

Dulwich Society Special General Meeting 28th June 2021, 8pm

MEETING AGENDA

1. Introduction and Meeting Procedure - Chair
2. Motion 1:
3. Proposer: 3 minutes
4. Seconder: 3 minutes
5. Society Speaker 3 minutes
6. Questions
7. Motion 1: Vote
8. Motion 2:
9. Proposer: 3 minutes
10. Seconder: 3 minutes
11. Society Speaker 3 minutes
12. Questions
13. Motion 2 Vote
14. Chair – Closing Remarks and End of Meeting

Voting results will be published as soon as possible after the meeting following validation.

MOTIONS – KEY ARGUMENTS FOR THE MOTIONS BY THE PROPOSERS

Key arguments in favour of the two motions put forward by a group of Dulwich Society members

Motion 1

That the process for appointment of members of the Society's sub-committees and all minutes of their meetings must be published on the Society's website, including declarations of interest.

Proposed by Tim Connellan

Secinded by David Taylor

The Executive Committee has recently expanded on rule 8 of the constitution (which says that it may appoint persons to sub-committees as it sees fit) on the website, and in the summer 2021 Journal insert, with a further description of how members are appointed to sub-committees (see below).

The Society's chair and secretary review the names with the relevant sub-committee chair and the potential member is asked to attend the next sub-committee meeting as a guest. After this meeting a decision will be made whether to invite the person to join the sub-committee. This decision is based on the need for a balance of views within the sub-committee as well as an assessment of whether a new member would contribute constructively to its work. This is in line with rule 8 of the Society constitution.

Unfortunately, the expanded version is still not clear. This lack of clarity goes against the [Charity Governance Code](#) (see 7.7.1), which says that the board of trustees must make sure that the charity is clear and open about the ways that members can participate in the charity's governance, including serving on committees. Questions on the expanded version include:

- a) Does the whole of the Executive Committee decide on appointments to a sub-committee? If not, who takes the decision?
- b) Do the existing members of the sub-committee have any say in the appointment of new members? If so, how is this recorded?
- c) Who makes the assessment of whether a new member would contribute constructively to the work of the sub-committee, and how is the “balance of views” assessed?
- d) If a candidate is unsuccessful, how is feedback given, and are the reasons clear and open?
- e) We have seen reference to a sub-committee having “a full complement” and so being unable to take on more members. How is this decided or calculated?
- f) How long do members serve on sub-committees?

These are not academic considerations. There have been recent cases of members putting themselves forward for the Travel and Environment Committee, who have been turned down (even though others have been appointed) because of some unspecified standard or requirement.

We believe a clear process about the appointment of members to sub-committees should be published on the Society’s website, together with minutes of all meetings, and declarations of interest.

Motion 2

The Society must undertake a formal, independent and impartial survey of its Membership about the remit the Membership wishes the Society to adopt with regard to the Society’s long term policy position on Travel and Environment. The findings of this consultation with members to be published in full on the Society’s website and available on request to all members.

Proposed by Amanda Lord

Seconded by Tyrrell Evans

A formal, independent and impartial survey on the Society’s long-term position on travel and environment – a crucial issue that affects the daily lives of residents and the wider local community, and directly impacts the amenities of Dulwich - would help the Society to understand its members’ views. Such a survey would be completely separate to any consultation(s) or survey(s) carried out by the Council on specific measures or schemes.

The [Charity Governance Code](#) (7.7.1) advises that the board of trustees should make sure that the charity looks for, values and takes into account members’ views on key issues.

If the Society is unwilling or unable to conduct such a survey, it should remain neutral in all Council consultations. This has not been the case in the past. In Phase 2 of Our Healthy Streets Dulwich (see “Related” and “OHS – Dulwich Summary of Phase 2 Feedback [Our Healthy Streets - Dulwich \(Phase 3\) - London Borough of Southwark - Citizen Space](#)), for example, in December 2019, the Society formally responded by saying, “While the Society has not carried out a systematic survey of its members’ views, it appears clear that the membership is in favour of radical solutions...” Presenting Phase 3 in early 2020, the Council said, “You told us you favoured radical action...”

