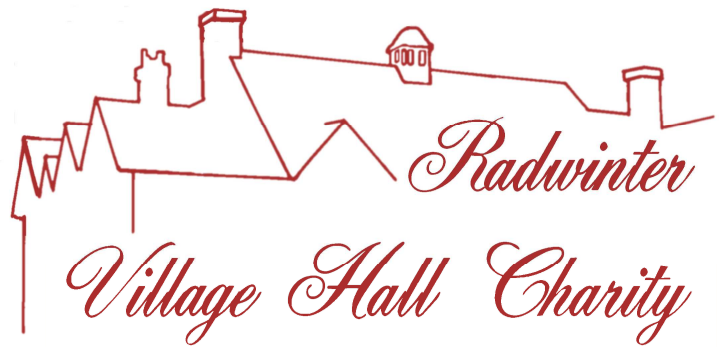


# SCHEME that governs the charity (Amended 2014)

Charity Commission for England  
and Wales:  
Ref. No: 1191/1011  
Case No: C-232389-6IWA



Registered Charity No. 1145756

## 1. Definitions

In this scheme:

“the charity” means the Radwinter Village Hall Charity.

“the trustees” means the managing trustees of the charity and “trustee means one of the managing trustees.

“the former trusts” means that part of the indenture dated 22 March 1921 and made between Margaret Emily Bullock of the one part and the said Margaret Emily Bullock and four others of the other part concerning the Village Hall and Cottages as described in part 1 or the schedule to this scheme.

“the area of benefit” means the parish of Radwinter in the county of Essex.

“the Almshouses” means the Radwinter Almshouses (registered charity number 256257).

“the Commission” means the Charity Commission for England and Wales.

“the Parochial Church Council” means Radwinter Parochial Church Council.

“the village hall” means that part of the property of the Charity which is customarily used as a village hall together with its associated kitchen and toilet facilities.

“the custodian trustees” means the Official Custodian for Charities.

## ADMINISTRATION

### 2. Administration

The charity must be administered by the trustees for the time being in accordance with this scheme. This scheme replaces the former trusts of the charity.

### 3. Name of the charity

The name of the charity is Radwinter Village Hall Charity.

## **OBJECTS**

### **4. Objects of the charity**

(1) The primary objective of the charity is the provision and maintenance of a village hall for the benefit of the inhabitants of the area of benefit, including use for:

(a) meetings, lectures and classes, and

(b) other forms of recreation and leisure-time occupation, and to improve the conditions of life for the inhabitants.

There is a restriction to the above in that the trustees have to allow the Parochial Church Council to have first right of use of the village hall on Sundays and other Holy Days of the Church of England free of rent (but subject to payment of costs).

(2) The secondary objective of the charity is to apply monies, insofar as they are in the opinion of the trustees surplus to the requirements of the primary objective, to the charitable purposes for the benefit of the inhabitants of the area of benefit.

(3) The third objective of the charity is, if and insofar as the income of the charity cannot be applied towards the objects specified in sub-clauses (1) and (2) above, the trustees may apply it in the maintenance and upkeep of the Almshouses.

To facilitate the objectives, the property known as Radwinter Village Hall described in part 1 of the schedule to this scheme must be appropriated and used by the trustees for the objectives of the charity.

## **POWERS OF THE TRUSTEES**

### **5. Powers of the trustees**

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

(1) Power to provide and maintain furniture and equipment for use in the village hall.

(2) Power to appoint staff and pay them reasonable remuneration, including pension provision for them and their dependants.

(3) Power to insure against public liability and, if appropriate, employers' liability; and to insure the buildings of the charity to their full value against fire and all other usual risks (except to the extent that the buildings are insured against any of these risks by a tenant).

(4) Power to raise funds. (The trustees must not undertake any permanent trading activity.)

(5) Power to co-operate with other charities, voluntary bodies and statutory authorities. The trustees may exchange information and advice with them.

(6) Power to delegate the performance of any act, including the exercise of any power or discretion, to a committee consisting of any two or more trustees and such other persons as the trustees may consider necessary. (The trustees must exercise reasonable supervision over any committee and any committee must promptly report their acts and proceedings to the trustees.)

(7) Power to make rules and regulations consistent with this scheme for the management of the charity.

## **CUSTODIAN TRUSTEE**

### **6. Custodian Trustee**

The Official Custodian for Charities will be the custodian trustee of the charity.

## **TRUSTEES**

### **7. Trustees**

(1) There shall be:

2 ex officio trustees;

3 elected trustees;

2 appointed trustees.

(2) The term of office of all elected trustees will end at the end of the annual general meeting following the date on which they came into office. They may be re-elected or re-appointed.

(3) When co-opting or electing trustees preference should be given to individuals who are resident or who work in the area of benefit.

### **8. Ex Officio trustees**

(1) The ex officio trustees will be:

(a) the Rector for the time being of the ecclesiastical parish of Radwinter.

