

PRESENTATION ON CHANGES IN GOVERNANCE BY EVRT TO EFFINGHAM RESIDENTS

13th May 2022



A G E N D A

- Clarify purpose, process and protocols
- Share the reasons that we opted for the sole trustee model
- Share concerns on other models
- Address questions and comments mailed in
- Open session

GOVERNANCE REVIEW

Our objectives in changing the governance of EVRT are to ensure:

- the long-term sustainability of the charity as an asset run for the benefit of residents
- the security of the assets into the future, primarily the KGV Hall and Field (whilst noting that EVRT also holds other assets in the north of the parish)
- that EVRT will be accountable to the residents of Effingham, as the beneficiaries of the charity, and provide the recreational facilities residents want.

HISTORICAL CONTEXT

- The KGV land was originally purchased from the Pauling estate by a few individuals in 1938 and was then gifted in trust by them to EPC in 1947.
- From 1947 -1951 EPC operated as the trust's **sole trustee**, wholly responsible for ensuring that the land would be used for the trust's intended purpose.
- In 1951 EPC made the trust into a charity whose scheme set out that purpose in fine detail and delegated the day-to-day administration to the members of a defined management committee. EPC remained the sole trustee. (43 years as sole trustee)
- In 1990 a new scheme came into force whereby the members of a newly-constituted and very large Committee of Management (CoM), composed mostly of representatives of user groups, became the trust's **managing trustees** whilst EPC became a (non-managing) **custodian trustee**, simply holding the deeds.
- In 2009, the Trustees introduced a further scheme reducing the number of managing trustees, a majority of whom to be appointed by EPC. This new scheme overcame the problems that had arisen from the unwieldy nature of the former management committees, in which a small number of user groups had come to dominate the affairs of the trust in an arguably detrimental manner.

CURRENT POSITION

- The trust currently operates as a Charitable Trust, responsible to The Charity Commission to which it must report annually on accounts and charitable activities.
- It is currently an **unincorporated organisation**, managed by a small number of trustees (currently 3) who are **personally liable** for the decisions and actions taken by the trust.
- Under the present governance scheme, the long-term sustainability of the charity is dependent on being able to appoint enough managing trustees. However, the issue of personal liability has proven a significant barrier to the appointment of trustees and the charity has struggled to keep a minimum number of trustees engaged.
- The issue of personal liability cannot be sustained given the potential redevelopment of the facilities should the Berkeley Homes development progress as consented.
- At present the parish council has the authority to appoint up to 4 trustees, so as a last resort parish councillors can be appointed as trustees to ensure the charity remains quorate.
- This occurred in November 2021, following the resignation of almost all former trustees. All current trustees were appointed directly by EPC

FUTURE CHALLENGES

- Personal liability of Trustees continues to be an issue in attracting and retaining trustees.
- The prospect of rebuilding the KGV Hall should the Berkeley Homes / Howard of Effingham project progress will exacerbate this problem. If that project does proceed, then at least £2.65M of Section-106 contribution will be made available through GBC for the trust to deploy for that (and only that) purpose.
- The trustees would be responsible for managing the rebuild of KGV and all the associated finance and administration. In such circumstances no trustee could be reasonably expected to take on such a challenge if they remained personally liable for the outcome. Incorporation, with the limited liability entailed in that, would be an absolute necessity.
- How to re-connect the trust to user groups and residents

SUMMARY

- The new board of trustees have determined that a more sustainable governance model is required to ensure long term viability and independence of the trust.
- This objective is **most likely to be achieved by a change to an incorporated model**
- Previous trustees proposed switching to a Charitable Incorporated Organisation. (CIO)
- The new trustees have independently reviewed all possible governance models open to the trust of which there are 4:
 - Charitable Incorporated Organisation (CIO)- **Rejected as it places too much power and too little accountability in the hands of a small number of trustees who will be motivated to drive income as a priority**
 - Community Interest Company (CIC) – **Rejected as involves additional Admin**
 - Charitable Trust governed by an incorporated body as sole trustee – **The lowest risk, lowest cost, least disruptive, most transparent and most accountable model to residents**
 - Charitable Trust (Current Model) – **Rejected as does not address liability issue**

