

# CHARNEY HALL AND FIELD TRUST (CHAFT)

## MINUTES OF THE MANAGEMENT COMMITTEE OF TRUSTEES

held in Charney Bassett Village Hall on Saturday, 17<sup>th</sup> March 2018 at 10.00 am.

### Present

Lucy Gildersleeves (Chair) (LG)	St Peter's PCC
David Sibbert (Vice Chair) (DS)	Table Tennis
Christine Trotman (Treasurer) (CT)	Village College
Mary Castle (MC)	Parish Council
Mark Ritchie (Secretary) (MR)	Village Representative
Helen Royan (HR)	Village Representative
Lynn Brookes (LB)	Village Representative
Diane Ewart (DE)	Village Representative

### AGENDA

1. Apologies for absence
2. Adoption of draft agenda
3. Approval of Minutes of previous meeting: 18<sup>th</sup> Jan 2018
4. Any urgent matters arising from Minutes of 18<sup>th</sup> Jan 2018
5. MoU with Parish Council: report-back on joint working group meeting of 22<sup>nd</sup> February (Item 7.4 of 18<sup>th</sup> Jan 2018) (LG/DS/MR)
6. Filling role of Secretary for 2018-2019 (Item 11 of 18<sup>th</sup> Jan 2018)
7. Discussion of possible updating to the CHAFT Scheme (principally Page 2, Committee of Management).
8. Any other urgent business.
9. Reminder: Working party to rake play bark in play area: next Saturday 24<sup>th</sup> March 2018
10. Confirmation / alteration of date of next meeting (currently Thursday 19<sup>th</sup> April 2018).

#### **1. Apologies for absence**

Apologies had been received from Iain McGregor.

#### **2. Adoption of draft agenda**

The draft agenda was adopted.

#### **3. Approval of Minutes**

The Minutes of the meeting of 18<sup>th</sup> January 2018, were approved and signed as a correct record by the Chair.

#### **4. Urgent Matters Arising**

4.1 Charney Fete (Item 9.2 of 18<sup>th</sup> Jan 2018).

LG informed Trustees that the only date when Charney Manor could host the village fete would be 30<sup>th</sup> June 2018 and not 23<sup>rd</sup> June as had been hoped. The fete therefore clashes with an event at St James CE Primary School, East Hanney, so it is understood that parents of pupils will not be able to attend or assist on the day. However this clash is unavoidable. The timing for the fete was agreed to be 2 pm to 5 pm.

#### **5. MoU with Parish Council** (Item 7.4 of 18<sup>th</sup> Jan 2018) (LG/DS/MR)

##### **5.1 Report-back on joint working group meeting of 22<sup>nd</sup> February**

LG reported that the last meeting of the joint working group (JWG) on 22<sup>nd</sup> Feb had explored some of the legal issues around ownership of the land title which was acquired by the PC from OCC and vested into the previous Village Hall Trust as part of a new charitable Scheme, CHAFT, with its own Managing Trustees and the PC as Custodian Trustee. Given the complexity of these issues it was decided to put them to one side and

concentrate on agreeing a modified draft of the original proposed MoU, defining a common view of the current and desired state of affairs in terms of the practical management of the field. Since the meeting the PC's team have reviewed the draft MoU originally prepared by CHAFT and have proposed some modifications for comment and as a basis for further discussion at a further meeting of the JWG to be arranged. It was agreed that the original and revised drafts of the MoU would be sent to the Trustees for information and comment, along with the minutes.

DS explained that according to the land title, the woodland belongs to CHAFT, although our object is "provision and maintenance of a recreation ground". It would be preferable for CHAFT that the woodland should continue to be maintained (as it has until now) by PC who have the necessary financial means (precept) and volunteers (Charney Army) to manage this public area. The less desirable alternative, if that is not legally possible, would be for CHAFT to receive a subvention from the PC to look after the woodland. MR noted that mowing of the grass on the field is also likely to need a subvention once the current long-term arrangement with Mr Tim Fitzgerald O'Connor eventually lapses. DS noted that if the woodland upkeep stays with PC, then there would need to be suitable H & S guidelines in place and complied with, ensuring a timely response to any risks, as we now have in place for the field. LG concluded that CHAFT must not be exposed to financial risks beyond its capacity. MC pointed out that once we have a clearly expressed joint plan, legal advice may still be needed to ensure that any proposed arrangements are legally sound. MR concurred.

A specific query was raised, arising from Annex 1 (and the associated point 6) to the MoU, as to whether CHAFT has Public Liability Insurance covering the woodland and bridleway, or whether it needs any extension of its insurance cover for these. Actions: CT to check insurance terms relative to woodland and bridleway for any changes and/or cost implications arising, and indicate the correct yes/no statement for Annex 1 for CHAFT. MR to circulate revised and original MoU drafts and arrange to reconvene the JWG on a date convenient to members. Trustees to signify their views regarding the most desirable outcome(s) of the MoU process to MR as soon as practicable.

