

# Pelham Hall Administrative Provisions

**Date – dd/mm/yyyy (of document approval).**

Registered Charity No. 524639

*This is a working document of amended administrative provisions adopted by the Management Committee of Pelham Hall under statutory powers given to them by Section 74D of the Charities Act. This respects the Conveyance Document for the organisation signed and registered with the Charity Commission on 5th May 1965. This is an update of the version dated 16/05/2018 and has been produced to provide a single Governing Document. It correctly defines the current membership. Historical references have been updated.*

## Name and Purposes

- 1.1 The Charity's name is Pelham Hall.
- 1.2 THE property hereby conveyed (herein called "The Pelham Hall") must be held upon trust for the purposes of a Village Hall for the benefit of the inhabitants of the Parish of Penallt in the County of Monmouth and its immediate vicinity without distinction of sex or of political, religious, or other opinions and in particular for meetings, lectures and classes and other forms of recreation and leisure time occupation, with the object of improving the conditions of life for the said inhabitants.

## Membership of Pelham Hall

- 2.1 Members (henceforth known as Members) are individuals over eighteen who live in the Parish of Penallt. Membership is also open to any other person if approval is granted by the Trustees.
- 2.2 Membership of Pelham Hall must be free.
- 2.3 A Member can be removed from membership by a resolution of the Trustees that it is in the best interests of the Charity that his or her membership is terminated. A resolution to remove a member from membership may only be passed if:
  - (a) The Member has been given at least twenty one days' notice in writing of the meeting of the trustees at which the resolution will be proposed and the reasons why it is to be proposed
  - (b) The Member has been allowed to make representations to the meeting.
  - (c) The resolution must be passed by a simple majority.

## Trustees

- 3.1 The Charity and its property must be managed and administered by a committee (henceforth known as Management Committee). This Committee must be the Trustees of the Charity and in this constitution are together called 'the Trustees'.

- 3.2 The Management Committee must consist of:
- (a) The Chairman, Secretary and Treasurer (henceforth known as the Officers) and up to seven others.
  - (b) each of the following bodies may appoint up to one Trustee
    - Penallt Tennis Club
    - Penallt Cricket Club
    - Pelham Hall Bowls Club
    - Parish of Penallt and Trellech
    - Trellech United Community Council
- 3.3 Appointed representatives as defined by 3.2 (b) may elect not to be Trustees and as a result of this will not be able to vote at any meetings.
- 3.4 The Management Committee will be elected annually at the AGM to administer the ground and any existing building or buildings to be erected thereon. They will retire at the next AGM but may stand for re-election.
- The maximum term of service for the Officers must be three years.
- 3.5 Co-opted Members may be appointed to fill any casual vacancies which may arise from the death or resignation or removal of an appointed member of the Management Committee at a duly constituted meeting of the Management Committee and may remain in post until the next AGM. Co-opted Members may elect not to be Trustees and as a result of this will not be able to vote in any meeting. The maximum number of co-opted Members must be two.
- 3.6 The minimum number of Trustees that can run the Charity must be five.
- 3.7 The Trustees have full responsibility for the management and governance of the Charity as stated in the Conveyance Document.
- 3.8 The Trustees have powers to make rules and regulations for the management and governance of the Charity.
- 3.9 The Trustees may amend any provision contained in Sections 1 to 5 of this document provided that:
- (a) no amendment may be made that would have the effect of making the Charity cease to be a charity at law;
  - (b) no amendment may be made to alter the objects if the change would undermine or work against the previous objects of the Charity;
  - (c) no amendment may be made to Sections 4 or 5 without the prior written consent of the Charities Commission;
  - (d) any resolution to amend a provision of Sections 1 to 5 of this document is passed by not less than two thirds of the Members present and voting at the AGM or at a Special General Meeting.

- 3.10 Any provision contained in Sections 6 to 9 of this document may be amended, provided that any such amendment is made by resolution passed by a simple majority of the Members present and voting at the AGM or a Special General Meeting.
- 3.11 A copy of any resolution amending this document must be sent to the Charities Commission within twenty-one days of it being passed.
- 3.12 New Trustees must be given a copy of this Governing Document, supplemented by a conversation with one of the Officers and completing the necessary paperwork for the Charities Commission.