THE SHORT LIST

LOCAL AUTHORITY AS SOLE-TRUSTEE

Benefits

- Incorporation – limited liability
- A proven model – used historically at KGV and other Fields in Trust
- No additional cost or administration
- Accountable through EPC to local people
- The most popular model amongst Fields in Trust members (29/45) only 2 use CIO
- Potential to switch to alternative model next the KGV re build

Disadvantages

- EPC role would need appropriate management – a 'brick wall' between roles
- Concerns about workload

CHARITABLE INCORPORATED ORGANISATION

Benefits

- Incorporation – limited liability
- No additional Administration
- Potential to act freely to drive income

Disadvantages

- New and unproven (Only 2 'KGV' Fields in Trust organisations have switched)
- Costly to set up
- Needs new registration and land to be held under a separate covenant – expensive
- Opens up contract discussions / unsettles user groups & employees
- Lacks accountability to local people – no representation
- If CIO defaults on scheme rules the CC can distribute assets to other charitable trusts
- Irreversible decision

WHAT IS THE BENEFIT OF INCORPORATION?

- Currently, trustees are financially liable for the adverse consequences of their decisions.
- A charitable trust can not directly employ anybody or enter into contracts directly

BUT...

- Change to an incorporated model will ensure that liability is limited and trustees will not lose out financially (unless they have acted in a criminal manner in which they will be subject to the law)
- Incorporated bodies can employ people and enter into contracts.
- Individuals are protected from the impact of adverse financial consequences of unforeseen or catastrophic events (But not personal criminal negligence or criminal acts)

ADVANTAGES OF EPC AS SOLE TRUSTEE

CC guidance states that many local authorities act as sole trustees, especially of charities for recreational purposes. The potential advantages of such an arrangement are set out in CC Guidance (OG 56 C1 2) and meet the objectives of changing the governance of EVRT to one that provides a more sustainable model of management.

Advantages

- as a body corporate, a local authority enjoys perpetual succession, so that it is not necessary to make individual appointments of charity trustees or to vest the charity's property in them.
- The organization is also able to enter into contracts on behalf of the charity, enabling employment of professional managers which the trust currently has a limited ability to action.
- the authority may well have an informed view of the needs of the charity's beneficiaries, especially if the charity provides services like those provided by the authority.
[NOTE: This is clearly the case for EVRT, since the parish council has the statutory power and responsibility to provide both a village hall and recreation grounds]
- in the case of a recreation ground or open space, the local authority can make byelaws for the land which are enforceable by the police and the criminal courts.
- often the local authority will be willing to subsidise the operation of the charity out of its own statutory funds: either directly, by way of grant aid; or indirectly by, for example:
 - meeting the cost of maintaining the charity's property; or
 - providing professional services free of charge.

POTENTIAL ISSUES ARISING

- There must be sufficient governance arrangements in place to ensure that corporate (EPC) and charity property are kept entirely separate
- The parish council must always bear in mind that the property and funds of the charity are not part of the corporate property and funds of the local authority. The property and funds of the charity are not available for the council's corporate purposes. Potential conflict of interest if not managed appropriately.
- Potential conflicts of interest need to be appropriately handled. CC guidance states:
 1. The parish council is not bound to provide any financial support to the charity; the charity has no automatic call on the property, personnel, or funds of the parish council.
 2. The interests of the charity should never be over-ridden by or confused with the interests of the parish council as a local authority.
 3. A parish council acting as sole charity trustee acts as a corporate body: individual councillors are not themselves charity trustees, it is the parish council which is the charity trustee.
 4. Individual councillors do not act in a personal capacity as they would if they were a parish council appointee to an independent village hall charity.
 5. The parish council could be held liable for breach of trust (in the same way as an individual trustee of other charities) and be sued for breach of trust, in which case it would have to compensate the charity out of its corporate assets.
 6. The interests of council taxpayers, party political or personal interests must not come into play.
 7. Meetings of the parish council as charity trustee should take place separately from those when it is acting as a local authority and separate minutes must be kept. To avoid confusion, charity business items should be minuted separately and separate notices and agendas for the meetings should be issued. The normal rules relating to the notice to be given for parish council meetings and the signing of minutes should also be followed.