(b) The Chairman of Radwinter Parish Council ('the office holder').

(2) If there is no such rector for any of the reasons given in the table in part 2 of the schedule to this scheme, or if a team ministry has been established, the ex officio trustee will be determined in accordance with that table.

(3) If as a result of local government reorganisation Radwinter should cease to be an independent political entity the District Councillor for the area including the area of benefit shall be an ex officio trustee in place of the Chairman of the Parish Council.

- (4) If unwilling to act as ex officio trustee, the office holder may:
  - (a) before accepting appointment as ex officio trustee, give notice in writing to the trustees of his or her unwillingness to act in that capacity; or
  - (b) after accepting appointment as ex officio trustee, resign under the provisions contained in clause 16 below.

In either case, the office of ex officio trustee will then remain vacant until a new office holder takes up office.

## **9. Elected trustees**

- (1) The elected trustees having previously confirmed their willingness to act as such 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.
- (3) The trustees may fill a casual vacancy in the office of elected trustees. The appointment must be made at an ordinary meeting of the trustees.

## **10. Appointed trustees**

- (1) The appointed trustees will be appointed by
  - (a) Radwinter Parish Council; and
  - (b) The Parochial Church Council.
- (2) Any appointment must be made according to the ordinary practice of the appointing body.
- (3) The appointment will be effective from:
  - (a) the date on which the trustees or their secretary or clerk are informed of the appointment; and
  - (b) The Parish Council or the Parochial Church Council (as the case may be) may at any time terminate its appointment of a trustee and appoint another person in his or her place, subject to giving one month's written notice thereof to the other trustees.
- (4) The person appointed need not be a member of the relevant appointing body.

## **11. Acting trustees**

- (1) Upon the commencement of this Scheme the persons named in the Third Schedule hereto (hereinafter called "the Acting Trustees"), having previously declared in writing their willingness to do so, shall hold office as trustees until the conclusion of the first Annual General Meeting of the Charity and shall be eligible to be elected as trustees at such meeting.

- (2) The Acting Trustees shall hold office in all respects as if they had been elected as trustees at an Annual General Meeting of the Charity held on the day of the commencement of this scheme.

## **12. Co-opted trustees**

The trustees may appoint not more than 2 co-opted trustees. The appointment must be made at a special meeting of the trustees. The appointment will be effective from the end of that meeting until the end of the following annual general meeting.

## **13. New trustees**

The trustees must give each new trustee on their first appointment:

- (1) a copy of this scheme and any amendments made to it;
- (2) a copy of the charity's latest report and statement of accounts.

## **14. Register of trustees**

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

## **15. Payments to charity trustees**

- (1) A trustee may receive repayment from the charity of reasonable expenses properly incurred by him or her when acting on behalf of the charity.
- (2) No trustee may:
  - (a) buy goods or services from the charity on terms preferential to those applicable to other members of the public; or
  - (b) receive any payment or other financial benefit from the charity; or
  - (c) acquire or hold any interest in property of the charity (except in order to hold it as a trustee of the charity);

unless the payment or transaction is:

- (i) permitted in accordance with, and subject to the conditions in, section 73A or 73F of the Charities Act 1993; or
- (ii) previously and expressly authorised in writing by the Commission.

(3) In this clause:

(a) “charity” includes any company in which the charity:

(i) holds more than 50% of the shares; or

(ii) controls more than 50% of the voting rights attached to the shares; or

(iii) has the right to appoint one or more directors to the Board of the company.

(b) “trustee” includes any child, parent, grandchild, grandparent, brother, sister, spouse or civil partner of the trustee or any person living with the trustee as his or her partner.

## **16. Termination of trusteeship**

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

- (1) is disqualified from acting as a trustee by section 72 of the Charities Act 1993; or
- (2) is absent without the permission of the trustees from all their meetings held within a period of 12 months and the trustees 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 trustees will remain in office when the notice of resignation is to take effect).

## **OFFICERS**

### **17. Chairman**

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

### **18. Secretary and Treasurer**

The trustees may appoint a secretary and treasurer.

## **MEETINGS OF TRUSTEES**

### **19. Ordinary meetings**

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

## **20. Special meetings**

- (5) The chairman, or any two trustees, may call a special meeting at any time.
- (6) Special meetings require at least 7 days' notice, except that meetings to consider the appointment of a co-opted trustee require at least 21 days' notice.
- (7) The notice calling a special meeting must include details of the business to be transacted at the meeting.
- (8) A special meeting may, but need not, be held immediately before or after an ordinary meeting.

## **21. 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 trustees.
- (2) If there are fewer than one third of the total number of trustees in office, the trustees must take such action as is required for the purpose of filling vacancies in its number, but it may not do any other business.

## **22. Voting**

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

## **23. Recording of meetings**

The trustees 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 trustees to do so

who must allow the trustees access to it.

