

THE WIGBOROUGH VILLAGE HALL MANAGEMENT COMMITTEE

ANNUAL GENERAL MEETING

6th November 2014

19:30

ESSEX WILDLIFE TRUST HQ at ABBOTTS HALL FARM
MALDON ROAD, GREAT WIGBOROUGH

MINUTES

- 1. Welcome:** JG gave a welcome address, and explained the whereabouts of fire exits, toilets, etc.
- 2. Resignation of all committee members:** MN, JH, CW and MW all resigned
- 3. Noting the names of appointed members reappointed PCC and PC members:** JG and PG were nominated from the Parish Council, SN from the PCC.
- 4. Annual report and resulting questions:** JG explained in brief what had been taking place on the WVHMC in the last 17 months. We had hoped to have three things in place by an AGM in June 2014 . Postal voting. The sale of the land. The planning application. The latter is the only one which came to pass. Registering the land has been a tortuous process. Lorna Kean very kindly cut her charges to the bone for the WVHMC. The planning application was not without its difficulties. There was a legal wrangle over Colchester Borough Council's insistence that they would hold onto the money when the land was sold. The Charity Commission (CC) already stipulate this condition to us in our Governing Document (GD). The CC said to engage a lawyer. Kevin Bentley stepped in to help, and managed to get the condition overturned, for which we thank him. The planning application was then approved by CBC. JG explained the rationale behind the WVHMC pursuing two projects of the nave of St Stephen's and the PVH project. In the 2011 survey two questions were asked. 1. Do you believe the Wigboroughs need their own village hall or Community Centre 2. What do you think should happen to the old building and the site in School Lane. Reluctantly it was decided that the community could not sustain another village hall project in the Wigboroughs. We again asked the whole community in 2014. The WVHMC took the most popular projects that came back from that original questionnaire in 2011, and these were put to the community in the 2014

questionnaire. JG pointed out that the results of those questionnaires were in binders around the room for residents to look at. The WVHMC has put its efforts into the detail of the two most popular projects-the nave and PVH. Working parties were set up to ascertain the possibilities of both projects. Nothing can be decided without the say so of the community, and this will be when postal voting is in place, as this will enable a wider electorate to vote on key issues. Regarding Postal Voting, we thought we had a mandate to implement it, but the CC's guidelines changed, and we needed to go back to the community for ratification of our GD. Since the need for postal voting was to enable a wider electorate to vote on key issues we have deferred voting on the sale of the land until an EGM which we hope to hold in the Spring. On a similar argument the resolution submitted by Mrs Houlding was removed from the agenda. After careful consideration it was decided that it was unreasonable to hold such a vote without postal voting being in place. John Jowers has been very helpful in granting finance to the WVHMC. There was an original Essex CC grant of £5000 and then a top up from the Communities Initiatives Fund of a further £500. Thanks to JJ and Robert Davidson for orchestrating this for us. The WVHMC will seek final approval to sell the land plus a vote on two projects which have guided us from the questionnaire. JG stated that the WVHMC have met 17 times in 17 months and have also had 4 sub committee meetings. JG stated that the GD was written over 50 years ago, it sometimes lacks detail, and that we need to make sensible decisions for our community today. JG stressed that each trustee needs to leave their personal opinions at the door when attending trustee meetings. JG gave a vote of thanks to MN for all her work as Secretary over the past year. There were no questions. The Annual Report is attached at the end of these Minutes.

5. Finance report and resulting questions: The WVHMC had started the year with over £4,000 remaining from the Essex CC grant. Surveys, planning preparation, land registry and the planning application had taken all but £443.06. Then this financial year we paid Lorna Keen £253 for land registration and £62.23 for 3rd party insurance. We had received an additional £500 from Essex CC. This leaves us with £617.83 to eke out until the Village Hall site is sold. The Finance Report is attached at the end of these Minutes.

