

**Trust Deed**

to govern the charity

known as

**NEWTOWN LINFORD VILLAGE HALL (503283)**

at

Newtown Linford in the County of Leicestershire

Dated 10 April 2017

(signed)

Toby Manning  
Chairman, Newtown Linford Village Hall Committee

Document History

Date	Version	Notes
April 2017	1.0	Original Document

## **1. Definitions**

In this Trust Deed:

“the area of benefit” means the Parish of Newtown Linford in the County of Leicestershire and surrounding neighbourhood

“the charity” means Newtown Linford Village Hall, Charity number 503283.

“the committee” means the committee of management of the charity

“the members” means the members of the committee (who are the charity trustees of the charity).

## **ADMINISTRATION**

### **2. Administration**

The charity is to be administered by the committee in accordance with this trust. This trust deed replaces the trust deed of 3 January 1974.

### **3. Name of the Charity**

The name of the charity is Newtown Linford Village Hall.

## **OBJECT**

### **4. Object of the Charity**

- (1) The object of the charity is the provision and maintenance of a village hall for use by the inhabitants of the area of benefit without distinction of political, religious or other opinions, including use for :
  - a. meetings, lectures and classes
  - b. Other forms of recreation and leisure-time occupation

with the objective of improving the conditions of life for the inhabitants

- (2) The lease, as renewed from time to time, identified in part 1 of the schedule must be retained by the committee for use for the object of the charity.

### **5. Powers of the committee**

In addition to any other powers that they have, the committee may exercise the following powers in furtherance of the objects of the charity:

- (1) Power to sell, lease or otherwise dispose of all or part of the charity's property which is not required by clause 4(2) above to be retained for use for the object of the charity. (The committee must comply with the restrictions on disposal imposed by section 36 of the Charities Act 1993, unless the sale, lease or disposal is excepted from these restrictions by section 36(9)(b) or (c) or section 36(10) of that Act.)
- (2) Power to acquire or hire property and to maintain and equip it for use. (The property must be needed to further the object of the charity.)
- (3) Power to appoint staff (who must not be members) and pay them reasonable remuneration, including pension provision for them and their dependants.
- (4) Power to insure against public liability and, if appropriate, employer's liability; and to insure the buildings of the charity to their full value against fire and all other usual risks.
- (5) Power to raise funds. (The committee must not undertake any permanent trading activity).
- (6) Power to co-operate with other charities, voluntary bodies and statutory authorities. The committee may exchange information and advice with them.
- (7) Power to set up sub-committees to make recommendations to the committee
- (8) Power to make rules and regulations consistent with this trust deed for the management of the charity

## **COMMITTEE**

### **6. Committee of Management**

- (1) Subject as provided in clause 9, there should be:  
Not more than 8 elected members; and  
One appointed member for each of the organisations listed in part 2 of the schedule up to a maximum of 25 organisations at any time
- (2) The members of the committee are the managing trustees of the charity
- (3) The term of office of all members will end at the the end of the Annual General Meeting following the date on which they came into office. They may be re-elected or re-appointed.

### **7. Elected members**

- (1) The elected members must be appointed at the annual general meeting
- (2) The appointment will be effective from the end of the annual general meeting at which the appointment is made.

## **8. Appointed Members**

- (1) Each of the organisations set out in part 2 of the schedule to this trust deed must appoint 1 appointed member
- (2) Any appointment must be made according to the ordinary practices of the appointing body
- (3) An appointment must not be made more than 2 months before the annual general meeting
- (4) The appointment will be effective from the later of:
  - a. The end of the annual general meeting
  - b. The date on which the committee or their secretary or clerk are informed of the appointment
- (5) The person appointed need not be a member of the relevant appointing body

## **9. Co-opted members**

The committee may appoint not more than 7 co-opted members. The appointment must be made at a special meeting of the committee. The appointment will be effective from the end of that meeting until the end of the following annual general meeting.

## **10. New Members**

The committee must give each new member on their first appointment:

- (1) A copy of this trust and any amendments made to it
- (2) A copy of the charity's latest report and statement of accounts

## **11. Register of Members**

- (1) The committee must keep a register of the name and address of every member and the dates on which their terms of office begin and end
- (2) Before acting as a member, each member must (whether on their first appointment or any later re-appointment) sign in the register a declaration of acceptance and willingness to act in the trusts of this Trust Deed.
- (3) The committee must promptly report any vacancy in the office of appointed member to the body entitled to fill it.

