



# **INFORMATION FOR PROSPECTIVE TRUSTEES**

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## **OUR MISSION STATEMENT**

**Women's Design Service works to ensure that the design and use of the built environment reflects the needs and aspirations of women**

## **OUR SHARED VALUES**

*We at Women's Design Service are committed to working according to the following values in all that we do in connection with the work of the organisation*

### ***WE AIM TO:-***

- 1. be a woman centred and woman led organisation and work to achieve gender equality**
- 2. promote inclusive design and planning that is responsive to the needs of women especially those who have been traditionally marginalised**
- 3. be an ethically based organisation acting with commitment and integrity**
- 4. be a rights based organisation valuing diversity and promoting equality**
- 5. promote empowerment, participation and partnership**
- 6. create an open, honest, supportive and transparent organisation**
- 7. act in a professional manner at all times**
- 8. create an efficient, effective and influential organisation**
- 9. be a learning organisation encouraging creativity, adaptability and sharing of knowledge**
- 10. minimise any negative environmental impact and promote sustainability in all our projects and working practices**

## **SOME HISTORY**

WDS was first established in 1987. At that time the organisation operated as a technical aid agency. The workers were mainly architects and designers and worked with women's groups providing advice about building issues, producing drawings and giving information about funding possibilities for buildings. From this work it was realised that there were many common threads arising time and again in relation to women and the built environment, and the organisation gradually moved into the research field investigating issues such as creche provision, playgrounds, toilets and housing. More recently the organisation has started to work more directly with women and has taken on more of a community development role around issues such as safety, disability and regeneration.

## **ORGANISATIONAL STRUCTURE**

WDS is a registered charity and a company limited by guarantee.

As a charity the organisation has about 100 members on its files, but currently paid up members are somewhat fewer than that. An AGM is held each year and the members elect a Management Committee. The members of that Committee then elect a Chair and Treasurer from amongst their number. The MC meet monthly and project workers are expected to report directly to them from time to time.

As a company the MC are the Directors of the Company. The Director of WDS is the Company Secretary.

WDS has a Director which is a permanent post.

Other staff are generally project workers on fixed term contracts and they all report to the Director.

## **WDS PEOPLE**

WDS welcomes women who are interested in becoming members of our organisation. Any women who subscribe to our aims and objectives and can commit to the values of the organisation is welcome to become a member. Membership runs annually from January to December and costs £5 for waged, and £1 for unwaged. As well as being entitled to attend and vote at AGMs, members get discounts on WDS publications and are forwarded information about events of interest. We are currently developing a Members Only area for this website which will have discussion boards and improved access to a range of materials and information.

## **Members Of The MC**

There are currently four members of the Management Committee. We are seeking to recruit more members.

Isabelle Granet      Chair  
Manju Dave          Treasurer  
Liz Kessler  
Anna Hamilos

### **Staff**

There are currently four workers

Wendy Davis – Director 28 hours  
Catherine Robertson – Policy Development Worker 35 hours  
Aziza Kapadia – Training Development Worker 35 hours  
Christine Heath – Administrator 26 hours

Catherine and Aziza's project, Making Safer Places, involves work in Bristol and Manchester so they are often out of London.

### **Associates**

WDS sometimes uses our associates to carry out work on behalf of the organisation; these are:-

Rupa Sarkar  
Alix Stredwick – who has recently carried out Champion Projects work for the Women's Sports Foundation  
Hawah Bunduka – working with us on Women's Safety in Parks toolkit commissioned by the Greater London Authority  
Wendy Sugarman  
Sarah Clement  
Vicki Smith  
Tracy Hind

### **Volunteers**

WDS frequently has volunteers helping with the projects or with other aspects.

## WDS PROJECTS

### Current Projects

**MAKING SAFER PLACES** is a three year project based in Bristol, Manchester and London built on WDS' previous experience in developing community safety audit tools. The project will bring women onto the regeneration and community safety agenda so that they can enjoy a greater sense of safety, develop their self-confidence, economic and social independence and contribute to a more sustainable community life. The project is especially interested in the experience of black and minority ethnic women, older women and disabled women, whose social and physical vulnerability - both real and perceived - makes an impact on their quality of life. The wider community in urban areas and policy/decision-makers with a regeneration and community safety remit are also key interest groups. The project has two strands: training and policy.

**WOMEN'S SAFETY IN PARKS** This project aims to get local women involved in shaping the future of London's public parks and help make them safer for women. WDS is working in partnership with Anne Thorne Architects to produce a Women's Safety in Parks toolkit. The Greater London Authority has commissioned this project.

**REGENERATION TRAINING** Rupa Sarkar is delivering training courses in association with Urban Forum and WDS: introduction to regeneration, regeneration and gender, and regeneration and equalities.

### Some Previous Projects

- **Women's Neighbourhood Volunteering Project** was a three year project based in Tower Hamlets, Newham and Haringey. The overall aim of the project was to improve volunteering opportunities in partnership with women and women's organisations in the three London boroughs. The project focused on those who would not normally volunteer such as refugees, disabled women and older women from diverse communities. Volunteering opportunities were targeted at regeneration areas and the aim was to increase the opportunity for women to be involved in decision making about their communities.
- **Cycling for Women** was a yearlong pilot project seeking to understand and begin to address the reasons why comparatively few women compared with men cycle as a means of transport in London. Based in the boroughs of Camden and Lambeth, it used 'action research' methods as well as traditional research to understand gender issues relating to cycling and the urban environment. The project aimed to encourage and enable more women to cycle, and to disseminate good practice to policy-makers and practitioners in order to raise the status of cycling and encourage more cycling as a healthy means of transport. This project finished in December 2004 and we are still receiving enquiries.

- **Housing for Independence:** this was a project funded by Bridge House Estates Trust Fund. Its aims were to develop innovative training with architecture students on housing design and disabled women, and the production of good practice guidance. The project was two years in length.
- **Women and Regeneration:** this was a three-year project funded by the Lottery. It aimed to work with women in regeneration areas to enable authentic involvement in the process, and to work with partnership boards on the role and membership of women. The project worked with five schemes in London.
- **Neighbourhood Health and Safety Audits:** this project came to an end in March 1999. It was a three-year project working with minority ethnic women in Camden on neighbourhood health and safety. We have been building on this project to explore in more depth the issues of how the urban environment impacts on women's health and safety, and solutions to difficulties identified.
- **Young Women into Safer Surroundings:** this project came to an end in March 1999. WDS was a consultant to this project which was run under the auspices of the London Union of Youth Clubs. The role of WDS was to support, provide information and develop resource materials.
- **Surestart on the Ocean** WDS associates were involved in setting up a Parents Forum for Surestart.
- **West Euston Community Partnership** WDS associates worked with WEP on community safety audits and setting up a community café.

