

King George Field, Lower Heyford

Constitution

The terms of the lease between the Trustees and Lower Heyford Parish Council are set out at **Appendix A** on pages 4-8. These set out many of the principles to be adopted and guide how both the Trustees and the Committee of Management are required to operate and underpin this constitution.

A. Trustees

1. Appointment

- a. There shall be four Trustees;
- b. The Trustees must live in the Parish of Lower Heyford and Caulcott or otherwise be closely involved in the Parish by virtue of employment;
- c. In the event that they move away from, or are no longer employed in, the Parish then the Trustee shall be required to step down as a Trustee;
- d. Trustees are appointed by Lower Heyford Parish Council;
- e. Trustees are not remunerated;
- f. The Trustees shall have a responsibility for ensuring that the Committee of Management is correctly constituted at all times.

2. Meetings

- a. The Trustees shall decide whom amongst them shall be the Chair of Trustees;
- b. Trustee meetings are to be held as required and no less often than two per annum;
- c. Notice of meetings shall be ordinarily 7 days although this may be waived if decided by a majority of those present;
- d. A quorum shall be 2 Trustees for any meeting;
- e. Minutes shall be prepared of all Trustee meetings and published on the village website.

3. Annual Meeting

- a. The Trustees shall hold an Annual General Meeting in November of each year;
- b. Notice for the AGM shall be posted in all public places, at the public houses and on lamp posts;
- c. 3 weeks' notice shall be required of the AGM.

4. Accounts

- a. The Committee of Management shall prepare accounts annually for approval by the Trustees. These are to be approved by, and signed by both the Trustees and the Committee of Management;

5. Secretary

- a. The Trustees shall appoint a Secretary who will be responsible for ensuring that:
 - i. all meetings are held on time and are minuted;
 - ii. all minutes are published to the residents of the community of Lower Heyford and Caulcott;
 - iii. all returns are made to the Charities Commission in the correct format and on time;
- b. The Secretary may be one of the Trustees or another appointed by them;
- c. The post of Secretary shall not be remunerated but any expenses incurred by the Secretary in furtherance of their duties shall be reimbursed upon production of appropriate receipts.

B. Committee of Management

1. Appointment

- a. The following organisations are entitled to appoint a member of the Committee of Management
 - Lower Heyford Parochial Church Council
 - Lower Heyford Parish Council
 - Womens Institute
 - Lower Heyford Bowls Club
 - Heyford Athletic Football Club
 - Lower Heyford Sports and Social Club
 - Village Hall Fund (this member is appointed by the Parish Council in view of the fact that the Village Hall Fund no longer exists but the requirements of the Fund require to be met in perpetuity);
- b. The AGM may appoint 5 members of the CoM who shall be independent of, and not an officer of, any of the organisations set out in 1. a. above;
- c. Members of the CoM shall hold office from the end of the AGM at which they are appointed until the end of the subsequent AGM;
- d. The organisations at 1.a. may replace their nominee at any time by notification;
- e. Any vacancy arising of an independent elected member may filled by the CoM, in which case the appointee shall serve until the conclusion of the next AGM;

2. Availability of Field and Facilities

- a. Subject to 2.b. below, the Committee of Management have a specific responsibility to make available both the playing field and the facilities to the whole community of Lower Heyford and Caulcott on equal terms and availability;

- b. The terms on which the facilities generally are made available shall be the same for all users save that favourable rates shall be given to the residents of Lower Heyford and Caulcott or regular users of the facilities;

3. Meetings

- a. CoM meetings shall be held as often as required but ordinarily no less often than quarterly;
- b. At the first meeting after each AGM the CoM shall appoint a Chair who shall be one of the independent members;
- c. Meetings of the CoM shall not be open meetings;
- d. Minutes shall be prepared of all CoM meetings and published on the village website;
- e. Every meeting of the CoM shall consider the latest management accounts and will consider what changes, if any, are required to be made to the funding arrangements to ensure the continued good financial and organisational standing of the King George Field and the proper maintenance of the community and sports centre and the field and surrounding fences;

4. Payments

- a. All payments shall be signed by two bank signatories who shall also initial the supporting documentation to indicate their approval of the payment;
- b. Any payment above £15,000 shall be signed by 3 signatories;
- c. The bank shall be Lloyds Bank PLC. Any change in banking arrangements shall require to be approved by the CoM and the Trustees;

