not registered with Companies House or cannot demonstrate a business address or a legal or commercial association within the Neighbourhood Area.

20. The Secretary may remove any Member whose email address supplied pursuant to Article 12d is not functioning, but, if contacted by the former Member, shall restore that individual to the list of Members (with effect from the original date of joining) upon receipt of a further membership application form containing updated details, including a functioning email address. The Secretary may also remove any member who fails to abide by the Code of Conduct of the Neighbourhood Forum.

21. Without prejudice to the entitlement of all who qualify to become Members, the Neighbourhood Forum (both the Steering Group and Members generally) shall encourage individuals eligible to become Members to join so as:

- a. at all times to have at least 21 Members;
- b. to seek to maintain a membership representative of the whole community, balanced appropriately between residents and representatives from organisations and businesses;

- c. within the Residential Members, to seek to maintain a balance between Residents of different sub neighbourhoods and types of dwelling;
  - d. within the Business Members, to seek to maintain a balance between the various types and sizes of commercial concerns;
  - e. within the not-for-profit sector, to seek out members who can communicate the wide variety of views from within the sector; and
  - f. thereby, to provide good community intelligence to inform the pursuit of its purposes and justify the pursuit of its purpose under Articles 2 to 6 above.
22. In the event that (i) the Neighbourhood Forum is duly designated in accordance with Article 4a above and (ii) the number of Members shall at any time fall below 21, the Forum shall suspend its activity pursuant to Article 4 above unless and until the number of Members again rises to or above 21.
23. Ordinary Members may not do any public act on behalf of the Forum or make any public representation in the name of the Forum save to the extent which may be permitted by the Steering Group or endorsed by a General Meeting.

### **Neighbourhood Forum General Meetings**

24. The Neighbourhood Forum shall hold General Meetings in public at intervals no greater than half yearly, in each case in a location within the Neighbourhood. The actual timing of the General Meetings will be the responsibility of the Steering Group.
25. At least 14 days' email notification must be given to Members of the agenda with the date and time of the holding of a General Meeting. While the envisaged location of the General Meeting should be notified also when first notifying the time and date, that location may be confirmed or changed by email not less than two weekdays in advance of the General Meeting to accommodate any unavailability, unsuitability or other difficulty with the original envisaged location.
26. At least eighteen Members must be present at the start of a General Meeting for it to be declared quorate.
27. All Members shall be entitled to attend General Meetings, to stand for the Steering Group and to propose and vote for motions.
28. Proposed agenda items for a General Meeting must be made to the Chair or Secretary at least 48 hours before the meeting is due to start.
29. Individuals who are not Members, unless excluded for good reason by whoever is chairing the meeting, shall be welcome to attend General Meetings of the Forum, in a personal and/or representative capacity, but Individuals who are not Members (i) shall not vote on any issue and (ii) shall not be permitted to address that General Meeting unless specifically authorised by whoever is chairing it.
30. Upon any vote each Business registered in the Area shall have one vote, regardless of the number of Business Members who work for that Business. If the Business Members working for that Business present at the General Meeting are not able between themselves to determine which individual amongst them should wield that vote for the Business, the Secretary shall take the vote from one whose name was earliest to be inscribed on the List of Members (and, if more than one was inscribed at once at the earliest date, from the one of them earliest in alphabetical order of family name).
31. Upon any vote, each Residential Member shall have one vote. A Residential Member who is also a Business Member shall have one vote but, if it is cast as a Residential Member, any other individual present as a Business Member for the same Business may also cast a vote as a Business Member for that Business.
32. Members must register and declare any conflict of interest (affecting the Member, the Member's family and/or the Business for which the Member works) which may be significant and reasonably interpreted as going beyond that which is natural and inevitable in persons sufficiently interested in Hyde Park and Paddington to be eligible to become Members, before contributing, including voting, on any issue.
33. All votes shall count equally in a single ballot. Abstentions shall not count as a 'no' vote but shall be ignored for the purposes of the vote and determining a majority of those who voted, although the

presence of abstainers at the meeting does count towards making up a quorum. Postal votes do not count. Telephone votes do not count. Proxies cannot be given and members must be present in person.

34. The Neighbourhood Forum may establish working 'sub-groups' drawn from the wider Forum membership to address a particular issue in accordance with such detailed personnel (who may be, but need not be, Members) and remit as is considered appropriate. Each sub-group will have at least one Steering Group member acting as a link to the Steering Group.