## WDS PUBLICATIONS

### Disability and Regeneration

ISBN 0-9516165-9-5

210X250mm 55pp 2004 £5.00 - £10.00

Audio cassette £5.00

“Disability and Regeneration” summarises the research carried out by Simone Aspis for Women’s Design Service into the barriers facing women with disabilities trying to get involved in regeneration initiatives and in particular on decision making bodies such as Local Strategic Partnerships.

The publication describes the experiences of women with disabilities using their own words and graphically demonstrates the problems they have faced and in many cases overcome. Simone Aspis also collected information from local authorities about the numbers of people with disabilities involved in regeneration activities and what efforts they are making to improve the situation. The booklet ends with a checklist to help organisations remove some of the barriers to involvement and to ensure that decisions about our environment are truly inclusive.

Priced £10.00 (Concessionary rates: £7.00 to community and voluntary organisations and £5.00 to individuals on low incomes).

**Re-Moving the Goalposts  
(Perspectives on Women and Regeneration)**

ISBN 0-9516165-7-9

230x210mm 98pp 2002 £10.00 - £18.00

This guide is designed to be a useful working tool for all those involved with regeneration and renewal partnership boards and other decision-making bodies connected with urban regeneration and renewal. It is intended to promote inclusive working practices and encourage the continuing development and practice of processes that harness local skills and knowledge.

The guide is primarily based on community research and development work carried out by the Women and Regeneration Project, with local women in three London regeneration areas between 1999-2001.

It seeks to generate understanding of the barriers faced by the diverse communities of women living in regeneration areas and to suggest ways in which those barriers can be overcome. The guide includes checklists to assess to what extent decision-making bodies are working inclusively. These tools for practical steps towards inclusiveness aim to assist partnerships in their work.

Priced £18.00 (Concessionary rates: £14.00 to community and voluntary organisations and £10.00 to individuals on low incomes).

**Housing for Independence  
(disabled women informing inclusive design principles and policy)**

ISBN 0-9516165-6-0 (paperback),

210x210mm 107pp 2000 £10.00 – £18.00

ISBN 0-9516165-5-2 (CD ROM) 2000 £10.00 – £18.00

An action guide to herald the start of the 21st century exploring how current housing design and allocation processes impact on the lives of disabled women and what needs to change. It provides evidence from disabled women profile participants and focus groups about their housing experiences and requirements. This guide provides essential information for housing associations, architects, planners, occupational therapists, allocation and access officers. It is also intended to be useful for individuals and disability organisations campaigning for more accessible and flexible housing forms.

This illustrated guide promotes integrated and inclusive housing design principles and processes that will support disabled women to lead their chosen lifestyles and reduced the social discrimination they are currently experiencing as a result of inappropriate mainstream housing forms.

Priced £18.00 (Concessionary rates: £14.00 to community and voluntary organisations and £10.00 to individuals on low incomes).

**Making Safer Places**

ISBN 0-9516165-8-7 210x300 88pp 1998 £10.00 – £18.00

A resource book for conducting neighbourhood safety audits based on projects with youth and community groups undertaken by Women's Design Service. Includes an outline of the audit process, activities and exercises; ten case studies: factsheets and useful contacts about the built environment.

### **Good Practice Manual On Tenant Participation**

ISBN 0-9516165-4-4

210x295mm 176pp 1997 £8.00

Explains what is involved in being a tenant or professional partner in a Government-funded regeneration or redevelopment project. Offers a glossary of terms, steps to be taken in a project, action sheets on what to ask as a project progresses, Golden Rules, and a list of contacts.

### **Designing Housing For Older Women**

240x300mm 74pp 1992 £6.50

Examines some of the options for housing available to women as they get older, and studies how well different types of housing can meet their varying needs. Several housing projects are assessed, and guidelines are offered for improving future housing provisions. Illustrated.

### **At Women's Convenience**

ISBN 0-9516165-0-1

210x210mm 84pp 1990 £6.50

Every woman is aware of the deficiencies of most public toilet provision. This, the only complete study of women's public conveniences, gives the history of public toilets, looks at the facilities presently available in London and elsewhere in Britain, and gives detailed design recommendations, based on such guidelines as environmental impact, accessibility, safety and convenience. Illustrated.

### **Thinking Of Small Children**

210x300mm 36pp 1988 £3.50

Produced with the We Welcome Small Children Campaign and the London Borough of Camden, this guide addresses the problems faced by carers of young children when out in public spaces, and provides designs for a range of facilities, from nappy-changing areas to restaurants, libraries to waiting areas.

### **Women's Safety On Housing Estates**

210x300mm 27pp 1988 £6.50

Examines the factors influencing women's feelings of safety on a range of housing estates, and assesses the potential for decreasing or eliminating threats through design or community action. Illustrated.

## **PREMISES - TINDLEMANOR**

Tindlemanor is a building for women's groups only. The tenants of Tindlemanor are all co-owners and directors of the property which is a limited company. The building was deeded to a number of GLC women's organisations in its dying days in 1986. We are not able to sell the building for profit, and each organisation is represented on the Board of Directors. The current Director of the building is Jackie Mollison.

Currently the other groups are:-

- Women's Health – 4<sup>th</sup> floor – director Marie Davies
- Women and Manual Trades – 2<sup>nd</sup> floor – director Karen Procter Rights of Women – 2<sup>nd</sup> floor – director Ranjit Kaur
- Latin American Women's Rights Service – 1<sup>st</sup> floor – director Susana Klien

WDS is on the third floor.

The building is reasonably accessible from the front but there is a step up from the rear car park. Very few of the doors in the building comply with Part M, but some are double doors so that access is possible for wheelchairs. There is a lift but not to evacuation standard. There is an accessible toilet on the ground floor. There is no fixed induction loop and the acoustics generally are not good. The building director is seeking funding for access improvements. All the organisations are committed to providing access for women with disabilities and will make any reasonable adjustments that can be afforded.

## **FUNDING**

Core funding is provided by the Association of London Government and we have recently heard that the current grant will be extended to March 2007.

MSP is funded by the Big Lottery Fund (formerly Community Fund England)

The organisation generates some income through consultancy, sales of publications etc and we are hoping to expand these areas of our activities.