6. Presentation from the Wigboroughs Parochial Church Council and resulting questions: SN gave a presentation on the nave area. The nave is ancient beautiful and characterful. The area under the tower has been redeveloped. The car park has been upgraded. It is now used for successful events such as Meet the Neighbours. The nave project is about redeveloping the nave so that it has wider use. There are fabric problems-it needs a new floor, new heating. The PCC want to

make it into a welcoming and inviting space for the Wigboroughs community. They want to bring the facilities up to a usable standard. Mick Biegel asked about the flyer showing the extension on the Purleigh church. Did this have the approval of the PCC? SN replied that the PCC has not discussed such a project. That is not to say that it will not be considered. SN spoke about expanding the storage space available and that might involve changing the outline but as yet the PCC has not discussed this. A shed for storage would be another option. SN stated that PCC doesn't have the resources to manage the space. A new committee would have to be formed. Cost estimates- new floor-£40k, new heating £20k. At Peldon church the extra space has cost £120k. Question: what was the priority for projects? SN- new flooring is the priority. Second would be heating/lighting. Question: would the money invested be a donation to the church and how can the WVHMC retain control of its asset on behalf of the villages. Ella Haines wanted clarification that the money could not be used for the general upkeep and maintenance of the building. SN-no it couldn't. Question: what about the ongoing maintenance of the church? How would you fund upkeep? What happens if the church runs out of money. SN said this would all have to be looked at. PG-stated that we must not discriminate on religious grounds. SN stated that there are certain criteria laid down by the C of E. For example, only certain types of activities would be allowed. No profanity. The church has to retain its character. A Buddhist philosophy group, for example, could use it. But it could not be used as a mosque for example. There are some boundaries laid down in church law. PG asked about de-consecration of the nave. SN hoped it wouldn't come to this. David Buckley-a new building on the side of the church-could it be used for anything? SN-yes it could, but there would be restrictions on building on consecrated ground and over graves. MH stated that as there is a declining congregation, the nave needs to be to be used as a community space.

7. Presentation from Peldon Village Hall Management Committee and resulting questions: Bob Holmes and Andy Wade came to the AGM and BH gave a slide presentation on behalf of the PVH project. BH said that the hall was used on average for 2 hours per day. It was not used only by Peldon. It was used by people from the Wigboroughs, and many of the activities were organised by residents sitting in the room. He stressed that a project involving money coming from the Wigboroughs would be about a joint venture, a merger of the two charities with equal representation on the Board of Trustees, and the resulting building would be called the Peldon and Wigboroughs Community Centre. The hall is currently in a very poor state of repair and is not large enough. The current building is dilapidated and not sustainable. Historically, the committee wanted to build the best building they could. Plans were approved in 2011. This year (2014) the planning

consent was due to expire, and the decision needed to be made as to whether to renew. The committee re costed plans, and managed to shave off £100k from the cost of building a new hall. The new hall design would be simpler, but would incorporate the essentials (e.g. the foyer as stipulated by the Abberton reservoir committee, to cater for walkers circumventing the reservoir), but also badminton and sporting facilities, and would cost no more than £600k. It won't go to tender until the committee are sure of 75% of funding. There will be more car parking, laid with grasscrete. The committee will re submit plans to CBC in the new year. £313k has been raised so far, and £25k spent on fees so far. He stressed that if Peldon and the Wigboroughs village halls merged to make the Peldon and the Wigboroughs Community Centre, there would have to be a merger of the charities- the governing documents are fairly similar. There would be a new charity with equal representation on the Board. The Board of Trustees would oversee but would delegate management of the hall to a management committee. Certain key powers would be reserved for the trustees. Chairmanship alternating between the villages. Neither village could outvote the others. If the Charity was unwound at some point in the future, the value of money that the Wigboroughs put into the project would be returned back to the Wigboroughs. All of this would have to be ratified by both the Wigboroughs and Peldon, and would need approval from the CC. BH stated that PVH would be looking for an investment of not less than £150k. He stated that the project needed to be viable. It needed to demonstrate new uses (sports and badminton). It would need to benefit the whole wider community, including those people from the Wigboroughs. The investment from the Wigboroughs, if it came, would deliver this project more quickly and with more certainty, and the project gives a way back should it ever be unwound. Questions: There was some detailed questioning of BH on the financial viability of the new Village hall. Brian Coates stated that he was a member of the Art Group at PVH. He didn't believe that the hall paid it's way at the moment. He gave statistics of a net income £4000, but expenses of £6000. BH replied that the hall was in such a bad state of repair that maintenance costs were high. The state of hall means that its use is declining-they had already lost one regular user there. However, other fundraising events underwrote those costs at the moment. He stated again that the new hall will attract new use. Alison Biegel stated that Brian Coates had just given the perfect reason for joining forces. JH corrected the questioner who believed that the Wigboroughs Village Hall was donated to the village by individuals from the village. JH stated that the village hall was bought by the trustees of the village hall from the Ministry of Education for £50. Question: how long would PVH be out of action? BH thought 7-8 months. Question: Even if money goes from the Wigboroughs, PVH will still be short. BH stated that there are still grants available, and that the committee would