## **12. Failure to appoint**

The proceedings of the committee shall not be invalidated by any failure to appoint or any defect in the appointment or qualification of any member.

## **13. Members not to have a personal interest**

Except with the prior written approval of the Commissioners no member may:

- (1) Receive any benefit in money or in kind from the charity; or
- (2) Have a financial interest in the supply of goods or services to the charity; or

- (3) Acquire or hold any interest in property of the charity (except in order to hold it as a trustee of the charity)

#### **14. Termination of membership**

A member will cease to be a member if he or she:

- (1) is disqualified from acting as a trustee by sections 178 and 179 of the Charities Act 2011; or
- (2) Is absent without the permission of the members from all their meetings held within a period of 6 months and the members resolve that his or her office be vacated; or
- (3) gives not less than one month's notice in writing of his or her intention to resign (but only if at least one third of the total number of members will remain in office when the notice of resignation is to take effect).

### **OFFICERS**

#### **15. Chairman and Vice-Chairman**

- (1) At their first meeting in each year after the annual general meeting the members must elect one of their number to be chairman of their meetings.
- (2) The members present at a meeting must elect a vice-chairman if the chairman is not present or the office of chairman is vacant.

#### **16. Secretary and Treasurer**

The committee may appoint a secretary and treasurer. The offices may be held by:

- (1) Members (who must not receive any reward for acting and who may be dismissed as secretary or treasurer at any time): or
- (2) Some other suitable persons (who may be employed upon such reasonable terms, including terms as to notice, as the committee think fit).

### **MEETINGS OF COMMITTEE**

#### **17. Ordinary Meetings**

- (1) The committee must hold at least 2 ordinary meetings in each year
- (2) Ordinary meetings require at least 10 day notice
- (3) The chairman, or any two members, may call an ordinary meeting at any time

#### **18. Special Meetings**

- (1) The chairman, or any two committee members, may call a special meeting at any time
- (2) Special meetings require at least 7 days notice, except that meetings to consider the appointment of a co-opted member require at least 21 days notice.
- (3) The notice calling a special meeting must include details of the business to be transacted at the meeting

- (4) A special meeting may, but need not, be held immediately before or after an ordinary meeting.

## **19. Decisions by electronic communication**

The committee may make decisions by electronic communication (email).

For a decision to be valid:

- (1) The proposal must be emailed to all committee members
- (2) All members must be given at least 7 days to respond
- (3) After 5 days members must be reminded that an email vote is underway
- (4) The decision is considered to be carried if:
  - a. At least 5 members are in favour, and nobody is against
  - b. At least 10 members are in favour, and more members are in favour than against.
- (5) The result must be communicated to all members after 7 days

## **20. Quorum**

- (1) Subject to sub-clause (2) below, no business may be transacted at a meeting unless there are present at least one-third of the total number of members
- (2) If there are fewer than one third of the number of members in office, the committee may take such action as is required for the the purpose of filling vacancies in its number, but may not do any other business

## **21. Voting**

- (1) Every matter must be decided by majority decision of the members present and voting at a duly convened meeting of the committee
- (2) The chairman of the meeting may cast a second or casting vote only if there is a tied vote

## **22. Recording of Meetings**

The committee must keep a proper record of its meetings. The record must be retained by:

- (1) The secretary; or
- (2) Another suitable person appointed by the committee to do so

who must allow the members access to it

## **23. Members to act jointly**

The members must exercise their powers jointly, at properly convened meetings.

## **ANNUAL GENERAL MEETING**

### **24. Annual General Meeting**

- (1) There must be an annual general meeting of the charity in January of each year or as soon as possible thereafter
- (2) All inhabitants of the area of benefit of 18 years and upwards must be allowed to attend and vote at the meeting. The committee may allow inhabitants who are under 18 to attend (but not vote) at the meeting.
- (3) The annual general meeting must be called by the committee.
- (4) Public notice of the meeting must be given in the area of benefit at least 14 days before the meeting
- (5) The chairman of the committee will chair the meeting. The vice-chairman will chair the meeting if the chairman is not present. The persons present must elect one of their number to chair the meeting if neither the chairman nor the vice-chairman are present.
- (6) At the meeting the committee must present the report and accounts for the last financial year. Such accounts will be audited by a qualified accountant.
- (7) Every matter will be decided by majority decision of those present and voting. The chairman of the meeting may cast a second or casting vote only if there is a tied vote.