## TRUSTEES MAJOR RESPONSIBILITIES

The Charity Commission's website has useful information about the legal and other responsibilities of trustees – see

<http://www.charity-commission.gov.uk/supportingcharities/trustee1.asp>

WDS Management Committee members are responsible for a number of key issues for the organisation. These are:-

1. **Strategy** An association's membership empowers the Management Committee at the AGM to take forward the objectives of the association. One of the crucial roles of MC members is to develop strategies for achieving these objectives.
2. **Policy** The Management Committee have a responsibility to ensure that policies and procedures necessary for the efficient and effective running of the organisation are put in place, regularly updated and properly implemented.
3. **Finance** The Management Committee are responsible for ensuring that the organisation complies with Company and Charity financial requirements and those of funders. They have to ensure that the organisation operates within budget and receive financial reports and the Annual Accounts for discussion and approval.
4. **Employment** The Management Committee are the employers of the WDS staff. As such they participate in recruitment and appointment, sign contracts with employees, have a responsibility to ensure that the organisation complies with all employment law and good practice and may be involved in grievance and disciplinary procedures.
5. **Profiling** Management Committee members can play a very useful role in profiling the organisation to appropriate people or agencies, with a view to raising awareness of what WDS is and the kind of work we do.

## REQUIREMENTS FOR WDS MANAGEMENT COMMITTEE MEMBERS

In order to fulfil the above obligations it is important for the Management Committee to have members with a range of skills and knowledge. There are general skills required for all Boards of Trustees including finance, fundraising, legal knowledge, knowledge of charity governance, personnel issues and equal opportunities. WDS also needs women who have knowledge and experience in the fields of architecture, planning, regeneration, gender issues and environment. All MC members must first become members of Women's Design Service.

## WDS MANAGEMENT COMMITTEE PROCEDURES

1. **Meetings** The Management Committee meets every two months at WDS offices in Tindlemanor. Meetings usually start at 6.30 and last about 3 hours.
2. **Officers** There is a Chair, a Vice-Chair and a Treasurer. The director acts as minute taker
3. **Quorum** The quorum is 3 members or one-third of the membership (whichever is the greater)
4. **Number of members** The minimum number of members is 3 and the maximum 15
5. **Expenses** WDS will reimburse any MC member incurring out of pocket expenses, like travel, caring, but receipts must be supplied
6. **Rotation of members** According to our articles of association, one third of members must resign every year, and these are the ones that have been in post the longest. A retiring member is eligible for re-election.
7. **Sub-committees** The MC has the power to create sub-committees to deal with specific issues, eg. staff, finance, fundraising. The committees must report back their decisions to the main MC. At present there are no sub-committees.
8. **AGM** This must be held within 15 months of the preceding one, and 21 days notice is given. This year's AGM will be in September.
9. **Non-attendance at meetings** if a member does not attend three consecutive committee meetings, they will be contacted by the MC to ascertain their commitment to the organisation and reasons for non-attendance.

**THE COMPANIES ACT 1985**

**COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL**

**MEMORANDUM AND ARTICLES OF ASSOCIATION**

**of**

**WOMEN'S DESIGN SERVICE**

**No. 2156672**

**Incorporated 24 August 1987**

**Interchange Legal Advisory Service  
15 Wilkin Street  
London NW5 3NG  
Tel 071 267 9421**

**THE COMPANIES ACT 1985**

**COMPANY LIMITED BY GUARANTEE AND NOT  
HAVING A SHARE CAPITAL**

## MEMORANDUM OF ASSOCIATION

of

### WOMEN'S DESIGN SERVICE

- 1.0 The name of the Company (hereinafter called "the Association") is "**Women's Design Service.**"
- 2.0 The registered office of the Association will be situate in England.
- 3.0 The **Objects** for which the Association is established are:-
  - 3.1 To promote good standards of architecture and planning with particular reference to women especially women from ethnic minorities and women with disabilities.
  - 3.2 To advance education through the provision of information and/or advice to women relating to architecture, associated design services and the built environment.
  - 3.3 To undertake research into the above areas, and to make public the useful results of any such research.
- 4.0 The Association shall have the following **Powers** exercisable in furtherance of its said objects but not otherwise, namely:
  - 4.1 To provide practical services and facilities in furtherance of the above objects.
  - 4.2 To present, promote, organise, provide, manage and produce, exhibitions, tutorials, lectures, seminars, conferences, courses and workshops, whether on any premises of the Association or elsewhere.
  - 4.3 To publish from time to time literature relating to the Association or its activities.
  - 4.4 To open and maintain a bank account or bank accounts in the name of the Association.
  - 4.5 To employ staff and/or agents, and to make provision for the proper remuneration of any such persons.
  - 4.6 Subject to such consents as may be required by law to purchase., take on lease or in exchange, hire or otherwise acquire any real or personal property and any rights or privileges which the Association may think necessary for the promotion of its objects, and to construct maintain and alter any buildings or erections necessary for the work of the Association
  - 4.7 Subject to such consents as may be required by law to sell, let, mortgage, dispose of or turn to account all or any of the property or assets of the Association as may be thought necessary for the promotion of its objects.

- 4.8 To undertake and execute any charitable trusts which may lawfully be undertaken by the Association and may be necessary for its objects.
- 4.9 Subject to such consents as may be required by law to borrow or raise money for the purposes of the Association on such terms and on such security as may be thought fit.
- 4.10 To invest the monies of the Association not immediately required for its purposes in or upon such investments, securities or property as may be thought fit, subject nevertheless to such conditions (if any) and such consents (if any) as may for the time being be imposed or required by law and subject also as hereinafter provided.
- 4.11 To establish and support or aid in the establishment and support of any charitable associations or institutions and to subscribe or guarantee money for charitable purposes in any way connected with the purposes of the Association or calculated to further its objects.
- 4.12 To do all such other lawful things as shall further any or all of the above objects. Provided that:
  - 4.12.1 In case the Association shall take or hold any property which may be subject to any trusts, the Association shall only deal with or invest the same in such a manner as allowed by law, having regard to such trusts.
  - 4.12.2 The objects of the Association shall not extend to the regulation of relations between employers and organisations of workers.
  - 4.12.3 In case the Association shall take or hold any property subject to the jurisdiction of the Charity Commissioners for England and Wales, the Association shall not sell, mortgage, charge or lease the same without such authority, approval or consent as may be required by law, and as regards any such property the Management Committee or Governing Body of the Association shall be chargeable for any such property that may come into their hands and shall be answerable and accountable for their own acts, receipts, neglects and defaults, and for the due administration of such property in the same manner. and to the same extent as they would as such Management Committee or Governing Body have been if no incorporation had been effected, and the incorporation of the Association shall not diminish or impair any control or authority exercisable by the Chancery Division or the Charity Commissioners over such Management Committee or Governing Body, but they shall as regards to any such property be subject jointly and separately to such control or authority as if the Association were not incorporated.
  - 4.12.4 The income and property of the Association, whencesoever derived, shall be applied solely towards the promotion of the objects of the Association as set forth in this Memorandum of Association and no portion thereof shall be paid or transferred directly or indirectly, by way of dividend, bonus or otherwise howsoever by way of profit, to the members of the Association

provided that nothing herein shall prevent the payment, in good faith by the Association:

