

# **OPERATING REGULATIONS FOR THE ADMINISTRATION OF CHARITY NUMBER 1022273 – FIGHELDEAN VILLAGE HALL – A CHARITABLE UNINCORPORATED ASSOCIATION**

## **1. General**

**1.1.** These administrative regulations have been set out in accordance with the Management Committee Powers of Clause 7.7. of the constitution of Registered Charity Number: 1022273 – that is to say Figheldean Village Hall. In order to govern the administration of the Charity (including the operation of bank accounts and the commitment of funds). In areas of interpretation dispute the Constitution will take precedent.

**1.2.** They may be amended from time to time by order of the Management Committee.

## **2. Objects**

**2.1.** The objects of the charity are as laid out in Clause 2 of the Constitution that is to say:

The property (hereinafter called ‘the Hall’) shall be held upon trust for the purposes of a village hall for the use of the inhabitants of the Village of Figheldean including Ablington and Alton in the County Wiltshire (hereinafter called ‘the Area of Benefit’) without distinction of political, religious or other opinions, including use for the meetings, lectures and classes, and for other forms of recreation and leisure-time occupation, with the object of improving the conditions of life for the said inhabitants.

## **3. Powers**

**3.1.** The powers of the Charity are as laid down in Clause 3 of the constitution and may be exercised only in promoting the Objects.

## **4. Charity Trustees**

**4.1.** The Charities Act 1993 defines charity trustees as “the person(s) having the general control and management of the administration of a charity”.

**4.2.** In accordance with the Charities Commissions guidelines on charitable unincorporated associations, all eligible trustees must be over the age of 18.

**4.3. Holding Trustees.** The sole function of a Holding Trustee is to hold the title deeds of Trust. They should not be involved in the day to day running of the charity, which is the responsibility of the Managing Trustees. They may, however, be invited by the Management Committee to attend all Management Committee Meetings and be entitled to freely contribute to matters discussed at such meetings, but shall not be entitled to vote, or make any decisions relating to the use, investment or disposal of the Charities Assets unless they believe a proposed course of action would be contrary to the Constitution or the Charity Commission regulations. In this instance no vote can be taken until written Charity Commission guidance has been received.

**4.4. Management Trustees.** Are charged with **the** Management the Charity on a day to day basis and form the Management Committee.

## **5. Duties of the Management Committee**

**5.1.** The role, composition, powers, committee proceedings and duties of the Management Committee are as laid out in Clauses 5, 6 and 7 of the constitution.

**5.2.** The Management Committee is to be reviewed annually in a meeting that should take place directly after the Annual General Meeting (AGM). It shall consist of not more than 19 voting members, any of whom may be Holding Trustees<sup>1</sup> or Management Trustees and should consist of the following:

**5.2.1.** 3 Holding Trustees.

**5.2.2.** Up to 12 Management Trustees containing the following appointments:

5.1.2.1 Chairman.

5.1.2.2. Treasurer.

5.1.2.3. Secretary.

**5.2.3.** The Management Committee may elect a further 4 co-opted Management Trustees, appointed by resolution of the Management Committee to serve until the next AGM.

**5.3.** In accordance with Clause 5.9. of the constitution on appointment, or reappointment, all Trustees are to sign the Certificate (as outlined in **Annex A**) to acknowledge they have become a Trustee of the Charity and have read and will abide by the rules as set out within this and the constitution document. Newly elected or re-elected Trustees may not vote at any meeting until this has been undertaken.

**5.4.** The Management Committee are also responsible for collective financial management of the Charity. This could include making decisions about fundraising, the provision of services, and investments. This is an important duty in any charity. Proper financial management is the key to the success of the charity and its ability to help its beneficiaries.

**5.5.** The Management Committee is responsible for arranging for the Hall accounts to be audited annually by an independent auditor who is neither a Hall Trustee or Hall Employee.

## **6. Conflicts of Interest**

**6.1.** There is a legal duty to act in the charity's best interests when making decisions that affects the personal interests of one of the Trustees. If there's a decision to be made where a Trustee has a personal or other interest, this is a conflict of interest and must be resolved before proceeding with any meeting.

