

## THE CONSTITUTION

OF

## CHINNOR VILLAGE HALL

ISSUED 24 JANUARY 2002

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**CHINNOR VILLAGE HALL**  
Registered Charity No. 304285

**CONSTITUTION**

**1) NAME.**

The Name shall be Chinnor Village Hall.

**2) OBJECTS.**

The Objects of Chinnor Village Hall are

- 2.1) To provide facilities for the purposes of physical and mental recreation and social, moral, and intellectual development through the medium of reading and recreational rooms, recreations and entertainments or otherwise, as may be found expedient for the benefit of the Parish of Chinnor and its immediate vicinity without distinction of sex, sexual orientation, race or of political, religious or other opinions.
- 2.2) To manage, maintain and develop these facilities whether alone or in cooperation with any local authority or other person or body in furtherance of these objects.

**3) POWERS.**

In furtherance of the above, but not otherwise, Chinnor Village Hall shall have power to

- 3.1) Purchase, take on lease or in exchange, hire or otherwise lawfully acquire any property and any rights and privileges necessary for the promotion of the said objects and construct, maintain and alter any buildings or erections necessary for the work of Chinnor Village Hall.
- 3.2) Make regulations for the proper supervision, control and management of any property that may be so acquired.
- 3.3) Charge such fees for the use of the said facilities and enter into such hire agreements and determine such terms as the Management Committee (as hereinafter mentioned) may reasonably decide.
- 3.4) Subject to such consents as may be required by law, sell, let, mortgage, charge, dispose of or turn to account all or any of the property or assets of Chinnor Village Hall.
- 3.5) Arrange and provide for either alone or with others, the holding of exhibitions, meetings, lectures, classes, seminars or training courses and all forms of recreation and other leisure time activities.
- 3.6) Write, print or publish, in whatever form such papers, books, periodicals, pamphlets or other documents, including films and recorded material, as shall further its objectives, and to issue or circulate the same whether for payment or otherwise.
- 3.7) Raise funds and invite and receive donations and contributions from any person or persons whatsoever by way of subscription and otherwise, providing that Chinnor Village Hall shall not undertake any permanent trading activities in raising funds for its primary charitable objects unless those activities are ancillary to the attainment of those objects as stated in clause 2 above.
- 3.8) Receive money on deposit or loan and borrow or raise money in such manner as Chinnor Village Hall may think fit, subject to such consents as required by law.
- 3.9) Invest money not immediately required for the said objects in or upon such

- investments, securities, or property as may be thought fit subject nevertheless to such conditions ( if any) as may for the time being be imposed or required by law.
- 3.10) Collect or disseminate information on all matters relating to its objects and to exchange such information with other bodies having similar objects whether in this country or elsewhere.
- 3.11) Do all other lawful things as are necessary for the attainment of the said objects provided always that Chinnor Village Hall at no time carry out any work or other activities as shall affect its charitable status and that nothing in this constitution shall give Chinnor Village Hall any power to act otherwise than as a charitable organisation capable of being registered as such by the Charity Commission.

**4) MEMBERSHIP.**

Membership shall be open, irrespective of sex, sexual orientation, political opinion, nationality, religion or race to

- 4.1) Individuals aged 18 years or more who live in the Parish of Chinnor. Such individuals shall have the right to vote at General Meetings of Chinnor Village Hall.
- 4.2) Associations and organisations, whether corporate or otherwise and whether local, national or international and which are active in the Parish of Chinnor and its vicinity and which hire the facilities of Chinnor Village Hall on a regular basis shall be known as Major User Groups.  
The Management Committee (as mentioned below) shall in its absolute discretion decide whether any association or organisation shall be classified as a Major User Group in the event that any dispute shall arise.
- 4.3) The Management Committee (as mentioned below) may by way of resolution passed at any properly constituted Committee meeting terminate or suspend the membership of any person or group which has been or may reasonably be suspected of being likely to be guilty of conduct prejudicial to Chinnor Village Hall, provided that the person or the individual representing the group shall have the right to be heard by the Management Committee before any final decision shall take effect.