(A) of reasonable and proper remuneration to any member, officer or servant of the Association for any services rendered to the Association (not being a member of its Management Committee), provided nevertheless that a member of the Management Committee shall be entitled to be reimbursed for any out-of-pocket expenses reasonably incurred in carrying out any business of the Association;

(B) of interest on money lent by any member of the Company or of its Management Committee or Governing Body at a rate per annum not exceeding 2% less than the base lending rate of a clearing bank to be selected by the Management Committee or Governing Body; or 3%, whichever is the greater;

(C) of reasonable and proper rent for premises demised or let by any member of the Association or of its Management Committee or Governing Body;

(D) of fees remuneration or other benefit in money or money's worth to a Company of which a member of its Management Committee or Governing Body may be a member holding not more than one hundredth part of the capital of such Company;

4.12.5 No additions, alterations, or amendment shall be made to or in the provisions of the Memorandum or Articles of Association for the time being in force, unless the same shall have been previously submitted to and approved by the Charity Commissioners for England and Wales.

4.12.6. The liability of the members is limited.

4.12.7 Every member of the Association undertakes to contribute to the assets of the Association, in the event of the same being wound up while she or he is a member, or within one year after she or he ceases to be a member, for payment of the debts and liabilities of the Association contracted before she or he ceases to be a member, and of the costs, charges and expenses of winding up, and for the adjustment of the rights of the contributories among themselves, such amount as may be required not exceeding £1.

4.12.8. If upon the winding up or dissolution of the Association there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Association, but shall be given or transferred to some other charitable institution or institutions having charitable objects similar to the objects of the Association, and shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Association under or by virtue of Clause 4 hereof such institution or institutions to be determined by the members of the Association at or before the

time of dissolution, and if and so far as effect cannot be given to such provision, then to some other charitable object subject to the prior approval of the Charity Commissioners for England and Wales.

**WE, the several persons whose names and addresses are subscribed, are desirous of being formed into a Company in pursuance of this Memorandum of Association**

**NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS**

<b>NAME</b>	<b>ADDRESS</b>	<b>OCCUPATION</b>	<b>SIGNATURE signatures are on original doc in gold file</b>
Nelica Ada La Gro	57, Sandringham Road London E8 2LR	Administrator	
Angela Diamandidou	18, Temple Fortune Hill London NW11 7XN	Arch/Planner	
Oonagh Patricia McCullough	54, Bridge Rd Uxbridge Middlesex UB8 2QP	Town Planner	
Judith Prichard	31, South Hill Park London NW3 2ST	Landscape architect	
Fiona Macmillan	7, Roseberry Place Dalston London E8 3DD	Architect	
Josephine Maria Barnett	145, Grove Lane London SE5	Architectural assistant	
Wendy Sarah Davis	132, Howard Road London E17 4SQ	Architectural worker	

**Dated this 16<sup>th</sup> day of June 1987**

**WITNESS to the above signatures**

Rosemary Elizabeth Anne Martin	31, Grimthorpe House Percival Street London EC1V OBS	Researcher / Designer	
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**THE COMPANIES ACT 1985  
COMPANY LIMITED BY GUARANTEE AND  
NOT HAVING A SHARE CAPITAL**

**ARTICLES OF ASSOCIATION**

of

**WOMEN'S DESIGN SERVICE**

**GENERAL**

4.0 In these presents the words standing in the first column of the Table next hereinafter contained shall bear the meaning set opposite to them respectively in the second column thereof, if not inconsistent with the subject of context:

<b>WORDS</b>	<b>MEANINGS</b>
The Act	The Companies Act 1985
These presents	These Articles of Association and the regulations of the Association from time to time in force.
The Association	The above-named Company.
The Management Committee	The Council of Management for the time being of the Association
The Office	The registered office of the Association.
The Seal	The common seal of the Association
The United Kingdom	Great Britain and Northern Ireland
Month	Calendar month
In writing	Written, printed or lithographed or partly one and partly another, and other modes of representing or reproducing words in a visible form.

- And words importing the singular number only shall include the plural number and vice versa.
- Words importing the feminine gender only shall include the male gender; and
- Words importing persons shall include corporations.

Subject as aforesaid, any words or expressions defined in the Act or any statutory modification thereof in force at the date on which these presents become binding on the Association shall, if not inconsistent with the subject or context, bear the same meanings in these presents.

2. The number of members with which the Association proposes to be registered is 25 but the Management Committee may from time to time register an increase of members.
3. The provisions of section 352 of the Act shall be observed by the Association, and every member of the Association shall either sign a written consent to become a member or sign the register of members on becoming a member.
4. The Association is established for the purposes expressed in the Memorandum of Association.
5. The subscribers to the Memorandum of Association and such other persons as the Association shall admit to membership in accordance with such regulations as the Management Committee shall make from time to time shall be members of the Association.

## **GENERAL MEETINGS**

6. The Association shall hold a General Meeting in every calendar year as its Annual General Meeting at such time and place as may be determined by the Association and shall specify the meeting as such in the notices calling it, provided that every Annual General Meeting except the first shall be held not more than fifteen months after the holding of the last preceding Annual General Meeting, and that so long as the Association holds its first Annual General Meeting within eighteen months after its incorporation it need not hold it in the year of its incorporation or in the following year.
7. All Meetings, other than Annual General Meetings, shall be called Extraordinary General Meetings.
8. The Management Committee may whenever they think fit convene a General Meeting, and Extraordinary General Meetings shall also be convened on such requisition, or in default may be convened by such requisitionists, as provided by section 368 of the Act.
9. Twenty-one days' notice in writing at the least of every Annual General Meeting and of every meeting convened to pass a Special Resolution, and fourteen days notice in writing at the least of every other General Meeting (exclusive in every case both of the day on which it is served or deemed to be served and of the day for which it is given), specifying the place, the day and the hour of meeting, and in the case of special business the general nature of that business, shall be given in manner hereinafter mentioned to such persons (including the Auditors) as are under these presents or under the Act entitled to receive such notices from the Association; but with the consent of all the members having the right to

attend and vote thereat, or of such proportion of them as is prescribed by the Act in the case of meetings other than Annual General Meetings, a meeting may be convened by such notice as those members may think fit.

