

Report on sole trustee governance proposal for Effingham Village Recreation Trust

This report describes the consideration process undertaken by Effingham Parish Council following the request from the EVRT Board of Trustees that EPC should take on the role of sole trustee for the charity.

1.0 Introduction

The King George V Fields were given to Effingham Parish Council (EPC) by the original purchasing trustees in 1947, and full details of this early history of the Fields can be found on <https://elhg.org.uk/discovery/locations/kgv-playing-fields/>. The Parish Council minutes for 17 February 1947 state that 'By this Deed [of Gift] the Fields are to be held in Trust by the Parish Council for ever, subject only to the consent of the Charity Commissioners, which must be obtained before the Transfer is valid.'

The land for the KGV Fields was subsequently vested in a charity in 1951, together with two extra pieces of land on Effingham Common which were gifted to EPC by the then Lord of the Manor, including the Calburn Cricket Ground. A Hall was opened on the KGV Fields in 1966, and subsequently extended to include two 'club rooms' and sports changing facilities.

The object of the charity has remained broadly the same throughout the decades, and currently reads '*The object of the charity is, for the public benefit, to provide or assist in the provision, support and or maintenance of facilities for recreation and other leisure-time occupation for the inhabitants of the area of benefit, in particular through the provision of a village hall and recreation grounds.*' The area of benefit is defined to be '*the Parish of Effingham and its immediate neighbourhood*'.

From 1951 until 1990 the charity was governed by EPC as sole managing trustee, assisted by a Committee of Management for day-to-day operations made up of representatives of the various user groups plus a few individuals elected at an AGM. EPC continued in that role until 1990, when an amended charity scheme made members of the Committee the managing trustees, with EPC then assuming only the role of custodian trustee.

Down the decades various problems arose with certain user groups dominating the rather unwieldy Committee of Management to the detriment of the charity. EPC facilitated a change to the present charity structure in 2009; the charity name is now 'Effingham Village Recreation Trust' (EVRT) with charity number 305018. Minor changes to the EVRT governing scheme were made in 2018, with the intention of ensuring that no user group could again dominate the board of managing trustees.

2.0 The current situation

EPC is the custodian trustee and also nominates four of the seven managing trustees.

EVRT currently has one employee, the KGV Manager, and another member of staff, the Facilities Officer, appointed on a contract. Contracts are also in place with a grounds maintenance company and a cleaning firm.

The Cricket Ground is now leased to Effingham Cricket Club, with the landlord defined as 'Effingham Parish Council acting as the Custodian Trustee of the Effingham Village Recreation Trust.' Licences are in place with user groups including Effingham & Leatherhead Rugby Football Club, Bookham Colts (junior football), Little Bookham & Effingham Preschool and Loolabell's Outdoor Kitchen.

Following concerns about the personal liability of managing trustees in an unincorporated charity, the managing trustees proposed to convert to a Charitable Incorporated Organisation (CIO). EPC expressed concern about the future security of the KGV asset if it were transferred to a CIO with a constitution based on the 'foundation model', one of two alternative model constitutions available from the Charity Commission. This constitution did not include direct accountability to the residents of Effingham, who are the beneficiaries of the charity. The managing trustees subsequently resigned, in November 2021, and EPC then appointed the present board of three managing trustees to ensure the board remained quorate.

3.0 Governance Review

In January 2022, the present board of managing trustees carried out a thorough review of the governance options for the charity, with the objectives of ensuring:

- the long-term sustainability of the charity,
- the security of the assets (mainly the KGV Hall and Fields) into the future,
- the accountability of EVRT to the residents of Effingham, as the beneficiaries of the charity, to provide the recreational facilities they want

As part of this review, the trustees considered the legal advice provided to the previous trustees and discussed options with senior advisors at the Charity Commission. They investigated the governance models of other KGV charities via the Charity Commission and Fields in Trust websites, and discussed with the trustees of East Horsley Village Hall their recent experience in converting to a CIO.

The review concluded that the most sustainable and lowest risk strategy for EVRT moving forward is the governance model under which EPC becomes once again the sole trustee of the charity.

The governance review and its implications were discussed at a meeting of the EPC/EVRT Liaison Group on 1 February (see <https://www.effinghamparishcouncil.gov.uk/evrt/>), and on 22 February 2022, EPC decided:

That the Council agrees in principle to become the sole trustee of EVRT if the EVRT Board so request, subject to satisfactory administrative and financial arrangements being feasible.

The EVRT Board formally requested that EPC take on the role of sole trustee in a letter dated 17 February (Appendix 1).

EPC in consultation with EVRT then prepared proposals for future administrative and financial arrangements for the governance structure of EVRT if EPC were to become the sole trustee, together with suggestions of how the transition could be managed, and a possible amended 2022 charity scheme. In doing this, EPC had regard to *Charity Commission Operational Guidance* and to the *ACRE Information Sheet 36 'Village halls run by parish councils as sole trustee'*.

The final 'Arrangements' document was discussed and agreed by the EPC/EVRT Liaison Group at their meeting on 3 March. This document can be viewed on the EPC website at <https://www.effinghamparishcouncil.gov.uk/wp-content/uploads/2022/03/Arrangements-for-EPC-as-sole-trustee-FINAL.pdf>.

4.0 Legal Advice

EPC took formal legal advice on the proposed Arrangements from a solicitor specialising in local government matters, especially parish councils, and this advice was received on 14 April 2022. The questions asked and the advice received are summarised below.

Q1. Are the proposed arrangements acceptable and correct in terms of both Local Government and Charity Law?

The advice quotes from the Charity Commission Operational Guidance OG51. (This guidance was fully considered by EPC and forms the basis of the proposed arrangements.) The advice states:

“The Council would have to separate its roles, administration and finances as a local authority and a charity and keep them at arms-length. The Council while acting as a charity will need to give the impression as well as the actuality that it is fulfilling a different role governed by different rules. Many parish councils do act as sole managing trustees.”

The advice expressed concern that the changes proposed to the scheme were likely to be rejected by the Charity Commission because the document and the administrative arrangement read as a local government document and not as a charity governing document. (As a result of this advice, the proposed amended scheme has been updated and the Charity Commission has now confirmed they are content with the updated scheme, as described in Section 5 of this report.)

From this EPC can conclude that since

- a) the proposed arrangements set out clearly how EPC would separate out the roles of EPC as local authority and EPC as sole trustee; and
- b) the Charity Commission has confirmed they are content with the updated scheme,

then the proposed arrangements for administration and finances are acceptable and legally correct.

EPC will need to bear in mind the advice that EPC needs to ensure that this separation of roles is made clear to the public.

Q2. Is the proposed revised 2022 charity scheme acceptable?

The advice states that clauses 6, 9(3), 10(1), 11, 13 of the amended 2022 charity scheme all require attention, to make it clearer this is a charity governing document and not a local council document, and that individual councillors are not themselves individual trustees.

As a result of this advice, the amended scheme has been updated as shown in Appendix 2. [The present managing trustees have subsequently checked with the Charity Commission that this scheme is acceptable to them.]

Q3. As sole trustee, does EPC automatically remain the custodian trustee as well as the managing trustee?

The advice confirms that it is sufficient to simply state that EPC is the sole trustee, and there is no need to specify separately in the charity scheme that it remains the custodian trustee.

Q4. How does EPC as Local Authority (LA) provide funding to EPC as trustee? Is it sufficient to simply agree the funding at a meeting of EPC as LA? Is there any need for declarations of interest or dispensations when this is done, since members of EPC as LA are also members of EPC as trustee?

There are no concerns about EPC funding powers under the Local Government Act, and no need for any declaration of interests in relation to funding decisions.

The advice states:

A council can grant aid the charity as it can grant aid other organisations.

A parish council has three primary grant-making powers in the circumstances:

- 1. S 137(3) of the Local Government Act 1972 (grants to charities) which is available to both eligible and non-eligible parish councils although non-eligible councils are subject to the s 137(4) cap*
- 2. S 19 of the Local Government (Miscellaneous Provisions) Act 1976 (grants to voluntary organisations) for the provision of recreational facilities (not capped)*
- 3. S 1 of the Localism Act 2011 (the general power of competence) for eligible councils.*

Grants would be made in accordance with the council's usual grant-making criteria and procedures.

On declaration of interests:

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 or other interests to declare in relation to the charity and the Council, of course, does not have a declarable interest.

Q5. Are there any complications regarding employment by EPC as trustee versus EPC as local authority? In particular, will the switch to the sole trustee model require a change of employment contract for the existing employee? What limitations or guidelines would you suggest in the event that the charity deems it necessary to employ a clerk or executive officer?

The advice states:

It [EPC as local authority] could make staff and staff time available to the charity but logically that should be recharged to the charity. If staff are currently employed by the charity but will remain employed by the charity, then there might be no need to change. However, this depends on who is the employer because an unincorporated body cannot act as if it were a corporate body and let contracts for supplies, services, works or of employment, and it might make sense for those staff to be transferred to the Council. The clerk to the Council need not be the clerk (if one is needed) to the charity although the parish council clerk does often act as clerk to the charity but be alive to the need to apply the different rule-making and observing conditions.

From this advice, EPC may conclude that If staff are formally employed by EPC as local authority, then any work they carry out for the charity should be recharged to the charity. (A recharge is an internal charging mechanism where the costs of providing products or services are recovered by charging fees based on an approved recharge rate.)

The current trustees will need to check the wording on all contracts currently in place.

Q6. Are there any other issues that EPC should be aware of when deciding whether to take on the role of sole trustee?

The advice provides clarification of the conveyance of the land to EPC and its status as a King George's Field. The advice states that no further layers of protection for the KGV are necessary:

"...the 1938 and 1947 conveyance and deed make clear that the land is clearly to be a used for a designated purpose and possibly permanent endowment which means that its disposal is circumscribed. I have not investigated the title to the other parcels referred to in the 2009 scheme schedule. Given the layers of protection, I do not suggest that further layers need to be introduced, certainly so far as the KGV field is concerned."

The advice states 'The Council could be constituted as sole managing trustee by an amending scheme made by the Commission although I think that a such a position could be reached by resolution of the charity trustees under s 280 of the Charities Act 2011'. [The current managing trustees have subsequently confirmed with the Charity Commission that s280 of the Charities Act 2011 can be used to make this governance change.]

5.0 Charity Commission Advice

The EVRT Board of Trustees consulted the Charity Commission on 20 April as to the correct procedure to implement a change in governance to the sole trustee model, based on the proposed revised charity scheme in Appendix 2.

A detailed note of that consultation is attached as Appendix 3. As described there, the Charity Commission agreed that:

- the operative power here for the Charity is Clause 280 of the Charities Act 2011 (Part 13), applicable to unincorporated charities
- under this provision it is sufficient for the current EVRT Board to formally resolve that the transition to the amended governance scheme take effect upon a prescribed date, whereupon it does then take effect automatically on that date
- the Board is required to notify the Commission of the change by submitting a standard Amendment of Scheme; the Commission will subsequently confirm by email that they have registered that amendment
- if the Commission should have any advice or reservations to express, upon receiving the amendment, then they will notify such by email

In essence the Commission is content for EVRT to change the governance of the charity by means of a simple resolution of the current Board of Trustees to amend the charity scheme, using s280 of the Charities Act 2011. This is consistent with the legal advice received by EPC described above.

In addition, it is noted that Charity Commission Operational Guidance OG56 C1 2. (see <http://ogs.charitycommission.gov.uk/g056a001.aspx>) states:

2. Advantages of appointing local authorities as trustees

The administration of a charity by a local authority can have 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 authority may well have an informed view of the needs of the charity's beneficiaries, especially if the charity provides services similar to services provided by the authority;

in the case of a recreation ground or open space, the local authority is able to make bye-laws 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.

6.0 Public information and comment

EPC agreed on 22 February 2022:

That a full report on the administrative principle & financial arrangements for Effingham Parish Council (EPC) to become the sole trustee for Effingham Village Recreation Trust (EVRT) be produced after receipt of advice and published & publicised for comment on the report & any comments received should come back to the council at the earliest opportunity for discussion & agreement.

An article 'Changes at the KGV', explaining the proposed change in governance arrangements was published in the Spring/Summer edition of the Roundabout Effingham Magazine delivered to homes across the parish during late March/ April. Detailed information about the discussions on the proposed change was published on the EVRT/KGV website in February (<https://www.effinghamkgv.co.uk/news/governance-moves/>) and also on the EPC website (<https://www.effinghamparishcouncil.gov.uk/evrt/>).

Having received legal advice on 14 April, this full report was prepared by EPC and published as a news item on the EPC website on 21 April, inviting comments to be sent to the EPC Clerk prior to the EPC meeting on 26 April.

The agenda for the EPC meeting respects the decision made on 22 February and asks councillors:

*To **CONSIDER** the full report on the proposed arrangements, together with the legal advice, the letter from former trustees and any further comments received.*

*To **DECIDE** whether or not to confirm that the Council agrees to become the sole trustee for EVRT, and write to the Board of Trustees accordingly.*

Prepared by Cllr Liz Hogger, 21 April 2022

APPENDIX 1
Request from EVRT to EPC



EFFINGHAM VILLAGE RECREATION TRUST

Effingham Parish Council,
3 Home Barn Court
The Street
Effingham
Surrey KT24 5LG

17 February 2022

Dear Parish Councillors,

The Board of Managing Trustees of EVRT today held an Ordinary Meeting at which the issue of the Trust's future governance was further discussed.

At our previous Ordinary Meeting on 10 January we had minuted our conclusion that our preferred model for future governance was that of the Parish Council becoming Sole Trustee, as it had been originally when the KGV was first gifted to it in 1947.

Our conclusion was drawn from our consultations with the Charity Commission and from the research and analysis set out in the Trustees' presentation "Review of Governance Options for EVRT" to the EPC/EVRT Liaison Group meeting held online on 1 February, the Notes of which are now publicly accessible from the EPC website.

At that Liaison Group meeting it was proposed that the two co-chairs would draft possible changes to the charity scheme. They have now completed that draft, together with a detailed proposal for the future practical operation of the Trust, and have circulated that to Councillors for consideration. The Trustees believe that this proposal is a viable basis for the future governance of the Trust.

We have therefore concluded today that it is appropriate now for us, as the current Managing Trustees, to make this formal request to Effingham Parish Council that it become Sole Trustee. We understand that the Council will need to be reassured that suitable administrative and financial arrangements can be put in place and we will be pleased to cooperate with you in shaping these.

Yours sincerely,

Christopher John Hogger,
Hon. Chairman of EVRT,
on behalf of the Trustees.

APPENDIX 2
Updated 2022 governance scheme

THE CHARITY COMMISSION FOR ENGLAND AND WALES

Under the power given in the Charities Act 1993

Orders that from today, the

28 August 2009

this

SCHEME

will govern the charity

formerly known as

KING GEORGE'S FIELD AND HALL (305018)

and now to be known as

EFFINGHAM VILLAGE RECREATION TRUST (305018)

at

Effingham, Surrey

**SCHEME revised by
EFFINGHAM VILLAGE RECREATION TRUST
with effect from ???? 2022**

**Agreed at the meeting of managing trustees on ???? 2022
and by Effingham Parish Council on ???? 2022**



Authorised Officer

Sealing: 742/0910
Case No: C-238011-COE6

1

Definitions

In this scheme:

"the charity" means the charity identified at the beginning of this scheme.

"the area of benefit" means the Parish of Effingham and its immediate neighbourhood.

"the trustee" means Effingham Parish Council as the sole trustee of the charity acting under this scheme.

"member" means a member of Effingham Parish Council as the sole trustee of the charity

ADMINISTRATION

1. Administration

The charity is to be administered by the trustee in accordance with this scheme. This scheme replaces the former trusts of the charity.

2. Name of the charity

The name of the charity is Effingham Village Recreation Trust.

OBJECT

3. Object of the charity

- (1) The object of the charity is, for the public benefit, to provide or assist in the provision, support and or maintenance of facilities for recreation and other leisure-time occupation for the inhabitants of the area of benefit, in particular through the provision of a village hall and recreation grounds.
- (2) The land numbered 1 in the schedule to this scheme is part of the national memorial to His Late Majesty King George V and must be retained for use as a public recreation ground and village hall under the name of King George's Field and King George's Hall.
- (3) The land numbered 2 and 3 in the schedule to this scheme must be retained for use for the object of the charity.

POWERS OF THE TRUSTEE

4. Powers of the trustee

In addition to any other powers which it has, the trustee may exercise the following powers in furtherance of the objects of the charity:

- (1) Power to make rules and regulations consistent with this scheme for the management of the charity. The rules may include the terms and conditions upon which the facilities provided by the charity may be used by persons or bodies other than the trustee and the sum (if any) to be paid for such use.
- (2) Power to delegate the performance of any act consistent with the rules and regulations made by the trustee, subject always to the authority of the trustee, to a committee consisting of up to 10 members, including at least 2 members of the trustee together with up to 8 natural persons who are not members of the trustee, where:
 - (a) Members of the committee must be appointed at a meeting of the trustee; and
 - (b) The committee may elect a chairman and a vice-chairman; and
 - (c) All members of the committee must act according to the best interest of the charity on all matters and will observe the same procedure for dealing with any conflicts of interest as that which is set out for members of the trustee in clause 11 of this scheme.

The committee must promptly report their acts and proceedings to the trustee. The committee must not incur expenditure on behalf of the charity except in accordance with a budget previously agreed by the trustee.

From the date this scheme comes into effect until such time as members are appointed by an ordinary meeting of the trustee, the members of this committee will be Councillor Paula Moss, Councillor Charles Thorne and Dr Christopher Hogger.

- (3) Power to establish advisory committees and to make regulations setting out the constitution, roles and responsibilities of any such committee.

THE TRUSTEE

5. The trustee

Effingham Parish Council is the sole trustee of the charity.

6. Chairman and Vice-Chairman

- (1) The chairman and vice-chairman of Effingham Parish Council shall be the chairman and vice-chairman of the trustee.
- (2) The chairman, or the vice-chairman if the chairman is not present, will chair meetings of the trustee.
- (3) The members present at a meeting of the trustee must elect one of their number to chair the meeting if neither the chairman nor the vice-chairman is present, or if the offices of chairman and vice-chairman are vacant.

7. Secretary or clerk

The trustee may appoint a secretary or clerk to keep a proper record of meetings.

MEETINGS OF THE TRUSTEE

8. Meetings

Meetings of the trustee may be held in person or by electronic means.

9. Ordinary meetings

- (1) The trustee must hold at least 3 ordinary meetings in each 12 month period.
- (2) Ordinary meetings require at least 7 days' notice.
- (3) The chairman, or the vice-chairman, or any 2 members, may call an ordinary meeting at any time.

10 Special meetings

- (1) The chairman, or the vice-chairman, or any 2 members, may call a special meeting at any time.
- (2) Special meetings require at least 4 days' notice.
- (3) The notice calling a special meeting must include details of the business to be transacted at the meeting.
- (4) A special meeting may, but need not, be held immediately before or after an ordinary meeting.

11. Conflicts of Interest

- (1) All members must declare any interest that he or she has by reason of:
 - (a) membership of any organisation which holds a licence with the charity or a lease of the charity's premises
 - (b) management responsibility in any organisation which holds a licence with the charity or a lease of the charity's premises
 - (c) pecuniary interest in any organisation which holds a licence with the charity or a lease of the charity's premises or a business contract with the charity.
- (2) The declarations of interest shall be entered into a register of interests.
- (3) At any meeting of the trustee members must declare any new interest that he or she has which has not previously been declared, and this must be added to the register of interests.
- (4) If there is a matter for discussion at a meeting of the trustee which relates to a registered interest held by a member and declared under clauses (1) (b) or (1) (c) above, or some other personal interest which could give rise to a conflict with his or her duty to act solely in the best interest of the charity on the matter, then the member must absent themselves from discussion on that matter and must not vote or be counted as part of the quorum in any decision of the trustee on the matter.

12. Quorum

No business may be transacted at a meeting unless one-third of the whole number of members are present and in no case shall the quorum of a meeting be less than 3.

13. Voting

- (1) Every matter must be decided by majority decision of the members present and voting at a duly convened meeting of the trustee.
- (2) The chairman of the meeting may cast a second or casting vote only if there is a tied vote.

14. Record of meetings

The trustee must keep a proper record of all meetings of the trustee.

ANNUAL GENERAL MEETING

15. Annual general meeting

- (1) There must be an annual general meeting of the charity in June of each year, or as soon as possible thereafter, called by the trustee.
- (2) All inhabitants of the area of benefit of 18 years and upward must be allowed to attend and speak at the meeting. The trustee may allow inhabitants who are under 18 to attend the meeting, and to speak at the chairman's discretion.
- (3) Public notice of the meeting must be given in the area of benefit at least 14 days before the meeting.
- (5) The chairman of the trustee, or the vice-chairman if the chairman is not present, will chair the annual general meeting. The members present must elect one of their number to chair the meeting if neither the chairman nor the vice-chairman is present.
- (6) At the meeting the trustee must present the report of the trustee and the accounts for the last financial year.

CHARITY PROPERTY

16. Use of income and capital

(1) The trustee must firstly apply:

- (a) the charity's income; and
- (b) if the trustee thinks fit, expendable endowment; and
- (c) when the expenditure can properly be charged to it, its permanent endowment

in meeting the proper costs of administering the charity and of managing its assets (including the repair or replacement and insurance of its buildings).

(2) After payment of these costs, the trustee must apply the remaining income in furthering the object of the charity.

(3) The trustee may also apply for the object of the charity:

- (a) expendable endowment; and
- (b) permanent endowment, but only on such terms for the replacement of the amount spent as the Commission may approve or direct in advance.

GENERAL PROVISION

17. Questions relating to the Scheme

The Commission may decide any question put to it concerning:

- (1) the interpretation of this scheme; or
- (2) the propriety or validity of anything done or intended to be done under it.

SCHEDULE

1. Land with the buildings thereon known as King George's Field and King George Hall in Effingham registered at HM Land Registry under title number ~~SY741434~~ SY 747230
2. Land with the building thereon known as the Cricket Ground registered at HM Land Registry under title number SY139050
3. ^{That part of the} Land in Effingham registered at HM Land Registry under title number ~~SY375391~~ SY 139050 from which the land now registered at HM LAND Registry under title number SY375391 was taken.



R Mitchell



R Mitchell

APPENDIX 3

Report from EVRT of Charity Commission advice

Proposal that EPC become Sole Trustee of EVRT

Consultation with the Charity Commission on 20 April 2022

PREAMBLE

- a. With agreement of my fellow EVRT Trustees I have on the Board's behalf today consulted the Charity Commission on our proposal to make EPC Sole Trustee.
- b. This follows two earlier consultations with the Commission made by myself and one earlier by Cllr. Moss during our initial explorations of this matter, and today the Commission had in front of them their records of those earlier discussions.
- c. Today's discussion had the purpose of checking certain details of the proposed new Charity Scheme with the Commission and of confirming the process by which the transition comes into effect.

BACKGROUND

I recapitulated to the Commission the history of the Trust's governance, namely:

- 1947 : the asset gifted to EPC in trust by a small group of residents
- 1951 : the Trust sealed as a Charity by direction of EPC
- 1951-90 : EPC acts as Sole Trustee with support of a Management Committee
- 1990 : large Board of Managing Trustees is put in place with EPC now serving only as Custodian Trustee; the Charity now becomes an unincorporated charity
- 2009 : Scheme revised with a much smaller Board of Managing Trustees

RECENT CONSIDERATIONS AND RESOLUTIONS

I explained to the Commission that in the past few months:

- EVRT had agreed that Sole Trusteeship by EPC was its preferred model for future governance and had notified EPC of this; I explained the reasons for this
- EPC had agreed to accept this role subject to obtaining independent legal advice
- legal advice had now been obtained by EPC and had raised no impediments
- EVRT and EPC had extensively studied the Commission's Operational Guidance on the transition as well as the guidance issued by ACRE (Action with Communities in Rural England)
- EPC had mapped out detailed arrangements for operating as Sole Trustee in full awareness of its need to separate this from its role as Local Authority

MAIN FEATURES OF THE NEW SCHEME

I explained to the Commission that in relation to the proposed new Scheme:

- the object of the Charity would remain unaltered, including the area of benefit
- the assets vested in the Charity would remain unaltered
- certain powers relating to the day-to-day running of the Charity would be delegated to a Committee of up to 10 members, at least 2 from the Trustee, and those powers would be subject always to the authority of the Trustee
- the Committee would be appointed by the Trustee and would consist initially of the three named current Managing Trustees
- the Chair and Vice-Chair of the Trustee would be as for EPC as Local Authority
- there would be at least three Ordinary Meetings of the Trustee annually
- quoracy would require at least a third of the Trustee's members to be present and at least three such members
- there would be an Annual General Meeting open to the public

EXECUTING THE TRANSITION

The Commission agreed with me that:

- the operative power here for the Charity is Clause 280 of the Charities Act 2011 (Part 13), applicable to unincorporated charities
- under this provision it is sufficient for the current EVRT Board to formally resolve that the transition to the amended governance scheme take effect upon a prescribed date, whereupon it does then take effect automatically on that date
- the Board is required to notify the Commission of the change by submitting a standard Amendment of Scheme; the Commission will subsequently confirm by email that they have registered that amendment
- if the Commission should have any advice or reservations to express, upon receiving the amendment, then they will notify such by email

CONCLUDING NOTE

The Commission stated that they would need to examine the details of the powers to be delegated to the Committee [presumably to check that these did not conflict with the duties of the Trustee] but expected the process to be a "smooth transition".

Christopher John Hogger
on behalf of the Managing Trustees
20 April 2022