## **CHARITY PROPERTY**

### **25. Custodian Trustee**

The Parish Council of Newtown Linford is the custodian trustee of the charity.

### **26. Use of Income and Capital**

- (1) The committee must first apply:
  - a. The charity's income; and
  - b. If the committee think fit, expendable endowment; and
  - c. when the expenditure can properly be charged to it, its permanent endowmentin meeting the proper cost of administering the charity and of managing its assets (including the repair and insurance of its buildings).
- (2) After payment of these costs, the committee must apply the remaining income in furthering the object of the charity
- (3) The committee may also apply for the object(s) of the charity:
  - a. Expendable endowment; and
  - b. Permanent endowment, but only on such terms for the replacement of the amount spent as the Commission may approve by order in advance
- (4) If the committee decides at any time that, on the grounds of expense or otherwise it is necessary or advisable to discontinue the use of the trust property in whole or in part for the purposes stated in clause 4 it shall call a meeting of the inhabitants of the age of eighteen or upwards of the area of benefit of which meeting not less than fourteen days notice (stating the terms of the resolution that will be proposed thereat) shall be posted

in a conspicuous place or places on the trust property and advertised in a newspaper or magazine circulating in the area of benefit and if such decisions shall be confirmed by three quarters of such inhabitants present and voting at such meeting the custodian trustee may at the request of the committee and with the consent of the Charity Commissioners surrender their leasehold interest in the trust property for such consideration and on such terms as may be approved by the Charity Commissioners. All monies belonging to the charity including the proceeds of sale of any fixtures and fittings (after satisfaction of any liabilities properly payable thereout) shall with such consent aforesaid be applied either in the purchase of other property approved by the committee and to be held upon trust for the purposes and subject to the provisions hereinbefore set forth (including this power) or as near thereto as circumstances shall permit or towards any other charitable purposes or objects for the benefit of the inhabitants of the area of benefit as may be approved by the Charity Commissioners and meanwhile such monies shall be invested and any income arising therefrom shall either be accumulated (for such time as may be allowed by law) by investing the same and the resulting income thereof in like manner as an addition to and to be applied as the capital of such investments or shall be used in furthering the purposes specified in this Trust Deed.

## **AMENDMENT OF TRUST DEED**

### **27. Amendment of Trust Deed**

- (1) Subject to the provisions of this clause, the provisions of this trust deed may be amended.
- (2) The Committee may resolve to add the names of other organisation operating in the area of benefit to the list in part 2 of the schedule. The resolution must be passed at an ordinary meeting of the committee by not less than two-thirds of the members of the committee
- (3) If, for a period of more than one year, an organisation set out in part 2 of the schedule fails to appoint a member to replace a previous appointee that organisation will no longer have the right of representation and will be removed from the list of organisations set out in the said schedule
- (4) Any other amendment must be made by a resolution passed at the annual general meeting. The notice of the meeting must include notice of the resolution, setting out the terms of the amendment proposed.
- (5) The committee must not make any amendment which would:
  - a. Vary this clause
  - b. Vary the definitions clause (clause 1)
  - c. Vary the objects clause (clause 4)
  - d. Confer a power to dissolve the charity
  - e. Enable permanent endowment of the charity to be spent
- (6) The prior written approval of the Commissioners must be obtained to any amendment which would :

- a. Vary the composition of the committee or the terms on which the members hold office (other than amendments made under sub-clause (2) of this clause);
- b. Vary clause 12 of this Trust Deed (Members not to have a personal interest)
- c. change the name of the charity
- d. Vary the powers of investment excisable by the committee.

(7) The committee must:

- a. Promptly send the Commissioners a copy of any amendment made under sub-clause 3 of this clause
- b. Keep a copy of such amendment with this Trust Deed.

## **SCHEDULE**

<b>PART 1 – VILLAGE HALL LEASE</b>
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The lease dated 15 June 2001 relating to the Village Hall, Newtown Linford between Everards Brewery Limited and the Parish Council of the Parish of Newtown Linford.

<b>PART 2 – ORGANISATIONS</b>
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1. Newtown Linford Parish Council
2. Newtown Linford Choral Society
3. Bradgate Drama Society
4. Newtown Linford Gardening Club
5. Caroline and Clare's Playgroup