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**Garway Village Hall Charity public meeting
24th January 2019 at 7.30 pm**

AGENDA

1. Welcome and apologies for absence

2. Explanation of the proposed incorporation of the Garway Village Hall Charity (Charity Registration Number: 1044667). Q&A on proposed constitutional change.

3. The resolution for vote at the meeting will be:

“A Charitable Incorporated Organisation should be formed using the Constitution discussed at 2 above and a submission should be made to register the CIO with the Charities Commission. This registration to be followed by taking legal advice to vest the property assets of the Old Village Hall and the Community Centre, in the Charitable Incorporated Organisation. When completed the Village Hall Charity to be wound up in compliance with the procedures described in the trust deed and conveyance dated 25th November 1994 and registered on 7th March 1995.”

4. Nominations for trustees (up to 12) to serve on the Charitable Incorporated Organisation.

5. Open Question and Answer session on other Community Centre and Village Hall matters

Explanation of the proposed incorporation of the Garway Village Hall Charity (Charity Registration Number: 1044667)

- 1. What?**is being proposed
- 2. Why?.....** is it necessary
- 3. How?.....**will the change take place
- 4. The trust deed and constitution CIO compared**

What?

governance

(noun)

1.the action or manner of governing a state, organization, etc.

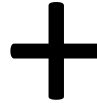
2."a more responsive system of governance will be required"

.....that the current governance of the Village Hall Charity, described in the trust deed of the charity, is changed to that of a Charitable Incorporated Organisation

Why?



Capital and revenue value
around £100K



Capital and revenue value
around £1 million

Higher levels of financial risk
Higher levels of contractual risk
Possible staffing implications

Why?

Village Hall Charity

Unincorporated
No 'legal' personality
Unlimited liability
High risk
Informal governance
Poor public accountability
Unlikely access to loans

Trustees + Beneficiaries
Less democratic

CIO

Incorporated
Is a legal entity
No Liability
Low risk
Formal governance structures/ownership
Increased accountability
Recognised by banks

Trustees + Members
More democratic

How ?

1. Trustees undertake **due diligence** – ACRE, Advising Communities, Charity Commission (website), legal advice (online and from solicitor)
2. Trustees decide on **type of organisation** and **constitution**
3. Trustees inform **Charity Commission** of intent
4. Public meeting held to consult beneficiaries of the Village Hall Charity
5. **Vote taken** – if successful trustees (up to 12) elected
6. Trustees meet to **elect officers and progress registration with Charity Commission** (takes a minimum of 45 days)

GVH Trust and CIO compared

	Trust	CIO
Name	Garway Village Hall Charity	Garway Community Association
Number of trustees	7 – elected 5 – representative Up to 3 co-opted (2 – custodian)	12 – elected Up to 3 co-opted (CIO)
Number of open meetings	Annual General meeting	Annual General meeting General meetings as required At least one open meeting (Forum)
Liability of trustees	Unlimited	Nil
Objects of the Charity		
Letting or sale		

	Trust	CIO
<p>Objects (purposes) of the Organisation</p>	<p>...a village hall for the use of the inhabitants of the Parish of Garway in the County of Hereford and Worcester (“the area of benefit”) without distinction of political, religious or other opinions including use for meetings, lectures, classes and for forms of recreation an leisure-time occupation with the object of improving the conditions of life for the said inhabitants.</p>	<p>... to promote the benefits of the ‘inhabitants of the area of benefit’ without distinction of sex, sexual orientation, age, disability, nationality, race or of political, religious or other options, by associating together the said inhabitants and the statutory authorities, voluntary and other organisations in a common effort to advance education and to provide facilities in the interests of social welfare for recreation and leisure-time occupation with the object of improving the conditions of life for the said inhabitants; ... establish, or secure the establishment of, a Community Centre and to maintain and manage the same (whether alone or in co-operation with any statutory authority or other person or body) in furtherance of te Objects); to promote such other charitable purposes as may from time to time be determined.</p>

Letting or sale of property - Trust

If the Committee decides at any time on the ground 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 section 3 (above) it shall call a meeting of the inhabitants of the age of eighteen years and 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 circulating in the area of benefit and if such decision shall be confirmed by three-quarters of such inhabitants present and voting at such meeting the Committee may with the consent of the Charity Commissioners let or sell the trust property or any part thereof. All moneys arising from such letting or sale (after satisfaction of any liabilities properly payable thereout) shall with such consent as aforesaid be applied either in the purchase of other property approved by the Committee and to be held upon trusts for the purposes and subject to the provisions hereinbefore set forth (including this power) or as near thereto as circumstances shall permit or towards such other charitable purposes or objects of the benefit for the inhabitants of the area of benefit as may be approved by the Charity Commissioners and meanwhile such moneys 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 Deed

Letting or sale of property - CIO

If the Committee decides at any time on the ground 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 section 3 (above) it shall call a meeting of the inhabitants of the age of eighteen years and 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 circulating in the area of benefit and if such decision shall be confirmed by three-quarters of such inhabitants present and voting at such meeting the Committee may with the consent of the Charity Commissioners let or sell the trust property or any part thereof. All moneys arising from such letting or sale (after satisfaction of any liabilities properly payable thereout) shall with such consent as aforesaid be applied either in the purchase of other property approved by the Committee and to be held upon trusts for the purposes and subject to the provisions hereinbefore set forth (including this power) or as near thereto as circumstances shall permit or towards such other charitable purposes or objects of the benefit for the inhabitants of the area of benefit as may be approved by the Charity Commissioners and meanwhile such moneys 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 the trust deed 1044667 Garway Village Hall Charity Conveyance and trust deed dated 25th November 1994 and registered 7th March 1995

The resolution for vote at this meeting is that:

“A Charitable Incorporated Organisation should be formed using the Constitution discussed at 2 above and a submission should be made to register the CIO with the Charities Commission. This registration to be followed by taking legal advice to vest the property assets of the Old Village Hall and the Community Centre, in the Charitable Incorporated Organisation. When completed the Village Hall Charity to be wound up in compliance with the procedures described in the trust deed and conveyance dated 25th November 1994 and registered on 7th March 1995.”

Questions?

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End of Public Meeting

Inaugural Meeting of the Garway Community Association Charitable Incorporated Organisation

1. Explanation of trustee declaration requirements and ID verification required followed by confirmation of those willing to serve as the first trustees of the new CIO.

2. Voting on resolutions:
 - To authorise the first trustees:
 - (i) To adopt the draft Garway Community Association CIO constitution
 - (ii) To seek registration of the CIO as a charity
 - (iii) To consider the transfer of the property, assets, contracts and liabilities of Garway Village Hall charity number 1044667 and authorise two of the new CIO trustees to sign the Vesting Declaration at an appropriate time.
 - (iv) To elect a Chairman, Vice Chairman, Secretary and Treasurer of the CIO.

3. Any other business
 - (i) Arrangements to progress the establishment of the CIO (next steps)
 - (ii) Communications priorities with other organisations
 - (iii) Procurement of legal advice (ref. asset transfer)

4. Date of next CIO meeting 7th February 2019