CURRENT POSITION

EVRT Trustees believe:

The most sustainable, least disruptive, lowest cost and lowest risk strategy for EVRT moving forward appears to be the sole trustee route. EVRT have therefore adopted this model as the preferred model for the trust.

WHAT EVIDENCE SUPPORTS THIS VIEW?

- EVRT have conducted a thorough review including
 - Analysis of other similar charities (KGV Fields in Trust)
 - Discussions with charitable trusts that have undertaken the conversion to CIO
 - Several detailed reviews with the Charity Commission
 - Reference to information compiled on incorporation as Charitable Organisation (CIO) by previous trustees
 - Wide ranging discussions with EPC on the arrangements to support the switch

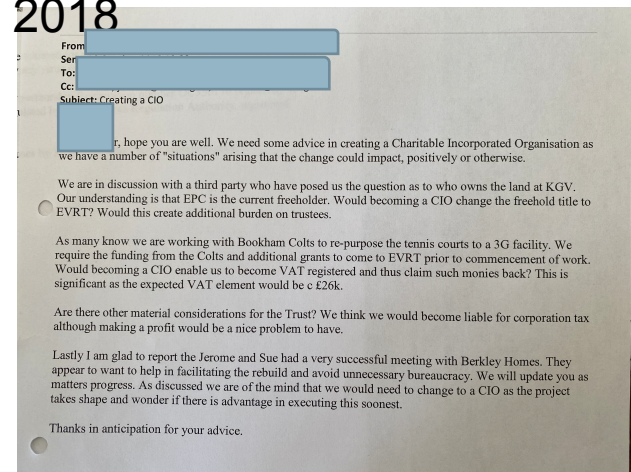
WHAT LEGAL ADVICE HAVE WE TAKEN?

- Previous trustees discussed the conversion to CIO with solicitors
- Current trustees reviewed such discussions but took independent advice from the Charity Commission –
- EPC took independent legal advice which has helped to shape the arrangements for managing the trust independently of the local authority (A summary is on the website)

HAVE YOU IGNORED THE LEGAL ADVICE GIVEN TO PREVIOUS TRUSTEES?

- No
 - The focus of the previous trustees was on conversion to CIO.
 - ‘We need some good advice in creating a Charitable Incorporated Organisation.’
 - Most advice centred upon amendments to a CIO constitution about which the parish council had raised serious concerns.
 - There was no formal brief to solicitors.
 - There was no formal response
 - ‘advice’ took the form of brief emails and was never formalised or captured or presented to any external organisation for comment.
 - The solicitors have specifically prohibited our sharing such exchanges with the public.
 - Formal resolution adopted to convert to CIO notified to solicitors on 31st March 2019

The first formal request for information on governance – an email on 16th October 2018



Final invoice states:
‘Conversion to CIO’



WHY HAVE YOU NOT PURSUED CIO?

- The proposed constitution of the CIO model specifically excluded users and user groups from involvement in the running of the trust
- Practically, it would necessitate renewal of employment contracts and user licenses which we felt would be un-necessarily disruptive. A CIO is a new organisation – EVRT would be wound up.
- The powers proposed for trustees were far reaching (see next slide)
- The plan relied heavily upon the appointment of a CEO to drive income through events held at the KGV. Current trustees disagreed with this route:
 - Financially it is high risk –It requires enough income to be generated to cover the costs of the new CEO and his team and invest in any infrastructure required to support new event formats. Ultimately the previous trustees were reluctant to press ahead without a financial commitment to underwrite the plan from EPC (Which EPC was reluctant to do)
 - Practically, current trustees believe that the plan was too reliant upon driving income from events which would inconvenience local residents, compound traffic & parking problems in the village and potentially result in anti-social behaviour in and around the events. We believe the KGV Hall and Field should operate for the benefit of local residents and promote their health and wellbeing.