We believe that understanding members’ views in order to define the core principles that will shape the Society’s future policy on travel and environment is possible and desirable, and would not, as the Executive Committee believes, be fraught with difficulty.

RESPONSE BY THE EXECUTIVE COMMITTEE OF THE DULWICH SOCIETY TO THE MOTIONS PUT FORWARD BY A GROUP OF DULWICH SOCIETY MEMBERS

Motion 1:

That the process for appointment of members of the Society's sub-committees and all minutes of their meetings must be published on the Society's website, including declarations of interest.

[Note: minutes, including declarations of interest, are already published for the Executive Committee]

Society Executive Committee Response:

The Executive Committee has no objection to the first motion.

The Society looks for new members of sub-committees in several ways. Firstly, in new members' welcome letters we invite them to contact members of the Executive Committee if they wish to play an active part in the Society. Secondly, we place advertisements for new sub-committee members, when necessary, in the Society's eNewsletter and Journal and, if that fails to attract applicants, the Society relies on personal contacts or recommendations. The Society's chair and secretary review the names with the relevant sub-committee chair and the potential member is asked to attend the next sub-committee meeting as a guest. After this meeting, a decision will be made whether to invite the person to join the sub-committee. This decision will be based on the need for a balance of views within the sub-committee as well as an assessment of whether a new member would contribute constructively to its work. This is in line with rule 8 of the Society constitution.

New and existing sub-committee members will be asked to notify sub-committee chairs of any interests (including membership of organisations) with respect to which there is a real risk of a conflict with the sub-committee's work. The sub-committee chairs will maintain a register of such interests.

Sub-committee members, whenever they consider they have a conflict with an item being discussed at the sub-committee, will draw this to the attention of sub-committee chair and it will be noted in the minutes.

In response to the questions in the proposers' statement:

- a) Membership of the Society's seven sub-committees is agreed between the sub-committee chair and the Society chair.
- b) Existing members of a sub-committee have no say in the appointment of new members.

- c) The sub-committee chair, the sub-committee secretary and the Society's chair make the assessment of whether a new member would contribute constructively to the work of the sub-committee, and how the "balance of views" is assessed. For example, it would be expected that members of the Planning & Architecture Sub-Committee have knowledge/experience in planning and architecture so they can comment effectively on planning applications.
- d) If a candidate is unsuccessful, feedback is given via a personal telephone call from the Society chair.
- e) Large meetings are unwieldy, and the ideal size of a sub-committee is circa 12 - as most meetings are held in a member's home. The T&E group currently has 13 members not including the Society chair and secretary, who also attend the meetings, and Councillors, who are invited to attend as guests - usually one councillor from across the wards every other meeting.
- f) There is no time limit for members to serve on sub-committees.

The process for appointment of members to sub-committees is set out clearly on the Society's website.

It should also be noted that the only decision-making body of the Dulwich Society is the Executive Committee the members, declarations of interest and meeting minutes of which are published. **The Travel & Environment Sub-Committee does not make decisions on behalf of the Dulwich Society.** The Sub-Committee has no powers to do so. It can make recommendations to the Executive Committee, but the final decision makers are the Executive Committee and Trustees.

With regard to the constitution, a working party is reviewing the constitution and work is ongoing. As we will not be able to complete the work before the September AGM, we have postponed approval of the changes until a later meeting. We notified members of this in the AGM notice circulated in the recent Journal. The Society Executive has been exceptionally busy in the past six months and with family concerns taking priority during the Covid crisis, we have had to prioritise our work.

Motion 2:

The Society must undertake a formal, independent and impartial survey of its Membership about the remit the Membership wishes the Society to adopt with regard to the Society's long term policy position on Travel and Environment. The findings of this consultation with Members to be published in full on the Society's website and available on request to all members.

