

WORSALL VILLAGE HALL

Constitution

Extract from a Conveyance and Trust Deed dated 29th August 1964 made between Thomas Leslie Bainbridge of the one part and Annie Vera Evans, Isaac Bainbridge and the said Thomas Leslie Bainbridge of the other part.

The First Schedule

Clause 1

(1) The property hereby conveyed (hereinafter called "the Trust Property") shall be held upon trust for the purposes of a Village Hall for the use of the inhabitants of Worsall and the neighbourhood (hereinafter called "the area of benefit") without distinction of sex or of political religious or other opinions, and in particular for use of meetings, lectures and classes, and for other forms of recreation and leisure-time occupation, with the object of improving the conditions of life for the said inhabitants.

(2) The Charity hereby created (hereinafter called " the Foundation ") shall, except as in this Deed provided, be administered in conformity with the provisions of the Deed under the title of the Worsall Village Hall by the Committee of Management hereinafter constitutes, how shall be the administering trustee thereof.

(3) Until the end of the first Annual General Meeting to be held after the execution of this Deed the Foundation shall be administered by the persons specified in the Second Schedule.

Clause 2 Vesting in the Official Custodian for Charities

The Committee and all persons holding property on behalf of the Foundation shall, unless the Secretary of State and Science (hereinafter called "the Secretary of state") in writing otherwise directs, take such steps as may be necessary for the purposes of vesting in the Official Custodian for Charities all freehold and leasehold lands and hereditaments at any time belonging to the Foundation.

Clause 3 Committee of Management

(1) The Committee of Management (hereinafter called the Committee) shall consist of Elected and Representative Members and may include Co-opted members

(2) Fifteen representative Members of the Committee shall be appointed by such appointing organisations as are set out in the Second Schedule and their names shall be notified by each appointing organisation to the Secretary of the Committee. They shall, except in the case of such members appointed to fill casual vacancies, be appointed before the Annual General Meeting in any year for a term of office commencing at the end of the Annual General Meeting next after their appointment and expiring at the end of the Annual General Meeting in the following year.

WORSALL VILLAGE HALL

Constitution

(3) The Committee shall have power to co-opt not more than four members to hold office until the end of the Annual General Meeting following their co-option.

(4) Any competent member of the Committee may be reappointed or reselected.

Clause 4 Additional Members

In the event of any application for representation on the Committee being received from any existing or newly-formed organisation in the area of benefit the Committee may, upon a resolution supported at a duly constituted meeting of the Committee by the votes of a majority of not less than two-thirds of all the members of the committee allow such organisation to appoint three Representative Members of the Committee, in the same manner as if such organisation had been specified in the Second Schedule of the deed.

Provided that no such resolution shall be effective until it has been approved in writing by the Secretary of State.

Amendments (1970)

The following Resolutions were passed at a meeting of the Village Hall Management Committee on the Twenty Sixth November 1970 and approved by the Department of Education and Science dated 18th December 1970:-

(1) Additional Representative Members

In accordance with Clause 4 of the Conveyance and Trust dated 29th August 1964 it is resolved that the following organisations shall each be entitled to appoint representatives to the Committee of Management.

Worsall Badminton Club
Worsall Folk Dance Group
Worsall Village Society

(2) Restriction in Representation

It is resolved that the appointing organisations shall for the time being restrict their appointments to the Committee of Management to two Representatives per organisation.

3) Elected Members

In accordance with Clause 3 of the Conveyance and Trust Deed it is resolved that for the time being up to three Elected Members of the Committee of Management be appointed at the Annual General Meeting.

WORSALL VILLAGE HALL

Constitution

Clause 5 Casual Vacancies

Upon the concurrence of a casual vacancy the Committee shall cause a note thereof to be entered in their minute book at their next meeting, and if in the office of Representative Member, it shall be notified as soon as possible to the proper appointing organisation. A casual vacancy in the office of Elected Member may be filled by the Committee and in the office of Representative Member by the proper appointing organisation.

A member appointed to fill a casual vacancy shall hold office only for the unexpired term of office of Representative Member by the proper appointing organisation.

A member appointed to fill a casual vacancy shall hold office for the unexpired term of office of the Member in whose place he is appointed.

Clause 6 Failure to Appoint

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.

Clause 7 Declaration of Members

No person shall be entitled to act as a Member of the Committee, whether on a first or on any subsequent entry into office, until after signing in the minute book of the Committee a declaration of acceptance and of willingness to act in the trusts of the Deed.

Clause 8 Members not to be personally interested in the Foundation

Except with the approval in writing of the Secretary of State, no Member of the Committee or his or her spouse, shall take or hold any interest in any property belonging to the Foundation, otherwise than as a trustee for the purposes thereof or receive away remuneration or be interested in the supply of work or goods, at the cost of the Foundation.

Clause 9 Determination of Membership.

Any member who is adjudged bankrupt, or who makes a composition or arrangement with his creditors, 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.

WORSALL VILLAGE HALL

Constitution

Clause 10 Meetings of Committee

The committee shall hold at least two ordinary meetings in each year and may hold such other ordinary meetings as may be required. A special meeting may be summoned at any time by the Chairman or and two members upon seven clear days notice being given to all the other members of the matters to be discussed.

Clause 11 Chairman and Vice - Chairman

The Committee, at their first meeting each year after the Annual General Meeting, shall elect one of their number to be Chairman of their meetings and may elect one of their number to be Vice- Chairman. The Chairman and Vice-chairman shall continue in office until their successors are respectively-elected.

If the Chairman is absent from any meeting, the Vice-chairman (if any) shall president otherwise the members present shall, before any other business is transacted, choose one of their number to preside at that meeting.

