

Minutes of FVHCT Meeting

Held on Wednesday 8 Nov 23. 19.00 to 20.15

Present: Parish Councillors Cllr Sarah Farquhar (Chair), Cllr Andy Clegg (Vice Chair), Cllr Peter Bosley (PB), Cllr Tony Causton (AC), Cllr Steven Doherty (SD), Cllr Delia Gilchrist (DG), Cllr Denise Maughan (DM), Cllr Marianne Prynne (MP), Cllr David Williams (DW)

FVHCT Officers: Treasurer: John Hustler (Treas) and Secretary: John Constable (Sec)

The meeting of the Parish Council (PC) in its role as sole Trustee was open to residents and chaired by the Vice Chair.

1. Agenda

Vice Chair welcomed the residents and explained that the meeting agenda was:

- a. To provide an update on the planning application and the creation of a Charitable Incorporated Organisation
- b. To approve FVHCT accounts
- c. To provide a forum for residents to ask questions and share their views on the village hall

When asked, no-one objected to the meeting being recorded.

2. Progress Report (Sec). The Secretary's progress report was a summary of the update that had been provided to the Chair, was made available from 1 Nov 23 and will be posted on the FVH website. Key points:

- d. This meeting was a follow-up to the village meeting held in Mar, and the PC resolution of April 23 to create a CIO through a management team comprising Andy Clegg, John Hustler and John Constable.
- e. The CIO application, constitution and Trustee declarations are ready to submit, as soon as the annual accounts are signed off by the PC in its capacity as sole Trustee. In answer to a question from the floor, Treas confirmed that this would commence the timeline and the process might take at least couple of months, dependent on the degree of dialogue required by the Charity Commission.
- f. Membership would not require any upfront payment. Just the signed acceptance of a £1.00 liability.
- g. In answer to questions both from the floor and members of the PC, Sec and Vice Chair explained that:
 - i. Sec and Treasurer have NO vote on the FVHCT; they are just officers. Along with Andy Clegg, they would become the first three of seven Trustees of the CIO: the minimum required to register a CIO.
 - ii. CIO Members are required to register but only the Trustees are elected.
 - iii. Until the CIO is established, the PC remains the sole Trustee, with the responsibilities and accountabilities. Note: the Charity Commission doesn't like local authorities having too much influence over a charity

- h. **Planning Application.** Sec advised that the planning application had been reposted following the ecology survey successfully confirming an absence of dormice and reptiles. The cut-off date for comments is 3rd Nov..

Patrick Fuller asked about the PC planning meeting on 1st Nov and asked whether the PC had voted to object to the village hall planning application and, if so, didn't that leave any move to a CIO in Limbo. Sec requested that an answer to this question be delayed until later in the meeting (*see para 4 a below*).

In summary, Sec advised that had been very little to tell the village since the March meeting, but now was the perfect time. Annabel Partridge advised that - from her recent experience - being a trustee of a CIO was much less onerous than being a "traditional" trustee, so people shouldn't be scared of it. The key requirement was that each Trustee supported the purpose of the trust. Sec hoped that we would get more than four nominations so the Trustees fully represented the will of the village.

3. Treasurer's Report

- a. The balance of FHCT assets which is cash at TSB as at 31st March 2022 was £351,920.
Income was a gift of £115 from Mrs Brown for sale of books
Expenditure was £44,156; all the costs incurred by the previous PC as Trustee
As at 31st Mar 2023 the balance of cash at TSB was £307,879
Expenditure since then has been £1,362: the first instalment of lawyer's fees
Therefore, current balance is £306, 517
- b. In answer to the Vice Chair's question, the costs of the reptile and dormouse survey were authorised by the previous PC, the former has been paid , the latter (approx. £7,000) is yet to be paid.
- c. Chris Maughan asked what constituted the expenditure. Treas explained that it was a long and detailed list and that it was easier to publish. However, the main items were the option and the architect's fees. Patrick Fuller offered to put it into the magazine.
- d. Vice Chair asked the PC to approve the 22/23 accounts which he had circulated. DG reminded that there was an error in the business plan, Vice Chair said that the error - and knock-on effects in the spreadsheet - had been corrected. Chair(Sarah Farquhar) asked that this be circulated. Vice Chair advised that as FVH revenue was less than £10,000, all we had to submit were the simple balances (above) explained by the Treas
- e. No objections were received from the PC so the accounts were duly approved. Vice Chair explained that when the accounts had been filed with the Charity Commission website, then the application by our lawyer for the CIO can proceed. Charity Commission will no doubt assign a case officer and Sec will be the point of contact.

