**The Constitution of the Barbican Association, adopted at the AGM in May 2004 as amended at the AGM in April 2006 and April 2012 and April 2025**

1. **Name**
   1. The name of the association is “The Barbican Association”.
   2. The Barbican Association is an unincorporated association, which is principally comprised of the ordinary membership and other membership groups as set out in clause 5 from time to time and which covers the Barbican Estate area (**Association**).
2. **Aims**
   1. The aims of the Association are:
3. To protect and further the interests of all residents of the Barbican Estate (including but not limited to the protection of the environment on the Barbican Estate and its periphery.
4. To promote the rights and interests of all residents within the Barbican Estate in relation to the maintenance and improvement of their housing conditions, amenities and the environment and to encourage them to be more actively involved.
5. To work towards achieving changes and improvements to both the quality of life of residents and the housing services provided by the City of London Corporation (and any other persons having an impact on the physical, social or economic environment affecting the quality of life of residents in the City of London.
6. To assist and promote social, welfare, educational and recreational activities for the benefit of all residents on the Barbican Estate, and to encourage a community spirit and sense of responsibility.
7. To encourage and promote a spirit of mutual helpfulness and good neighbourliness among all residents of the Barbican Estate and their community.
8. To promote membership of the Association to all residents of the Barbican Estate, including facilitating the formation of House Groups (as defined in clause8.1) affiliated to the Association.
9. To act, in the Barbican Estate, as a Tenants’ Association recognised by the City of London Corporation under the terms of s.29 Landlord and Tenant Act 1985.
10. To represent the views of residents.
11. To regularly consult and inform all residents.
12. To take into account the views of children and young people who are not old enough to be voting members.
13. To be non-party political and non-sectarian in religion.
14. **Equality and Diversity**
    1. The Association will actively seek to promote equal opportunities among all residents.
    2. The Association will value diversity, promote good relations among all residents and not discriminate on the grounds of age, race, religion, faith or belief, sex or sexual orientation, gender reassignment, pregnancy or maternity, disability or marriage or civil partnership.
    3. The Association will ensure that where possible meetings will be held in venues that are accessible.
    4. The Association will provide information on all the ways that members can contribute their views and how it can meet people’s individual needs.
    5. The Association recognises that all sections of the community have a positive contribution to make to the life of our community. The Association will represent the interests of all residents to the best of its ability and carry on the day-to-day business of the Association in an efficient, fair and responsive way.
    6. The Association will provide all new members with appropriate information and support and make them feel welcome at all times.
15. **Definition of ‘Residents of the Barbican Estate’**
    1. The following shall be eligible for ordinary membership of the Association and entitled to vote:
16. All long leaseholders of a residential property in the Barbican Estate (whether or not the long leaseholder actually lives in their property) (**Long Leaseholder Members**).
17. All freeholders (other than the City of London Corporation) of a residential property in the Barbican Estate (whether or not the freeholder actually lives in their property) (**Freeholders**).
18. All other direct tenants of the City of London Corporation of a residential property in the Barbican Estate.
19. All subtenants of long leaseholders and freeholders actually living in a residential property in the Barbican Estate.
    1. In this Constitution, all those listed above shall be referred to as “residents” of the Barbican Estate.
20. **Membership**
    1. Full voting ordinary membership of the Association is open to all residents of the Barbican Estate over the age of 16 on payment of an annual subscription.
    2. Each member shall receive a copy of the Constitution, contact details for committee members, details of any planned meetings and how to include an item on an agenda.
    3. All monies raised by, or on behalf of, the Association will be used to further the Association’s aims.
    4. Application for membership shall be in writing (which includes digital formats such as email) and made to the Membership Secretary, on a form provided by the Association. Membership will be effective on receipt of the annual subscription (if payable) by the Association.
    5. Non-voting honorary membership is open to persons who are not residents of the Barbican Estate, but who are interested in helping the Association achieve its aims. The terms of such honorary membership and any subscription shall be individually determined by the General Council on a case-by-case basis.