## Carrying Out the Purposes

In order to carry out the charitable purposes, the Trustees have the power to:

- 4.1 Raise funds, receive grants and donations
- 4.2 Apply for funds to carry out the work of the Charity
- 4.3 Cooperate with and support other charities with similar purposes
- 4.4 Do anything which is lawful and necessary to achieve the purposes

## Dissolution

- 5.1 If the majority of the Management Committee decide, at any time, that on the grounds of expense or otherwise, it is necessary, or advisable, to discontinue the use of The Pelham Hall in whole or in part for the purposes and objects of the Charity, it must distribute the proposed resolution to the Members and call a Special General Meeting giving 14 days notice. Passing of the resolution will require two thirds majority.
- 5.2 If the Members resolve to dissolve the Charity the Trustees will remain in office as the Charity Trustees and be responsible for winding up the affairs of the Charity in accordance with this clause.
- 5.3 The Trustees must collect in all the assets of the Charity and must pay or make provision for all the liabilities of the Charity.
- 5.4 The Trustees must apply any remaining property or money:
  - (a) directly for the objects;
  - (b) by transfer to any charity or charities for purposes the same as or similar to the Charity;
  - (c) in such other manner as the Charity Commission for England and Wales ('the Commission') may approve in writing in advance.
- 5.5 The Members may pass a resolution before or at the same time as the resolution to dissolve the Charity specifying the manner in which the Trustees are to apply the remaining property or assets of the Charity and the Trustees must comply with the

resolution if it is consistent with paragraphs (a) – (c) inclusive in sub-clause (5.4) above.

- 5.6 The Trustees must notify the Commission promptly that the Charity has been dissolved. If the Trustees are obliged to send the Charity's accounts to the Commission for the accounting period which ended before its dissolution, they must send the Commission the Charity's final accounts.

## Annual General Meeting – AGM

- 6.1 The AGM must be held every year, in May with 21 days' notice given to all Members and with an agreed agenda. Minutes must be kept of the AGM.
- 6.2 There must be at least 12 Members present at the AGM .
- 6.3 If fewer than 12 are present then the AGM must be reconvened within 30 days.
- 6.4 Every Member has one vote but, if there is an equality of votes, the person who is chairing the meeting must have a casting vote in addition to any other vote that he or she may have.
- 6.5 The Management Committee must present the annual report and accounts.
- 6.6 Any Member may stand for election to the Management Committee.
- 6.7 Independent auditors must be elected annually at every AGM.
- 6.8 Changes to this working document can be made at an AGM. No change can be made that would make the organisation no longer a charity.

## Management Committee Meetings

- 7.1 The Management Committee must hold at least four meetings each year.
- 7.2 The Management Committee must act by majority decision.
- 7.3 At least one half of the Trustees must be present at the meeting to be able to take decisions. Minutes must be kept for every meeting.
- 7.4 If the Trustees have a conflict of interest they must declare it and leave the meeting while this matter is being discussed or decided.
- 7.5 Every Trustee present must be entitled to vote on every motion.
- 7.6 Voting must be by a show of hands unless otherwise agreed.
- 7.7 Each Trustee must have one vote but, if there is an equality of votes, the person who is chairing the meeting shall have a casting vote in addition to any other vote that he or she may have.
- 7.8 The Management Committee must have power to appoint any sub-committee that may be considered necessary to which non-Trustees may be co-opted.
- 7.9 The Officers shall be ex-officio members of all such sub-committees.

- 7.10 Trustees may send additional items for any meeting agenda to the Secretary at least 48 hours prior to the meeting .
- 7.11 Trustees may make reasonable additional rules to help run the Charity. These rules must not conflict with the governing document.

## Money and Property

- 8.1 Money and property must only be used for the Charity's purposes.
- 8.2 The Management Committee must keep accounts. The most recent annual accounts can be seen by anybody on request.
- 8.3 No Trustee can receive any money or property from the Charity, except to fund reasonable out of pocket expenses.
- 8.4 The Charity must open and operate such bank and other accounts as the Trustees consider necessary and to invest funds and to delegate the management of funds in the same manner and subject to the same conditions as the Trustees of a trust are permitted to do by the Trustee Act 2000.
- 8.5 All accounts must be under the signatures of three Trustees (Treasurer and two other nominated Trustees) any two of whom shall be empowered to sign cheques and necessary documentation. A review of all financial transactions is required monthly, by the Chairperson and Secretary. This approval will include the reconciling of the monthly financial report against the monthly bank statements and shall consist of an email from each Officer confirming their approval. The Treasurer must retain these monthly approvals.

## Special General Meetings

- 9.1 The Management Committee must also call a Special General Meeting if they receive a written request from at least 9 Members.
- 9.2 All Members must be given 14 days' notice and told the reason for the meeting.
- 9.3 There must be at least 12 members present at a Special General Meeting.
- 9.4 All decisions at a Special General Meeting require a two thirds majority.
- 9.5 Minutes must be kept of all Special General Meetings.
- 9.6 Changes to this working document can be made at a Special General Meeting. No change can be made that would make the organisation no longer a charity.

On dd/mm/yyyy a Special General Meeting was held at Pelham Hall to approve updates to the Charity's Governing Document.

X Members voted on the proposed changes and the vote was carried Y For Z Against.

The meeting was presided over by the Officers who ensured that it was conducted according to the Governing Document dated 6/10/2014.

Signatures

Chairperson .....

Secretary .....

Treasurer .....

This document was then approved on dd/mm/yyyy by the Charities Commission.