## **5.2 Current need for tree works in the woodland**

LG explained that CHAFT has been notified by the PC Clerk of the need for removal of 3 or 4 poplar trees in the woodland adjoining Charney Field, at a cost of £625 to be borne by the Parish Council, because of a perceived risk of their falling onto the adjacent property, Bridle Cottage. He had requested the CHAFT Trustees' agreement for this. This was given unanimously. Action: MR to inform the Clerk of the Trustees' agreement.

## **6. Filling role of Secretary for 2018-2019 (Item 11 of 18<sup>th</sup> Jan 2018)<sup>1</sup>**

MC reported that there was a possible candidate willing to become a Trustee of CHAFT with a view to taking on the role of Secretary. DS noted that there was no legal objection in the CHAFT Scheme to having a volunteer Minutes Secretary (non-trustee) to take meeting minutes to reduce the tasks of the Member Secretary<sup>2</sup>. In fact this is recommended by Charity Commission (2012)<sup>3</sup>. We will need to know well before the next meeting whether this candidate wishes to stand, so we can if necessary advertise the Secretary role (and possible the position of Minutes Secretary) in good time before the AGM. It was noted that when announcing the AGM, MR will need to invite applications for election to the three elected trustee roles, notwithstanding that we will have applicants for re-election already. Actions: MC to give Job Description to the candidate and ask them to contact MR to discuss role.

LB indicated that she would not be standing for re-election as one of the three Elected Trustees at the AGM. However she would be happy to continue to manage the team of CHAFT volunteer cleaners for the Village Hall. MR thanked LB for her service and her willingness to continue managing the cleaning rota.

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<sup>1</sup> Note that at the AGM the Representative trustees are welcomed and the three Elected Trustees are elected. CHAFT Officers for the new year (Chair, Vice-Chair, Treasurer and Secretary) are not chosen by the AGM, but are elected by the body of Trustees from among their number at their first business meeting following the AGM.

<sup>2</sup> Note that the trustee who acts as Secretary must still retain overall responsibility for records of CHAFT meetings.

<sup>3</sup> See Charities and Meetings. Charity Commission, 2012. Paragraph 58.

[https://www.gov.uk/government/uploads/system/uploads/attachment\\_data/file/346061/CC48-PDF.pdf](https://www.gov.uk/government/uploads/system/uploads/attachment_data/file/346061/CC48-PDF.pdf)

## **7. Discussion of possible updating to the CHAFT Scheme**

DS outlined a number of aspects of the current Scheme which are unsatisfactory, including the complexity caused by conjunction of two Schemes into one, the naming of the six organizations entitled to appoint Representative Trustees, of which four no longer exist, who together appoint up to seven trustees (now an unrealistically high number) and the limitation of the elected trustees to just three in number<sup>4</sup>. The position of Secretary is barely mentioned<sup>5</sup>. We do not know whether co-optative trustees are allowed in addition to the ten trustees or only up to that number.

MR noted that the form of CHAFT as an unincorporated charity may in some circumstances mean that trustees may be judged personally liable for negligence if their actions lead to losses. To remove individual trustee liability, increasingly charities are seeking to become Charitable Incorporated Organisations (CIOs), though this may lead to additional reporting obligations and the costs of any advice needed to develop a new Scheme in cases where a simple Charity Commission or CFO template is not applicable.

An alternative to incorporation to reduce trustee liability would be to take out Trustee Indemnity Insurance against the risk of trustees being found negligent, though this must be seen to be in the interests of the CHAFT, not just of the Trustees.

It was agreed that these matters need more time for discussion, which should take place in the coming year. LG also reminded trustees that any desired changes to the Scheme should ideally all be integrated into a single application to the Charity Commission, as this was a slow process with cost implications. Action: In the meantime CT kindly agreed to look into costs of Trustee Indemnity Insurance.

## **8. Any other urgent business.**

### **8.1 Appointment of Auditor**

CT proposed that a suitable auditor, Mr Peter Leaver, who is resident in the village and has previous auditing experience, and who is willing to act as auditor, should be appointed. The trustees unanimously agreed to appoint Peter Leaver as auditor for the coming year and expressed their appreciation. Action: CT to inform Peter Mr Leaver of his appointment.

## **9. Working party to rake play bark in play area:** next Saturday 24<sup>th</sup> March 2018

It was felt that there was no need to advertise this task via Chatter as several trustees had kindly signified that they and family members would be coming with their rakes (or possibly garden forks, used with care!). Action: All available trustees and adult family members to take part.

## **10. Confirmation of NEW date for next meeting**

Owing to the non-availability of the Secretary on the previously arranged date, the next scheduled meeting of the CHAFT Trustees was deferred to **Thursday 3<sup>rd</sup> May 2018** in the Village Hall, **at 20.10**.

The meeting closed at 11.40

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<sup>4</sup> Trustees may recall however that though we cannot cancel obsolete village organizations from the Scheme, we can and have formally introduced a new organization at last years' AGM.

<sup>5</sup> But the Secretary is mentioned twice as being notified of appointments of Representative members (Clauses 6 (3) and 6 (5) of the 1988 Scedhule – so there clearly is a Secretary!