

# GORING VILLAGE HALL CONSTITUTION



## Goring Village Hall

### CONSTITUTION

#### 1 Custodian Trustee

- (1) The Parish Council of Goring shall be the custodian trustee of the charity and the provisions of sub section (2) of section 4 of the Public Trustee Act 1906 shall apply to the said Council and to the management committee respectively in like manner as they apply to the Public Trustee and managing trustees

#### 2 Committee of Management

- (1) The management committee shall consist of three elected members, up to ten representative members (as described in paragraph 2 (3) of this document) and may include not more than two co-opted members
- (2) The elected members (other than those appointed under sub-paragraph (8) of this paragraph to fill casual vacancies) shall be elected at the annual general meeting
- (3) The representative members shall be appointed by each of the non profit making village organisations namely:
  - (a) Goring Gap Players
  - (b) Goring Local History Society
  - (c) Goring-on-Thames Twinning Association
  - (d) Goring and District Fine Arts Society
  - (e) Goring Hall Jazz Society
  - (f) Goring Unplugged
  - (g) Goring and Streatley University of the Third Age
  - (h) Any other local organisation using Goring Village Hall on more than six occasions in one calendar year

A representative member shall ordinarily be appointed not more than one month before the annual general meeting provided that an organisation which fails to appoint a representative member before such a meeting shall make the appointment as soon as practicable thereafter. Each organisation shall notify to the secretary of the management committee the name of its representative. Representative members who resign, or leave for other reason, during the course of the year (March to March) may be replaced by another representative of the organisation without need to wait until the next annual general meeting. The appointment of any replacement representative is to be recorded in the minutes of the next duly constituted meeting of the management committee

- (i) The appointment of a representative does not apply to individuals who use the Hall(s) on more than six occasions in one calendar year for fitness or other non vocational classes or similar

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- (4) Co-opted members shall be appointed at a duly constituted meeting of the management committee
- (5) Subject to the provisions of sub-paragraphs (7) and (9) of this document the period of office of members shall commence:
  - (a) In the case of elected members at the end of the annual general meeting at which they were elected
  - (b) In the case of representative members appointed before the annual general meeting in any year at the end of that meeting or in the case of a representative member appointed after such annual general meeting or to fill a casual vacancy on the day on which notification of this appointment is received by the secretary
  - (c) In the case of co-opted members from the date of their co-option
- (6) Offices to be filled from within the elected and appointed management committee:
  - (a) Chairman
  - (b) Treasurer
  - (c) Secretary
  - (d) Vice Chairman
  - (e) Bookings Secretary
  - (f) Webmaster
- (7) All members of the management committee shall retire from office together at the end of the annual general meeting next after the date on which they came into office but they may be re-elected or re-appointed
- (8) In the event of any application for representation on the management committee being received from any existing or newly-formed non-profit making organisation operating in the area of benefit the management committee may upon a resolution supported at a duly constituted meeting of the management committee by votes of a majority of not less than two thirds of all the members of the management committee allow such organisation to appoint a representative member of the committee in the same manner as if such organisation had been named in sub-paragraph (3) of this document PROVIDED that the committee shall unless there be good cause not to so allow any organisation making application under this sub-clause which shall during the year previous to the making of such application have used the Village Hall six times or more to appoint a representative member as of right. A minute of the relevant resolution authenticated by the chairman and the secretary should be recorded in the minutes of the annual general meeting or ordinary Management committee meeting
- (9) Upon the occurrence of a casual vacancy the management committee shall cause a note thereof to be entered in the committee minutes 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 management committee and the period of office of an elected member elected to fill a casual vacancy shall commence at the end of the meeting of the management committee at which they were so elected
- (10) This constitution of the management committee may be altered from time to time by a proposal, in writing, agreed by the entire management committee and presented and voted upon at the annual general meeting

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## **3 Failure to appoint**

(1) The proceedings of the management committee shall not be invalidated by any failure to appoint or any defect in the appointment election or qualification of any member

## **4 Declaration of Members**

(1) No person shall be entitled to act as a member of the management committee, whether on a first or any subsequent entry into office, until after such appointment has been recorded in the management committee minutes of the meeting at which they were elected along with a declaration of acceptance and of willingness to as in the trusts of this constitution

## **5 Members not to be personally interested in the Charity**

(1) Except in special circumstances, with the approval in writing of the Charity Commissioners, no member of the management committee shall take or hold any interest in any property belonging to the charity 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 charity

## **6 Determination of Membership**

(1) 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 management committee a wish to resign shall thereupon cease to be a member

## **7 Members of the Committee**

(1) The management committee shall hold at least two ordinary committee meetings each year. A special meeting may be summoned at any time by the chairman or any two members upon seven days clear notice being given to all the other members of the matters to be discussed

## **8 Chairman & Vice-Chairman of the Committee**

(1) The management committee, at their first meeting in each year after the annual general meeting, shall elect one of their number to the chairman of their meetings and may elect one of their number to the vice-chairman. The chairman and vice-chairman shall continue in office until their respective successors are elected.