DRAFT CONSTITUTION FOR CIO

Powers proposed for the CIO board

- The CIO has power to do anything which is calculated to further its objects or is conducive or incidental to doing so. In particular, the CIO has power to
 - borrow money and to charge the whole or any part of its property as security for the repayment of the money borrowed. (What happens in the event of default?)
 - buy, take on, lease or in exchange, hire or otherwise acquire any property and maintain and equip it for use
 - sell, lease or otherwise dispose of all or any part of the property belonging to the CIO. In exercising this power, the CIO must comply as appropriate with sections 117 and 119-123 of the Charities Act 2011(KGV land protected)
 - employ and remunerate such staff as are necessary for carrying out the work of the CIO.
 - The CIO may employ or remunerate a charity trustee, deposit or invest funds, employ a professional fund-manager, and arrange for the investments or other property of the CIO to be held in the name of a nominee

OTHER CONCERNS ABOUT THE CIO CONSTITUTION

- A charity trustee or connected person may receive a benefit from the CIO as a beneficiary of the CIO provided that a majority of the trustees do not benefit in this way. We felt this might be open to or perceived to be open to, abuse.
- A charity trustee or connected person may enter into a contract for the supply of services, or of goods that are supplied in connection with the provision of services, to the CIO
- A charity trustee or connected person may receive interest on money lent to the CIO at a reasonable and proper rate which must be not more than the Bank of England bank rate (also known as the base rate).
- The trustees were not liable to election, public scrutiny or to account publicly for their actions.

CAN THE NEW MODEL MEET THE REQUIREMENTS OF RESIDENTS?

Residents' requirements for the charity are:

- Independence from interference or control from another organisation.
- No conflicts of interest.
- Accountable to local residents.
- Attractive to the best local people, who have the experience and expertise to run the charity well.
- There has been too much secrecy in the past. The charity is for local residents, so they need a say in significant decisions.
- No personal liability. Personal liability has hindered decision making, and prevented people coming forward to run the charity.

The Sole Trustee Model delivers:

- An organisation with clear operating arrangements agreed and monitored by the Charity commission – admittedly not easy, but manageable
- Individual councillors will not be trustees. They will not be able to benefit financially from involvement with the trust.
- There will be an annual AGM and meetings will be held in public
- There will be a board of directors, membership of which will be drawn from residents and user groups and open to all who want to apply. This group will shape the programme of EVRT, but the trustee will control financial affairs, strategy, licenses and contracts.
- Members of the board will not be personally liable.

WOULD A CIO MEET THE REQUIREMENTS OF RESIDENTS IN A BETTER WAY?

Residents' requirements for the charity are:

- Independence from interference or control from another organisation.
- No conflicts of interest.
- Accountable to local residents.
- Attractive to the best local people, who have the experience and expertise to run the charity well.
- There has been too much secrecy in the past. The charity is for local residents, so they need a say in significant decisions.
- No personal liability. Personal liability has hindered decision making, and prevented people coming forward to run the charity.

The CIO Model delivers:

- A fully independent organisation, answerable only to the Charity Commission (Not accountable to residents or license holders)
- Trustees and their families and associates can benefit financially from involvement with the trust. Some (not all) would be directly employed.
- There would be no AGM and meetings would be held in private.
- Trustees will co-opt new trustees if and when required. There would not be an open process for applying for trustee positions.
- The new organisation would operate completely independent of residents, user groups and village organisations. There would be no obligation to publish minutes or seek feedback on proposals and activities.
- CIO Trustees would not be personally liable.

COMMENTS & QUESTIONS

"WHAT ARE THE IMPLICATIONS FOR THE RUGBY CLUB (USER GROUPS) OF THE CHANGE IN GOVERNANCE OF EVRT?"

- The basic model is not changing – EPC is replacing current trustees as the 'Sole Trustee,' and contracts and licenses are written to ensure smooth transition between trustees. All contracts and licenses with trustees will carry forward. (Under a CIO all licenses and contracts would be renegotiated with the new organisation as EVRT would no longer exist)
- In addition, the trust aims to ensure greater involvement of residents and user groups who will have the opportunity to become board members or participate in project schemes to shape the future activities of the charity. There will be public meetings and an AGM. (Not provided for under CIO)
- EPC as sole trustee will have strategic and financial responsibility and accountability to the Charity Commission. Future licenses and contracts will be signed off by EPC.
- In essence, there will be no change to the terms and conditions of licenses for user groups but greater transparency in the operations and activities of the trust are planned.

WHAT HAPPENS IF THERE IS A MAJOR CATASTROPHE –
THE ROOF FALLS IN? ARE YOU JUST PASSING ON
LIABILITY TO PARISH COUNCILLORS OR THE PRECEPT?