    6. Non-voting associate membership is open to commercial and other bodies that are not residents of the Barbican Estate, but which are located in, or on the periphery of, the Barbican Estate and which have expressed interest in and support for the activities and aims of the Association. The terms of such associate membership and any subscription shall be individually determined by the General Council on a case-by-case basis.
    7. Non-voting affiliate membership is open to persons who have previously been both residents of the Barbican Estate and members of the Association, who have expressed interest in and support for the aims and activities of the Association but are no longer eligible for full voting ordinary membership. Affiliate members shall be required to pay an annual subscription, and such affiliate membership shall be individually determined by the General Council on a case-by-case basis.
    8. Membership will end when a member stops being a resident of the Barbican Estate, dies, resigns or fails to maintain their subscription to the Association.
21. **Subscriptions**
    1. The financial year shall be the calendar year.
    2. The annual subscription shall be of such amount as the General Council shall from time to decide.
    3. The annual subscription shall become due and payable by members on the last day of the month of their anniversary of admission to the Association.
    4. Membership shall lapse if subscriptions are not received by the Association within 28 days of the amount becoming due in accordance with clause 6.3, provided that if the final date for payment does not fall on a working day (being a day other than a Saturday, Sunday or a public holiday in England when banks in London are open for business) then the final payment date will be the next working day.
    5. Subscriptions are non-refundable.
    6. Any liability of the Association is expressly limited to the funds held for and on its behalf from time to time.
22. **Management of the Association**
23. 1. The Association shall be managed by the General Council, all the members of which shall be ordinary members of the Association comprising:
24. Nine members elected at the Annual General Meeting;
25. The Honorary Treasurer, elected at the Annual General Meeting;
26. The Chairman of the Barbican Estate Residents Consultation Committee (or their substitute), who shall be nominated in writing to the Honorary Secretary; and
27. One member from each House Group formally affiliated to the Association, nominated in writing by the Secretary of the respective House Group. One substitute representative may also be nominated under the same terms.
    1. A House Group may change its nomination under clause 7.1(d) at any time by giving written notice, signed by the Secretary of the respective House Group, to the Honorary Secretary of the Association, who shall notify the General Council immediately.
    2. An elected General Council member may also act as the nominee of a House Group, but any member doing so will not become entitled to two votes on the General Council.
    3. Nominations for election to the General Council shall be in writing and signed by the nominee and two other ordinary members of the Association. All nominations must be received by the Honorary Secretary not less than 48 hours before the time of the Annual General Meeting. Nominees must also confirm on their nomination form which category of resident under clause 4 they are.
    4. A member shall be eligible for annual re-election to the General Council for a period of four consecutive years. Thereafter, if he or she wishes to continue as a General Council member, the completion of four years’ continuous service must be announced at the Annual General Meeting before the nominations are announced and voting on their re-election takes place.
    5. After each Annual General Meeting, the General Council will convene a meeting within seven days to appoint from its members a Chairman, a Deputy Chairman and an Honorary Secretary of the Association, who will each hold office until the first General Council meeting after the next Annual General Meeting. The Chairman shall be one of the nine members elected under clause 7.1(a). No Alderman, Member of the Court of Common Council or employee of the City of London Corporation shall be eligible to be Chairman or Deputy Chairman.
    6. The General Council may appoint from the ordinary members of the Association such other office holders (e.g. Membership Secretary, Social Secretary) as it may decide.
    7. In the event of a vacancy in the office of Honorary Treasurer, the General Council may appoint an ordinary member of the Association as acting Honorary Treasurer to hold office until the next Annual General Meeting.
    8. The General Council shall hold meetings as and when it may determine, however a minimum of four meetings will be held in each calendar year.