**5) MANAGEMENT.**

The management of Chinnor Village Hall shall be vested in a Management Committee, ( hereinafter called the Committee) consisting of the members whose duty it shall be to carry out its general policy and to provide for the administration, management, and control of the property and affairs of Chinnor Village Hall.

**5.1) The Committee.**

- 5.1.i The Committee shall consist of at least 7 members and not more than 12 members (excluding those members who are coopted.) and shall include the 5 principal officers- Chairman, Vice Chairman, Secretary, Treasurer and Booking Secretary. The principal officers shall be appointed by election with full voting rights.
- 5.1.ii Each Major User Group shall have the right to nominate one member who shall be appointed by election and who will have full voting rights. The maximum number of members nominated by Major User Groups who may be elected to the Committee shall be 5 for all Major User Groups in total..
- 5.1.iii Chinnor Parish Council shall have the right to nominate up to 2 members who may



- serve on the Committee and who are acceptable to the members appointed by election. They shall have full voting rights.
- 5.1.iv Not more than 3 members may be coopted to the Committee by resolution of the Committee. They shall have full voting rights and their term of office shall expire at the next following Annual General Meeting.
  - 5.1.v All members of the Committee, whether elected, nominated or coopted shall be resident in the Parish of Chinnor or its vicinity.
- 5.2) The Election of Members of the Committee.  
The election of members of the Committee shall be held at the Annual General Meeting of Chinnor Village Hall.
- 5.2.i Nominations to the Committee duly agreed by the nominee shall be proposed and seconded and delivered in writing to the Secretary at a date specified by the Committee.
  - 5.2.ii The newly elected Committee shall take office at the conclusion of the Annual General Meeting.
  - 5.2.iii There shall be no less than 4 Committee Meetings per year.
  - 5.2.iv Committee Members who are subject to election shall serve for a period of one year until the next following Annual General Meeting. All members retiring at the Annual General Meeting are eligible to stand for reelection, including members who have been coopted.  
Those members who have been nominated to serve by Chinnor Parish Council may serve until the Parish Council gives written notice that it wishes to change one or both nominations.
  - 5.2.v Committee members may resign office by giving no less than 21 days notice in writing to the Chairman or Secretary. The Committee has the power to fill casual vacancies from the membership by resolution of the Committee. Such appointees shall complete the term of office of the member he or she is replacing and shall be eligible for reelection.
  - 5.2.vi At Committee meetings matters shall be decided by a simple majority of votes of Committee members present. In the case of an equality of votes the Chairman shall have a second or casting vote.
  - 5.2.vii The quorum for any Committee Meeting shall be 4 or one third of the Committee whichever is the greater. At least two members present shall be principal officers.
- 5.3 Special Committee meetings may be called at any time by the Chairman or by any 2 members of the Committee upon 7 clear days notice being given to all the Committee members of all of the matters to be discussed.
- 5.4 The Committee may appoint sub committees to which it may from time to time, and for such times as it determines, delegate the transaction of such matters and the performance of such acts as it thinks fit and the Committee shall exercise supervision over the proceedings and acts of such sub committees. Sub committees shall report back to the Committee as soon as possible on actions taken under delegated powers.
- 5.5 The proceedings of the Committee shall not be invalidated by any defect in the

appointment, election or cooption of any member of any Committee or sub committee.

- 5.6 The Secretary shall ensure that minutes are kept of all Committee, Subcommittee and General Meetings.

