MISSION HALL MANAGEMENT TRUST - CONSTITUTION

(N.B. The original Mission Hall Constitution forms the First Schedule to the 1999 Lease document. Paragraph 3.4 was modified by agreement with the PCC in January 2022. At the 2024 AGM, by agreement with the PCC, paragraphs 7.1, 7.3, 14 and 16 were modified, and an old paragraph 7.7 was removed.)

1 **Objects**

The property hereby demised together with such other property as may be acquired by the trustees (hereinafter called "the trust property") shall be held upon trust for the purposes of a village hall for the use of the inhabitants of the Parish of Preston cum Sutton Poyntz in the county of Dorset (hereinafter called "the area of benefit") without distinction of political religious or other opinions including use for meetings lectures and classes and for other forms of recreation and leisure time occupation with the object of improving the conditions of life of the said inhabitants

2 **Administration**

The Sutton Poyntz Mission Hall shall be administered in conformity with the provisions of this deed by the committee of management hereinafter constituted (hereinafter called "the committee") who shall be the charity trustees within the meaning of Section 97(1) of the Charities Act 1993 PROVIDED that until the end of the first annual general meeting to be held after the date of this deed the charity shall be administered in accordance with the provisions of the deed by the lessees

3(a) **Vesting in the Official Custodian for Charities**

The trustees and all persons holding any property of the charity shall take such steps as may be necessary for the purpose of vesting in the Official Custodian for Charities all freehold and leasehold lands belonging to the charity

3(b) **Powers of Holding Trustees**

3.1 The holding trustees shall have no powers of management except such as are expressly conferred on them by this deed

3.2 As between the holding trustees and the committee and subject and without prejudice to the rights of any other persons the holding trustees shall have the custody of all securities and documents of title relating to the trust property but the members of the committee or any of them shall have free access thereto and be entitled to take copies thereof of extracts therefrom

3.3 The holding trustees shall concur in and perform all acts necessary to enable the committee to exercise their powers of management or any other power or discretion vested in them unless it involves a breach of trust or involves a personal liability upon them provided they act only in accordance with the lawful directions of the committee the holding trustees should not be liable for the act and defaults of the committee or any of its members

3.4 The powers of appointing new or additional holding trustees hereof and of discharging holding trustees hereof shall be exercisable by the committee alone by resolution of a meeting of the members thereof but the holding trustees shall have the same per of applying to the court or to the Charity Commissioners for the appointment of a new holding trustee as has any other trustee for a charity Any member of the Committee may also be appointed as a holding trustee

4 **Indemnity**

The charity trustees the holding trustees or their successors in title the custodian trustees or the Official Custodian for Charities shall be entitled to an indemnity out of the assets of the Charity against all liabilities properly incurred by them in the management of the affairs of the charity

5 **Investments**

If a corporation entitled to act as custodian trustee has not been appointed to hold the property of the charity the executive committee may permit any investments held by or in trust for the charity to be held in the name of clearing bank trust corporation or any stockbroking company which is a member of the International Stock Exchange (or any subsidiary of any such stockbroking company) as nominee for the executive committee and may pay such a nominee reasonable and proper remuneration for acting as such

6 **Powers of Committee**

In furtherance of the objects but not otherwise the committee may exercise any of the following powers:

6.1 to raise funds and invite and receive contributions PROVIDED that in raising funds the committee shall not undertake any substantial permanent trading activity and shall conform to any relevant requirements of the law

6.2 to deposit or invest funds in any manner (but to invest only after obtaining advice from a financial expert)

6.3 subject to any consents required by law to sell lease or otherwise dispose of all or any part of the property

6.4 subject to any consents required by law to borrow money by mortgage or otherwise as may be required for maintaining extending or improving the trust property 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 trust property with repayment of the money so borrowed

6.5 to employ such staff (who shall not be members of the committee) as are necessary' for 'the proper pursuit of the objects and to make all reasonable and necessary provision for the payment of pensions and superannuation for staff

and their dependents
6.6 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
6.7 to appoint and constitute such advisory committees as the committee may think fit: provided that all acts and proceedings of any such committees shall be fully and promptly reported to the committee

7 **Committee of Management**
7.1 Except as hereinafter in the paragraph provided the committee shall consist of:
5 elected members; 4 appointed members; 1 PCC representative;
and may not include more than 2 co-opted members
7.2 The elected members (other than those elected under sub-paragraph 8 of the section) shall be elected at the annual general meeting to be held as in this deed provided
7.3 Appointed members will be chosen jointly by those User Organisations who use the Hall regularly, i.e. have used the Hall at least 10 times a year. The Committee will keep records of use, in order to identify these Regular User Organisations, and before each AGM will write to the Regular User Organisations, asking them jointly to nominate up to four representatives, to be their appointed members for the following year.
7.4 Co-opted members shall be appointed at a duly constituted meeting of the committee
7.5 Subject to the provisions of subparagraphs 7.6 and 7.7 of this paragraph the period of office of members shall commence:
7.5.1 in the case of elected members at the end of the annual general meeting at which they were elected
7.5.2 in the case of appointed members appointed before the annual general meeting in any year at the end of that meeting or in the case of an appointed member appointed after such annual general meeting or to fill a casual vacancy on the day on which notification of his appointment is received by the secretary
7.5.3 in the case of co-opted members from the date of their co-option
7.6 All members of the committee shall retire from office together at the end of the annual general meeting next after the date on which they came into office but they may be re-elected or reappointed