    9. Subject to approval of the Chairman, the General Council has the power to make decisions using electronic media outside of General Council meetings. Any vote held by electronic or other means must be logged and recorded by the Honorary Secretary and formally approved at the next General Council meeting.
    10. The business of the General Council shall be conducted by consensus whenever possible. However, when a vote is necessary, voting shall be undertaken by General Council members appointed pursuant to clause 7.1. Members co-opted by virtue of clause 9.1(b) shall have no vote. Voting shall be by simple majority of members voting. In the event of deadlock, the Chairman shall have a casting vote.
    11. The quorum for General Council meetings shall be one third of General Council members entitled to vote, but the quorum must include at least three members elected pursuant to clause 7.1(a) and at least two of the Chairman, the Deputy Chairman, the Honorary Secretary or the Honorary Treasurer. This quorum should also be applied when making decisions other than at meetings.
    12. General Council meetings may be called by the Chairman and Honorary Secretary, or at the request of one third of General Council members. Not less than five days’ notice must be given.
    13. The Honorary Secretary shall notify the Association’s members of the names of the elected officers of the Association and, at the next suitable opportunity, of the names of the House Group representatives.
    14. The Honorary Secretary shall maintain a record of the proceedings of each meeting of the General Council and of each General Meeting (Annual or Extraordinary). In the absence of the Honorary Secretary, the Chairman may appoint another General Council member to take minutes and deliver the record of proceedings to the Honorary Secretary. All voting that takes place at a General Meeting (Annual or Extraordinary) or General Council meeting shall be counted and recorded in minutes. All formal meetings such as General Meetings (Annual or Extraordinary) or General Council meetings must be minuted and the minutes formally approved at the next meeting.
    15. If one of its members is absent from three consecutive meetings, the General Council may suspend that member from the General Council. Such suspension shall be notified to the members of the Association at a suitable time and, in the case of a House Group representative, to the House Group Chairman and Secretary.
    16. General Council members shall declare any actual or potential conflict of interest and withdraw from discussion and voting where appropriate. If any question as to the right to participate in a meeting (or part of a meeting) or voting outside of a meeting should arise in respect of a conflicted member, the question is to be decided by a decision of the General Council, for which purpose the conflicted member is not to be counted as participating for voting or quorum purposes.
28. **House Group Affiliation**
29. 1. In this Constitution, a House Group shall be any group of residents formed to represent the respective interests of the residents of an individual Tower, Terrace Block or House on the Barbican Estate, whether or not the House Group is itself a recognised tenants’ association.
    2. Any House Group may be formally affiliated to the Barbican Association and have the right to send a representative to the General Council.
    3. The Honorary Secretary shall be entitled to request evidence from an affiliated House Group that it has held in the 13 months immediately prior to his enquiry at least one general meeting of its members (or any other evidence to show that it has appropriate mechanisms and procedures in place to consult its residents and that these are being followed by the respective House Group). Any failure to produce such evidence shall be reported to the General Council by the Honorary Secretary.
    4. If an affiliated House Group fails to satisfy the General Council that it both has in place and is using appropriate mechanisms and procedures to consult its residents, the General Council may disaffiliate it from the Association.