10. The accidental omission to give notice of a meeting to, or the non-receipt of such notice by, any person entitled to receive notice thereof shall not invalidate any resolution passed, or proceeding at any meeting.

### **PROCEEDINGS AT GENERAL MEETINGS**

11. All business shall be deemed special that is transacted at an Extraordinary General Meeting, and all that is transacted at an Annual General Meeting shall also be deemed special, with the exception of the consideration of the income and expenditure account and balance sheet, and the reports of the Management Committee and of the Auditors, the election of members of the Management Committee in the place of those retiring, and the appointment of, and the fixing of the remuneration of, the Auditors.
12. No business shall be transacted at any General Meeting unless a quorum is present when the meeting proceeds to business. Save as herein otherwise provided 3 or 1/3 (whichever is the greater number) of the members shall be a quorum.
13. If within half an hour from the time appointed for the holding of a General Meeting a quorum is not present, the meeting, if convened on the requisition of members, shall be dissolved. In any other case it shall stand adjourned to the same day in the next week, at the same time and place, or at such other place as the Management Committee may determine, and if at such adjourned meeting a quorum is not present within half an hour from the time appointed for holding the meeting the members present shall be a quorum.
14. The Chairwoman (if any) of the Management Committee shall preside as Chairwoman at every General Meeting, but if there be no such Chairwoman, or if at any meeting she shall not be present within fifteen minutes after the time appointed for holding the same, or shall be unwilling to preside, the members present shall choose some member of the Management Committee, or if no such member be present, or if all the members of the Management Committee present decline to take the chair, they shall choose some member of the Association who shall be present to preside.
15. The Chairwoman may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting) adjourn the meeting from time to time, and from place to place, but no business shall be transacted at any adjourned meeting other than business which might have been transacted at the meeting from which the adjournment took place. Whenever a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given in the same manner as of an original meeting. Save as aforesaid, the members shall not be entitled to any notice of an adjournment, or of the business to be transacted at an adjourned meeting.
16. At any General Meeting a resolution put to the vote of the meeting shall be decided on a show of hands, unless a poll is, before or upon the declaration of the result of the show of hands, demanded by the Chairwoman or by at least three members present in person and representing one-tenth of the total voting rights of all the members having the right to vote at the meeting, and unless a

poll be so demanded a declaration by the Chairwoman of the meeting that a resolution has been carried, or carried unanimously or carried by a particular majority, or lost, or not carried by a particular majority, and an entry to that effect in the minute book of the Association shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution. The demand for a poll may be withdrawn.

17. Subject to the provisions of Article 18, if a poll be demanded in manner aforesaid, it shall be taken at such time and place, and in such manner, as the Chairwoman of the meeting shall direct, and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.
18. No poll shall be demanded on the election of a Chairwoman of a meeting, or on any question of adjournment.
19. In the case of an equality of votes, whether on a show of hands or on a poll, the Chairwoman of the meeting shall be entitled to a second or casting vote.
20. The demand of a poll shall not prevent the continuance of a meeting for the transaction of any business other than the question on which a poll has been demanded.

### **VOTES OF MEMBERS**

21. Subject as hereinafter provided, every member shall have one vote.
22. Save as herein expressly provided, no member other than a member duly registered, who shall have paid every subscription and other sum (if any) which shall be due and payable to the Association in respect of her membership, shall be entitled to vote on any question at any General Meeting.

### **MANAGEMENT COMMITTEE**

23. The number of the members of the Management Committee shall never be less than 3, and until otherwise determined by a General Meeting shall not be more than 15.
24. The first members of the Management Committee shall be the subscribers to the Memorandum of Association.
25. The Management Committee may from time to time and at any time appoint any member of the Association as a member of the Management Committee, either to fill a casual vacancy or by way of addition to the Management Committee, provided that the prescribed maximum be not thereby exceeded. Any member so appointed shall retain her office only until the next Annual General Meeting, but she shall then be eligible for re-election.
26. No person who is not a member of the Association shall in any circumstances be eligible to hold office as a member of the Management Committee.

### **POWERS OF THE MANAGEMENT COMMITTEE**

27. The business of the Association shall be managed by the Management Committee who may pay all such expenses of, and preliminary and incidental to, the promotion, formation, establishment and registration of the Association as they think fit, and may exercise all such powers of the Association, and do on

behalf of the Association all such acts as may be exercised and done by the Association, and as are not by statute or by these presents required to be exercised or done by the Association in General Meeting, subject nevertheless to any regulations of these presents, to the provisions of the statutes for the time being in force and affecting the Association, and to such regulations, being not inconsistent with the aforesaid regulations or provisions, as may be prescribed by the Association in General Meeting, but no regulation made by the Association in General Meeting shall invalidate any prior act of the Management Committee which would have been valid if such regulation had not been made.

28. The members for the time being of the Management Committee may act notwithstanding any vacancy in their body; provided always that in case the members of the Management Committee shall at any time be or be reduced in number to less than the minimum number prescribed by or in accordance with these presents, it shall be lawful for them to act as the Management Committee for the purpose of admitting persons to membership of the Association, filling up vacancies in their body, or of summoning a General Meeting, but not for any other purpose.

### **SECRETARY**

29. The Secretary shall be appointed by the Management Committee for such time, at such remuneration and upon such conditions as they may think fit, and any Secretary so appointed may be removed by them. The provisions of section 283 of the Act shall apply and be observed. The Management Committee may from time to time by resolution appoint an assistant or deputy Secretary, and any person so appointed may act in place of the Secretary if there be no Secretary or no Secretary capable of acting.

### **THE SEAL**

30. The seal of the Association shall not be affixed to any instrument except by the authority of a resolution of the Management Committee and in the presence of at least one member of the Management Committee and of the Secretary, and the said member and Secretary shall sign every instrument to which the seal shall be so affixed in their presence, and in favour of any purchaser or person bona fide dealing with the Association such signatures shall be conclusive evidence of the fact that the seal has been properly affixed.

### **DISQUALIFICATION OF MEMBERS OF THE MANAGEMENT COMMITTEE**

31. The office of a member of the Management Committee shall be vacated:
- (A) If a receiving order is made against her or she makes any arrangement or composition with her creditors.
  - (B) If she becomes of unsound mind.
  - (C) If she ceases to be a member of the Association.
  - (D) If by notice in writing to the Association she resigns her office.
  - (E) If she ceases to hold office by reason of any order made under sections 295-299 of the Act.
  - (F) If she is removed from office by a resolution duly passed pursuant to section 303 of the Act.

(G) If she fails without reasonable excuse to attend three consecutive meetings of the Management Committee.