5. Employees

- a. The CoM shall be permitted to engage the services of any manager or other staff member that it feels is required in order to provide for the proper servicing of the field and facilities on the King George Field at all times;
- b. The CoM shall be responsible for ensuring that all relevant laws are adhered to in respect of any employees;
- c. The CoM may also engage the services of other volunteers or unpaid employees as it deems fit and appropriate;

6. Accounts and Insurance

- a. The year shall be 30 September in any year;
- b. Management accounts shall be circulated each month to all members of the CoM;
- c. The CoM shall be responsible for preparing, on an annual basis, accounts which meet with the requirements of the Charities Commission that are presented to the AGM and ensure that they are filed with the Charities Commission no later than 3 weeks after the AGM;
- d. The CoM shall ensure that a comprehensive risk assessment is prepared no less often than annually and that all appropriate action is taken to mitigate perceived risks and insurance taken out to cover risks that are agreed to be material, unacceptable and incapable of mitigation in a cost effective manner;

7. Management of Facility and Field

- a. The CoM shall be responsible at all times for the day to day management of the field and facilities on the King George Field;
- b. The CoM may appoint any sub-committee(s) it feels to be required to better manage the field and facilities;
- c. Any sub-committee can be comprised of members of the CoM or others that the CoM thinks suitable;
- d. The majority of members of any sub-committee must be independent of the organisations entitled to appoint a member of the CoM set out at 1.a above;
- e. Any sub-committee shall report formally to the CoM at each of its meetings;

8. Annual Report to the Parish Council

- a. The Chair of the CoM shall issue a letter to the Chairman of the Parish Council of Lower Heyford, immediately after the AGM stating compliance with the terms of the lease and enclosing the accounts for the period that have been approved by the AGM and submitted to the Charities Commission.

Considered and approved by the KGF Committee of Management on 22 January 2018

Appendix A

Extract from the lease for the King George Field

Schedule 3

Part 1

The field and the facilities thereon

- 1. The demised premises shall be held upon trust for a Community Playing Field and recreation ground and purposes incidental thereto for the benefit of the inhabitants of the Parish of Lower Heyford and Caulcott in the County of Oxford and in such manner as the Committee of Management from time to time shall think fit;*

Trustees

- 2. The Trustees must live in the Parish of Lower Heyford and Caulcott or otherwise be closely involved in the Parish by virtue of employment. In the event that they move away from, or are no longer employed in, the Parish then they shall be required to step down as a Trustee;*
- 3. In the event that a change of Trustee is required for any reason the new Trustee shall be appointed by Lower Heyford Parish Council. Lower Heyford Parish Council may seek the guidance of the remaining Trustees as to whom to appoint but shall not be bound by that guidance;*
- 4. The Trustees shall have a responsibility for ensuring that the Committee of Management is correctly constituted at all times in accordance with this schedule;*
- 5. The Trustees shall have a responsibility to ensure that the Committee of Management make available both the playing field and the facilities to the whole community of Lower Heyford and Caulcott;*
- 6. The Trustees shall be responsible for ensuring that an Annual General Meeting is convened in each year;*

Committee of Management

- 7. The general management and control of the demised premises and the arrangements for its use shall be vested in a Committee of Management (hereinafter "CoM") consisting ordinarily of not more than twelve members,*
- 8. Five members of the CoM shall be elected by those residents of Lower Heyford or Caulcott who are present, and not less than eighteen years of age, at each Annual General Meeting;*
- 9. The five members elected at each Annual General Meeting must not be officers of any of the organisations set out in Part 2 of this schedule;*

