



HALE PARISH COUNCIL

of the Halton Borough in the County of
Cheshire



Minutes of the **EXTRA ORDINARY PARISH COUNCIL MEETING** held on
Tuesday the 4th February 2020 at **HALE VILLAGE HALL, HIGH STREET, HALE VILLAGE, L24 4AE**
COMMENCING AT 7.30PM

Present: Cllrs Trevaskis, Anderson, Kierman, Spargo and Wright

There were 4 members of the public present.

1. To receive Apologies

Cllrs Cleary, Hunter, Mitchell and Williams

2. To receive Declarations of Interest

None

3. To adjourn the meeting for a period of public participation

There were no representations from the public

4. To pass the following resolution to give effect to the previous resolutions made on the 9th January 2020 and establish new administrative arrangements for Hale Village Hall in accordance with s.280 of the Charities Act 2011.

Hale Village Hall (1014055)

Preliminary

The previous charity trustees resigned on September 26th, 2017, when the committee of management was also dissolved and the retiring Chairman's report, adopted by that meeting, made clear the trustees' intention that Hale Parish Council should take over management of the charity's administration. The Hale Parish Council, having been appointed Custodian Trustee of the charity by virtue of the Conveyance and Trust Deed dated 6th March 1974, therefore became de facto sole trustee (ie both Custodian Trustee and sole charity trustee).

At a meeting of Hale Parish Council held on 9th January 2020 the Parish Council took the following resolution: To ratify and resolve that Hale Parish Council took on the management of Hale Village Hall Charity as sole Trustee in 2017 in accordance with the business plan submitted to the National Lottery on which grant funding for the building of a new Village Hall was based and agreed.

Resolution

That the governing document of the Charity, namely the Conveyance and Trust Deed dated 6th March 1974 made between Roger Fleetwood Hesketh, Charles Peter Fleetwood Fleetwood-Hesketh, Edmund James Battersby and The Parish Council of Hale, be amended in the following manner:

- A) By the deletion of all the clauses of the First Schedule to the Trust Deed other than clause 1 (1) HALE VILLAGE HALL TRUSTS, which will be re-numbered as clause 1, and the second part of Clause 2, CUSTODIAN TRUSTEE, and the substitution therefor of the following:

3. CHARITY TRUSTEE

Hale Parish Council ("Council") shall be the sole charity trustee of the Charity. Decisions of the Council as sole trustee of the Charity shall be recorded in a minute book and books of account shall be provided and kept by the Council.

4. TRUST PROPERTY, ADMINISTRATION, REPAIRS AND INSURANCE

- 4.1 The expression "trust property" shall mean all real property whether freehold or leasehold owned by the Charity from time to time.
- 4.2 The Charity and the trust property must be administered by the Council as sole charity trustee. The Council is the charity trustee within the meaning of Section 177 of the Charities Act 2011. The Council must act reasonably and prudently in all matters relating to the Charity and must always pursue the interests of the Charity to the exclusion of other Council interests.
- 4.3 The Council must:
 - 4.3.1 ensure that the trust property and all buildings thereon and other property of the Charity are at all times kept in repair and sufficiently insured against all insurable risks including fire, theft and public liability and must whenever necessary procure a professional valuation for such purposes and
 - 4.3.2 take out such insurance as the Council considers necessary to protect the trust property including but not limited to public liability insurance and employer's liability insurance.

5. POWERS OF THE COUNCIL

The Council has the following powers, which may be exercised only in promoting the Charity's objects:

- 5.1 to raise funds and invite and receive contributions and endowments (whether for general or special purposes). In raising funds, the Council must not undertake any trading activities which are liable to tax other than charity trading and must conform to relevant requirements of the law
- 5.2 to buy, take on lease or in exchange, hire or otherwise acquire any property necessary for the achievement of the Charity's objects and to maintain and equip it for use
- 5.3 subject to clause 13 and subject to the restrictions imposed by the Charities Act 2011, to sell, lease or otherwise dispose of all or any part of the trust property and other property belonging to the Charity
- 5.4 to deposit or invest funds in any manner (but to invest only after obtaining advice from a financial expert)
- 5.5 to borrow money by mortgage or otherwise or to seek grant aid as may be required for maintaining, extending or improving the trust property or any part thereof or erecting any building thereon or for any work carried on therein and to charge the whole or any part of the trust property and other property at any time belonging to the Charity with repayment of the money so borrowed or granted (but only in accordance with the restrictions imposed by the Charities Act 2011)
- 5.6 to employ staff (who shall not be members of the Council) and to make all reasonable and necessary provision for the payment of pensions and superannuation for staff and their dependants
- 5.7 to co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the Charity's objects or of similar charitable purposes and to exchange information and advice with them
- 5.8 without prejudice to clause 4.2, to appoint, constitute and provide clear terms of reference for, such committees as the Council may think fit. Such committees shall be answerable to the Council and all their acts and proceedings must be fully and promptly reported to the Council
- 5.9 to establish or support a local forum of representatives of community groups, voluntary organisations; statutory authorities and individuals involved in community work.
- 5.10 to do anything else within the law which promotes or helps to promote the Charity's objects.