### **ROTATION OF MEMBERS OF THE MANAGEMENT COMMITTEE**

32. At the first Annual General Meeting and at the Annual General Meeting to be held in every subsequent year, one-third of the Members of the Management Committee for the time being, or if their number is not a multiple of three then the number nearest to one-third, shall retire from office.
33. The members of the Management Committee to retire shall be those who have been longest in office since their last election or appointment. As between members of equal seniority, the members to retire shall in the absence of agreement be selected from among them by lot. The length of time a member has been in office shall be computed from her last election or appointment. A retiring member of the Management Committee shall be eligible for re-election.
34. The Association may, at the meeting at which a member of the Management Committee retires in manner aforesaid, fill up the vacated office by electing a person thereto, and in default the retiring member shall, if offering herself for re-election, be deemed to have been re-elected, unless at such meeting it is expressly resolved not to fill such vacated office, or unless a resolution for the re-election of such a member shall have been put to the meeting and lost.
35. No person not being a member of the Management Committee retiring at the meeting shall, unless recommended by the Management Committee for election, be eligible for election to membership of the Management Committee at any General Meeting, unless within the prescribed time before the day appointed for the meeting there shall have been given to the Secretary notice in writing, by some member duly qualified to be present and vote at the meeting for which such notice is given, of her intention to propose such person to be proposed of her willingness to be elected. The prescribed time above mentioned shall be such that, between the date when the notice is served, or deemed to be served, and the day appointed for the meeting there shall be not less than four nor more than twenty-eight intervening days.
36. The Association may from time to time in General Meeting increase the number of members of the Management Committee, and determine in what rotation such increased number shall go out of office, and may make the appointments necessary for effecting any such increase.
37. In addition and without prejudice to the provisions of section 303 of the Act, the Association may by Extraordinary Resolution remove any member of the Management Committee before the expiration of her period of office and may by an Ordinary Resolution appoint another qualified member in her stead; but any person so appointed shall retain her office so long only as the member in whose place she is appointed would have held the same if she had not been removed.

## PROCEEDINGS OF THE MANAGEMENT COMMITTEE

38. The Management Committee may meet together for the dispatch of business, adjourn and otherwise regulate their meetings as they think fit, and determine the quorum necessary for the transaction of business, provided that the quorum for meetings of the Management Committee shall never be less than 3 or 1/3 (whichever is the greater number) of the members of the Management Committee. Questions arising at any meeting shall be decided by a majority of votes. In case of an equality of votes the Chairwoman shall have a second or casting vote.
39. A member of the Management Committee may, and on the request of a member of the Management Committee the Secretary shall, at any time, summon a meeting of the Management Committee by notice served upon the several members of the Management Committee. A member of the Management Committee who is absent from the United Kingdom shall not be entitled to notice of a meeting.
40. The Management Committee shall from time to time elect a Chairwoman who shall be entitled to preside at all meetings of the Management Committee at which she or he shall be present, and may determine for what period she or he is to hold office, but if no such Chairwoman be elected, or if at any meeting the Chairwoman be not present within five minutes after the time appointed for holding the meeting and willing to preside, the members of the Management Committee present shall choose one of their number to be Chairwoman of the meeting.
41. A meeting of the Management Committee at which a quorum is present shall be competent to exercise all the regulations of the Association for the time being vested in the Management Committee generally.
42. The Management Committee may delegate any of their powers to committees consisting of such member or members of the Management Committee or others as they think fit, and any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations imposed on it by the Management Committee.. The meetings and proceedings of any such committee shall be governed by the provisions of these presents for regulating the meetings and proceedings of the Management Committee so far as applicable and so far as the same shall not be superseded by regulations made by the Management Committee. Any such Committees shall report to the Management Committee on any decisions taken.
43. All acts bona fide done by any meeting of the Management Committee or of any committee of the Management Committee, or by any person acting as a member of the Management Committee, shall, notwithstanding it be afterwards discovered that there was some defect in the appointment or continuance in office of any such member or person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such person had been duly appointed or had duly continued in office and was qualified to be a member of the Management Committee.
44. The Management Committee shall cause proper minutes to be made of all appointments of officers made by the Management Committee and of the proceedings of all meetings of the Association and of the Management Committee and of committees of the Management Committee, and all business transacted at such meetings, and any such minutes of any meeting, if purporting

to be signed by the Chairwoman of such meeting, or by the Chairwoman of the next succeeding meeting, shall be sufficient evidence without any further proof of the facts therein stated.

45. A resolution in writing signed by all members for the time being of the Management Committee or of any committee of the Management Committee who are entitled to receive notice of a meeting of the Management Committee or of such committee shall be as valid and effectual as if it had been passed at a meeting of the Management Committee duly convened and constituted.

## **ACCOUNTS**

46. The Management Committee shall cause proper books of account to be kept with respect to:
  - (A) all sums of money received and expended by the Association and the matters in respect of which such receipts and expenditure take place;
  - (B) all sales and purchases of goods by the Association; and
  - (C) the assets and liabilities of the Association.

Proper books shall not be deemed to be kept if there are not kept such books of account as are necessary to give a true and fair view of the state of the affairs of the Association and to explain its transactions.

47. The books of account shall be kept at the registered office or at such other place or places as the Management Committee shall think fit, and shall always be open to the inspection of the members of the Management Committee.
48. The Management Committee shall from time to time determine whether and to what extent and at what times and places and under what conditions of regulations the accounts and books of the Association or any of them shall be open to the inspection of members not being members of the Management Committee, and no member (not being a member of the Management Committee) shall have any right of inspecting any account or book or document of the Association except as conferred by statute or authorised by the Management Committee or by the Association in General Meeting.
49. At the Annual General Meeting in every year the Management Committee shall lay before the Association a proper income and expenditure account for the period since the last preceding account (or in the case of the first account since the incorporation of the Association) made up to a date not more than four months before such meeting, together with a proper balance sheet made up as at the same date. Every such balance sheet shall be accompanied by proper reports of the Management Committee and the Auditors, and copies of such account, balance sheet and reports (all of which shall be framed in accordance with any statutory requirements~for the time being in force) and of any other documents required by law to be annexed or attached thereto or to accompany the same shall not less than twenty-one clear days before the date of the meeting, subject nevertheless to the provisions of section 240 of the Act, be sent to the Auditors and to all other persons entitled to receive notices of General Meetings in the manner in which notices are hereinafter directed to be served. The Auditors' report shall be open to inspection and be read before the meeting as required by the Act.

## **AUDIT**

50. Once at least in every year the accounts of the Association shall be examined and the correctness of the income and expenditure account and balance sheet ascertained by one or more properly qualified Auditor or Auditors.
51. Auditors shall be appointed and their duties regulated in accordance with the provisions of the Act, the members of the Management Committee being treated as the Directors mentioned in the relevant sections.