- The charity is of course insured, and liability is limited by law. In the event of major damage to the buildings not covered by insurance, EPC as sole trustee would seek grants to address the damage. Local people would have a say in what happens next, but EPC (as LA) would still need to make some provision for recreation for residents. (Statutory responsibility to do so)
- It is the corporate body of the Parish Council – not individual members – that will become the trustee, and liability is limited for a public authority.
- There are no plans to increase the precept and no reason why this should change. EPC already contributes to the maintenance of playgrounds and facilities because it has a statutory responsibility to provide recreation space and facilities for Effingham residents.

WHY CAN'T WE JUST STAY AS WE ARE CURRENTLY?

- The current model deters people from taking on responsibility as a trustee. It is hoped that this new model will alleviate concerns about personal liability and encourage more residents to get involved.
- With the possibility of section 106 investment for the redevelopment of KGV, the trust needs a more robust model for managing finances. GBC is unlikely to allow either individual trustees to manage such a large investment project or a CIO which is a closed and unaccountable body.

‘YOU ARE DESTROYING THE CHARITY! YOU ACTED WITHOUT CAUSE OR AUTHORITY.’

- This challenge is directed more at EPC, but we will address it. EPC was concerned by the powers granted to trustees under the proposed CIO constitution.
 - Conversion to CIO would actually result in the winding up of EVRT. All assets (land, income and reserves) would pass into the hands of the new organisation.
 - Existing contracts and license holders would require the new CIO to accept or reject the current contracts and terms – There is no automatic guarantee that such contracts would be honoured now or in the future
 - Under the CIO there would be no representation for user groups or residents – no AGM and no means to influence the decisions of the organisation.
 - The organisation would be governed by 4 trustees who themselves would be purely responsible for the appointment of any future trustees by co-option.
 - Trustees themselves could benefit from the charity directly, through employment or the granting of contracts.

The current trustees operated entirely independently of EPC in coming to its conclusions and under the current scheme rules, has the authority to do so.

THE CHARITY SHOULD BE ACCOUNTABLE TO LOCAL RESIDENTS. THERE HAS BEEN TOO MUCH SECRECY IN THE PAST. THE CHARITY IS FOR LOCAL RESIDENTS, SO THEY NEED A SAY IN SIGNIFICANT DECISIONS.

- The current trustees wholeheartedly agree. For this reason we rejected the CIO route because under the CIO route local people and user groups would be explicitly excluded from the charity.
- Decisions would be made by a closed group of trustees, in private, with the sole objective of maximising the fund raising capacity of the charity. Whilst the latter appears attractive, the pressure to source income streams to cover the costs of the new structure (CEO and any team working with them) would constitute a significant threat to the quality of life in the village. The CIO could host major events every week in the pursuit of income. It could alter the objects of the charity without reference to local residents and expand its area of benefit. It could open bars, restaurants and cafes that would compete with local businesses.
- We do not believe a CIO meets the desire for greater transparency, or participation of local people and user groups. The new scheme explicitly creates a mechanism (The Board) through which user groups and residents can participate. Appointments to this board will be open to all but subject to the same scrutiny as the appointment of trustees in the past.

‘THE CHARITY IS NOT INDEPENDENT’

- There is a very clear legal requirement to maintain the independence of the charity. It is not possible for EPC to operate in breach of the charity commission rules. The charity is monitored and any such breach would be penalised.

CONFLICTS OF INTERESTS

- IN 11(1-4). OF THE NEW DRAFT OF THE CHARITY SCHEME 2009(REV. 2018), IT IS PROPOSED TO USE THE WORDING PREVIOUSLY SUGGESTED BY THE FORMER TRUSTEES WHEN MOVING TOWARDS A CIO TO DEAL WITH CONCERNS ABOUT UNDECLARED INTERESTS AND CONFLICTS OF INTEREST. IT IS PRESUMED THAT THIS WILL APPLY TO PARISH COUNCILLORS WHO WILL FORM THE SOLE TRUSTEE (PLEASE CONFIRM).

