

Tacolneston and Forncett Recreation Centre Association

(registered charity number 269496)

At a meeting of Tacolneston Parish Council as sole trustee of the Charity held on 30th October 2017 the following resolution which only affects the council when performing its role as sole trustee of the Charity, was passed in accordance with s.280 of the Charities Act 2011.

Resolution

That the constitution of the Charity, namely Tacolneston and Forncett Recreation Centre Association (registered charity number 269496), be amended in the following manner:

1. By the substitution of 'Council' for 'Trustees' wherever the same appear.
2. By the deletion of clauses 1 to 16 of the constitution as amended 27th June 2017 and the substitution therefor of the following clauses:

'1. Name

The name of the Charity shall be Tacolneston and Forncett Recreation Centre Association (hereinafter called 'the Charity').

2. Objects, administration, repairs and insurance

2.1 The objects of the Charity are:

- 2.1.1 to promote the benefit of the inhabitants of Tacolneston and Forncett and the neighbourhood (hereinafter called 'the area of benefit') without distinction of sex or of political, religious or other opinions by associating the local authorities, voluntary organisations and inhabitants in a common effort to advance education and to provide facilities in the interests of social welfare for recreation and leisure-time occupation with the object of improving the conditions of life for the said inhabitants.

- 2.1.2 to maintain and manage the Village Hall and Recreation Field in order to promote the activities of the Association in furtherance of the above objectives.
- 2.2 The Charity and the Village Hall and Recreation Field (the Hall and Field are hereafter collectively called the Recreation Centre) must be administered by the Council as sole charity trustee. The Council is the charity trustee within the meaning of Section 177 of the Charities Act 2011. The Council must act reasonably and prudently in all matters relating to the Charity and must always pursue the interests of the Charity to the exclusion of other Council interests.
- 2.3 The Council must:
 - 2.2.1 ensure that the Recreation Centre and other property of the Charity are at all times kept in repair and sufficiently insured against all insurable risks including fire, theft and public liability and must whenever necessary procure a professional valuation for such purposes and
 - 2.2.2 take out such insurance as the Council considers necessary to protect the Charity's Recreation Centre and other property including but not limited to public liability insurance and employer's liability insurance.

3. Freehold title to the recreation Centre

- 3.1 The Council is the legal owner of the freehold title to the Recreation Centre which it holds on trust for the Charity. The Recreation Centre is charity land and must not be included as an asset of the Council as a statutory authority.
- 3.2 The Council must ensure that all freehold and leasehold land and other property at any time belonging to the Charity is vested in the Official Custodian for Charities.

4. Powers of the Council

The Council has the following powers, which may be exercised only in promoting the Objects:

- 4.1 to raise funds and invite and receive contributions and endowments (whether for general or special purposes). In raising funds the Council must not undertake any trading activities which are liable to tax other than charity trading and must conform to relevant requirements of the law
- 4.2 to buy, take on lease or in exchange, hire or otherwise acquire any premises necessary for the achievement of the Objects and to maintain and equip it for use
- 4.3 subject to Clause 12 and subject to the restrictions imposed by the Charities Act 2011, to sell, lease or otherwise dispose of all or any part of the Recreation Centre and other property belonging to the Charity PROVIDED THAT no part of the Recreation Centre shall, except under express statutory authority, be used for any purpose in connexion with a pending Parliamentary election
- 4.4 to deposit or invest funds in any manner (but to invest only after obtaining advice from a financial expert)
- 4.5 to borrow money by mortgage or otherwise or to seek grant aid as may be required for maintaining, extending or improving the Recreation Centre or any part thereof or erecting any building thereon or for any work carried on therein and to charge the whole or any part of the Recreation Centre and other property at any time belonging to the Charity with repayment of the money so borrowed or granted (but only in accordance with the restrictions imposed by the Charities Act 2011)
- 4.6 to employ staff (who shall not be members of the Council) and to make all reasonable and necessary provision for the payment of pensions and superannuation for staff and their dependants
- 4.7 to co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the Objects or of similar charitable purposes and to exchange information and advice with them
- 4.8 without prejudice to clause 5.2, to appoint, constitute and provide clear terms of reference for, such committees as the Council may think fit. Such committees shall be answerable to the Council and all their acts and proceedings must be fully and promptly reported to the Council

- 4.9 to do anything else within the law which promotes or helps to promote the Objects.

5. Meetings of the Council and its Recreation Centre Committee

- 5.1 The following provisions apply to meetings of the Council as sole trustee of the Charity:

5.1.1 The Council must hold at least two ordinary meetings in each year. All meetings must be held separately from, and at different times to, meetings of the Council otherwise than as sole trustee of the Charity.