## **NOTICES**

52. A notice may be served by the Association upon any member, either personally or by sending it through the post in a prepaid letter, addressed to such member at her or his registered address as appearing in the register of members.
53. Any member described in the register of members by an address not within the United Kingdom, who shall from time to time give the Association an address within the United Kingdom at which notices may be served upon him or her shall be entitled to have notices served upon him or her at such address, but, save as aforesaid and as provided by the Act, only those members who are described in the register of members by an address within the United Kingdom shall be entitled to receive notices from the Association.
54. Any notice, if served by post, shall be deemed to have been served on the day following that on which the letter containing the same is put into the post, and in proving such service it shall be sufficient to prove that the letter containing the notice was properly addressed and put into the post office as a prepaid letter.

## **DISSOLUTION**

55. Clause 8 of the Memorandum of Association relating to the winding up and dissolution of the Association shall have effect as if the provisions thereof were repeated in these Articles.

## **INDEMNITY**

56. Subject to the provisions of the Acts but without prejudice to any indemnity to which a member of the Management Committee may otherwise be entitled, every member of the Management Committee or other officer or auditor of the company shall be indemnified out of the assets of the company against any liability incurred by him or her in defending any proceedings, whether civil or criminal, in which judgement is given in her or his favour or in which she or he is acquitted or in connection with any application in which relief is granted to him or her by the court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of the company.

## NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS

<b>NAME</b>	<b>ADDRESS</b>	<b>OCCUPATION</b>	<b>SIGNATURE signatures are on original doc in gold file</b>
Nelica Ada La Gro	57, Sandringham Road London E8 2LR	Administrator	
Angela Diamandidou	18, Temple Fortune Hill London NW11 7XN	Arch/Planner	
Oonagh Patricia McCullough	54, Bridge Rd Uxbridge Middlesex UB8 2QP	Town Planner	
Judith Prichard	31, South Hill Park London NW3 2ST	Landscape architect	
Fiona Macmillan	7, Roseberry Place Dalston London E8 3DD	Architect	
Josephine Maria Barnett	145, Grove Lane London SE5	Architectural assistant	
Wendy Sarah Davis	132, Howard Road London E17 4SQ	Architectural worker	

**Dated this 16<sup>th</sup> day of June 1987**

**WITNESS to the above signatures**

Rosemary Elizabeth Anne Martin	31, Grimthorpe House Percival Street London EC1V OBS	Researcher / Designer
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# Equality and Diversity Policy

## STATEMENT OF INTENT

- Women's Design Service (WDS) is actively opposed to all forms of discrimination on the grounds of age, race, ethnicity, physical or mental ability, sexuality, class, appearance, caring responsibilities, caste, HIV status, marital status, nationality, political beliefs, religion, immigration status, long term illness, spent criminal conviction or trade union involvement. WDS will comply with all legislation relating to these areas, and will also seek to go beyond this where appropriate and follow best practice to maximise equality of opportunity and the celebration of diversity.
- Women's Design Service is also opposed to discrimination on the grounds of gender. However as an organisation whose purpose is to work with women on urban environment issues, WDS reserves the right to only have women members and trustees, to employ only women staff so long as this complies with legal requirements, and to give preference to women volunteers.
- WDS aims to create a culture that respects and values each others' differences. WDS sees these differences as an asset to our work as they improve our ability to meet the needs of the organisations and people we serve.
- WDS will actively challenge direct and indirect discrimination in service delivery, employment, volunteering and management.
- WDS is committed to continuous improvement of accessibility to services, employment, volunteering and management opportunities.
- WDS will take active steps to encourage representation from all sections of the diverse women's community in its management, staff, volunteers, membership and service users.
- WDS will implement employment practices such as flexitime, enhanced maternity leave, potential for job-share, guaranteed annual leave permitted to be taken for religious and cultural holidays, reasonable adjustments for disability and other provisions which will improve equality of opportunity for employees.

## COMMITMENT

- A copy of the Equality and Diversity policy will be given to all new staff, members, volunteers and all other interested parties.
- Training will be provided where appropriate for employees, board members and volunteers on cultural awareness, disability awareness and other subjects that will ensure good practice
- All WDS members must support the principles of the Equality and Diversity policy. Those who are unwilling to support the policy will not be eligible for membership. Those who infringe the policy subsequently through direct or indirect discrimination will lose their membership.
- The Management Committee's membership should aim to reflect a fair balance and representation of different women and should endeavour to redress any imbalance of under-represented groups.

- All WDS staff and volunteers must support the principles of the Equality and Diversity policy. Those who are unwilling to do so will not be eligible for employment. Those who infringe the policy subsequently will be subject to the Disciplinary Procedure.
- All consultants and contractors employed by WDS will be expected to comply with the principles of the Equality and Diversity policy.
- WDS reserves the right not to purchase goods and services from agencies whose activities are contrary to the principles outlined in this policy.
- All other WDS policies will follow the principles of this policy.(see in particular Recruitment Policy and Volunteer Policy)

## **NON COMPLIANCE BY THE ORGANISATION**

- If a staff member, volunteer or management committee member within the organisation feels that WDS has failed to maintain the standards set out in this statement, they will be actively encouraged to pursue a grievance with the organisation through the use of the WDS Grievance Procedure.
- If a user, customer or service beneficiary feels that WDS has failed to maintain the standards set out in this statement, they will be actively encouraged to pursue a complaint against the organisation through the use of the WDS Complaints Procedure.

## **ACCESSIBILITY OF SERVICES**

- WDS aims for its services to be accessible through the provision of translating and interpreting support to projects; producing information in appropriate community languages and accessible formats for disabled people; provision of childcare or caring expenses and creating an accessible website.
- WDS will hold meetings and events in venues with optimum accessibility for all participants including access for those with limited mobility, hearing induction loops, access by public transport and disabled parking arrangements. Participants will be requested to state their access needs regarding childcare provision and language interpretation.
- WDS is committed to improving the accessibility of our premises, and progress towards full access will be monitored and managed by the Management Committee.

## **MONITORING**

- WDS will collect statistics on the profiles of individuals and organisations who contact us with enquiries. They will be reported to the Management Committee on a regular basis. The information will be available to staff, Management Committee and members, and used in the development of WDS's services.

- Our website will have an email form for guests to submit their comments and feedback to the organisation.