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

## **9 Management Committee Terms of Office**

(1) Officers of the management committee should not normally hold office for a period of more than three consecutive years. It should be the intention of the management committee to rotate these roles among the committee members and, if possible, to plan for succession at least one year in advance.

## **10 Voting in Committee**

(1) Every matter shall be determined by the majority of the members of the management committee present and voting on the question. In case of equality of votes the chairman of the meeting shall have a second or casting vote

## **11 Annual General Meeting**

(1) There shall be an annual general meeting which shall be held in the month of March in 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

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- (3) Public notice of every annual general meeting shall be given in the area of benefit at least fourteen 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 conveners think fit
- (4) The chairman of annual general meetings shall be the chairman for the time being of the management 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. In case of equality of votes the chairman of the meeting shall have a second or casting vote
- (5) The management committee shall present to each annual general meeting the report and accounts of the charity for the preceding year

## **12 Role of the Management Committee**

- (1) The management committee's primary concern is for the safety and wellbeing of the users of the Hall's. Members of the management committee are therefore collectively responsible for
  - (a) Continuous improvement of the facilities
  - (b) Selection and maintenance of equipment
  - (c) Maintenance of the fabric of the hall and it's surrounds
  - (d) Security
  - (e) Continuous development of day to day operating procedures
- (2) The management committee is responsible for the good governance of all finances and, as required, participating in agreed fundraising activities
- (3) Where members of the management committee are linked to user organisations they are expected to act as information channels, bringing views and concerns to the management committee and relaying decisions back to their members. However, when representatives of user groups become members of the management committee they also become a trustee of the village hall and must remember that their first responsibility is to the village hall as a whole and not to their organisation or group.

## **13 Repairs and Insurance**

- (1) The management committee shall cause all buildings and other property of the charity at all times to be kept in repair and sufficiently insured against all insurable risks including fire theft and public liability and shall whenever necessary procure (and act upon) a professional valuation for insurance purposes of the said buildings and property of the charity

## **14 Application of Income**

- (1) After satisfying its obligations under paragraph 11 hereof the management committee shall as and when it thinks fit apply the net yearly income for the purposes of the charity

## **15 Surplus Cash**

- (1) Any sum of cash at any time belonging to the charity and not needed as a balance for working purposes shall be invested

## **16 Further Endowments**

- (1) The management committee may receive any additional donations or endowments for the general purposes of the charity and it may also accept donations or endowments for any special objects connected with the charity not inconsistent with the provisions of this deed

## **17 Minutes and Accounts**

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- (1) The management committee shall provide and keep minutes of every meeting and full details of income and expenditure for all accounts held by the charity. All proper statements of account in relation to the charity shall in each year be prepared as prescribed by section 32 of the Charities Act 1960 and copies thereof shall be sent to the Council

## **18 Mortgages and Charges**

- (1) The management committee may with the consent of the Charities Commissioners from time to time by mortgage 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 may repay in whole or in part and from time to time any existing mortgage or charge on the trust property

## **19 Letting or Sale**

- (1) If the management committee decides at any time that on the grounds of expense or otherwise it is necessary or advisable to discontinue the use of the trust property in whole or in part for the purposes stated in paragraph 1 it shall call a meeting of the inhabitants of the age of eighteen years and 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 three-quarters of such inhabitants present and voting at such meeting the management committee may with the consent of the Charities Commissioners 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 including if such sale shall take place within twenty five years from the date hereof the repayment to the Council of any sums advanced out of public funds for the purchase or improvement of the trust property approved by the management committee and to be held upon the trusts for the purposes and subject to the provisions hereinbefore set forth (including this power) or as near thereto as circumstances shall 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 Charity Commissioners and meanwhile such monies shall be invested and any income arising therefrom shall either be accumulated (for such time as may be allowed by law) by investing the same and the resulting income thereof in like manner as an addition to and to the applied as the capital of such investments or shall be used in furthering the purposes specified in this deed

## **20 Rules**

- (1) Within the limits prescribed by this deed the management committee may from time to time make and alter rules for the management of the charity and in particular with reference to:
- (a) The terms and conditions upon which the trust property may be used by persons or bodies other than the management committee for the purposes specified in this deed and the sum (if any) to be paid for such use
  - (b) The deposit of money at a proper bank and the safe custody of documents
  - (c) The appointment of an auditor

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- (d) The engagement and dismissal of such officers servants and agents as the management committee may consider necessary and the payment of such persons (not being members of the management committee)
- (e) The summoning and conduct of meetings including the number of members who shall form a quorum thereat. Provided that at meetings of the management committee the quorum shall be not less than one third of the total number of management committee members for the time being