

**Minutes of the Annual General Meeting
of Marden Village Trust
Held in Public**

Monday 16th January 2017 at 7.30 pm

Community Lounge: Marden Community Centre

Present: Trustees Rob Bartup (Chairman), Dave Tidball and Kate Ryan.

In attendance: 25 members of public and Parish Clerk Alison Sutton.

1) Apologies for absence

Maggi Newton – Marden Academy; Andrew Carr – Badminton Club; Veronica Wright – WI.

2) Approve the Minutes of the AGM held on Tuesday 29th January 2015

Noted as minutes of the Management Committee not the Trust.

3) Public forum

Agreed to take point about the constitution at agenda item 6.

4) Report from the Interim Chair of the current Management Group

The report highlighted the following issues: recent and ongoing maintenance requirements of the current facility; work to rationalise storage space and make use of facility easier; safeguarding issue of the entrance shared with the academy and agreement that entrance to the facility during school hours is by using the intercom and being admitted by school staff; competing needs of those who hire the facility; incomplete clearing up of the facility by user groups; new booking gained by the Bookings Secretary leading to additional income; thanks to the Trustees, management committee and those using the facility; the need for the updated constitution; and the good working relationship with the academy. The Trustees thanked Robin Brook for his report.

5) Receive and approve the accounts for the period 1st July 2015 – 30th June 2016 with summary of interim accounts to 31st December 2016

David Bennett summarised the 2015-16 position as follows: the parish council converted the loan to a grant, so income shows additional £1,200; accounting period is now July to June; expenditure includes one-off payment of £450 for solicitor's fees; maintenance cost has risen, now 25% of income; lettings income is fairly static; summary that overall position is good for 2015-16 but will not have injection of income in the current year.

For first 6 months of the current year: income as expected; expenditure currently lower but maintenance bills expected; charged VAT by the academy for last few years and will have to pay VAT going forward; summary that income in line, expenditure slightly lower, VAT and maintenance ongoing.

The Trustees approved the accounts and thanked David Bennett.

6) Adoption of a revised and updated constitution

Robin Brook explained the background to the new constitution: Marden Village Trust (MVT) holds leases for the current community centre; current constitution adopted in

1979, currently 3 trustees; MVT registered with the Charity Commission who consider current constitution not fit for purpose and lack of reference to a Management Committee not appropriate; following discussions, a new constitution has been drawn up based on the document from ACRE (Action for Communities in Rural England) which is agreed with the Charity Commission; new constitution separates holding of freehold/leasehold from day-to-day management, so 2 sets of trustees; Holding or Custodian Trustee holds the freehold/lease, plays no part in day-to-day management of the trust and is indemnified against inappropriate actions by the Management Trustees; Management Trustees are responsible for day-to-day management; parish council agreed to become Custodian Trustee in October 2016; based on ACRE's model, the new constitution has 10 trustees, 5 nominated to represent user groups and 5 elected from residents in the parish.

The Trustees considered questions related to: the low quorum of 3 for trustees for a meeting; and the figure of up to £200 for a payment that can be made on only the Treasurer's signature. The Trustees asked for the opinion of the public attending the meeting on these issues and decided not to alter the proposed constitution. The Trustees adopted and signed the new constitution.

7) Under the newly adopted constitution to receive nominations for up to five regular users of the Community Centre to stand as presumptive Management Trustees

The following user groups nominated a resident to stand as Trustee: Marden Gardeners Association; Marden Village History Society; Marden Women's Institute; Marden Arts and Crafts; Marden Pre-school Breakfast and After School Club; Marden Parish Church; Marden Over 60's Club. The Trustees debated whether the church was a 'regular user' and decided to allow the church to be included as a user in the voting. The Trustees recommended that the new Trustees define the term 'regular user' for future meetings. Following a secret vote by the public attending the meeting the nominated representative from the following organisations were appointed as presumptive Trustees – Marden Gardeners Association (Len Day), Marden Village History Society (Graham Nash), Marden Women's Institute (Veronica Wright), Marden Arts and Crafts (Wendy Steadman) and Marden Pre-school Breakfast and After School Club (Dan Stretton).

8) Under the newly adopted constitution to receive nominations and elect further Management Trustees from the parish of Marden such that there are at least ten presumptive Management Trustees in total

6 residents had been proposed for election, however 1 resident withdrew. Therefore, the following residents were elected as presumptive Trustees – David Bennett, Robin Brook, Paula Barrett, Steve Victory and Neil Clark.

9) To receive and agree resignations from any of the three existing substantive trustees and in so doing, make the presumptive trustees substantive

The resignation of 3 current Trustees was accepted and the presumptive trustees were made substantive Management Trustees.

10) To close the AGM

The AGM was closed by the retiring Chairman of the Trust. A vote of thanks was given to the 3 retiring Trustees for their hard work and service over many years. A meeting of the new Management Trustees followed.