5.1.2 Meetings of the Council may be called at any time by the chairman or any two members of the Council upon not less than ten days' notice having been given to all other members.

5.1.3 A special meeting may be called at any time by the chairman or any two members of the Council upon not less than seven clear days' notice being given to all other members of the Council of the matters to be discussed.

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

5.1.5 Every issue may be determined by a simple majority of the votes cast at a meeting of the Council.

- 5.2 The Council shall delegate the day to day running of the Recreation Centre to a committee to be called the Recreation Centre Committee.

The following provisions apply to the Recreation Centre Committee:

5.2.1 the terms of reference of the Recreation Centre Committee shall include:

- a) the management of all bookings of the Recreation Centre,
- b) the day to day maintenance of the Recreation Centre,
- c) the payment of bills up to an amount specified in the rules which shall not be set below £1,000 in each case,
- d) banking receipts and making payments from a bank account with a bank or building society.

- e) Act in all ways as though the Transparency Code applied to the committee, in particular that all minutes, accounts and reports be published on the parish web-site and
- f) the representation of users of the Recreation Centre.

5.2.2 All cheques in payment of bills in accordance with clause 5.2.1(c) shall be signed by two members of the Recreation Centre Committee one of whom must be a Parish Councillor.

5.3 The Recreation Centre Committee shall comprise:

- 5.3.1 up to 4 Parish Councillors,
- 5.3.2 up to 10 representatives of users of the Recreation Centre elected in accordance with clause 5.4,
- 5.3.3 up to 7 electors of the area elected at the Annuea General Meeting,
- 5.3.4 up to 3 co-opted members who are deemed by the committee as able to offer special expertise to the committee and
- 5.3.5 members co-opted to fill casual vacancies caused by resignations.
- 5.3.6 Prior to the first Annual General Meeting, up to 7 electors appointed by the Council as initial committee members who shall stand down at the first AGM.

5.4 The Council shall maintain a list of user bodies that they consider to be supportive of the Charity's objects and which have indicated a wish to appoint a member of the Recreation Centre Committee. The listed user bodies shall have the right to elect members of the Recreation Centre Committee at an annual general meeting. The following provisions apply to the list of user bodies:

- 5.4.1 where any application to be included in the list of user bodies is received from any existing or newly-formed body operating in the area of benefit, the Council may, in its discretion, add such body to the list of user bodies.
- 5.4.2 the Council may remove a body from such list of user bodies where it reasonably considers such removal to be in the best interests of the Charity.

5.4.3 any refusal to register an organisation or to remove a body from the list shall be subject to an appeals procedure as defined in 13.6

- 5.5 The Recreation Centre Committee must hold at least four meetings in each year. All meetings must be held separately from, and at different times to, meetings of the Council as sole trustee of the Charity.
- 5.6 Meetings of the Recreation Centre Committee may be called at any time by the chairman or any two committee members upon not less than ten days' notice having been given to all other members.
- 5.7 A special meeting may be called at any time by the chairman or any two Recreation Centre Committee members upon not less than seven clear days' notice being given to all other committee members of the matters to be discussed.
- 5.8 If the chairman is absent from any meeting, the vice-chairman (if any) shall preside; otherwise the members present must, before any other business is transacted, choose one of their number to be chairman of the meeting.
- 5.9 There shall be a quorum when at least one Parish Councillor and one third of the number of other Recreation Centre Committee members are present at a meeting.
- 5.10 Every issue shall be determined by a simple majority of the votes cast at a meeting of the Recreation Centre Committee. The chairman of the meeting shall cast a second or casting vote if there is a tied vote.
- 5.11 The Council must exercise reasonable supervision over the Recreation Centre Committee and must ensure that all their acts and proceedings are fully and promptly reported to the Council.
- 5.12 The Recreation Centre Committee must keep proper minutes of its meetings. The minute book must be retained by the Clerk to the Council.

6. Recording of Meetings

The Council must keep proper minutes of its meetings. The minute book must be available for inspection upon reasonable request by any member of the public. The minute book must be retained by the Clerk to the Council.