have sufficient confidence to go to tender if money comes from the Wigboroughs. They can close that gap. The last resort would be to reduce the size of the hall.

8. Resolution re Postal Voting to include introduction, questions and voting by show of hands: The resolution is “That the addendum headed Addendum to Governing Document and dated 6th November 2014 be ratified to permit postal voting to be used to supplement voting in person at Annual General Meetings and Extraordinary General Meetings thereby enabling a wider electorate in the Wigboroughs to vote on key issues.” JG stated that this was not a vote about postal voting. That had already been decided at the last AGM. The resolution is to ratify changes to the GD to allow PV. The template for PV is based on the model template which the CC has defined. JG outlined some of the changes, e.g. the time period between announcing and holding a meeting will be much longer. Integrity of the process depends on independent scrutineers. There will be no more voting by show of hands. Everyone will have the same secrecy as people who vote by post. There will be no more resolutions from the floor, because postal voters have to have sight of every resolution beforehand so they can vote on it. Resolutions will have to be notified 6 weeks in advance. Alex Lewis clarified that the resolution in advance would have to be set out clearly by the person proposing them and would go to every household. JG confirmed that that would be the case. Ella Haines (magistrate) offered her services to find an independent scrutineer. The resolution was passed. Those in favour: 65. Those against: 5. Abstentions: 1 Postal voting will therefore be implemented. The Addendum is attached to the end of these Minutes.

9. Noting of candidates for election: Marion Houlding, John Hutchinson, Melanie Newton, Mark Waterfield, Carol Wyatt

10. Addresses from candidates:

MH: There followed a question from Ella Haines, in response to MH’s indication that if she was elected, she would endeavour to keep all the money in the Wigboroughs: “The committee is currently tasked with assessing and reporting on the two favoured options of the nave project and PVH. Trustees are required to carry out that task dispassionately, impartially and fairly and without regard to their personal opinions, as indicated by Jinny at the start. How can you carry out that task and act in accordance with that duty when you have indicated that your are standing in order to “keep the money in the Wigboroughs”? MH’s response: Mel Newton sells pantomime tickets.

JH, MH, MN and MW volunteered copies of their speeches for the record. CW de-

clined to give a copy of her speech.

11. Voting to elect members to the four vacant positions on the Management Committee

12. Announcement of results: MH 45, JH 31, MN 42, CW 50, MW 58

Marion Houlding, Melanie Newton, Mark Waterfield, Carol Wyatt were duly elected.

JG gave a vote of thanks to the dedication with which John Hutchinson had been involved with the WVHMC over the past 25 years, and said that his expertise will be greatly missed.

THE WIGBOROUGHS VILLAGE HALL MANAGEMENT COMMITTEE

ANNUAL GENERAL MEETING 6th November 2014

ANNUAL REPORT

WHY THE ANNUAL GENERAL MEETING (AGM) IS LATE

The AGM is normally held in June. The Trustees realised that there were two important matters likely to come to fruition very shortly after a June AGM so opted to move the meeting in the expectation that by November there would be an outcome to our planning application and postal voting would be implemented. These would have enabled a final vote on the sale of the land at the delayed AGM.

PREPARING TO SELLING THE LAND

To be in a position to ask for the community's final approval to sell the land it had first to be registered and then outline planning permission had to be obtained.

Registration proved not to be straightforward but was eventually achieved. The Trustees thank Lorna Kean for carrying out this work and submitting a heavily discounted bill for her services.