**6.) ANNUAL AND SPECIAL GENERAL MEETINGS**

- 6.1 The Annual General Meeting shall be held once in each year at such time and place as the Committee shall determine and not later than 15 months after the preceeding Annual General Meeting. At least 28 days notice shall be given to members together with details of the agenda for the Meeting by posting particulars in a conspicuous place or places in the Parish of Chinnor and advertising in at least one journal or newspaper circulating in the Parish of Chinnor.
- 6.2 The members present and voting shall be deemed to form a quorum.
- 6.3 The business of the Annual General Meeting shall include:-
- 6.3.i Receiving and approving the Annual Report prepared in accordance with the Charities Acts.
- 6.3.ii Receiving and approving the examined accounts prepared in accordance with the Charities Acts.
- 6.3.iii Electing members of the Committee.
- 6.3.iv Appointing an examiner for the accounts.
- 6.3 v Considering proposals to alter the constitution in accordance with Clause 11.
- 6.3.vi Considering any other business published in the agenda.
- 6.4 A Special General Meeting of Chinnor Village Hall may be convened at any time by a resolution of a majority of the Committee or upon a requisition signed by not less than 25 members stating the object of the meeting. A meeting held on such a requisition shall be called by the Secretary giving other members 28 days notice by posting particulars in a conspicuous place or places in the Parish of Chinnor and by advertising in at least one journal or newspaper circulating in the Parish of Chinnor. There shall be a quorum when not less than 30 members are present.
- 6.5 The Chairman of Chinnor Village Hall shall be the Chairman of any Committee or General Meeting at which he or she is present. In his or her absence the Vice Chairman shall take his or her place. In the absence of both the Chairman and Vice Chairman the members present shall elect a Chairman for the meeting.
- 6.6 All questions arising at any meeting shall be decided by a simple majority of those present and entitled to vote thereat. No member shall exercise more than one vote notwithstanding that he or she may have been appointed to represent two or more interests or to represent a Major User Group but the Chairman of the meeting in the case of an equality of votes shall have a second or casting vote.
- 6.7 Accidental omission to give notice to any member shall not invalidate the proceedings of any General Meeting.

**7 STANDING ORDERS AND RULES FOR THE USE OF CHINNOR VILLAGE HALL.**

The Committee shall have the power to adopt and issue standing Orders and/or Rules for the use of Chinnor Village Hall. Such Standing Orders and Rules shall come into effect



immediately, providing always that they may be subject to review by the members in General Meeting and shall not be inconsistent with the provisions of this constitution.

## **8 FINANCE.**

- 8.1 All the income and property of Chinnor Village Hall shall be applied solely towards the Objects of the said Chinnor Village Hall and none of it shall be paid or transferred in any way to its Committee members provided that nothing herein in any way shall prevent the payment in good faith of reasonable and proper remuneration to any officer or servant of the said Chinnor Village Hall (other than a Committee Member) and repayment of reasonable and proper out of pocket expenses to members or Committee members incurred in the course of work of Chinnor Village Hall.
- 8.2 A bank or building society account shall be maintained in the name of Chinnor Village Hall and withdrawals shall be made on the signature of any two of the Chairman, Vice Chairman, Secretary or Treasurer.
- 8.3 Chinnor Village Hall shall have power to collect and to issue appeals for donations and to raise money by bequest and otherwise. Any money raised and received may be retained by Chinnor Village Hall and be used at the discretion of the Committee. No form of permanent trading shall be undertaken in the raising of funds.
- 8.4 The financial year of Chinnor Village Hall shall end on 31 October in each year and not more than 3 months later the Annual General Meeting shall be convened for the purpose of receiving the Annual Report and the examined accounts and for the purpose of conducting other business as specified in Clause 6 above.
- 8.5 The Committee may appoint employees either permanently or on a fixed term contract who are not members of the Committee, as may from time to time be necessary for carrying out the work of Chinnor Village Hall and may fix their terms of employment. For the purposes of employment law the Committee shall be the employer.
- 8.6 All proper costs, charges, and expenses incidental to the management of Chinnor Village Hall may be defrayed from the funds of Chinnor Village Hall.
- 8.7 The Treasurer shall keep accounts of all the monies received and expended on behalf of Chinnor Village Hall and shall prepare and publish such accounts duly examined at the Annual General Meeting. All monetary transactions shall be made through properly authorised accounts in accordance with the directives of the Committee.
- 8.8 No Committee member shall be chargeable or responsible for loss caused by any thing or act done or omitted to be done by him or her or any agent employed by him or her or by any other Committee member, provided reasonable supervision be exercised over any such agent, or by reason of any mistake or omission made in good faith by any Committee member or by reason of any other matter or thing other than wilful and individual fraud or wrongdoing or wrongful omission on the part of the Committee member who is sought to be made liable.

