



# Constitution of Hughenden Village Hall

7th December 2015

# Constitution of the Hughenden Valley Village Hall Committee

## Introduction

This constitution is the principles and established precedents under which the Hughenden Valley Village Hall is managed. This constitution takes into account several interested parties which have a governing and legislative interest in how the Village **Hall** and the surrounding **Field** is governed and maintained.

The main objective of the constitution is to ensure the **Hall** and surrounding **Field** is managed and maintained with a legal and moral obligation and to ensure that the **Hall** remains available for the current and future generations of Hughenden Valley.

This constitution is pertaining to the following charities;

<b>Hughenden Valley Village Hall</b>	<b>300282</b>
<b>King George's Field – Hughenden</b>	<b>1084121</b>

And is written with reference to the following;

**Covenant dated October 1948**

**Conveyance document dated December 1950**

**The Charities Act 2011**

**Fields in Trust (formally known as National Playing Field Association)**

## Definitions

**AGM** – Annual General Meeting where the **Committee** resigns and a new **Committee** is elected. Constitutional changes can also be made at this meeting.

**EGM** – Extraordinary General Meeting which is similar to the **AGM** but is not scheduled and is called to rectify an issue or obtain changes that cannot wait until the **AGM**.

**Officers** – Those undertaking the roles of Chairman, Secretary, Accountant and Booking clerk.

**Trustees** – Those undertaking the role of ensuring the charities are operating and maintained in accordance with current legislation, Covenant and hold a legal responsibility for health and safety and proper management of the financial and management processes.

**Committee** – Volunteers or appointed individuals who form part of the decision making process.

**Hall** – refers to both the large and small halls.

**Fields** – Refers to the King George V field

**1948** – Refers to the legal covenant in which The Hopkins Estate donated the land to the village of Hughenden and details how the asset is to be managed

**1950** – Refers to the 1950 conveyance document under which the land donated by The Hopkins Estate was split to preserve part of the field to the memory of King George V. The 1948 covenant still applies to the King George V field.

**Hughenden Valley and Bryants Bottom** - Refers to:

- The Hughenden Valley village boundary
- The Bryants Bottom village boundary
- The Church Farm development
- The Hitchenden Farm development
- Residents Cryers Hill Road as far as the white gates
- Residents in the houses between Hughenden Valley and Bryants Bottom village boundaries, including houses along Hampden Road up to, but not including, Perks Lane.

### **The Committee (1948)**

Membership of the committee shall comprise the **Trustees** and no more than 14 elected members. The **Committee** will consist of:

- Chairman, Treasurer, Secretary and Bookings Secretary as **Officers**;
- One representative of each Hughenden Valley organisation that regularly uses the facilities (for example, football club, cubs, Beavers);
- The remainder of the **Committee** will be public representatives which would include one representative of the Hughenden Valley Residents' Association; and one representative of the Parish Council.

For the purpose of this document, 'regular users' are those non-commercial organisations using the facilities at least once per week outside the holiday periods of the normal school year, or non-commercial societies primarily operating for the benefit of local residents, such as Valley Friends, HAGA, etc., who may only meet monthly.

The structure of the **Committee** can be changed only at the **AGM** or an **EGM**.

All committee members will be drawn from the residents of **Hughenden Valley and Bryants Bottom** and must be over the age of 18. **(1948)**

No political party, religion or pressure group may be represented on the **Hall Committee (1948)**

Any **Trustee** or **Committee** member who leaves the village of **Hughenden or Bryants Bottom** for more than three months shall cease to hold their position on the **Committee (1948)**

## **Election of Committee Members**

The officers and public representative **Committee** members will be elected annually at the **AGM**. Each resident who attends the **AGM** will have one vote. Existing **Committee** members will stand down, but may stand for re-election. Each nominee must have a proposer and seconder. If there is a contest for a place on the **Committee** then a secret ballot will be held. In the event of a tie, the Chairman will have a casting vote.

## **Trustees**

All **Trustees** must be familiar with their legal responsibilities and personal liabilities as detailed by the Charity Commission prior to accepting the role. Each **Trustee** is responsible for keeping up to date with changes to legislation and guidelines set by the Charity Commission. Trustees are responsible for the proper financial management and public safety of the general public who come into contact with the **Hall and Fields**.

The **Trustees** should also be aware of the legal obligations to the **1948** covenant, **1950** conveyancing document and The Fields in Trust pertaining to the **Hall and Fields (1948)**

The number of **Trustees** will be no more than six and no less than two and will be nominated by the **Committee (1948)**

**Trustees** form part of the **Committee** and are expected to participate fully in **Committee** meetings.

As so long as there are more than 2 **Trustees**, any **Trustee** may retire by giving 2 months written notice to the Secretary.

Any **Trustee** who has been deemed bankrupt or unfit to hold a directorship shall retire and will not be appointed as a **Trustee (1948)**

It should be noted that some trustees are also registered trustees for the Land Registry records for the **Hall and Field**

## **Resignations**

In the event of a member of the Committee resigning or dying, a replacement member may be co-opted onto the Committee in the interval between AGMs. Co-opted members will be approved by Committee vote with a 3/2 majority. **(1948)**

Where an **Officer** resigns or dies, then the **Committee** may either appoint one of their number to the vacant post or co-opt a suitable person from outside the **Committee**.