The planning application was also complicated in that Colchester Borough Council wished, as a condition of granting the application, to hold the sale money in order to ensure that it was eventually spent on community facilities of which the Council approved. These conditions are already imposed upon the Charity by the Charity Commission and eventually the Council withdrew their counter-claim and granted the application subject to conditions. The Trustees are indebted to Kevin Bentley, the Borough and County Councillor, and Andrew Weavers of Colchester Borough Council for their help in resolving this situation.

2014 QUESTIONNAIRE

In an initial survey in 2011 residents had recorded their opinions about whether there was a need for a Wigboroughs-specific Village Hall and what should be done with the site in School Lane. Several suggestions were clearly not viable but others had possibilities. The

Trustees considered the suggestion of building a new Wigboroughs Village Hall but reluctantly decided that the community would not be able to support the ongoing maintenance costs even if the capital sum to build it could be found.

The Trustees therefore set out to ask the whole community how much support they would give to the four projects which emerged from the earlier survey and from suggestions which had surfaced since. 200 copies of a questionnaire were circulated and 102 of them returned. The results of this survey are available on the Parish Council website www.winstred100.org. The clear guidance from this exercise was that the Trustees should explore the detail and viability of two projects – to improve the nave of St Stephen’s church to make it more suitable as a venue for community activities and to look at creating a shared and co-owned community centre on the site of the current Peldon Village Hall by merging the two Village Hall charities and joining the Peldon re-building project. The Trustees have set up working parties with the Parochial Church Council (PCC) and Peldon Village Hall Management Committee (PVHMC) to explore the possibilities of these two suggestions. It must be emphasised that nothing is decided about either of these projects and examination of what might be possible with either or both of them is ongoing.

The action of consulting our community through the questionnaire and the clear guidance that resulted from it were mentioned by CBC as important elements in their final decision to grant outline planning approval.

POSTAL VOTING

At the 2013 AGM a resolution was passed to approve the introduction of Postal Voting. The Committee’s understanding then was that this was a mandate to implement postal voting providing the Charity Commission approved the process to be adopted. Since then the Charity Commission has changed its approach and requires ratification at the 2014 AGM before Postal Voting can be implemented.

Since the need for Postal Voting was to enable a wider electorate to vote on key issues, voting on the sale of the land has been deferred until an Extraordinary General Meeting (EGM) which we hope to hold in the Spring. On a similar argument a resolution from Mrs Houlding shown on the draft agenda was removed from the final AGM agenda as it was judged unreasonable to hold such a vote without Postal Voting being in place.

ADDITIONAL GRANT OF £500

WVHMC was re-established in 2011 with inherited minimal funds. To date the Committee has managed to meet costs from a grant of £5000 organised for us by John Jowers the Essex County Councillor. Little of that is now left and we are indebted once again to John

Jowers and to Robert Davidson for finding us a £500 top-up from the Community Initiative Fund and for fast tracking its payment to us.

THE WAY FORWARD

The Trustees plan to hold an EGM in the Spring at which, with Postal Voting finally in place, it will be possible to seek final approval to sell the land.

Progress on the two projects which are still being worked on can be reported then and the Committee may possibly be able to submit its recommendations in respect of them for a vote.

WORK OF TRUSTEES

Being a Trustee of this charity is a demanding task. The committee has met 17 times in the 17 months since our the last AGM. And there have been four working party meetings. Two each with the PCC and the PVHMC.

We struggle with a Governing Document which was drafted a long time ago and does not always contain detail where we most need detail. We study the guidance on the Charity Commission website but often cannot find detail specific to our charity or our situation. Somehow through all the difficulties we are still moving forwards. Each Trustee has brought a different range of skills and experience and opinions to the table. They all deserve thanks and praise.

Her colleagues wish to offer special thanks to Melanie Newton who once again this year has managed to play a full role as a Trustee in all our meetings while also producing accurate Minutes in no time at all.