7. Annual General Meeting and Special Meetings

- 7.1 There shall be an annual general meeting in connection with the Charity which shall be held in such month of the year as the Council shall determine provided that annual general meetings must be held not more than fifteen months after the holding of the preceding annual general meeting.
- 7.2 All inhabitants of the area of benefit of 18 years of age and upward shall be entitled to vote at the annual general meeting.
- 7.3 Public notice of every annual general meeting shall be given in the area of benefit at least 14 days before the date thereof.
- 7.4 The chairman of annual general meetings shall be the chairman for the time being of the Council, but if he or she is not present before any other business is transacted, the persons present shall appoint a chairman of the meeting.
- 7.5 The business of an annual general meeting shall be the presentation by the Council of the report and accounts of the Charity for the preceding year, the election of representatives of user bodies to the Recreation Centre Committee and such other business as the chairman shall allow.

8. Accounts

The Council must comply with their obligations under the Charities Act 2011 with regard to:

- 8.1 the keeping of accounting records for the Charity
- 8.2 the preparation of annual statements of account for the Charity
- 8.3 the auditing or independent examination of the statements of account for the Charity and
- 8.4 the transmission of the statements of account of the Charity to the Charity Commission.

9. Annual Report

The Council must comply with its obligations under the Charities Act 2011 with regard to the preparation of an annual report and its transmission to the Charity Commission.

10. Annual Return

The Council must comply with its obligations under the Charities Act 2011 with regard to the preparation of an annual return and its transmission to the Charity Commission.

11. Receipts and Expenditure

The income of the Charity, including all donations and bequests, must be paid into accounts operated by the Council in the name of the Charity at such bank or building society as the Council shall from time to time decide. Save for bills to be paid by the Recreation Centre Committee, all cheques and orders for payment of money from such accounts shall be signed by at least two members of the Council or in accordance with the financial regulations of the Council as amended from time to time.

12. Disposal of property, and dissolution

12.1 Subject to the provisions of this Clause,

12.1.1 if the Council decides at any time that on the grounds of expense of otherwise it is necessary or advisable to discontinue the use of the Recreation Centre, or any other property belonging to the Charity, in whole or in part for the Objects, the Council may sell the Recreation Centre or any other property belonging to the Charity or any part of it on such terms as may be approved by the Council in accordance with the provisions of Sections 117 to 123 of the Charities Act 2011;

12.1.2 if the Council decides that the Charity should incorporate, the Council may transfer the Recreation Centre, and other property belonging to the Charity, to the new charitable corporate body having the same objects as the Charity.

12.2 The Council may only do so if:

- 12.2.1 the decision to sell or surrender or incorporate is confirmed by a resolution passed at a special general meeting of the inhabitants of the age of 18 years and upward of the area of benefit and
- 12.2.2 such resolution is passed by a majority of such inhabitants present and voting at such meeting.
- 12.3 Not less than fourteen days' notice of such special general meeting (stating the terms of the resolution that will be proposed) must be posted in a conspicuous place or placed on the Recreation Centre premises and advertised in a newspaper circulating in the area of benefit.
- 12.4 Following the sale or surrender of the Recreation Centre and other property belonging to the Charity, in whole or in part in the circumstances described in clause 12.1.1, all monies belonging to the Charity including the proceeds of sale of any fixtures and fittings (after satisfaction of any liabilities properly payable) must be applied:
- 12.4.1 in the purchase or lease of another Recreation Centre approved by the Council and to be held upon the trusts of the Charity for to such charitable purposes as near thereto as circumstances permit or
- 12.4.2 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 Commission.
- Pending such application, such monies must be invested and any income arising shall either be accumulated (for such time as may be allowed by law) by investing the same and the resulting income to be applied as the capital of such investments or must be used in furthering the purposes specified in this governing document.
- 12.5 In the event of the Charity being dissolved a copy of the statement of accounts, or account and statement, for the final accounting period of the Charity must be sent to the Charity Commission.

13. Rules

Within the limits prescribed by this governing document the Council may from time to time make and alter rules for the management of the Charity and in particular with reference to:

- 13.1 the terms and conditions upon which the Recreation Centre, or any other property belonging to the Charity, may be used by persons or bodies other than the Council for the purposes specified in this governing document and the sum (if any) to be paid for such use
- 13.2 the deposit of money at a proper bank or building society and the safe custody of documents
- 13.3 the appointment of an auditor or an independent examiner
- 13.4 the engagement or dismissal of such officers, servants and agents as the Council may consider necessary and the payment of such persons (not being members of the Council)
- 13.5 the summoning and conduct of meetings.
- 13.6 policies, protocols and procedures as required by law or the requirements of good governance.

14. Questions under the Constitution

Any question as to the construction of this constitution, or as to the regularity or the validity of any acts done or about to be done under this constitution, shall be determined conclusively by the Charity Commission, upon such application made to them for the purpose as they think sufficient.'

.....

Chairman