

1. Preamble:

- 1.1. The Committee of the Stratford St Mary Village Institute Charity (herein referred to as the **Trustee Management Committee**) has identified that the current constitutional documentation no longer adequately reflects the Institute's needs or circumstances. Therefore, all available documentation was reviewed on 19 July 2021.
- 1.2. The Trustee Management Committee proposes revising the Institute Charity Constitution, retaining the primary purpose and intent of the original conveyancing documentation whilst clarifying the management structures outlined in this document.
- 1.3. We have consulted with the Stratford St Mary Parish Council, as well as ensuring we comply with the Charity Commission requirements and relevant legislation.
- 1.4. This revised Constitution, therefore, replaces all previous versions and revisions.
- 1.5. Addendum: Assets
 - 1.5.1. In addition to this Constitution, there exists a separate addendum that lists the assets of the Stratford St Mary Village Institute. This addendum provides a detailed inventory of all tangible and intangible assets owned or managed by the Institute, including but not limited to buildings, equipment, funds, and any other relevant assets.

Constitution of the Stratford St Mary Village Institute

Dated 30 June 2023

2. Purpose:

- 2.1. As designated in the original conveyance documents of 4 January 1928, what is now called the **Stratford St Mary Institute and field** (or '**The Institute**') comprises, at the time of the current revision, roughly one acre of land divided between car parking hard stand on the west of the building, short cut grass field, fenced play area, with fenced boundaries along its southern and eastern boundaries, and soft tree line along its northern boundary abutting the field known as 'Thomson's Field' which is privately owned.
- 2.2. The Conveyance document confirms that the Parish Council of Stratford St Mary (herein referred to as the '**Custodian Trustees**', or '**The Parish Council**') will hold said land and any buildings erected in **trust**.
 - 2.2.1.1. *To be used as a recreation or sports ground and club and assembly rooms by the inhabitants of the Parish of Stratford St Mary and neighbouring parishes for meetings, lectures, or other subjects*

which provide for the recreation, amusement and instruction and the spiritual intellectual and social wants of the Parish.

- 2.3. Further, ***the management of the Institute will be vested in a Committee*** (now identified as the '**Trustee Management Committee**') that will not only be responsible for fulfilling the purpose stated above, but will also:

2.3.1.1. *Keep all buildings and other assets insured against loss or damage, and all buildings and fences in proper repair and shall ensure payment of all applicable rates, taxes, and other expenses related to the premises, or reserve the right to seek financial support from other sources, including the Parish Council if funds are not available.*

- 2.4. **The Parish Council**, subject to the agreement of the **Trustee Management Committee**, has the power to raise money by mortgage of the land or premises to erect any buildings or to cause improvements, which the Trustee Management Committee must approve.

3. The Trustee Management Committee:

- 3.1. The Trustee Management Committee will be elected annually as follows:

- 3.2. It will consist of the following roles:

3.2.1. Chairperson

3.2.2. Treasurer

3.2.3. Minutes Secretary

3.2.4. Booking Secretary

3.2.5. 100 Club Organiser

3.2.6. Additional representatives from the Parish Council and members co-opted as agreed by a majority vote by the Management Committee throughout the year as needed.

- 3.3. Committee members will be elected as trustees for a period of one year. After the election process, they will take office in the second half of the AGM meeting. Committee members will only take office on acceptance of willingness to act in the interests of the Charity as a trustee.

- 3.4. Committee members must declare whether they have any personal, pecuniary, or other conflicts arising from other affiliations in any topic of discussion which may result in a conflict of interest. On receiving such a declaration, the Management Committee will decide whether the member should withdraw from the discussions or vote on a case-by-case basis. Any decision made in such circumstances must demonstrably be to the benefit of the charity.

- 3.5. Any member who has been declared bankrupt or incapacitated from fulfilling his duties as a trustee or who communicates in writing his desire to resign will

be deemed to no longer be a member or Trustee on the Management Committee from the date at which this is communicated to the Chairperson.

- 3.6. Meetings will be held at least quarterly. Every matter shall be determined through a vote by a majority of members of the Committee present and eligible to vote. In case of equality of votes, the Chairperson of the meeting shall have a deciding vote in case of a tie.
- 3.7. There is no maximum number of members possible. However, the quorate number for voting is the higher number of 4 or 50% (rounded to the nearest) of existing Committee members. All Committee members will be advised with at least one week's prior notice of the scheduled meeting, except in the case of an emergency meeting which can be called with shorter notice by the Chairperson, secretary, or treasurer but with notification to members and ratification of decisions made at next regular meeting.
- 3.8. The Annual General Meeting is held for all parishioners in the spring term, at which the accounts from the previous year and activities will be received, the election of members will take place, any changes to fees for hire will be agreed, and plans for the forthcoming year will be confirmed. The proposed meeting date for the AGM will be circulated with at least two weeks' notice via publicly available means to parishioners.
- 3.9. The Trustee Management Committee shall provide and keep minutes and annually audited accounts that will meet the Charity Commission's requirements and form a true record of the management of 'the Institute' and the decisions of the Trustee Management Committee.

The Trustee Management Committee is also responsible for providing an annual report to the Parish Council.

4. Responsibilities of the Management Committee:

- 4.1. The Management Committee shall cause all the buildings and other assets of the Charity as well as the grounds themselves, to be kept in repair and sufficiently insured against fire, theft, public liability, and other insurable risks and will ensure indemnity of the Custodian Trustees of the Parish Council against liability.
- 4.2. After satisfying its obligations under the above clause, the Management Committee will, as and when it sees fit, apply the net yearly income to meet the purposes of the Charity as stated above in clauses 2.2 and 2.3.
- 4.3. Any sum of cash at any time belonging to the Charity and not needed as a balance for working purposes shall, unless otherwise directed by the Charity Commissioners or Secretary of State, be invested appropriately.
- 4.4. The Management Committee may receive any additional donations or endowments for the general purpose of the Charity. It may also accept donations for the Charity not inconsistent with these rules and the trust of the Charity.

5. Alterations to Management:

5.1. Within the limits prescribed by the intentions set out in the original conveyance document signed 4 January 1928, the requirements of the Charity Committee and instructions by the Secretary of State, the management rules of 'The Institute' may from time to time be revised with majority agreement of the Management Committee at an officially convened meeting, and through ratification by the Custodian Trustees of the Parish Council. This includes the formation or structure of the Management Committee, the agreed quorate number, the management and agreement process for voting, changes to the dissolution terms, and the management of financial accounts, any of which differ considerably from what is stated within this document.

6. Dissolution of the Management Committee:

6.1. In the event that the Trustee Management Committee ceases to exist, which is defined as the failure to elect a Management Committee or the failure to fulfil its responsibilities to the Charity as outlined in the Statement of Purpose for a period exceeding one year, despite attempts to reestablish the Committee, the Parish Council has the authority to choose either sole management trusteeship or, by a resolution passed by three-fourths of the Parish Councillors and confirmation through a resolution passed at the Annual Parish Meeting, declare the premises and property referred to as 'The Institute' as defunct. In such a case, the Parish Council will be permitted to sell the property, and the proceeds from the sale will be utilized for the benefit of the residents of Stratford St Mary.

This Constitution was approved and agreed upon by a majority vote by the Trustee Management Committee.

Signed Chairman

Date ***(signed by Bill Davies on behalf of the Committee on the 30th June 2023)***

This Constitution was ratified by the Stratford St Mary Parish Council by majority vote.

Signed Representative of the Parish Council.

Date ***(signed by Roger Barrell on Behalf of the Parish Council)***