35. The Members may:

- a. receive and comment on the report from the Steering Group;
- b. discuss and debate any issue to which the purposes of the Forum at Articles 2 to 6 above relate;
- c. approve the annual report and accounts, where relevant;
- d. adopt constitutional amendments in accordance with Article 54; and
- e. Approve the draft Neighbourhood Plan at Regulation 14 and 16 stages of The 1990 Act.

### **Inaugural General Meetings and AGMs**

36. An Annual General Meeting shall be held around a year from the Inaugural or first General Meeting and thereafter annually and conducted in the same manner as a general meeting. It will receive and vote on a financial statement from the Hyde Park and Paddington Neighbourhood Forum and a brief annual report. The main business of this meeting will be to elect any vacant steering group places for the following year.

37. All Members shall be entitled to stand when elections are held to the Steering Group provided that they could be elected without contravention of Article 41 below. Applications for membership of the Steering Group must be made to the Chair at least 48 hours before the start of the meeting. Voting on membership of the Steering Group and its officers (as proposed by the Steering Group, see Article 43 below) shall take place only if a quorum is present and shall be by a show of hands in the first instance. When electing Members to the Steering Group, Members shall bear in mind that the Steering Group must be representative of a cross-section of the differing interests within the neighbourhood. The individual(s) receiving the highest proportion of votes shall be elected to the vacancy (vacancies) on the Steering Group, provided that the individual in question, after taking into account those already on the Steering Group and any more successful candidate(s) remains eligible to serve on the Steering Group in accordance with the requirements of Article 41.

38. At the first or inaugural General Meeting a completely fresh Steering Group shall be elected (which may, but need not, comprise some or all of those Members previously acting as the Steering Group) (see also Article 43 below).

### **Composition of the Steering Group**

39. The Neighbourhood Forum shall have a Steering Group which shall manage the Forum.

40. The Steering Group shall comprise eighteen Members all of whom have stood for election.

41. At any one time the Steering Group shall include no more than nine Residential Members and no more than nine representatives of Businesses and Organisations. The Residential Members must include a representative of the Hyde Park Estate Association and the Business Members must include a representative from each of PaddingtonNow BID and Marble Arch London BID.

42. If a representative of a not for profit organisation, and in particular a community institution, wants to stand for election to the Steering Group, then it can take priority over either Resident or Business Members if there are already seven Resident and seven Business Members elected onto the Group. In this case it shall be designated as a Resident Member or Business Member as appropriate.

43. The Steering Group shall propose the officer positions of Chair, Vice Chair, Treasurer and Secretary to serve terms of up to two years (save that in the case of officers selected prior to the first General Meeting, they shall serve until the end of that General Meeting whereupon, if elected to the Steering Group, they shall be eligible for selection for up to a further two years' service).

44. If the position of Chair is held by a Residential Member, the position of Vice Chair must be held by a Business Member. Likewise, if the position of Chair is held by a Business Member, the position of Vice Chair must be held by a Residential Member.

45. After the first General Meeting, the Chair upon completing the term to be served (or resigning as Chair) shall step down from the Steering Group, but that individual may be re-elected to the Steering Group at any election held at the first (or subsequent) AGM following the stepping down.

### **Steering Meetings and Steering Group Operation**

46. The Steering Group shall hold Steering Meetings as often as is necessary to pursue the purposes of the Neighbourhood Forum as set out at Articles 2 to 6 above, but not less than quarterly.

47. If any vacancy occurs, the Steering Group may co-opt a Member(s) into its number (subject to the requirement of Article 41) who may stand for election at the next General Meeting.

48. The Steering Group may delegate responsibilities on specific matters to such persons as it considers appropriate, including administrative and financial support from a third party.

49. All Steering Group decisions must be agreed on a simple majority by a quorum of no fewer than three Business Members and three Residential Members from the Steering Group present in person, or in communication via conference facility (telephone, internet or otherwise). The votes within the Steering Group shall be taken within a single ballot regardless of whether the voter is a Residential Member or a Business Member. The Steering Group shall not be bound to reach a majority decision on all planning matters and applications. Where it does not, its officers will represent the range of views within the Steering Group or Forum fairly and impartially.

50. The Chair of the Steering Group shall:

- a. Chair General Meetings and call and chair Steering Meetings;
- b. In the event of a tie in any vote at any General Meeting or Steering Meeting, not have a casting vote and ensure the minutes fairly record the position of Residents and Businesses;
- c. Act on behalf of the Forum and represent it externally, ensuring that the range of views is represented fairly and impartially to relevant interested parties; and
- d. Interpret this Constitution; interpretation shall only be overturned by seven or more of the rest of the Steering Group Members in which case the disagreement shall be referred to the General Meeting.