## **9 PROPERTY.**

- 9.1 In accordance with the terms set out in the conveyance of land dated 31 December 1935 between Rosetta Susannah Tilbury (Vendor) and Norman Molyneux Benton, Joseph Brazell and James Cuthbert ( Trustees) as specified in paragraph 1 of the said conveyance (The Trust Premises), as recorded by the Board of Charity

Commissioners for England and Wales under seal on 5 March 1940, together with adjacent land conveyed on 27 January 1942 and recorded by the Board of Charity Commissioners for England and Wales on 3 April 1942, the Trust Premises shall vest in the Official Custodian for Charities in respect of Charity Land.

- 9.2 The Committee may upon the vote of a majority of its members and when necessary with the consent of the Charity Commission for England and Wales from time to time by mortgage or otherwise obtain such advances on the security of the Trust Premises or any part thereof as may be required to maintain, extend or improve the same or any part thereof or erect any building thereon or for the work carried out therein and may continue or repay in whole or in part and from time to time any existing mortgage or charge on the said premises.
- 9.3 If the Committee decides by a majority at any time that on the grounds of expense or otherwise it is necessary or advisable to sell or let the whole or part of the Trust Premises in order that Chinnor Village Hall shall have sufficient funds to purchase other alternative and acceptable Trust Premises in the Parish of Chinnor the Secretary shall call a Special General Meeting in accordance with the provisions of clause of 6.4. If such a decision shall be approved by a majority of those present and voting the Committee shall apply to the Charity Commission for England and Wales for consent to proceed. Subject to such consent being granted the Committee may proceed to sell or let the Trust Premises in whole or in part and to proceed in accordance with the terms of the consent granted by the Charity Commission.
- 9.4 All other property of Chinnor Village Hall shall be vested in the Committee acting as Trustees and shall be deemed to be held by all members of the Committee jointly.

#### **10 POWERS OF THE COMMITTEE.**

All matters not provided for in this constitution relating to Chinnor Village Hall and not involving an amendment to this constitution shall be dealt with by the Committee.

#### **11 ALTERATION TO THE CONSTITUTION.**

Any proposal to alter this constitution must be delivered in writing to the Secretary not less than 28 days before the date of the meeting at which it is first to be considered.

An alteration will require the approval of both

11.1 A majority of the members of the Committee present and voting at a meeting of the Committee and

11.2 A majority of members present and voting at a General Meeting.

Notice of each meeting shall be given in accordance with normal procedure but not less than 28 days prior to the meeting in question and giving the wording of the proposed alteration.

No alteration to Clause 2(Objects), Clause 9 (Property), Clause 11( Alteration) or Clause 12 ( Dissolution) shall take effect until the written consent of the Charity Commission shall have been received by the Committee.

No alteration shall be made to this constitution which would cause Chinnor Village Hall to cease to be a Charity.

#### **12 DISSOLUTION.**

Chinnor Village Hall may at any time be dissolved by a resolution passed by a majority of those present and voting at a Special General Meeting called in accordance with

Clause 6.4. of which at least 28 days notice stating the intention to put forward such a resolution shall have been notified to members and to the Charity Commission.  
If such a resolution shall be confirmed by a majority of members present and voting, the Secretary shall notify the Charity Commission and request their consent.  
Provided consent is given and notified in writing to the Committee, it may proceed to dispose of any assets held by or in the name of Chinnor Village Hall. Any assets remaining after the satisfaction of any proper debts and liabilities shall be applied to such charitable purposes for the benefit of the residents in the Parish of Chinnor and its vicinity as may be approved by the Charity Commission.

This Constitution was adopted as the Constitution of Chinnor Village Hall at the Annual General Meeting duly convened on 24 January 2002 at Chinnor Village Hall, Church Road, Chinnor, Oxfordshire.

Signed

Chairman

Lynn Mumford

Secretary

Linda Cameron