**6.2.** To recognise and record any conflict of interest the first agenda item on any Trustee meeting should be to allow all Trustees to declare any actual or potential conflicts of interest that could affect the outcome of the meeting. A written record should be made in the Minutes indicating any

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<sup>1</sup> In view of the different roles of the two types of trustees the Charities Commission advice is that a holding trustee should not also be a managing trustee. However, there is no legal restriction against doing so.

or no conflicts of interest. If a conflict is raised then the committee should consider if there are sufficient grounds for the conflicted Trustee to withdraw from discussions and voting on all or certain specific agenda items.

**6.3.** The committee are legally obliged to seek the Charity Commission authority in advance if:

**6.3.1.** It is going to involve any benefit to a Trustee that hasn't already been authorised.

**6.3.2.** The conflict of interest is serious but there's no alternative way forward that will remove it.

**6.3.3.** Most or all the Trustees share the conflict of interest.

## **7. Role of the Hall Chairman**

**7.1.** The Chairman, in consultation with the Hall Secretary, is to plan and chair Trustee meetings. In his or her absence, the Chairman is to nominate a suitable replacement.

**7.2.** As a Trustee, the Chairman must not take unilateral decisions about the Charity. All decisions must be made by a Trustee majority vote.

**7.3.** As Chairman he or she is the link between the Trustees and any employees.

**7.4.** The Chairman is to be the interface with the wider community and is to represent the Hall at appropriate events.

**7.5.** At organised meetings the Chairman is to

**7.5.1.** Be well prepared on the topics to be discussed and be aware of the impact the constitution may have on those topics.

**7.5.2.** Ensure the meeting starts on time, introduces any new members and make sure that they feel welcome. Encourage all members to participate.

**7.5.3.** Ensure any actions delegated at the previous meetings have been carried out.

**7.5.4.** Ensure all discussions are relevant and end all agenda items by drawing discussions to a conclusion ensuring the decisions have been made and minuted and that everyone knows what action will be taken and by whom.

**7.5.5.** The Chairman may be required to make emergency decisions between meetings but this should be done in consultation with other committee members and such decisions should be ratified and minuted at the next appropriate meeting.

## **8. Role of the Hall Secretary**

**8.1.** The Hall Secretary is responsible for the administration of the organisation of the Hall such as:

**8.1.1.** Keeping an up-to-date register of members (or knowing who is eligible to vote).

**8.1.2.** Keeping an up to date record of Trustees/committee members, including dates of resignation/new members joining the committee.

**8.1.3.** Keeping the minute book and all other relevant papers up to date.

**8.1.4.** The organisation of all meetings.

**8.1.5.** Dealing with all Hall correspondence as directed by the Chairman after he or she has consulted with the Management Committee.

**8.1.6.** 1 month prior to an AGM the Hall Secretary is to write to all Authorised Representative Organisation to confirm if they wish to remain an Authorised Representative Organisation and if so, nominate a member of that organisation to attend future Management Committee meetings.

**8.2.** Prior to meetings, the secretary should ensure that the venue is booked. Notify all those eligible to attend of the date, time and place of the meeting, draw up the agenda in consultation with the chairman and distribute with the calling notice. The agenda should consist of the following standing agenda items:

**8.2.1.** Welcome and Apologies.

**8.2.2.** Conflicts of interest.

**8.2.3.** Minutes of the last meeting.

**8.2.4.** Matters arising.

**8.2.5.** Treasurer's Report.

**8.2.6.** Hall Managers Report.

**8.2.7.** Utilization and Marketing.

**8.2.8.** Improvements to the Hall.

**8.2.9.** Any other business.

**8.2.10.** Date for next meeting.

**8.3.** At the meeting, the secretary should take the minutes of the meeting, which should include: a record of those present and a note of any apologies, the approval of the minutes of the previous meeting, a record of any conflicts of interests, a record of the financial information reported, an accurate record of any decisions taken and who is responsible for any actions resulting from those decisions and the date of the next meeting.

**8.4.** After the meeting the secretary should: draft the minutes for approval by the chairman of the meeting prior to circulation to the members, write letters, obtain information and take any other action as decided by the committee.