7.7 Upon the occurrence of a casual vacancy the committee shall cause a note thereof to be entered in their minute book at their next meeting and if in the office of appointed member it shall be notified as soon as possible to the proper appointing organisation who may on such notice appoint an alternative member to represent them. A casual vacancy in the office of elected member may be filled by the committee and the period of office of an elected member elected to fill a casual vacancy shall commence at the end of the meeting of the committee at which he was so elected
7.8 The members of the committee shall be entitled to an indemnity out of the assets of the charity for all expenses and other liabilities properly incurred by them in the management of the affairs of the charity

8 **Failure to Appoint**
The proceedings of the committee shall not be invalidated by any failure to appoint or any defect in the appointment election or qualification of any members

9 **Eligibility of Membership of the Committee**
9.1 No person shall be appointed as a member of the committee:
9.1.1 unless he or she has attained the age of 18 years or
9.1.2 in circumstances such that had he or she already been a member of the committee he or she should have been disqualified from office under the provision of the following clause
9.2 No person shall be entitled to act as a member of the committee whether on a first or on any subsequent entry into office until after signing in the minute book of the committee a declaration of acceptance and willingness to act in the trusts of the charity

10 **Determination of Membership**
A person shall cease to be a member of the committee if he or she:
10.1 is disqualified from acting as a member of the committee by virtue of Section 72 of the Charities Act 1993 (or any statutory re-enactment or modification of that provision)
10.2 becomes incapable by reason of a mental disorder illness or injury of managing and administering his or her own affairs
10.3 is absent without the permission of the committee from all their meetings held within a period of six months and the committee resolve that his or her office be vacated PROVIDED that where a member disqualified under this clause is an appointed member of an organisation the committee shall advise the appointing organisation of the disqualification and the organisation shall have the right within one month to appoint an alternative member to represent them on the committee
or
10.4 notifies the committee in writing of his or her wish to resign

11 **Members not to be Personally interested**

No member of the committee shall without the express permission in writing of the Charity Commissioners acquire any interest in property belonging to the Charity {otherwise than as a trustee for the Charity) or receive remuneration or be interested (other than as a trustee) in any contract entered into by the committee

12 **Meetings**

12.1 The committee shall hold at least two ordinary meetings in each year

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

13 **Annual General Meeting**

13.1 There shall be an annual general meeting in connection with the Charity which shall be held in the month of June in each year or as soon as practicable thereafter

13.2 All inhabitants of the area of benefit of eighteen years of age and upwards shall be entitled to attend and vote at the annual general meeting

13.3 The first annual general meeting after the date of this deed shall be convened by the persons named in paragraph 2 of the Schedule hereof and subsequent annual general meetings by the committee. Public notice of every annual general meeting shall be given in the area of benefit at least fourteen days before the date thereof by affixing a notice to some conspicuous part of the trust property or other conspicuous place in the area of benefit and by such other means as the convenors think fit

13.4 The persons who are present at the first annual general meeting after the date of this deed shall before any other business is transacted appoint a chairman at the meeting. The chairman of subsequent annual general meetings shall be the chairman for the time being of the committee. In his absence the vice-chairman (if any) shall take the chair but if neither is present the persons present shall before any other business is transacted appoint a chairman of the meeting. In case of equality of votes the chairman of the meeting shall have a second or casting vote

13.5 The committee shall present to each annual general meeting the annual report and accounts of the Charity for the preceding year

13.6 The secretary or other person appointed by the committee shall keep a full record of proceedings at every annual general meeting

13.7 **Special General Meetings**

The committee may convene a special general meeting of all the inhabitants of the area of benefit of eighteen years and upwards. Public notice must be given or any such meeting specifying the business to be discussed in the same way as required for an annual general meeting

14 **Officers**.

The committee at their first ordinary meeting in each year after the annual general meeting shall elect from their number people to perform the roles of Chair, Secretary and Treasurer; they may also elect one to be Vice-Chair. These Officers shall remain in office until their respective successors are elected.

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

15 **Voting**

Every matter shall (except as in this deed provided) be determined by a majority of votes of the members of the committee present and voting on the question. In the case of an equality of votes the chairman of the meeting shall have a second or casting vote but no member in other circumstances shall have more than one vote

16 **Minutes**

The committee shall provide and keep a minute book or equivalent. Minutes, once approved by the next meeting, shall be available for inspection by inhabitants of the area of benefit.

