

Beech Village Hall & Recreation Ground Foundation

CONSTITUTION

1st revision dated: 8 October 2008

1. The Foundation

1.1 In this document the expression “the Foundation” means the Foundation called The Beech Village Hall and Recreation Ground in the Parish of Beech, in the county of Hampshire, founded and now regulated by a deed dated 21st March 1932 and augmented by an Assent dated 28th October 1961.

2. Administration of the Foundation

2.1 The Foundation and its endowment (including the particulars specified in the schedule hereto) shall be administered in conformity with the provisions of the document by the Management Committee, hereinafter constituted as the Charity Trustees thereof.

3. Management Committee

3.1 The Management Committee (hereinafter called the “Committee”) shall, when complete, and except as in this scheme provided, consist of a maximum number of FIFTEEN and a minimum of SIX members, that is to say:

3.2 A maximum of EIGHT and a minimum of THREE elected members, to be appointed at the Annual General Meeting (AGM) to be held as hereinafter provided.

3.3 A maximum of FIVE representative members:

3.3.1 ONE each to be appointed by the Committees of the Beech Gardening Club, Beech Ladies Club, the Trustees of St Peter’s Church, Beech or any existing or newly formed Beech organisation with aims not inconsistent with the purposes specified in this document, except as provided for in section 3.4 of these rules.

3.3.2 Representative members of the Committee shall be appointed at the meeting convened and held according to the ordinary practice of the appointing organisations and their names shall be notified by each appointing organisation to the Secretary of the Committee and they shall, except in the case of such members appointed to fill casual vacancies, be appointed for a term of office of one year.

3.4 In the event of any application for representation on the Committee being received from an existing or newly formed organisation in the Parish of beech having aims not inconsistent with the purposes specified in this document which would result in the number of representative members to exceed FIVE, the Committee may, upon a resolution passed at a duly constituted meeting of the Committee by a majority of not less than two thirds of all the Members of the Committee, allow such organisation to appoint a representative Member of the Committee in the same manner as specified in Clause 3.3.2 of this document and for this purpose the maximum number of Members of the Committee may be increased by ONE representative and ONE elected member.

3.5 A maximum of TWO co-opted members to be appointed by the Committee at a duly constituted meeting. Additional co-opted members may be appointed by the Committee to fill casual vacancies as they arise.

3.6 The elected members of the Committee shall be appointed for a term of office commencing at the end of the AGM at which they are appointed and expiring at the end of the THIRD AGM following the end of the AGM at which they were appointed. Notwithstanding the foregoing, at least TWO members will retire at each AGM on a rotational basis (as initially decided by the Committee and subsequently at the end of individual three year terms of office) and may offer themselves for re-election, always provided that no member serves for more than THREE consecutive terms.

3.7 Co-opted members of the Committee shall each be appointed for a term expiring at the end of the AGM following their co-option.

4. **Failure to Appoint**
 - 4.1 The proceedings of the Committee shall not be invalidated by any failure to appoint or any defect in the appointment, election or qualification of any member.
5. **Declarations by Members**
 - 5.1 No person shall be entitled to act as a member of the Committee whether on a first or any subsequent entry into office, until signing in the Minute Book of the Committee a declaration of acceptance and a willingness to act in the trusts of this constitution.
6. **Members not to be personally interested in the Foundation**
 - 6.1 Except in special circumstances, with the approval in writing of the Charities Commission, no member of the Committee shall take or hold an interest in any property belonging to the Foundation, otherwise than as a trustee for the purposes thereof, or receive any remuneration, or be interested in the supply of work or goods, at the cost of the Foundation.
7. **Determination of Members**
 - 7.1 Any member who is adjudicated a bankrupt, or who is incapacitated from acting, or who communicates in writing to the Committee a wish to resign, shall thereupon cease to be a member, always provided that a minimum number of Members as detailed in Clause 3 is maintained.
8. **Casual Vacancies**
 - 8.1 Upon the occurrence of a casual vacancy the Committee shall cause a note thereof to be entered in their Minute Book at their next meeting and such a vacancy in the office of Representative or Co-optive member shall be notified as soon as possible to the proper appointing body or filled by the Committee as the case requires.
 - 8.2 A casual vacancy in the office of elected member may be filled by the Committee and a member appointed to fill such casual vacancy shall hold office only for the un-expired term of office of the Member in whose place they are appointed.
 - 8.3 Any competent member may be re-appointed subject to the provisions of clause 3.5.
9. **Meetings of the Committee**
 - 9.1 The Committee shall hold at least two ordinary meetings in each year and a special meeting may be summoned at any time by any two members upon seven clear days notice being given to all the other members of the matters to be discussed.
10. **Chairman**
 - 10.1 The Committee at their first meeting in each year after the Annual General Meeting shall select one of the elected members to be Chairman of their meetings until the commencement of the first meeting after the Annual General Meeting in the following year and may also elect one of their number to be Vice-Chairman. The Chairman and Vice-Chairman, if any, shall always be eligible for re-election.
 - 10.2 If the Chairman or Vice-Chairman, if any, are absent from any meeting, the Members present shall before any other business is transacted, choose one of their number to preside at that meeting.
11. **Voting**
 - 11.1 Every matter shall (except as in this document provided) be determined by the majority of Members of the Committee present and voting on the question and in the case of equality of votes the Chairman of the meeting shall have a second or casting vote.
12. **Annual General Meeting**
 - 12.1 There shall be an Annual General Meeting in connection with the Foundation which shall be held in the month of September in each year or as soon as practicable thereafter.
 - 12.2 All inhabitants of the area of benefit of eighteen years of age and upwards shall be entitled to attend and vote at the Annual General Meeting.
 - 12.3 The Annual General Meeting shall be convened by the Committee who shall cause a public notice thereof to be given in the said Parish at least seven days before the date thereof.