## 9. Role of the Hall Treasurer

**9.1.** The treasurer does not have sole responsibility for the financial affairs of the organisation. The management committee has collective responsibility, but it is the treasurer's role to provide information to other committee members in such a way that they can understand the financial position and make reasoned decisions when necessary. Most of the treasurer's work will be done out with committee meetings and will involve:

**9.1.1.** Keeping accurate records of all financial transactions.

**9.1.2.** Ensuring the Hall has sufficient Hall and Employer Liability insurance in place.

**9.1.3.** Signing cheques (should be more than one signatory) or making electronic bank transfers.

**9.1.4.** Ensure invoices, bills and salaries of staff<sup>2</sup> are paid on time.

**9.1.5.** Monitoring cash flow and reconciling bank statements.

**9.1.6.** Preparing and submitting reports to the committee in an agreed format and advising on the use of resources.

**9.1.7.** Preparing an annual draft budget which should be agreed and ratified during the first meeting of any new Financial Year.

**9.1.8.** Preparing accounts in the format required by charity law.

**9.1.9.** To submit to external auditors the annual accounts as directed by the Management Committee.

**9.1.10.** Sending accounts and annual returns to regulatory bodies.

**9.1.11.** Advising and assisting with funding applications.

**9.1.12.** Paying Trustees 'out of pocket' expenses as a result of work they have carried out on behalf of Hall. Charity Commission guidelines on how to do this and what is deemed admissible can be found at note<sup>3</sup>

**9.1.13.** The Management Committee may consider remuneration of the Hall Treasurer for duties undertaken that are over and above their normal duties as a Trustee. The guidelines for this are outlined as above in Gov.UK document CC11.<sup>3</sup>

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<sup>2</sup> A Trustee may be remunerated from the Charity for Services undertaken outside their normal role as a Trustee. This is the case for the Hall Manager(s) whois/are engaged on a self-employed basis. It is the legal duty of the management committee to ensure all employees, employed on self-employed terms, conform to the Inland Revenue requirements for tax and national insurance, see: [www.inlandrevenue.gov.uk](http://www.inlandrevenue.gov.uk)

<sup>3</sup> Gov.UK document CC11. <https://www.gov.uk/government/publications/trustee-expenses-and-payments-cc11>

## 10. Duties of the Hall Managers

10.1. The Hall Manager(s) are self-employed contractors responsible for the day-to-day maintenance, and running of the Hall. They are to be invited to attend all Hall Management Committee meetings but are not to be drawn from the elected body of the Management or Holding Trustees and are not entitled to vote at Hall Committee meetings. [The members of the Management Committee are the employers and are personally liable for ensuring that employment law is adhered to].

10.2. Hirers are expected to leave the Hall clean and tidy, with all furniture put away, floors swept and rubbish taken away. They are not expected to carry out routine maintenance cleaning such as toilets, washbasins, dusting etc. The Hall Managers should carry out the following (particularly before event hiring's):

10.2.1 Check cleanliness of floors throughout, sweep/wash/vacuum as necessary.

10.2.2 Check kitchen and appliances and clean as necessary.

10.2.3 Check Toilets and clean as necessary.

10.2.4 Check and clean changing rooms as necessary.

10.2.5 Periodic polishing of the main hall floor.

10.2.6 Periodic internal window cleaning, descale kettles, wipe down walls, dust window ledges.

10.3. As part of the cleaning provision the Hall Manager(s) should familiarize themselves with the current Health and Safety Executive regulations on COSHH (Control of Substances Hazardous to Health). See <https://www.hse.gov.uk/nanotechnology/coshh.htm> for further details.

10.4. The Hall Manager(s) are to carry out periodic inventory checks, order consumable supplies through approved suppliers, check all rubbish bins are put out weekly and ensure the outside areas and car park are tidy, free from litter and that the security lights are serviceable and working.

10.5. When recruiting new Hall Managers, contractors or subcontractors, attention should be paid to the Charity Commission guidelines as shown at note 4.

10.6. New Hall Managers are to be given a list of duties and contracted in terms of the self-employed hire agreement (see Annex B) containing details of the Management Committee approved remuneration.

10.7. New Hall Manager(s) are to be employed on Self Employment grounds and are to adhere to the provisions of the HMRC requirements (see note 2).

10.8. [The members of the management committee are the employers and are personally liable for ensuring that employment law is adhered to].

## **11. Duties for the Hall Health and Safety Representative (H & S Rep)**

**11.1.** Registered charities have a general duty of care towards their members, users and visitors, and should strive to apply the principles of the Health and Safety at Work Act 1974.<sup>4</sup> in all aspects of the Hall's activities. Detailed provisions of the Hall's Health and Safety rules are contained at **Annex C**.