Clause 12 Voting

Every matter shall (except as in this Deed provided) be determined by the majority of the members present and voting on the question. In case of equality of votes the Chairman of the meeting shall have a second or casting vote.

Clause 13 Annual General meeting

(1) There shall be an Annual General Meeting in connection with the Foundation which shall be held in the month of (April) each year or as soon as practicable thereafter.

(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.

(3) The First Annual General Meeting after the date of this Deed shall be convened by the persons specified in the Second Schedule and subsequent Annual General Meetings by the committee. Public notice of every Annual General Meeting shall be given in the area of benefit at least seven days before the date thereof by affixing a notice to some conspicuous part of the Trust property or other conspicuous place in the area of benefit and by such other means as the Committee shall think.

(4) The persons who are present at the first Annual General Meeting after the date of this deed shall, before any other business is transacted, appoint a Chairman of the meeting. The Chairman of subsequent Annual General Meetings shall be the Chairman for the time being of the Committee. In his absence the Vice-Chairman (if any) shall take the chair but if neither is present, the persons present shall, before any other business is transacted appoint a Chairman of the Meeting.

WORSALL VILLAGE HALL

Constitution

(5)The Committee shall present to each Annual General Meeting the reports and accounts of the foundation for the preceding year.

Clause 14 Application of income.

After payment of any expenses of administration the net income shall be applied by the Committee in one or other or both of the following ways.

(a) In the maintenance, upkeep and insurance of the Trust Property and the payment of rates, taxes and other expenses in connection therewith and its use for the purposes specified in this Deed.

(b) In otherwise furthering the purposes specified in this Deed.

Clause 15 Repairs and Insurance

The Committee shall keep in repair and insure against fire, burglary, public liability and other insurable risks, all the buildings of the Foundation not required to be kept in repair and insured by the lessees or tenants thereof.

Clause 16 Surplus Cash

Any sum of cash at any time belonging to the Foundation and not needed as a balance for working purposes shall (unless otherwise directed by the Secretary of State) be treated as capital and invested.

Clause 17 Further Endowments

The Committee may receive any additional donations or endowments for the general purposes of the Foundation.

Clause 18 Minutes and Accounts

The Committee shall provide and keep a minute book and book of accounts. All proper accounts in relation to the Foundation shall in each year be prepared and made out, and copies sent to the Parish Council within the area of benefit or to the Chairman of the Parish Meeting of any such Parish where there is no Parish Council and (on demand) to the secretary of State.

Clause 19 Use by Other Bodies or Persons

(1) Subject and without prejudice to any use by Committee for the purposes specified in this Deed, the Trust Property may be used, in accordance with any rules made by the Committee under Clause 22, for the said purpose, 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 of the Hall, and otherwise as may be agreed.

WORSALL VILLAGE HALL

Constitution

(2) The Committee may from time to time permit the Trust Property, to be used otherwise than for the purposes specified in this Deed, subject to a payment sufficient at least to defray the expense incidental to the use in each case, but so as not substantially to interfere with its use for the said purpose.

Clause 20 Mortgages and Charges

The Committee may with the consent of the Secretary of State from time to time by mortgages or otherwise obtain such advances on the security of the Trust Property or any part thereof as may be required for maintaining extending or improving the same or any part thereof or erecting any building thereon or for the work carried on therein and may continue or repay in whole or in part and from time to time any existing mortgage or charge on the Trust proper.

Clause 21 Liquidation

If the Committee decides at any time that on the ground of expense or to otherwise it is necessary or advisable to discontinue the use of the Trust Property in whole or in part for the purposes stated in Clause 1 it shall call a meeting of the inhabitants of the age of eighteen years or 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 a majority of such inhabitants present at such meeting and voting the Committee may with the consent of the Secretary of State let or sell the Trust Property or any part thereof. All monies 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 the Trust for the purposes and subject to the provisions hereinbefore set forth (including this power) or as near thereto as the circumstances will permit or towards such other charitable purposes or objects for the benefit of the inhabitants of the area of benefit as may be approved by the Secretary of State and meanwhile such monies shall be invested in the name of the Official Custodian for Charities and any income arising therefrom shall either be accumulated (for such time as may be allotted by 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 for any purpose for which income of the Trust Property may be properly applied.

WORSALL VILLAGE HALL

Constitution

Clause 22 Rules and Regulations

Within the limits prescribed by this Deed the Committee from time to time may 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, the custody documents and in particular with reference to:

(a) The terms and conditions upon which the Trust Property may be used in accordance with the provisions of this Deed and the sum (if any) to be paid for such use:

(b) The appointment as Secretary (to hold office at their pleasure) of one of themselves without remuneration or some other fit person at such remuneration as the committee may determine:

(c) The appointment of an Auditor, and such other unpaid officers as they may consider necessary and the fixing of their respective terms of office:

(d) The engagement and dismissal of such paid officers and servants as the Committee may consider necessary and:

(e) The number of Members who shall form a quorum at meetings of the Committee: provided that the number of Members who shall form a quorum shall never be less than one-third of the total number of Members for the time being.

Clause 23 Questions under Deed

Any question as to the construction of this Deed, or as to the regularity or validity of any acts done or about to be done under this Deed, shall be determined by the Secretary of State, upon such application made to him for the purpose as he thinks sufficient.

Clause 24 Interpretation

The Interpretation Act 1889 shall apply for interpretation of this Deed as it applies for the Interpretation of an Act of Parliament.

END

Note.

This document is a copy of the Constitution as revised under **Amendments (1970)**
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