For clarity, the current remit of the Travel and Environment Sub-Committee is to foster safe and healthy streets in Dulwich by:

- *Advocating clean air.*
- *Supporting improvements in public transport.*
- *Considering the requirements of those with protected characteristics* and vulnerable road users.*
- *Developing safe active travel networks and reducing vehicle traffic.*
- *Supporting low traffic neighbourhoods. ***

**The Equality Act lists the characteristics that it protects as age, disability, gender reassignment, marriage and civil partnership, pregnancy and maternity, race, religion or belief, sex, and sexual orientation.*

***Note: “supporting low traffic neighbourhoods” does NOT refer to or mean supporting the Low Traffic Neighbourhoods imposed by Southwark Council without prior consultation.*

Society Executive Committee Response:

The Executive Committee is not in favour of the second motion.

The Aims and Objectives of the Society are quite clear, they are to foster and safeguard the amenities of Dulwich, both in the interests of its residents and the wider local community of which it is a part, and to increase awareness of the varied character that makes the area so special. The Society is managed by the Executive Committee comprising the Society chair, vice-chair, secretary, treasurer, membership secretary and the chairs of the specialist sub-committees. They are all elected at the yearly Annual General Meeting. There is no requirement in the Society’s constitution for the Executive Committee to canvass the members’ opinions, nor would it be appropriate given the Society’s objective of serving the wider local community.

In this case, a survey of members’ views on the Society’s long term policy position on Travel and the Environment would be fraught with difficulty as any view the Society would hold on this subject would change over time to reflect circumstances at any one time.

The survey proposed by this motion is not a survey about the current emergency temporary traffic measures. The Council is currently running a detailed public consultation on these measures where everyone in the area, not just Society members, is able to comment. This will be far more representative than any survey that the Society could carry out. There is also the question of resources and funding - the Society is a volunteer organisation, and a registered charity, and running a survey would not be a good use of the Society’s resources when there is no obvious benefit to be gained.

To clarify, the reference in the Proposers’ paper to “Presenting Phase 3 in early 2020, the Council said, “You told us you favoured radical action...” does not refer specifically to the Dulwich Society but to the population of residents as a whole.

To clarify the Society's position, please see this letter which was sent to Southwark Council on **16th February 2020** in response to "Our Healthy Streets Phase 3" which supersedes any earlier Society correspondence about "Our Healthy Streets":

*Highways Division
Southwark Council
Floor 3, Hub2
PO Box 64529
London SE1P 5LX*

Dear Sirs

'OUR HEALTHY STREETS': DULWICH

The Dulwich Society is the largest local amenity society with a membership of over 1,150 households. The majority of them live in the area covered by the current public consultation on the draft proposals contained in Phase 3 of the Council's 'Our Healthy Streets initiative'. The Society has urged, and continues to urge, its members to attend the open meetings which the Council has arranged, and to respond to the online survey.

Individual Society members will have different views on these proposals but the Society recognises the wider community's concerns which they seek to address. These are the need for positive improvements in the local residential street environment through the promotion of traffic calming and traffic volume reduction, and the urgent requirement to address the high proportion of through traffic which the centre of Dulwich experiences in the early morning and mid-afternoon peaks.

The aim must be to seek a reduction in air pollution - the dangers of which have been confirmed by the recent research carried out by Dr Ian Mudway of King's College London which shows lifelong damage to brains and bodies from childhood exposure to air pollution. An additional benefit would be the creation of an environment that would facilitate more active modes of travel and provide routes for local children to walk and cycle to school safely.

The Society believes that an essential part of any holistic solution to the above requires improvements in the scope and reliability of travel by public transport, both bus and train.

There is also a need for proper provision for vehicle parking for disabled, elderly and less mobile residents, many of whom are more dependent on cars, and recognises that this could be facilitated by appropriate controls on parking across the area. In addition, the Council also seriously needs to address concerns over traffic displacement and evaporation.

In summary, the Society is sympathetic to the aims of the proposals, but it must be guided by its members.

Yours sincerely

*Ian McInnes,
Chair Dulwich Society*

Dulwich Society Special General Meeting 28th June 2021 - Meeting Procedure

Please join the meeting between 7.30pm and 8pm for registration. Please do not leave joining the meeting to the last minute. The meeting will start promptly at 8pm.