THE WIGBOROUGHS VILLAGE HALL MANAGEMENT COMMITTEE

ANNUAL GENERAL MEETING 6th November 2014

FINANCE REPORT

Great & Little Wigborough Village Hall

Income & Expenditure Account for year ending 31st March, 2014

	£	£
Balance at Bank 1st April 2013		4090.54
Income:		
Colchester Borough Council for Polling Booth	75.00	
Bank Interest	1.02	76.02
Sub Total		<u>4166.56</u>
Expenditure:		
Essex Wildlife Trust - AGM Venue	50.00	
Tripoint Surveys - Topographical Survey	336.00	
A&P Designs - Planning Work	2527.50	
Lorna Kean & Co - Land Registry Fee	40.00	
Colchester Borough Council - Planning Fee	385.00	
Colchester Borough Council - Monitoring Fee	395.00	
		<u>3733.50</u>

Balance at Bank 31st March, 2014

433.06

Great and Little Wigborough Village Hall

Charity Number: 301321

Addendum to Governing Document dated 6th November 2014

1. Throughout this addendum any reference to 'he' is taken to mean 'he or she'.
2. The Charity's Governing Document consists of a Conveyance dated 18th March 1954 and a set of Management Committee Standing Orders originally approved at the June 2011 AGM which maintains the intent of the Conveyance but was introduced when the Committee was re-established after many years of inactivity. Their purpose was to replace certain requirements from the Conveyance which, due to the passage of time, could no longer be met and to define certain administrative and procedural practices not defined in the original Conveyance.
3. To date voting on any matter has only been possible for those residents qualified to vote by attending an Annual or Extraordinary General Meeting (AGM or EGM) in person. Residents have requested that a system of postal voting be introduced so that those residents unable, for whatever reason, to attend such a meeting may still record their votes. Postal voting is to be in addition to voting in person, with safeguards to ensure that each qualified voter records only a single vote by one method or the other.
4. Postal voting will be used for all matters requiring a vote at an AGM/EGM including for the election of Trustees to occupy the elected member places on the Committee.
5. This Addendum sets out the postal voting process recommended by the Management Committee (*and approved by the community*). The process is based on the postal voting template provided by the Charity Commission. The Addendum also amends certain timing details, as under, in the process leading up to an AGM or EGM to accommodate postal voting. It also lists certain previously undefined matters of procedure which are necessary to provide parity between those who vote at a meeting and those who use a postal vote.
6. In Item 6 of the Management Committee Standing Orders the phrase 'two weeks notice to each home in the two villages' will be deleted and replaced by 'at least six weeks notice to each home in the two villages'.

7. In item 7 of the Management Committee Standing Orders the phrase 'at least a week before the meeting' will be deleted and replaced by 'at least six weeks before the meeting'.
8. The system relies for its integrity on using two scrutineers who are not residents of either of the Wigboroughs villages.
9. When notice of an AGM or an EGM is delivered to every household in the two villages a letter will be included describing how any qualified voter may apply for a postal vote. This will require completion of a form and forwarding it by a stated date to the appointed scrutineer together with proof of residence in line with the government guidelines on proof of address. Acceptable ways of proving residence will be included in the letter with instructions to contact any Trustee if provision of such proof is a problem. It is not the intention of the Trustees to deny a qualified voter a postal vote because of special personal circumstances.
10. The scrutineers will post to each successful applicant, by a specified date, by first class postage, a postal voting form containing details of all matters on which votes will be taken at the AGM/EGM and an unstamped return envelope addressed to the appointed scrutineer. It will state the date by which the completed form must be received by the appointed scrutineer.
11. The scrutineers will keep completed postal vote papers secure and confidential and at least one scrutineer will attend the AGM/EGM to assist in counting votes cast in person by ballot there and to add to such votes the corresponding totals from valid postal votes.
12. Immediately prior to the AGM/EGM the scrutineers will supply the Chairman or Secretary of the Management Committee with a list of those residents who have recorded a valid postal vote. This list will be used to ensure that no voting papers are issued to these residents if they choose to attend the AGM/EGM.
13. After the AGM/EGM the scrutineers will return all papers to the Secretary of the Management Committee to be held securely pending destruction once sufficient time has passed to allow for any complaints related to the voting procedure to be received.
14. The following practices will be adopted with the introduction of postal voting to ensure that those who vote in person and those who vote by post have as much parity as possible.
 - The notice of pending AGM/EGM meetings delivered to every household will contain details of every matter on which a vote is to be made.

- No resolutions will be accepted from the floor of the meeting. They must be pre-advised in writing at least six weeks before the meeting and will be distributed to every household.
- There will be no voting by show-of-hands at an AGM/EGM. All voting will be by ballot paper.