

FIGHELDEAN VILLAGE HALL COMMITTEE

MINUTES OF THE EXTRAORDINARY COMMITTEE MEETING ON 12 APRIL 2023 – 7.30pm.

Present:	Mrs Caroline Cave (Treasurer)(CC) Mrs Louise Batson (Secretary) (LB) Mr Derek Hanson (DH) Mr Brian England (BE) Mr Frank Grimes (FG) Mrs Jenny Warner Mr Jamie Balls (on TEAMS link) (JB)	Mr Darryl Amison (DA) Mr Ed Oldrey (EO) Mrs Caroline Lacey (CL) Ms Tina Cole (TC) Ms Jackie Dryden (JD) Mr Richard Horner (RH)
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Item		Action Owners
1	Welcome and Apologies	
	<ul style="list-style-type: none"> CC welcomed everyone present and said that she would be Chairing the meeting on this occasion due to the current circumstances of the Committee being without a Chair. 	
2	Background	
	<ul style="list-style-type: none"> Looking through the FVH Constitution, only a Mgmt. Trustee can Chair the meeting, therefore CC has taken on this responsibility for this meeting. TC is present and representing the Parish Council JM has resigned from the Committee, and we do not have six voting Trustees, so moving forward with decisions will be difficult. It was also noted that on the 29th March at the AGM, after Committee resignations, the Chair, Treasurer, and Secretary should have resigned and then been re-voted on to the Committee or new people voted at the Committee meeting that followed. Following the procedures set out in the Constitution, those Committee members need to be re-voted back on at this meeting. CC had the relevant paragraph noted if there were any queries from anyone. CC proposed that the Committee revisit this and correctly vote on members during this meeting. 	
3	Meeting Legalities that must be followed from the FVH Constitution	
	<p>Points to note:</p> <ul style="list-style-type: none"> Extraordinary meetings can only be called by the Chair with a 24 hrs notice period, and this must also have the approval of the Mgmt. Trustees. CL, DH, LB, and CC all agreed that this Extraordinary meeting be approved in the absence of a serving Chair. Only Mgmt. Trustees (not Holding Trustees) can vote either in person or electronically. 	

	<ul style="list-style-type: none"> • Holding trustees can add comments or raise an issue at a meeting but are not able to vote - this is detailed in the Constitution. • JB raised a point to the Committee on Holding Trustees - whilst they can't and shouldn't vote they should ensure that the Mgmt. Trustees are acting in the best interest of the Hall and the Charities Commission. The Holding Trustees can object, and report, as well as ensuring that the meeting remains democratic. • RH added that FVH is a Charity Unincorporated by Association. This means that Trustees should stay in position until the charity is closed down at which point it would revert to the Parish Council. As FVH is financially sound it is unlikely to happen in this instance. • There were no additional comments on these matters. 	
4	Nominations and voting for Management Trustee positions	
	<ul style="list-style-type: none"> • CC has ordered the Agenda to ensure that there is re-election of the Mgmt. Trustees. • All Committee members need to complete the Trustee Form. • DH and CL have signed AP: copies to be obtained from JM as he has their signed copies. • If all agree, LB and CC will continue to hold the roles of Secretary and Treasurer • Noted CC is resigning 14 June 2023 and will support the new Treasurer until September. • The group were asked if anyone else wanted to put themselves forward for those roles – no one did. The re-vote for Treasurer was proposed by DH and seconded by CL. • For the Secretary role - proposer FG and DH seconded. • The committee will need to consider the election of additional Management trustees to ensure that the committee is quorate. • LB confirmed that she has received three nominations for Mgmt. Trustee positions. • CC confirmed that the Constitution allows for up to twelve Committee members. • The Committee were asked if they had any views on the three people nominated. All three wish to join and there are spaces on the Committee, so comments were invited. • TC felt they would add good experience to the Committee and already give a lot to the community. • DH felt that the spaces were not widely promoted to the village, and that other villagers may not have had an opportunity to put themselves forward, and that this should be considered. • There are some 'rumours' circulating about the membership of the Committee, and this could cause issues. It was felt that the election process should aim to always be transparent. • RH suggested that there should be a publicity drive and a campaign inviting people to get involved. • FG added some personal information about the three people that have submitted nominations. • CC explained that the options are: <ul style="list-style-type: none"> - we vote on the three that have submitted their names, leaving three vacancies For which there could be a publicity drive. - Or we publicise and wait for the next meeting to vote all new members on to Committee. • DA asked if the Constitution covered this. CC confirmed that this process should 	LB