10. *The seven organisations set out in Part 2 of this Schedule shall each have the right to nominate appoint one member of the CoM;*
11. *The CoM shall have the power by Resolution of the CoM passed at a meeting at which not less than two thirds of all of the members of the CoM vote in favour of the Resolution to allow any existing organisation in the Parish of Lower Heyford and Caulcott which may hereafter be formed having aims of a recreational character consistent with those upon which the demised premises are held hereunder to appoint an additional member of the CoM in the same manner as if such organisation had been mentioned in Part Two of this Schedule and for this purpose the total number of members of the CoM as provided for in clause 6 and 9 hereof may be increased;*
12. *The CoM as appointed in clauses 8 to 11 above, shall have the ability to co-opt a further three members if the CoM believes that, during any year, any specific skills were felt to be missing from the CoM. Any such co-opted members must not be officers of any of the organisations set out in Part Two of this Schedule;*
13. *The CoM as appointed in clauses 8 to 12 above, shall have the ability to co-opt a new member to replace an elected member of the CoM due to mid-year retirement. Any such co-opted members must not be officers of any of the organisations set out in Part Two of this Schedule;*
14. *In the event of a mid-year retirement of any CoM member nominated by any of the organisations set out in Part Two then the relevant nominating organisation shall be asked to nominate a replacement CoM member;*
15. *The CoM is required to act in a manner independent of any of the organisations set out in Part Two and to have as its prime responsibility the benefit of the whole community of Lower Heyford and Caulcott;*
16. *The Chair of the CoM shall be selected by the members of the CoM at the first meeting of the CoM after each AGM;*
17. *The Chair of the CoM must be drawn from amongst the members who are elected by the residents under clause 8 hereof;*
18. *All members of the CoM shall hold office from the end of each AGM until the end of the subsequent AGM;*
19. *A retiring member of the CoM shall be eligible for re-appointment or re-nomination;*
20. *If any organisation entitled to nominate a member of the CoM ceases to exist or fails to nominate a member then the AGM shall decide in what way, if any, the vacancy is to be filled;*

Meetings

21. *The CoM shall be responsible for convening an AGM in each year;*

22. *All residents of Lower Heyford and Caulcott who are 18 years or older shall be entitled to attend and vote at every AGM;*
23. *At least 3 weeks' notice of all AGMs shall be given by all means possible including on the village website, by placing on notice boards, telegraph poles and in public houses in the villages;*
24. *The AGM shall be provided with an update on all matters relating to the King George Field and the facilities thereon;*
25. *The CoM may from time to time make and alter Rules of the conduct of its business and for the summoning conduct and recording in a minute book of its meetings and in particular with reference to :*
 - a. *The terms and conditions upon which the demised premises may be used for the purposes aforesaid and the sum, if any, to be paid for such use;*
 - b. *The appointment of an Auditor, Treasurer, Secretary and such other unpaid officers as it may consider necessary;*
 - c. *The engagement and dismissal of such paid officers and servants for the demised premises as it may consider necessary;*
 - d. *The number of persons who shall form a quorum at any of its meetings, provided that the number of members who shall form a quorum shall never be less than one half of the total number of members of the CoM;*

Financial and other matters

26. *All payments in respect of the use of the demised premises and all donations for the benefit thereof shall be paid into Lloyds Bank PLC or such other bank as shall from time to time be substituted by the CoM and any such substitution shall be endorsed hereon with a copy of the resolution relating hereto;*
27. *The monies standing to the credit of the said account shall be applied as the CoM shall decide in maintaining, repairing and insuring the demised premises or the furniture and effects thereon and in paying rents, rates, salaries, taxes and other outgoings and in providing means of recreation and otherwise for the maintenance and improvement of the demised premises;*
28. *The CoM may upon the vote of a majority of its members and with the Consent of Lower Heyford Parish Council and the Charity Commissioners from time to time by mortgage or otherwise obtain such advances on the security of the demised premises or any part thereof as may be required for maintaining, extending or improving the same or any part thereof or erecting any building thereon or for the work carried on thereon and may continue or repay in whole or in part and from time to time any existing mortgage or charge on the said property;*
29. *The CoM shall provide a report annually to Lower Heyford Parish Council setting out the principle activities of the King George Field, the financial statements and a statement signed by the Chair stating compliance with the trusts set out herein or noting any exceptions together with the reasons for such exceptions.*

Part 2

List of Organisations entitled to nominate a member of the Committee of Management

- A. Parish Council of Lower Heyford*
- B. Heyford Athletic Football Club*
- C. Lower Heyford Village Hall Fund Management Committee*
- D. Heyford Bowls Club*
- E. Heyford Church Parochial Church Council*
- F. Lower Heyford Sports and Social Club*
- G. Womens' Institute*