6. MEETINGS OF THE COUNCIL

The following provisions apply to meetings of the Council as sole trustee of the Charity:

- 6.1 The Council must hold at least two ordinary meetings in each year. All meetings must be held separately from, and at different times to, meetings of the Council otherwise than as sole trustee of the Charity.
- 6.2 Meetings of the Council may be called at any time by the chairman or any two members of the Council upon not less than ten days' notice having been given to all other members.
- 6.3 A special meeting may be called at any time by the chairman or any two members of the Council upon not less than seven clear days' notice being given to all other members of the Council of the matters to be discussed.

- 6.4 If the chairman is absent from any meeting, the vice-chairman (if any) shall preside; otherwise the members present must, before any other business is transacted, choose one of their number to be chairman of the meeting.
- 6.5 Every issue may be determined by a simple majority of the votes cast at a meeting of the Council.

7. RECORDING OF MEETINGS

The Council must keep proper minutes of its meetings. The minute book must be available for inspection upon reasonable request by any member of the Council. The minute book must be retained by the Clerk to the Council.

8. ANNUAL GENERAL MEETING AND SPECIAL MEETINGS

- 8.1 There shall be an annual general meeting in connection with the Charity which shall be held in such month of the year as the Council shall determine provided that annual general meetings must be held not more than fifteen months after the holding of the preceding annual general meeting.
- 8.2 All inhabitants of the area of benefit of 18 years of age and upward shall be entitled to attend the annual general meeting.
- 8.3 Public notice of every annual general meeting shall be given in the area of benefit at least 14 days before the date thereof.
- 8.4 The chairman of annual general meetings shall be the chairman for the time being of the Council, but if he or she is not present before any other business is transacted, the persons present shall appoint a chairman of the meeting.
- 8.5 The business of an annual general meeting shall be the presentation by the Council of the report and accounts of the Charity for the preceding year and such other business as the chairman shall allow.

9. ACCOUNTS

The Council must comply with their obligations under the Charities Act 2011 with regard to:

- 9.1 the keeping of accounting records for the Charity
- 9.2 the preparation of annual statements of account for the Charity
- 9.3 the auditing or independent examination of the statements of account for the Charity and
- 9.4 the transmission of the statements of account of the Charity to the Charity Commission.

10. ANNUAL REPORT AND ANNUAL RETURN

The Council must comply with its obligations under the Charities Act 2011 with regard to the preparation of an annual report and of an annual return and their transmission to the Charity Commission.

11. RECEIPTS AND EXPENDITURE

The income of the Charity, including all donations and bequests, must be paid into an account operated by the Council in the name of the Charity at such bank or building society as the Council shall from time to time decide. All cheques and orders for payment of money from such account shall be signed by at least two members of the Council.

12. RULES

Within the limits prescribed by this governing document the Council may from time to time make and alter rules for the management of the Charity and in particular with reference to:

- 12.1 the terms and conditions upon which the trust property, or any other property belonging to the Charity, may be used by persons or bodies other than the Council for the purposes specified in this governing document and the sum (if any) to be paid for such use
- 12.2 the deposit of money at a proper bank or building society and the safe custody of documents
- 12.3 the appointment of an auditor or an independent examiner
- 12.4 the engagement or dismissal of such officers, servants and agents as the Council may consider necessary and the payment of such persons (not being members of the Council)
- 12.5 the summoning and conduct of meetings.”

13. DISPOSAL OF PROPERTY AND DISSOLUTION

- 13.1 Subject to the provisions of this Clause, if the Council decides at any time that on the grounds of expense of otherwise it is necessary or advisable to discontinue the use of the trust property, or any other property belonging to the Charity, in whole or in part for the Objects, the Council may sell the trust property or any other property belonging to the Charity or any part of it on such terms as may be approved by the Council in accordance with the provisions of Sections 117 to 123 of the Charities Act 2011.
- 13.2 The Council may only do so if:
- 13.2.1 the decision to sell is confirmed by a resolution passed at a special general meeting of the inhabitants of the age of 18 years and upward of the area of benefit and
- 13.2.2 such resolution is passed by a majority of such inhabitants present and voting at such meeting.
- 13.3 Not less than fourteen days' notice of such special general meeting (stating the terms of the resolution that will be proposed) must be posted in a conspicuous place or placed on the trust property and advertised in a newspaper circulating in the area of benefit.
- 13.4 Following the sale of the trust property and other property belonging to the Charity, in whole or in part in the circumstances described in clause 13.1, all monies belonging to the Charity including the proceeds of sale of any fixtures and fittings (after satisfaction of any liabilities properly payable) must be applied:
- 13.4.1 in the purchase or lease of other trust property approved by the Council and to be held upon the trusts of the Charity for to such charitable purposes as near thereto as circumstances permit or
- 13.4.2 towards such other charitable purposes or objects for the benefit of the inhabitants of the area of benefit as may be approved by the Charity Commission.
- Pending such application, such monies must be invested and any income arising shall either be accumulated (for such time as may be allowed by law) by investing the same and the resulting income to be applied as the capital of such investments or must be used in furthering the purposes specified in this governing document.
- 13.5 In the event of the Charity being dissolved a copy of the statement of accounts, or account and statement, for the final accounting period of the Charity must be sent to the Charity Commission."

B) By the deletion of the third schedule

It was resolved that the above-mentioned resolution should be approved and that the amended governing document of the charity should be lodged with the Charity Commission