## **CHALLENGING DISCRIMINATORY BEHAVIOUR BY OTHERS**

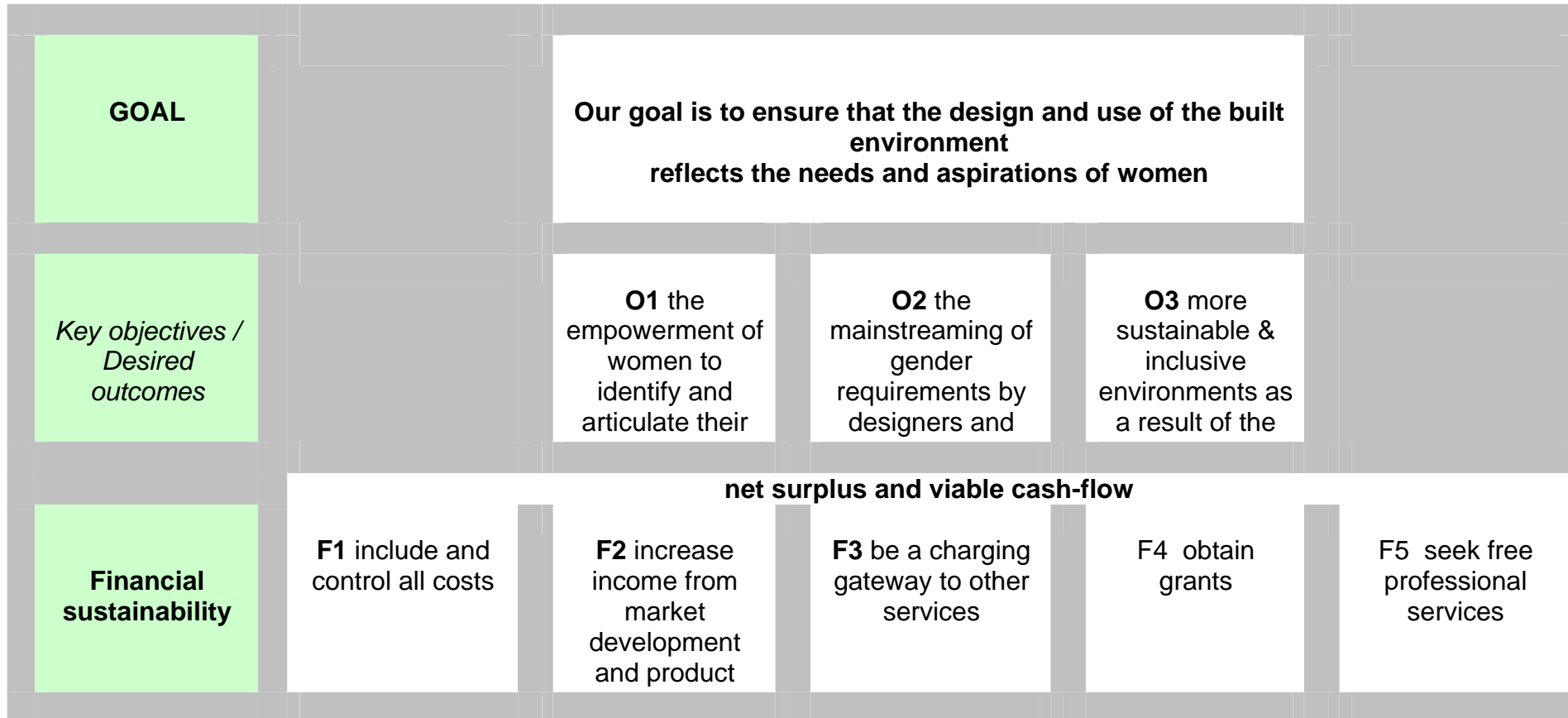
- Staff members, volunteers and Management Committee are actively encouraged to challenge examples of discriminatory behaviour from external organisations. Where appropriate, this will include a formal complaint against the individual or organisation concerned. WDS will endeavour to refer individual service users and organisations to services which do not display discriminatory attitudes or behaviour.
- WDS reserves the right to deny membership to or withdraw membership from an organisation which demonstrates discriminatory behaviour. This may also include filing a formal complaint against the organisation concerned.
- Staff, volunteers and Management Committee members will be offered support in identifying and challenging discriminatory and intimidating behaviour and language through supervision, meetings for mutual support and training on either an external or in-house basis.

## **SOME DEFINITIONS**

- **Direct discrimination** is treating one person less favourably than another in the same or similar circumstances or segregating them from others solely because they are, for example, a lesbian, a gay man or because they have a disability or illness. Refusing to employ someone who has the required skills because they are deaf or because they are pregnant would constitute such discrimination. However WDS reserves the right to employ only women so long as this is compatible with legislation
- **Indirect discrimination** occurs where there is a requirement or condition which applies equally to everyone but which, in practice, has an adverse impact on a particular group and cannot be justified. For example an unnecessary physical or age requirement can discriminate against disabled people.
- **Abuse and/or harassment** of people or groups of people because for example they are a member of a national, racial or ethnic minority group, a woman, a lesbian, a gay man or have a disability or illness also counts as discrimination
- **Victimisation** occurs when a person is treated less favourably or is discriminated against because she/he has pursued or intends to pursue their rights in respect of alleged discrimination.
- **Institutional racism (Macpherson Report, 1999)** The collective failure of an organisation to provide an appropriate and professional service to people because of their colour, culture or ethnic origin. It can be seen in the processes or attitudes and behaviour, which amount to discrimination, to unwitting prejudice, ignorance, thoughtlessness and racist stereotyping which disadvantages minority ethnic people.

**Racist incident (Macpherson Report, 1999)** Any incident which is perceived to be racist by the victim or any other person. If the victim doesn't want to complain, another person may do so.

**WOMEN'S DESIGN SERVICE STRATEGY MAP 2005**  
**Using The Balanced Scorecard Framework**



<b>Client, member / stakeholder</b>	<b>S1</b> ensure reach and work appropriately with all beneficiary	<b>S2</b> offer information, events, benefits for members and supporters	<b>S3</b> build excellent relationships with funders and clients	<b>S4</b> deliver staff satisfaction	<b>S5</b> offer benefits for partners / associates
<b>Internal processes (what)</b>	<b>P1</b> good quality management processes (obtain external QM validation)	<b>P2</b> good financial systems, procedures and forecasting	<b>P3</b> good communications – internal and external	<b>P4</b> good monitoring and evaluation of outcomes and outputs	<b>P5</b> comprehensive and current people, literature and buildings
<b>Intangible assets (how)</b>	<b>I 1</b> interactive and up-to-date website and IT	<b>I 2</b> well-trained and continually learning staff	<b>I 3</b> representative staff, trustees, volunteers	<b>I 4</b> maximise value of all human resources – share skills on	<b>I 5</b> expand membership & build networks and key contacts