30. **Powers of the General Council**
31. 1. The General Council shall oversee and monitor the work, aims, activities, finances, and membership of the Association and it shall have power to:
32. make representations to the City of London Corporation under the terms of the Landlord and Tenant Act 1985, and on any matter relating to the aims of the Association with the City or any other body;
33. co-opt ordinary members of the Association to the General Council for specific tasks or reasons, such members having no votes on any General Council matters;
34. meet, with due regard to efficiency and economy, the reasonable expenses of running the Association, subject always to clause 10.1;
35. make payments for services rendered to General Council members for the benefit of the members of the Association as a whole and in pursuit of the aims of the Association;
36. determine the General Council’s rules of procedure;
37. appoint sub-committees and define their terms of reference;
38. arrange functions for members and non-members, and to charge such attendance fees as it deems appropriate;
39. acquire premises for use by the members of the Association and the General Council;
40. appoint Trustees, being members of the General Council, to hold any assets or property on trust for all the membership of the Association for the time being;
41. affiliate or disaffiliate a House Group, in accordance with clause 8;
42. act, under the terms of ss.18-30B Landlord and Tenant Act 1985, on behalf of leaseholders to which those sections apply, subject to appropriate consultation or voting as set out in clause 12.2(b);
43. take any lawful action as agreed by the General Council in furtherance of the aims of the Association;
44. nominate individual members of the Association to represent the Association at formal and informal meetings with the City of London Corporation (including the Estate manager and his staff) and with any other bodies;
45. bestow honorary, associate, and affiliate membership of the Association in accordance with clauses 5.5, 5.6 and 5.7,and withdraw any such membership as the General Council may determine from time to time; and
46. decide membership subscription fees.
47. **Finance**
    1. All monies raised by or on behalf of the Association shall be applied to further the aims of the Association and for no other purpose.
    2. The Honorary Treasurer shall keep proper account of the finances of the Association and shall maintain bank accounts in the name of the Association.
    3. The accounts shall be made up to 31 December in each year and be audited by the Honorary Auditor.
    4. An audited Income and Expenditure Account and a Balance Sheet shall be produced at each Annual General Meeting and made available to all members on request.
48. **General Meetings**
    1. Annual General Meetings
       1. The General Council shall arrange an Annual General Meeting not later than 30 April in each year for the purpose of:
49. agreeing the minutes of the previous Annual General Meeting;
50. receiving the Annual Report of the General Council and the audited Statement of Account;
51. accepting the resignation of and electing General Council members;
52. electing an Honorary Treasurer;
53. appointing a professionally qualified Honorary Auditor;
54. subject to clause 13, voting on any proposed amendments to alter the Constitution;
55. making representations to the General Council (any such motions to be communicated to the Honorary Secretary in writing not less than three days in advance of the Annual General Meeting or to be considered at the Chairman’s sole discretion); and
56. conducting such other business as shall have been communicated to the Honorary Secretary and included in the notice convening the meeting.
    * 1. Written notice of the meeting must be given to all members not less than 28 days, but not more than two months, in advance of an Annual General Meeting at their mailing address or email address held on the membership system.
      2. The quorum for an Annual General Meeting shall be 30 members. Unless a quorum is participating, no business is to be transacted other than to call another Annual General Meeting.
    1. Extraordinary General Meetings
       1. The Chairman or Honorary Secretary may at any time call an Extraordinary General Meeting either for the purpose of altering the Constitution in accordance with clause 13 or considering any matter that the General Council may decide should be referred to the members.
       2. The Chairman or Honorary Secretary shall also call an Extraordinary General Meeting at the written request of not less than 25 members. Any such request must include the reasons for requisitioning an Extraordinary General Meeting.
       3. Subject to clause 13, written notice stating the business to be conducted must be given to all members not less than 14 days, but not more than two months, in advance of an Extraordinary General Meeting at their mailing address or email address held on the membership system.
       4. The quorum for an Extraordinary General Meeting shall be 30 members. Unless a quorum is participating, no business is to be transacted other than to call another Extraordinary General Meeting.
57. **Voting at General Meetings**
    1. Only ordinary members of the Association may vote at a General Meeting (Annual or Extraordinary) subject to the provisions of this clause 12.
    2. Decisions at General Meetings (Annual or Extraordinary) shall fall into the following two categories:
58. matters on which all members may vote, which shall include any elections to the General Council; or
59. matters covered by ss.18-30B Landlord and Tenant Act 1985, on which only:
    1. ordinary members of the Association who are also Long Leaseholder Members may vote; and/or
    2. ordinary members of the Association who are also Freeholders, if the matter affects them.
    3. In respect of any decisions to be taken on matters under clause 12.2(b), only one vote shall exercisable in respect of each flat.