- 12.4 The Chairman of the Annual General Meetings shall be the Chairman for the time being of the Committee but if this person is not present, the persons present shall before any other business is transacted appoint a Chairman of the meeting.
- 12.5 The Committee shall present to each Annual General Meeting the report and accounts of the Foundation for the preceding year.

13. Objects of the Foundation

- 13.1 The objects of the Foundation shall be the provision and maintenance of a village hall and recreation ground for the use of the inhabitants of Beech and the neighbourhood without distinction of sex, religious or other political opinions and in particular for the use of meetings, lectures and classes and for other forms of recreation (including physical recreation) and other leisure-time occupations, with the object of improving the conditions of life for the said inhabitant.

14. Use by Other Bodies or Persons

- 14.1 Subject and without prejudice to any use by the Committee for the purposes specified in this document, the Village Hall and Recreation Ground shall be used for the said purposes by such bodies or persons as the Committee determine, free of rent, but subject to a payment in respect of the expenses of and incidental to the maintenance and use thereof, and otherwise upon such terms as may be agreed.
- 14.2 The Committee may from time to time permit the Village Hall and Recreation Ground to be used otherwise than the said purposes, subject to a payment sufficient at least to defray the expenses incidental to the use in each case but not so as to substantially interfere with its use for the said purpose.

15. Application of Income

- 15.1 After payment of any expenses of administration, the net income of the Foundation, whether arising from the use of the Village Hall and Recreation Ground by other bodies or persons or otherwise, shall be applied by the Committee in one or other ways:
- 15.1.1 In the maintenance and insurance of the Village Hall and Recreation Ground, the payment of rates, taxes and other expenses in connection with its use for the aforesaid purposes.
- 15.1.2 In otherwise furthering the said purposes.

16. Rules and Regulations

- 16.1 Within the limits proscribed by this document the Committee may from time to time make and alter rules and regulations for the conduct of their business and for the summoning and conduct of their meetings, the deposit of money at a proper bank and the custody of documents and in particular reference to:
- 16.1.1 The terms and conditions upon which the Village Hall and Recreation Ground may be used for any of the aforesaid purposes and the sum (if any) to be paid for such use.
- 16.1.2 The appointment of a clerk or secretary (to hold office at their pleasure) or one of themselves without salary or some other fit person at such salary as they may decide.
- 16.1.3 The appointment of an auditor, treasurer and such other unpaid officers as they may consider necessary and the fixing of their respective terms of office.
- 16.1.4 The engagement and dismissal of such paid officers and servants as the Committee may consider necessary and
- 16.1.5 The number of Members who shall form a quorum at meetings of the Committee.
- 16.1.6 Provided that the number of members who shall form a quorum shall not be less than one third of the total number of the members for the time being.

17. Minutes and Accounts

- 17.1 The Committee shall provide and keep a Minute Book and books of account and all proper accounts in relation to the Foundation shall in each year be made out and certified in such form as the Charities Commission may require and copies sent to the Ministry.

- 18. **Vesting Property**
 18.1 The Committee and all other persons capable of being bound by this document shall, unless the Charities Commission otherwise directs in writing, do all such acts as may be necessary in order to vest in and transfer to the Official Custodian for Charities, all freehold and leasehold lands and hereditaments at any time belonging to the Foundation.

- 19. **Further Endowments**
 19.1 The Committee may accept any donations or endowments for the general purposes of the Foundation and they may also accept donations or endowments for any special objects connected with the Foundation not inconsistent with, or calculated to impede the due working of the provisions of this scheme.

- 20. **Surplus Cash**
 20.1 Any sum of cash at any time belonging to the Foundation and not needed as a balance for working purposes shall (unless otherwise specified by the Charities Commission) be treated as capital and invested.

- 21. **Questions under the Scheme**
 21.1 If any questions arises as to the constitution of this scheme, or as to the regularity or the validity of any acts done or about to be done under this scheme, it shall be determined by the Charities Commission, upon such application made to it for the purpose as it thinks sufficient and such determination shall be binding on the Committee and all persons claiming under the Foundation.

- 22. **Interpretation**
 22.1 The Interpretation Act 1889 shall apply for the interpretation of this scheme as it applies for the interpretation of an Act of Parliament.

- 23. **Date of the Scheme**
 23.1 The date of this scheme shall be the day on which is established by an order of the Charities Commission.

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I CERTIFY THIS AS A TRUE COPY OF THE REVISED CONSTITUTION OF THE BEECH VILLAGE HALL AND RECREATION GROUND CHARITY DATED 8 OCTOBER 2008.

Signed:

Position: Secretary

Date: