



## **EFFINGHAM VILLAGE RECREATION TRUST**

### **Standing Orders for the Trustee**

[Policy Document 5]

**These standing orders regulate the proceedings of meetings of the Trustee of EVRT, and have been made in accordance with the provisions of the EVRT Charity Scheme 2009 (as revised in 2022).**

#### **Definitions**

‘the charity’ means Effingham Village Recreation Trust (EVRT), registered charity number 305018

‘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

‘member’ means a member of Effingham Parish Council as the sole trustee of the charity.

#### **1. Object of the Charity**

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 role of members**

- 2.1. Members should be clear that Effingham Parish Council when acting as the charity trustee acts as a corporate body. Individual members are not themselves charity trustees.
- 2.2. At all meetings of the Trustee, members must act solely in the best interests of the charity, and make decisions which are consistent with the object of the charity.
- 2.3. All members must act at all times in accordance with the EVRT Code of Conduct (Policy Document 12).

#### **3. Chairman and Vice-Chairman**

- 3.1. The vice-chairman and chairman of Effingham Parish Council shall normally be the chairman and vice-chairman respectively of the Trustee. If either the vice-chairman or the chairman of Effingham Parish Council decline to hold the office of chairman or vice-chairman of the Trustee, the members of the Trustee must elect one of their number to be the chairman or vice-chairman of the Trustee.
- 3.2. The chairman, or the vice-chairman if the chairman is not present, will chair meetings of the Trustee.
- 3.3. 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.

#### **4. Proper record of meetings**

- 4.1. The Trustee may appoint a clerk to keep a proper record (minutes) of meetings and carry out other duties as explained in the Appendix.
- 4.2. If no clerk is appointed, or the clerk is not present at a meeting of the Trustee, the members present must elect one of their number to prepare the minutes of that meeting.
- 4.3. The final minutes of meetings of the Trustee shall be published on the EVRT website and / or noticeboard with any confidential or personal information redacted. Draft minutes of a meeting may be published before formal agreement of the Trustee if authorised by the Chairman of that meeting.
- 4.4. The full minutes (the proper record) will be held securely by the charity.

#### **5. Meetings of the Trustee**

- 5.1. Meetings of the Trustee may be held in person or by electronic means.
- 5.2. Members of the Executive Board will be invited to attend meetings of the Trustee unless there are items on the agenda which concern issues that should be confidential to the Trustee.
- 5.3. Meetings of the Trustee will be held in private.

#### **6. 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.

#### **7. Voting**

- 7.1. Every matter must be decided by majority decision of the members present and voting at a duly convened meeting of the Trustee.
- 7.2. The chairman of the meeting may cast a second or casting vote only if there is a tied vote.
- 7.3. Urgent matters may be provisionally decided by a majority email vote between meetings and such decisions must be ratified at the next ordinary meeting of the Trustee.

*NOTE: Charity Commission Guidance on decision-making can be found at <https://www.gov.uk/government/publications/its-your-decision-charity-trustees-and-decision-making>*

#### **8. Ordinary meetings and the Annual Meeting**

- 8.1. The Trustee must hold at least 3 ordinary meetings in each 12-month period.
- 8.2. Ordinary meetings require at least 7 days' notice.
- 8.3. The agenda for an ordinary meeting shall be published in advance on the EVRT website and/or noticeboard.

- 8.4. The chairman, or the vice-chairman, or any 2 members, may call an ordinary meeting at any time.
- 8.5. Key responsibilities of the Trustee for which meetings must be held in a timely manner include:
- Approval of the Annual Return to the Charity Commission before the 31 January in the following financial year.
  - Approval of the charity budget for the next financial year
  - Calling the Annual General Meeting of the charity as in 11. of these standing orders
  - Review and adoption of policies and procedures of the charity
- 8.6. The Annual Meeting of the Trustee shall be the first ordinary meeting held after the Annual Meeting of Effingham Parish Council.

## **9. Special meetings**

- 9.1. The chairman, or the vice-chairman, or any 2 members, may call a special meeting at any time.
- 9.2. Special meetings require at least 4 days' notice.
- 9.3. The agenda for a special meeting shall be published in advance on the EVRT website and/or noticeboard.
- 9.4. The notice calling a special meeting must include details of the business to be transacted at the meeting.
- 9.5. A special meeting may, but need not, be held immediately before or after an ordinary meeting.

## **10. Conflicts of Interest**

- 10.1. 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.
  - (d) Any other interest which might conflict with the obligations of the member in acting for the charity.
- 10.2. The declarations of interest shall be entered into a register of interests.
- 10.3. 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.
- 10.4. 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 10.1 (b), (c) or (d) 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.

## **11. Annual General Meeting of the charity**

- 11.1. The Trustee must call an Annual General Meeting of the charity in June of each year, or as soon as possible thereafter.
- 11.2. All inhabitants of the area of benefit of 18 years and upward must be allowed to attend and speak at the Annual General Meeting. The Trustee may allow inhabitants who are under 18 to attend, and to speak at the chairman's discretion.
- 11.3. Public notice of the Annual General Meeting must be given in the area of benefit at least 14 days before the meeting, on the EVRT website and/or noticeboard.
- 11.4. 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.
- 11.5. At the Annual General Meeting the Trustee must present the report of the Trustee and the accounts for the last financial year.
- 11.6. The final minutes of the Annual General Meeting shall be published once agreed and signed at the next Annual General Meeting. The draft minutes, once they are agreed by the chairman of the meeting, will normally be published within six weeks of the Annual General Meeting.

## **12. The Executive Board**

- 12.1. The Trustee may appoint a committee (the Executive Board) using the power of the Trustee set out in clause 4. (2) of EVRT Charity Scheme 2009 (as revised in 2022) 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.
- 12.2. The Trustee shall adopt Terms of Reference for the Executive Board which are consistent with the terms of clause 4. (2) of the EVRT Charity Scheme 2009 (as revised in 2022).
- 12.3. The Executive Board shall consist of up to 10 members, including at least 2 members of the Trustee together with up to 8 persons who are not members of the Trustee, where:
  - (a) Members of the Board will be appointed at a meeting of the Trustee; and the Board membership will be confirmed annually at the Annual Meeting of the Trustee. Other than in exceptional circumstances, it is anticipated that a member's appointment will be confirmed at the Annual Meeting unless they notify the chairman of the Trustee of their wish to resign.
  - (b) The Trustee must be satisfied that all appointed members of the Board are fit and proper persons to be given a responsible role within the charity.
  - (c) All members of the Board must act according to the best interest of the charity on all matters and must 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 the EVRT Charity Scheme 2009 (as revised in 2022).
- 12.4. Recommendations made by the Executive Board shall be considered at either an ordinary meeting or a special meeting of the Trustee, or in the case of an urgent matter the Trustee may agree to delegate the decision on the matter to the chairman or vice-chairman of the Trustee, or to an email vote of members of the Trustee.

### **13. Advisory Committees**

- 13.1. The Trustee may appoint advisory committees using the power of the Trustee set out in clause 4. (3) of the EVRT Charity Scheme 2009 (as revised in 2022).
- 13.2. An advisory committee shall make recommendations to the Trustee and shall not have any delegated powers.
- 13.3. The Trustee shall adopt terms of reference for the advisory committee which are consistent with the terms of clause 4. (3) of the EVRT Charity Scheme 2009 (as revised in 2022).
- 13.4. Members of an advisory committee shall be appointed by the Trustee and may include non-members of the Trustee.

### **14. Policies and Procedures of the Charity**

- 14.1. The Trustee shall at all times act in accordance with the adopted policies and procedures of the charity.
- 14.2. The policies and procedures of the charity may be published on the EVRT website at the discretion of the Trustee.

### **15. Public communication with the Charity**

- 15.1. Information about how to contact the Trustee and the KGV Manager will be available on the EVRT website and / or noticeboard.
- 15.2. The structure and organisation of the Charity will be explained on the website, and the Charity Scheme and Standing Orders of the Trustee will be published.
- 15.3. Members of the public wishing to raise operational issues should contact the KGV Manager initially who may pass issues on to the Executive Board if appropriate.
- 15.4. Members of the public wishing to raise strategic issues should contact the Trustee by email or letter. If the matter raised is not appropriate for consideration by the Trustee, it will be referred back to the Executive Board or the KGV Manager.

## Appendix: Clerk to the Trustee

The tasks of the person acting as Clerk to the Trustee (SO 4.1) will include:

1. Preparing papers, agendas and minutes for Trustee meetings, in consultation with the Chairman of the Trustee and the Chairman of the Executive Board, and publishing agendas and minutes as required on the EVRT website and / or noticeboard. All papers, agendas and signed minutes should be printed out and stored in the KGV Office, and electronic copies kept and backed-up.
2. Scheduling meetings of the Trustee to ensure that key decisions are made at the appropriate time, including
  - [May] Annual Meeting of the Trustee to confirm the members of the Executive Board and any advisory committees, and to ensure that all members complete a declaration of interests
  - [June/July] Approval of the Annual Return to the Charity Commission before the 31 January in the following financial year
  - [June/July] Calling the Annual General Meeting of the charity, as in 11. of these standing orders
  - [October] Submitting a proposal for EVRT Funding in the next financial year to EPC
  - [February] Approval of the charity budget for the next financial year
3. Maintaining the Register of Interests for the Trustee.

*POLICY ADOPTED: 01 July 2022*

*POLICY REVISED & ADOPTED: at the Meeting of the Trustee 16 February 2023*

*POLICY REVISED & ADOPTED: at the Meeting of the Trustee 19 April 2023*

*POLICY REVISED & ADOPTED: at the Meeting of the Trustee 4 June 2024*