**11.2.** The H & S Rep is to conduct both an internal and external risk assessment (that should include the risk of Legionella in the Hall water systems) and maintain appropriate records in accordance with the Health and Safety Executive directives.

**11.3.** The H & S Rep is responsible to follow through any reported work-related or user accidents under the Reporting of Injuries, Diseases and Dangerous Occurrence Regulations (RIDDOR). Hall users are to enter any accidents or near miss accidents in the Hall Accident Book. The H & S Rep is responsible for following these through and report any outcomes to the Management Committee.

**11.4.** The H & S Rep has responsibility for the electrical and fire safety of the Hall and to take direction from the Management Committee of how often appropriate checks are to take place. See Annex E for current details.

## **12. Duties of the Hall Marketing Representative (Marketing Rep)**

**12.1.** The Marketing Rep is responsible, in consultation with the Hall Manager(s), for the external marketing of the Hall.

**12.2.** Marketing should be conducted in a sympathetic rather than aggressive commercial way. The Village and Villagers should always take priority over commercial opportunities.

**12.3.** The Marketing Rep is responsible for updating the Hall Website and monitoring social media.

## **13. Authorised Representatives.**

**13.1.** Subject to the conditions outlined in Clause 9 of the constitution The Hall Secretary is to write to each of the identified Authorised Representative organisations 1 month prior to AGM to confirm if they wish to remain an Authorised Representative Organisation and if so, nominate a member of that organisation to attend future Management Committee meetings. Nominees should be notified to all Trustees either at the AGM or the next Extra General Meeting.

**13.2.** All Authorised Representative Organisations are to be reviewed at the next AGM and where appropriate amended in Clause 9 of the constitution.

## **14. Property and Funds**

**14.1.** The management of Property and Funds is to be conducted as laid down in Clause 10 of the constitution.

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<sup>4</sup><http://www.legislation.gov.uk/ukpga/1974/37/contents>

## **15. Records and Accounts**

**15.1.** The maintenance and review of Hall Records and Accounts is to be conducted as laid out in Clause 11 of the constitution. At each AGM the Management Committee are to nominate an independent auditor to audit the annual accounts.

## **16. Notices.**

**16.1.** The transmission of notices in respect of the Charity are to be undertaken in accordance with Clause 12 of the constitution.

## **17. Incorporation.**

**17.1.** Figheldean Village Hall is currently a Charity Unincorporated Association. Direction for the Charity to become Incorporated are laid out in Clause 14 of the constitution.

## **18. Dissolution.**

**18.1.** Direction for the dissolution of the Charity is contained in clause 15 of the constitution.

## **19. Vulnerable Adult and Child Safeguarding.**

**19.1.** In line with government guidelines the FVH policy on Vulnerable Adult and Child Safeguarding is contained at Annex F. As an addition to this Appendix F1 charts out the 10 actions Trustees need to take to ensure good safeguarding governance.

## **20. Data Protection.**

**20.1.** The Data Protection Act 1998 (DPA) and General Data Protection Regulations (GDPR) govern the use of information about people (personal data). The FVH policy is detailed at Annex G.

## **21. Complaints Policy.**

**21.1.** FVH policy and procedure for the submission, handling and dealing with complaints is outlined at Annex H.

## **22. Anti-bullying and harassment.**

**22.1.** Bullying and harassment can be detrimental to individuals and may happen without the individual or others recognising the behaviour. It's also important to acknowledge that, for various reasons, recipients of bullying and harassment may not wish or be able to report their concerns. The FVH policy on Anti-bullying and harassment can be found at Annex I.

List of Annexures:

**Annex A-** Charity Commissions Declaration of willingness.

**Annex B** -Generic Self-Employed hire agreement.

**Annex C** -Health and Safety guidelines and hall hire application forms.

**Annex D-** Tariffs.

**Annex E** – Regular Safety checks.

**Annex F** – Vulnerable Adult and Child Safeguarding Policy.

**Annex G**- Data Protection.

**Annex H** – Complaints Policy.

**Annex I** – Anti-bullying and Harassment Policy.

Appendixes:

**Appendix A1**- Trustees disqualification reasons table.

**Appendix F1** - 10 actions trustee boards need to take to ensure good safeguarding governance.