## **Personal Interest**

No **Committee** member may receive money or benefits in kind for work done on the **Committee**, unless appointed to perform specific tasks for a specific payment by the direction of the **Committee**.

No person on the **Committee** may have a financial interest in supplying goods or services to the charities, unless specifically directed by the **Committee** for small tasks and as part of the normal tendering process for larger works.

No person on the **Committee** shall ever acquire or hold any interest in property of the charities, unless as a **Trustee** of the charities.

## **Annual General Meeting (AGM)**

The **AGM** is will be held annually at the **Hall**, normally the evening of the first Monday in December.

The date and time of the **AGM** will be published at least three weeks in advance by means of notices in the local paper, the village magazine, the village web site and notice boards around the village.

Attendance at the **AGM** will be open to all residents within the village of **Hughenden and Bryants Bottom**.

The **AGM** will appoint auditors for the accounts.

The **AGM** will be deemed valid to pass resolutions if there are at least twenty residents present. If less than twenty residents are present the meeting will be adjourned for a later date.

## **Extraordinary General Meeting (EGM)**

An **EGM** may be called by the **Trustees** or **Committee** to discuss issues or amendments to the constitution when it is deemed inappropriate to wait until the next **AGM**. In addition twenty residence of **Hughenden Valley and Bryants Bottom** who are eligible to vote at the **AGM** can also call an **EGM** by sending a request in writing to the Secretary of the **Committee**.

At least two weeks' notice must be given for an EGM and the event must be widely publicised.

An **EGM** has the same powers as an **AGM**.

## **Finances**

All income and expenditure of the **Hall and Field** will be accounted for by the Treasurer of the **Committee**, who will keep a full set of accounts. These

accounts will be audited by an independent person to ensure their veracity at the end of the accounting year (end September).

The **Officers** of the **Committee** can authorise general maintenance and consumable costs associated with the day to day running of the **Hall and Field** up to £500 for each activity. In addition to this the **Officers** of the **Committee** can authorise up to £500 per payment for operational spend. However, larger or project based spending may not be made unless approved by the **Committee**.

A contingency fund will be ring fenced and the amount agreed at the **AGM**. Currently the agreed amount is £20,000.

Where the **Hall** becomes unavailable for hire or a problem occurs that impacts the safety of the public or invalidates the public liability insurance, a minimum of 3 **Officers** or **Trustees** may authorise up to 50% of the contingency fund to rectify the problem without first referring to the full **Committee**. In these circumstances a formal tendering process would not be required but more than one quote is required.

No monies over the value of £250 may be paid by the Treasurer unless signed by at least one other authorised signatory. Authorised signatories will be voted at the **AGM** and will normally comprise the **Officers** of the **Committee**.

Any works carried out that exceed £1000 should be subjected to a tender process with at least two quotes.

The **Committee** may not authorise expenditure in excess of available and uncommitted bank funds without obtaining suitable indemnity insurance to protect the trustees from personal liability.

The Treasurer will be responsible for preparing and presenting the annual accounts at the **AGM**, prior to submitting them to the Secretary who will file them with the Charity Commission (in line with the Commission's guidelines).

## **Powers**

The **Committee** will decide on:

- Issues that affect the maintenance and development of the **Hall and Field**
- Public Health and Safety
- Insurance of assets;
- Rules that affect the **Hall and Field**
- **Hall** hiring charges;
- Collecting all fees and arranging appropriate banking facilities
- Approval of all expenditure;
- The engagement and dismissal of any staff considered necessary;
- To take appropriate action against any user not complying with the conditions of hire;

- The suitability or otherwise of co-opted members;
- Changes to the constitution (this document), but approval of the changes is to be agreed at either an **AGM** or **EGM**.

Booking various parts of the **Hall** complex will be the responsibility of the Bookings Secretary. Priority at all times will be given to organisations and individuals that have strong connections with the village.

The **Committee** may appoint appropriate sub-committees to handle specific tasks, such as Fund Raising, Village Day, etc. All sub-committees will have in its membership at least one person on the **Hall Committee**. All sub-committees are to be answerable only to the **Hall Committee** and are to be considered part of that **Committee**.

The **Committee** may appoint a President and Vice President if required. Such tenures will be for life or until resignation or replacement. The positions are non functionary with no voting rights on the committee.

## Monthly Meetings

The **Hall Committee** will meet monthly, except in August, on the first Monday in the month, unless agreed otherwise at the previous meeting.

Decisions of the **Committee** require a majority vote with the Chairman having the casting vote in a tie situation **(1948)**

Seven **Committee** members shall be a quorum at any monthly meeting.

Minutes of **Committee** meetings will be written and circulated to members before the next meeting.

## Power of Amendment

The constitution may be amended at the **AGM** or at a specially convened **EGM**, providing that each committee member has had sight of the proposed revisions at least two weeks before the AGM and that copies of the revised constitution are made available to all of those attending the **AGM** or **EGM**.

## Power of Dissolution

The committee may vote to dissolve itself by a 75% majority vote and after all efforts to perpetuate the committee have been exhausted.

Upon such a vote taking place, the **Trustees** of the **Hall** in conjunction with the Hopkins Estate can sell the property and assets. The proceedings of any sale of the land and assets, will be donated to the residents of Hughenden once all debts and charity obligations have been met. **(1948)**