	<p>have been completed following the AGM; however, people can be co-opted onto the Committee at any point. There would need to be a check to ensure that these people are eligible to be Trustees. There is a list available that explains who can/cannot be Trustees.</p> <ul style="list-style-type: none"> • DA's view was that the three people that have volunteered should be voted on and then we can still advertise for three more with the spaces available. • JW queried if there is a maximum number for Holding Trustees - RH confirmed only three, and that if the Committee ever gets to just one Holding Trustee, due to the rules of the Charities Commission and law, this issue must be addressed. • JB added that continuity in post is important. • CC called a vote for the three nominations received and asked the Committee if they wanted to vote now or later. All agreed to carry out the vote now. • Marianne Wootton- LB proposed and CL seconded. • Penny Gill - FG proposed and was seconded by EO. • Theresa Shepherd - proposed by CL and seconded by CC. • It was agreed to carry forward to next meeting the suggestion to promote vacancies, which is to be done through a variety of channels. AP: LB to add to the next Agenda. <p>Voting in a Chair</p> <ul style="list-style-type: none"> • The Chair must be a Mgmt. Trustee. • Even a temporary Chair would have to be a Mgmt. Trustee. • BE offered to Chair until the next AGM unless someone else is keen to take on the role. • RH offered co-Chair or act as a Vice Chair for an interim period. • All agreed to have BE as a Chair, provided this was a commitment for the full year. • EO proposed and DH seconded to make BE a Mgmt. Trustee. • FG proposed BE for Chair and CL seconded. • This resulted in there now being two Mgmt. Trustee vacancies. • If any new Trustees wish to become a Chair, they can ask to be considered and this can be done through another Extraordinary meeting. • If too many requested to be considered, we would need to have a ballot. • Will need to advise when promoting Mgmt. Trustee positions, that people could also step up to be Chair or Treasurer. • JB added that the instability recently means we needed a sensible way forward, but that the Committee would benefit from stability in the next few months and can then move forward with new people being voted into these positions at a calmer pace. • BE is happy to be in place till the next AGM in 2024. If we had a new nomination, this should be resolved via a ballot. • RH pointed out that voting rights are with Mgmt. Trustees and that the person could leave the room while the ballot was underway. • It was noted that how people vote is not in the Constitution, RH suggested voting is done within the FVH Regulations rather than the Constitution - AP: To be added to the next meeting Agenda for discussion. • CC asked that anyone who has not filled in a Trustee form needs to complete one. • The website will also need to be updated. 	<p>LB</p> <p>LB ALL</p>
6	Constitution and Communications	
	<ul style="list-style-type: none"> • RH has put a lot of time in to updating the Constitution, which has subsequently been confirmed and accepted by the Charities Commission. 	

	<ul style="list-style-type: none"> • RH volunteered to attend the meeting, as the author of the Constitution he is considered the subject matter expert and is very knowledgeable on the FVH Regulations. • JM also signed a separate declaration for the Constitution. • It was noted this can be found under AOB for the meeting held October 2021 as New Constitution Information. • Approval was also sent by the Charities Commission for this. • Other village halls do have their Constitution's online - RH confirmed that this was not done for FVH, but this is probably because no one is updating the website. • The hall also needs someone to oversee marketing and TC has offered to take on this role. • It could be a Trustee that updates the website, but this work could be done by a subcommittee as long as two Mgmt. Trustees are on it. AP: to be discussed at a subsequent meeting. LB to add to the Agenda. • CC asked that all Trustees familiarise themselves with the constitution. • AP: LB to send out the updated version. • Should go on website AP: RH to send to Amy. • Guidance to be sent to everyone with the Constitution. • JB advised that we can get free membership for additional support- RH confirmed we have already relied on Wiltshire Village Halls Association, and that they keep us up to date. • Need to speak to JM to ensure that the formal approval of the Constitution is available for uploading on to the website. • AP: LB or BE to speak to JM, RH also may have a copy. • It was noted the 'Communications' section was a big update in the Constitution. • CC added that following discussions with JD and TC, that it's clear there are gaps in communications, and we should be open and transparent across Mgmt. Trustees/Hall Managers, everything needs to be recorded and an audit trail available. CC suggested that any issues or comments about the running of the Committee/FVH should go in writing to LB so that an accurate record is kept. Email submissions are acceptable. • RH added that the handling of communications is detailed in the Constitution. Need to encourage people to send in writing to LB or pass to LB at a Committee meeting. The main point of contact for any Communications is the Secretary. • FVH Meetings are held every quarter, so there is a considerable gap, and Minutes need to be out sooner. They did previously go on the website, but this has not been done since RH resigned from the Committee. It was suggested that the work of FVH could be put in the village magazine, and if people want hard copy they can request this from the Secretary. 	<p>TC</p> <p>LB ALL LB RH</p> <p>BE, LB</p>
5	AOB	
	<ul style="list-style-type: none"> • FG asked if we can be updated on the situation with the mast. This will be on next meeting agenda, and we need to speak to JM about the paperwork for it AP: BE to speak to JM - LB and CC will continue to provide electronic backups. • BE added that the mast company have previously offered to buy the land that the mast is situated on, but that this land belongs to the Parish Council and not the FVH. • There are proposals from CellNex and JM has been looking at the legal aspect and following the Crown Court cases covering these issues. Depending on the outcome of these court cases, it could result in financial losses either to the Landowners or to the mast owners. This would result in a significant loss of income for FVH. • the land that the Mast is on is part of the Playing Field all of which belongs to 	<p>BE</p>

	<p>the Village. The Parish Council are only Custodians of the land. The additional/overflow car park is leased by the Parish Council from the DIO.</p> <ul style="list-style-type: none">• It was also noted that the planning application for the hall required that the hall have seventy-six parking spaces due to the size and potential capacity once built.• The land ownership may need to be looked at again as part of the Cellnex contract and potential of selling of the mast site.• It was agreed that this needs much more discussion so would be picked up at another meeting, along with the option of setting up a sub-committee for this work.• JB also stated that the Committee is not a legal entity; therefore the lease agreement would be between the Parish Council and the MOD.• JB suggested that we should hold copies of Minutes and other documents. The Committee have already had discussions about a filing cabinet for the hall and EO will provide.• The next meeting will be held on the 14th of June, FG sent apologies in advance, which were noted by LB.• CC thanked the Committee for attending with short notice, and a further thank you given to CC for Chairing. <p>Meeting ended.</p>	<p>EO</p>
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