51. The Vice Chair shall:

- a. Chair General Meetings and call and chair Steering Meetings if the Chair is absent;
- b. In the event of a tie in any vote at any General Meeting or Steering Meeting where the Chair is absent, not have a casting vote and ensure the minutes fairly record the position of Residents and Businesses;
- c. Act alongside the Chair on behalf of the Forum and represent it externally when the Chair is unavailable, ensuring that the range of views is represented fairly and impartially to relevant interested parties;
- d. Assume the Chair's responsibilities if the Chair resigns until such time as a new Chair can be appointed;
- e. Assist the Chair with interpreting the Constitution;
- f. Take minutes at a General Meeting or a Steering Group meeting if the Secretary is absent; and
- g. Act on behalf of the Chair if the Chair is absent as regards working with the Treasurer.

52. The Secretary shall:

- a. Organise, take and circulate minutes of General Meetings; organise (upon and subject to the Chair or Vice Chair's call), take and circulate minutes of Steering Group meetings;
- b. Ensure that minutes of General Meetings and Steering Group are uploaded to the Forum's website within 21 days of each meeting, following approval by the Chair;
- c. Maintain and make available for inspection by Members a copy of this Constitution updated to incorporate such amendments as may be duly made to it;
- d. Ensure the Forum website is maintained and updated regularly to contain all key documents including the constitution, minutes of all Steering Group and General meetings;
- e. Maintain and make available for inspection by Members an up to date List of Members, recording the details required of Members pursuant to Articles 12 to 14 above and noting the date upon which their membership application form was received (or is deemed received pursuant to Article 12 above);

- f. Chair General Meetings and Steering Meetings if the Chair and Vice Chair are absent (in which eventuality the taking of minutes may be delegated by the Secretary to Treasurer and, if the Treasurer is absent, to another Member);
- g. In the event of a tie in any vote at any General Meeting or Steering Meeting where the Chair and Vice Chair are absent, not have a casting vote and ensure the minutes fairly record the position of Residents and Businesses; and
- h. Take over the responsibilities of the Treasurer should they be unexpectedly not be available until a replacement Treasurer can be formally appointed.

53. The Treasurer shall:

- a. Be responsible for maintaining the accounts of the Forum;
- b. Be responsible for presenting an annual budget for the following year to the Forum;
- c. Submit a summary of the accounts at every Steering Meeting unless the Steering Meeting resolves not to require it of him on that occasion;
- d. Take minutes at a General Meeting or Steering Meeting if the Secretary is acting as Chair (and has asked the Treasurer to take minutes) or is absent;
- e. Chair General Meetings and Steering Meetings if the Chair, Vice Chair and Secretary are absent (in which eventuality the taking of minutes may be delegated by the Treasurer to another Member);
- f. In the event of a tie in any vote at any General Meeting or Steering Meeting where the Chair, Vice Chair and Secretary are absent, not have a casting vote and ensure the minutes fairly record the position of Residents and Businesses; and
- g. In meeting these obligations the Treasurer will liaise with PaddingtonNow, acting as the accountable body for the Hyde Park and Paddington Neighbourhood Forum. Financial procedures will be as follows:
  - The Steering Group sets budgets for each expenditure theme;
  - A separate cost centre for the Forum will be assigned within PaddingtonNow BID's accounts system;
  - Only expenditure within these themes and within budget can be defrayed;
  - Any expenditure variation beyond themes and agreed budgets will require a return to the Steering Group for approval;
  - Two layers of authorisation will be required for payments;
  - Any profits or losses shall remain within the Forum cost centre;
  - At each Steering Group meeting a report of income and expenditure will be presented by the Treasurer; and
  - Annual accounts will be prepared for the Annual General Meeting.

### **Constitutional Amendment**

54. No constitutional amendments shall take effect unless and until the decision of a simple majority at a Steering Meeting is ratified by a two thirds majority at a General Meeting preceding which not less than 21 days' email notice of the proposed amendment has been given to Members. Articles 2, 41, 49 and 55 shall not be amended unless there is unanimity amongst those voting.

### **Dissolution**

55. In the event of the dissolution of the Neighbourhood Forum, any net assets/monies shall go to one or more local community based organisation(s), as agreed by the majority of the Forum.

56. In construing this constitution the principles of interpretation set out in the Interpretation Act 1978 shall be applied as if this constitution were legislation to which that Act applied.

57. References to legislation in this constitution shall be construed to refer and include such amended, augmented or replacement legislation as in future takes the place of the legislation here cited.

## Appendix 1: Map of designated area