    4. Before any decision is taken, the Honorary Secretary shall confirm which members are eligible to vote in accordance with clause 12.2. The Honorary Secretary shall notify the City of London Corporation of any decision taken under clause 12.2(b).
    5. Subject to clause 13, decisions at General Meetings (Annual or Extraordinary) shall be taken by a simple majority of members eligible to vote (including any proxy votes). In the event of deadlock, the Chairman, if eligible to vote, shall have a casting vote.
    6. A member of the Association may authorise as proxy another member of the Association to attend a General Meeting (Annual or Extraordinary) and cast a vote on behalf of the absent member. The Honorary Secretary must be informed of the proxy in writing not later than three clear days before the meeting. The Honorary Secretary shall not accept more than 10 proxies vested in any one member for any one meeting.
    7. If so requested by the Chairman (or, in the absence of the Chairman, the Deputy Chairman, Honorary Secretary or Honorary Treasurer) presiding at a General Meeting (Annual or Extraordinary), any person purporting to vote at the meeting may be required to produce evidence of eligibility to vote to the Honorary Secretary within three days. Pending verification, he or she shall be permitted to vote, but if the decision turns on the challenged votes, the Chairman of the meeting shall announce an interim result subject to completion of the verification of the challenged votes. The final result shall be notified to members of the Association by the Honorary Secretary immediately following completion of the verification process.
60. **Alterations to the Constitution**
    1. Any alterations to this Constitution, except where required by statute or the guidelines or regulations of a Government Department, shall require the approval of a two thirds majority of those present and voting at a formal General Meeting (Annual or Extraordinary).
    2. Any notice convening such a meeting must state that proposed alterations to the Constitution are to be considered. Any proposed amendments to the Constitution must be communicated to all members not less than 28 days before the date of the meeting.
    3. Any amendments required by statute or the guidelines or regulations of a Government Department may be implemented by the General Council and notified to members of the Association as soon as practicable thereafter.
61. **Dissolution**

14.1 If the General Council by a simple majority decides at any time that it is necessary or advisable to dissolve the Association, the Chairman or Honorary Secretary shall convene an Extraordinary General Meeting under the provisions of clause 11.2.

* 1. If an Annual General Meeting is not held within 18 months of the previous Annual General Meeting, and a further six months has elapsed, the General Council shall be considered to no longer exist.
  2. If the General Council no longer exists, not less than 25 ordinary members of the Association can convene an Extraordinary General Meeting under the provisions of clause 11.2 for the sole purpose of considering the dissolution of the Association. If a two-thirds majority of those present decide to dissolve the Association, the dissolution powers bestowed on the General Council under this clause shall be applicable and exercisable by the remaining ordering members of the Association.
  3. If a decision to dissolve is agreed by a simple majority of those present and voting at the relevant Extraordinary General Meeting, the General Council shall have the power to dispose of any assets held by any members, office holders or trustees for or on behalf of the membership of the Association for the time being.
  4. Any assets remaining after the satisfaction of any proper debts and liabilities shall be applied towards any association, company or other body having aims similar to those of the Association or otherwise towards the general benefit of members of the Association, as the members may decide.
  5. On dissolution, any assets of the City of London Corporation must be returned to it.

1. **Personal liability of the General Council and representatives of the Association**
   1. No General Council member or member formally authorised to act for and on behalf of the Association shall be personally liable to the Association for any loss or damage by reason of any act, omission, matter or thing, except for fraud or reckless negligence on the part of the person whom it is sought to make liable.
2. **Complaints**
   1. Any complaints about the Association’s conduct or policies must be made in writing to the Honorary Secretary. Any such complaints will be considered by the General Council, which will respond within 28 days. The General Council will only consider complaints that relate to the activities of the Association and its members in relation to the Constitution. The General Council will not deal with neighbour or inter-personal disputes involving residents in the Barbican Estate.