17 **Accounts**

The committee shall comply with their obligations under Part VI of the Charities Act 1993 (or any statutory re-enactment or modification of that Act) with regard to:

17.1 the keeping of accounting records for the Charity

17.2 the preparation of annual statements of account for the Charity

17.3 the auditing or independent examination of the statements of account of the Charity and

17.4 the transmission of the statements of account of the charity to the Charity Commissioners

18 **Annual Report**

The committee shall comply with their regulations under part VI of the Charities Act 1993 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual report and its transmission to the

Charity Commissioners

19 **Annual Return**
The committee shall comply with their obligations under Section 48 of the Charities Act 1993 (or any statutory re-enactment of that Act) with regard to the preparation of an annual return and its transmission to the Charity Commissioners

20 **Receipts and Expenditure**
The funds of the Charity including all donations contributions and bequests shall be paid into an account operated by the committee in the name of the Charity at such bank as the committee shall from time to time decide. All cheques and orders for payment of money from such accounts shall be signed by at least two members of the committee

21 **Application of Income**
After satisfying its obligations under paragraph 19 of the Schedule hereof the committee shall as and when it thinks fit apply the net yearly income for the purposes of the Charity

22 **Additional Donation and Acquisitions**
The committee may receive any additional donations or endowments for the general purpose of the charity and may also accept donations or endowments for any special objects connected with the charity not inconsistent with the provisions of this deed. The committee may also acquire additional property including land and buildings for the general purposes of the Charity

23 **Disposal of Lease and Dissolution**
If the committee decides at any time that on the grounds of expense or otherwise it is necessary or advisable to discontinue the use of the trust property in whole or in part for the purposes stated in paragraph 1 of the Schedule it shall call a meeting of the inhabitants of the age of eighteen years and upwards of the area of benefit of which meeting not less than fourteen days' notice (stating the terms of the resolution that will be proposed thereat) shall be posted in a conspicuous place or places on the trust property and advertised in a newspaper circulating in the area of benefit. If such decision shall be confirmed by three quarters of such inhabitants present and voting at such meeting the holding trustees (or the Council or Official Custodian for Charities) may at the request of the committee surrender or otherwise dispose of their leasehold interest in the trust property and of any other assets for such consideration and upon such terms as may be approved by the committee in accordance with the provisions of Section 36 of the Charities Act 1993. All moneys belonging to the Charity including the proceeds of sale of any fixtures and fittings (after satisfaction of any liabilities properly payable thereout) shall be applied either in the purchase or lease of other property approved by the committee and to be held upon the trusts for the purposes and subject to the provisions hereinbefore set forth (including this power) or as near thereto as circumstances shall permit or towards such other charitable purposes or objects for the benefit of the inhabitants of the area of benefit as may be approved by the Charity Commissioners. Meanwhile such moneys shall be invested and any income arising therefrom shall either be accumulated (for such time as may be allowed by law) by investing the same and the resulting income thereof in like manner as an addition to any to be applied as the capital of such investments or shall be used in furthering the purposes specified in this deed. 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 Commissioners

24 **Rules**
Within the limits prescribed by this deed the committee may from time to time make and alter rules for the management of the charity and in particular with reference to:
24.1 The terms and conditions upon which the trust property may be used by persons or bodies other than the committee for the purposes specified in this deed and the sum (of any [sic]) to be paid for such use
24.2 The deposit of money at a proper bank and the safe custody of documents
24.3 The appointment of an auditor or an independent examiner
24.4 The engagement and dismissal of such officers servants and agents as the committee may consider necessary and the payment of such persons (not being members of the committee
24.5 The summoning and conduct of meetings including the number of members who shall form a quorum thereat PROVIDED that at a meeting of the committee the quorum shall not be less than one third of the total number of the members for the time being

25 **Amendment of Schedule**
25.1 Subject to the provisions of this paragraph the provisions of this Schedule may be amended
25.2
25.2.1 With the exception of an amendment made by virtue of paragraph 7.7 of this Schedule any other amendment must be made by a resolution passed at either the annual general meeting or a special general meeting
25.2.2 The notice of the meeting must include notice of the resolution setting out the terms of the amendment

proposed

25.3 No amendment must be made which would:

25.3.1 vary this paragraph or

25.3.2 vary paragraph 1 (objects) 11 (members not to be personally interested) and 23 (disposal of lease and dissolution)

25.4 The prior written approval of the Charity Commissioners must be obtained to any amendment which would:

25.4.1 vary the composition of the committee or the terms on which members hold office (other than amendments made under paragraph 7.7 of this Schedule)

25.4.2 change the name of the Village Hall

25.4.3 vary the powers of investment exercisable by the committee

25.5 The committee must:

25.5.1 promptly send to the Charity Commissioners a copy of any amendment made under sub-paragraph 25.2 of this paragraph and

25.5.2 keep a copy of such amendment with this Deed