The meeting is not a public meeting and is for Society members only. Only Society Members can vote and only one vote is permitted per household.

1) Why is the SGM being held on Zoom?

The Society Executive Committee has called an SGM to consider two motions from a group of members. As the Covid 19 regulations continue to prohibit large meetings indoors, we have decided to hold a virtual SGM. The Charity Commission has advised that virtual AGMs or SGMs are acceptable in the current circumstances. Our AGM will be held near the anniversary date of the AGM 2020 in September when it is hoped we can meet in person at the Crown & Greyhound.

2) How do I join the Zoom meeting?

You can join the meeting by clicking on the meeting link:

<https://zoom.us/j/94617810285>

and adding the Passcode: 925544 when requested

or going to join.zoom.us and entering the meeting ID and Passcode when requested.

Meeting ID: 946 1781 0285

Passcode: 925544

We would like you to join the meeting from 7.30pm but please do not leave it to the last minute. The meeting will start promptly at 8pm. You will be held in a virtual Waiting Room until your name has been checked and the Host is ready to admit you to the meeting.

Please see the separate Zoom guidelines for advice about the Zoom aspects of the meeting at www.dulwichsociety.com

3) Meeting Procedure and process for questions or comments during the SGM.

The main purpose of the meeting will be to discuss the motions. The agenda, motions and a summary of the arguments for and against the motions will be posted online before the meeting and circulated to members. It will also be possible to obtain a copy of the meeting documentation by emailing secretary@dulwichsociety.com or calling/texting 07767 648481 to obtain hard copies.

The Chair will introduce the meeting and make announcements about the meeting procedures.

The Chair will then post Motion 1 on the screen and invite the proposer and seconder of the motion to speak for 3 minutes each maximum. The Society will also have a speaker to present the Society Executive's view of the motions. After these people have spoken, the Chair will throw open the floor for questions. If you wish to make a comment or ask a question, click on "Participants" and then select "Raise Hand" and a digital raised hand will appear against your name on the list of participants screen. You can also raise your hand if you have a video screen. The Host will monitor the Raise Hands and will call members to ask a question in turn. Please keep contributions short and to the point.

The Chair will end the discussion on Motion 1 at the appropriate point and the vote for Motion 1 will take place.

The Chair will then move the business on to Motion 2 where the process for Motion 1 will be repeated as above.

The Host will only be monitoring digital Participants/Raised Hand or anyone who raises a hand.

There will be a vote after each motion in which members are invited to participate, subject to the rule of one vote per household. The results of the meeting vote will be verified after the meeting (due to the need to verify the attendance which is only available after the Zoom meeting has ended). The results will be published on the Society website and the enewsletter as soon as possible after the meeting.

After the Motion 2 vote has taken place, the meeting will be closed.

There will not be any amendments to the motions at the SGM.

4) **How can I participate in the votes?**

Under the Society Rules Rule 3 Membership "Membership will normally be for a household i.e. all adults living at the same address. In the event of a vote being needed at an Annual General Meeting or a Special General Meeting only one vote is permitted per household."

At the SGM, there will be 2 votes - one for Motion 1 and one for Motion 2.

A simple majority of those voting in person on Zoom is required for the SGM votes. It should be noted under Rule 13 (3) that "in the event of an equality of votes the Chairman of the Meeting shall have a second or casting vote."

The poll will appear on the screen and you will be asked to vote by clicking on one of 3 boxes: "Yes", "No" or "Abstain". Please note this is not an anonymised ballot to enable the scrutineers to check eligibility and to validate the votes but no-one in the meeting will see anyone's name associated with the voting. The results of the votes will be communicated to members as soon as possible after the meeting. The results will not be displayed at the meeting.

5) **How can I vote if I cannot attend the Zoom meeting?**

It will not be possible to vote unless you attend the Zoom meeting.

6) **What if I need additional assistance before the meeting?**

If you have any queries before the meeting, please email the Secretary at secretary@dulwichsociety.com

We look forward to 'seeing' many of you at the SGM on 28 June 2021

Sue Badman

Secretary, The Dulwich Society
21st June 2021