- The issue of general conflict of interest is quite clear in the legal advice to EPC, as follows:

"The council as sole managing trustee acts as a corporate body and individual councillors are not individual trustees. Individual councillors do not, therefore, have disclosable pecuniary interests (DPIs) or other interests to declare in relation to the charity and the council, of course, does not have a declarable interest."

- As for failure to declare interests, the same sanctions would apply as now - this would be a breach of Charity Commission requirements, and probably also of the Local Government Act.

FORMING A QUORUM

IT IS NOTED THAT 12. OF THE CHARITY SCHEME 2009(REV.2018) HAS NOT BEEN EDITED, THEREFORE A QUORUM IS ONE THIRD OF THE "MEMBERS" OR N=3, WHICHEVER IS THE HIGHER. ASSUMING THAT THE "MEMBERS" WOULD BE ONLY THE COUNCILLORS WITH A FULL COUNCIL OF N=10, THIS WOULD MEAN N=4 WOULD CONSTITUTE A QUORUM. CAN YOU: A) CONFIRM THAT ONLY THE COUNCILLORS WOULD CONSTITUTE THE MEMBERS OF THE CHARITY; B) THAT IF ONLY 4 COUNCILLORS ATTENDED, A RESOLUTION OF THE SOLE TRUSTEE COULD BE TAKEN WITH ONLY 2 VOTES (ASSUMING THE CHAIRMAN MAKES A CASTING VOTE) IN FAVOUR OF ANY GIVEN RESOLUTION; C) DOES THIS STRIKE THE BOARD AS SAFE AND SECURE FOR THE CHARITY, GIVEN THAT COUNCILLORS MAY HAVE ZERO KNOWLEDGE OF EVRT OR HOW IT OPERATES AS THE ONLY CRITERIA FOR 'TRUSTEESHIP' IS TO GET ELECTED?

- Yes- we consider the arrangements to be at least as safe and secure as the current arrangements and more so than the CIO:
 - Councillors are very familiar with EVRT – There are regular meetings, EPC is currently the custodian trustee and EPC reviews accounts and budgets with the trustees every year.
 - Parish Councils are already entitled to make important decisions (eg setting the precept) on the basis of a majority vote from a quorum of councillors present and voting.
 - Getting elected is, in our opinion, safer than being co-opted by a closed group of 4 trustees with no accountability

RE; LIABILITIES. CAN THE TRUSTEES PLEASE EXPLAIN WHERE ANY FINANCIAL LIABILITY WOULD LAND IN THE EVENT THAT EVRT INCURRED COSTS (E.G., FROM A LEGAL CLAIM DUE TO NEGLIGENCE) THAT EXCEEDED THE ABILITY OF THE CHARITY TO PAY THEM?

- The point of incorporation is that any genuine liabilities would be limited.
- In the event of negligence by the sole trustee, or any individual councillor who was proven to have acted in a criminally neglectful manner, the sole trustee / individual would be accountable. Charity funds would not be impacted. This situation is no different than today. Councillors, Trustees and incorporated bodies are not above the law.
- Financial liability would certainly not fall on the precept-payers, just as it would not fall on the precept-payers if a parish council owned bus-shelter fell over and killed someone. The parish council has extremely stringent requirements on risk assessment and has public liability insurance in place (see bottom of <https://www.effinghamparishcouncil.gov.uk/about-us/policies-and-procedures/>, and this would apply to all activities of EPC, including when acting as trustee. This is thoroughly checked annually by the council's auditor as required by local government law - see <https://www.effinghamparishcouncil.gov.uk/about-us/annual-governance-accountability-returns/>. Section C of the internal auditor report covers risk assessment and insurance.

NO-ONE WILL NEED TO ACTIVELY CONCERN THEMSELVES
AND BE RESPONSIBLE FOR THE ETHOS AND GOVERNANCE
OF THE CHARITY

- EPC – an experienced and trusted organisation familiar with the ethos and governance of EVRT will be responsible for the charity. Their challenge to previous trustees on the lack of suitability of the proposed constitution demonstrates this point.

WHY IS YOUR SOLUTION DIFFERENT TO THE FORMER TRUSTEES

- The former trustees believed that ‘the task of a Trustee is to raise as much income for the charity as possible, to pay for expenditure on the running of the existing facilities and invest in new ones for the benefit of residents.’
- The current trustees believe the task of the trustees is to meet the objects of the charity which is to promote the health, recreation and wellbeing of residents through sustainable management and protection of the KGV Field and Hall in order to provide opportunities for recreation and amenity consistent with the requirements of residents.