## **24. Trustees to act jointly**

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

# **ANNUAL GENERAL MEETINGS**

## **25. Annual general meetings**

- (1) There must be an annual general meeting of the charity in April of each year, or as soon as possible thereafter.

- (2) All inhabitants of the area of benefit of 18 years and upward must be allowed to attend and vote at the meeting. The trustees may allow inhabitants who are under 18 to attend (but not vote at) the meeting.
- (3) Trustees who are not inhabitants of the area of benefit have not right to vote.
- (4) The first annual general meeting after the date of this scheme must be called by the trustees within 12 months of that date. Every other meeting must be called by the trustees.
- (5) Public notice of the meeting must be given in the area of benefit at least 21 days before the meeting.
- (6) At the meeting the trustees must present the report and accounts for the last financial year. The existing trustees must present the report and accounts to the first meeting.
- (7) Every matter must be decided by majority decision of those voting. The chairman of the meeting may cast a second or casting vote only if there is a tied vote.

## **26. Voting at general meetings**

- (1) Votes may be made:
  - (a) in person at the meeting; or
  - (b) by proxy using such proxy form as the Committee shall have provided for use at that meeting.
- (2) The Committee shall provide for each general meeting a written proxy form for use at that meeting. The Committee may in addition provide the alternative of using an electronic proxy form.
- (3) References in this scheme to a “proxy form” include either or both of the alternatives provided in accordance with paragraph (1) above.
- (4) No-one may vote as a proxy unless the completed proxy form is received by the Secretary not less than seven days before the day appointed for holding the meeting at which the proxy is to be used.
- (5) The fact that one or more people entitled to vote at a meeting has not or have not received a proxy form does not invalidate the vote on any resolution.

## **CHARITY PROPERTY**

### **27. Transfer of property**

The title to the land described in part 1 of the schedule to this scheme is transferred by this scheme to the custodian trustee in a trust for the charity.



## **28. Use of income and capital**

- (1) The trustees must firstly apply:
  - (a) The charity's income; and
  - (b) if the trustees think fit, expendable endowment; and
  - (c) when the expenditure can properly be charged to it, its permanent endowment in meeting the proper costs of administering the charity and of managing its assets.
- (2) After payment of these costs, the trustees must apply the remaining income in furthering the object of the charity.
- (3) The trustees may also apply for the object 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 or direct.

## **29. Sale of land**

- (1) The trustees may sell, lease or otherwise dispose of all or any part of the charity's property which is not required by clause 4 to be retained for use for the object of the charity.
- (2) Subject to the provisions of this clause, the trustees may sell the land subject to clause 4 in part 1 of the schedule. The trustees may only sell the land if:
  - (a) the trustees decide that the land is not longer required for use as a village hall; and
  - (b) the decision to sell is confirmed by a resolution passed at a meeting of the inhabitants of the area of benefit of 18 years and upward. At least 14 days notice of the meeting, setting out the terms of the resolution, must be given.
- (3) The trustees must comply with the restrictions on disposal imposed by section 36 of the Charities Act 1993, unless the disposal is excepted from these restrictions by section 36(9) (b) or (c) or section 36(10) of that Act.
- (4) Unless the commission otherwise directs, the trustees must invest the proceeds of any such sale in trust for the charity.
- (5) The trustees must apply the income from the invested proceeds of sale in furtherance of the object of the charity. If, by reason of the sale, it is no longer possible to carry out that object, the trustees must apply the income of the charity in providing or assisting in the provision of recreational facilities for the inhabitants of the area of benefit in the interests of social welfare with the object of improving their conditions of life.

## GENERAL PROVISION

### 30. Questions relating to the Scheme

The Commission may decide any question put to it concerning:

- (1) the interpretation of this scheme; or
- (2) the propriety or validity of anything done or intended to be done under it.

### SCHEDULE

<b>PART 1</b>
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Land following at Radwinter, Essex with the buildings thereon described in a conveyance of 22 March 1921 made between Margaret Emily Bullock of the one part and Margaret Emily Bullock and four others of the other part.

- (1) **The Village Hall**
- (2) **Walden Road Cottage, Walden Road and Hall Cottage, Water Lane.**

<b>PART 2</b>
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#### Ex officio trustee (clause 8(a))

Reason	Trustee
there is no rector	the priest in charge for the time being of the parish.
the parish has been dissolved	the rector for the time being of any new parish which includes the whole or the major part of the present parish.
A team ministry has been established for an area which includes the whole or the major part of the present parish.	Any member of the team ministry to whom a special cure of souls is for the time being assigned in respect of any area which includes the whole or the major part of the present parish or, if there is no such person, the team rector for the time being. If there is no team rector then a person nominated by the Radwinter Parochial Church Council.

<b>PART 3</b>
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#### **The Acting Trustees**

Sue Schneider  
Shirley Orrock  
June Tupper