We believe there is a balance to be struck and we fall on the side of providing facilities which will not result in inconvenience to local residents or exacerbate issues of traffic, parking and anti-social behaviour in the village.

IN WHAT WAYS, SPECIFICALLY, DO EXISTING TRUSTEES SEE THAT THE CHARITY WILL BE ABLE TO FLOURISH RATHER THAN LANGUISH UNDER THE CONSTRAINTS AND COMPLICATIONS OF THE SOLE TRUSTEE MODEL?

- We believe the charity is already starting to flourish. Since appointment:
 - The launch of a climate change initiative in partnership with residents has been embraced. New trees and a tranquillity area has been created. New recycling facilities are planned.
 - Licenses have been renegotiated and plans for development reviewed in partnership with license holders.
 - EVRT is leading the planning, organising and hosting of the Platinum Jubilee Celebrations – working with residents to put the facility back at the heart of the community
 - Grants have been secured and we are working in partnership with the forestry commission to address the ash die back problem

Current trustees believe the charity will flourish by working with residents within the area of benefit on projects that they care passionately about.

HOW CAN THIS MODEL BE SEEN AS A GOOD FIT FOR THE CIRCUMSTANCES OF THIS PARTICULAR CHARITY?

- Because it is the most common operating model for Fields in Trust which is what we are.

WHO WILL BE PROVIDING THE NECESSARY EXPERTISE AND FULLY-FOCUSSED COMMITMENT?

- The Sole Trustee
- The new Board in concert with the sole trustee
- Residents with plans they would like supported

PROTECTION OF LAND

- No changes to the current protections are planned.

THE PREVIOUS TRUSTEES PROPOSED A DIFFERENT SOLUTION. WHY HAVE YOU REJECTED IT?

- The proposed constitution of the CIO model preferred by previous trustees specifically excluded users and user groups from involvement in the running of the trust. Appointment of trustees lacked transparency and was not open to all.
- The powers proposed for trustees were far reaching and the plan relied heavily upon the appointment of a CEO to drive income through events held at the KGV which could inconvenience residents, compound traffic and create additional parking problems in the village. Current trustees disagreed with this route:
- We believe it was financially high risk – it required that enough income be generated to cover the costs of the new CEO and his team and invest in any infrastructure required to support new event formats
- we believe that the sole trustee model offers the most democratic and accountable system; the proposed CIO model allowed residents very little input or oversight in the trust's decision making and actions

TO TRANSFER THE WHOLE BENEFICIAL OWNERSHIP OF THE ORIGINAL KGV FIELD TRUST LAND TO THE PARISH COUNCIL & REFRESH EVRT CHARITY TO MANAGE THE HALL

- Adopting a model that requires the trust to give away its central and most valuable asset (the land) to the local authority, does not seem on first look to sit comfortably with the responsibilities of the trustees. Indeed, legally, the trustee would have to appeal to the CC to transfer out assets from EVRT to EPC . In ordinary times, it can only receive grants or assets from EPC. As Ian Davison said, the door is 'only one way.'
- If we were able to overcome this obstacle, management of user groups such as The Rugby Club and to a lesser extent, The Playgroup would be exceptionally complex.
- Without opting for a CIO for management of the hall, the issue of liability would still be a problem. It is likely EPC would also have to license the hall to the CIO
- The S106 money from BH covers the cost of rebuilding/redeveloping the hall, rather than the fields. This would put £2.6m into the hands of village volunteers unless we opted for a CIO model for that. If we opted for a CIO, the decisions regarding the hall would have no local authority oversight - GBC is unlikely to agree to that.
- Given the lack of accountability for the CIO model, which operates primarily as a fundraising body to support the charity's objects, how would the desire of local people for greater input into the activities of the trust be accommodated?
- Longer term, hybrid models may be appropriate. (For example, A partnership with a CIC focussed upon events and fundraising for the charity) In the immediate future, there is a compelling requirement to stabilise and then sustainably manage the trust through this period.

ANY OTHER QUESTIONS?