4. Open Forum

- a. **Planning Application and Option** Vice Chair now responded to Patrick Fuller's question regarding the previous PC meeting on 1st Nov and explained the situation:
- i. The PC – quite within its rights – voted to object to the planning application. Nevertheless, this has created a tricky legal situation as the Trustee must always act in the best interests of the charity, so as soon as possible we must separate the two. We are in a degree of limbo. The last PC voted to create a management

- committee and until the CIO is established and the assets transferred, we are at the mercy of SDNP (planning authority) and the Charity Commission.
- ii. In answer to Patrick Fuller's question, Treas explained that only planned substantial expenditure was the payment of the dormouse survey. Vice chair explained we would be in a difficult position if we get to March , with planning approval but with the CIO not set up. The deadline to exercise the option is 24th April 24, which only requires the payment of £10,000 and a signature. This is now a conflict for the PC. The objective of the charity is to provide a village hall and the money cannot be used for any purposes until it is proven that it's impossible to meet that aim.
- b. Vice Chair further explained that whilst the Community Engagement may have voted against, it showed that there still were a lot of people in favour. If:
- i. Planning permission is granted
 - ii. The option remains open
- Then the Trustee/PC would have no alternative but to trigger the option.
- c. Patrick Fuller commented that it would be a nightmare scenario if the Trustee/PC was to have the same view as it held on 1st November. Vice Chair said that he hoped it wouldn't come to that: if the PC chose not to exercise the option , then when the CIO was created it could prompt a possible range of difficult situations. E.g:
- i. A judicial review
 - ii. Claim against the PC for the costs incurred to procure the land
 - iii. Claim for loss of opportunity
- This is a situation we don't want to get into and we are doing everything in our power to make the transfer.
- d. The Chair wanted to clarify that the planning application had gone in and we only now need to submit the paperwork for the CIO. Vice Chair explained that if the planning application was rejected, SDNP would give their reasons which would determine the next steps. There are many unknowns and the management committee do not want to have to make those decisions: they must be left to the CIO.
- e. SD asked whether the application would go to committee and Vice Chair said we don't know. At SD's suggestion, Vice Chair explained the two ecology studies – dormice and reptiles - that were required. SD added that any required reptile capture process would prevent any actual building for three years, and Vice Chair explained that fundraising would be taking place in that time.
- Background Note. A previous Trustee meeting had confirmed that no building would commence until all the funding was in place.*
- f. Vice Chair confirmed that the surveys mean that the County Ecologist has no further objections to this site.
- g. A question from the floor asked whether the option could be extended. Vice Chair answered that this would rely on a renegotiation with the current landowner, and suggested that since the price of £100,000 was secured four years ago, he would probably want more money. With planning permission that land becomes much more valuable, if the planning authority showed an appetite for property to be built, - and with no ecological restrictions although still with flood risk - not necessarily a village hall.

- h. David Horton suggested, and confirmed in answer to questions from the Chair, buying the land anyway, even without planning permission, not to sell but (after appeals if necessary) to build a smaller hall. Vice Chair said this is all very valid, but are issues for the CIO; Chair said people wanted to hear about it so are still relevant to this forum.
- i. In answer to a further question, Vice Chair confirmed that the terms of the option agreement do not have any restrictions that would prevent a further sale. The only caveat is that a 1m ransom strip will remain along all three non-A32 borders. Access will be solely from the A32 although construction access via the industrial estate might be negotiated. Vice Chair mentioned that – and the PC might know more about it – there was a SDNP plan review of settlement boundaries underway. Currently the land falls outside the settlement boundary. If it was to be inside, planning permission for housing would be easier.
- j. SD said that two developers had walked away from site and suggested that as much as two acres would have to be left green because of the ecology, then it could not be used for a housing estate. Vice Chair offered that these are unknowns, but that the village hall Trust could buy and sell it on to developers.
- k. SD said that the Vice Chair, at the meeting on 1st Nov, had offered a building cost. Would he want to repeat it, or was it made up? Management committee had spoken to the architects a few months ago, but there are no updated build costs. SD said the Vice Chair had estimated £1.5m to £2m. Both agreed that it is an awful lot of money, and building and material costs have gone up. We would only build what we could afford, the plan was designed to be shortened or lengthened as necessary and the CIO could submit revised plans: perhaps a simpler format.
- l. David Horton explained some of the background. The original village engagement asked people what they would like, and the architects were asked to come up with a concept that satisfied everybody. It was a concept on which people could discuss, but he felt we have wasted and lost a time of time and money over the last three years since we went into the option. SD observed that the concept became the proposal for planning application. The Sarah Farquhar (Chair) clarified that the village vote was for the proposal and not for a village hall. Vice Chair closed the discussion as it was becoming less relevant to the purpose of the meeting, but did qualify that the lost time was mainly due to the imposition of a second dormouse survey, with then a seasonal delay to its start.
- m. Peter Barber asked whether the PC/Trustee have any indication of the cost of something more feasible. Vice Chair suggested that, from the figures given earlier, with £100k for the option and £50k to build access, £150K will remain for the build, alongside whatever comes from fundraising, grants and gifts. One of the CIO's first tasks would be to engage expert fundraisers. Sec added that these would not be "professional" fundraising firms, but charity volunteers whose expertise and contribution is to know what is available, how to prepare cases.
- n. Treas reiterated that the management committee has no responsibility or authority for what should be built, its cost etc. It is there to enable the move to a CIO with Trustees who can discuss and decide on behalf of the whole village.
- o. **CIO Membership and Trustees.** Peter Barber asked what would be the basis of advice available to brief the newly formed CIO to produce a business plan which might secure general approval. Vice Chair said that the CIO would be starting with the funds and a

clean slate. Sec added he and the Treasurer were relatively recent so were very reliant on the experience that the Vice Chair brings: effectively the whole village hall time line. We of course will share what we have learned, but the aim remains for four new Trustees who will want to think for themselves. Vice Chair -for those who were unaware of his background – explained that he had been on the PC since 2019, even before David Horton found the land. He left the PC in May but Sarah Farquhar persuaded him to come back on with his experience to facilitate a smooth transfer to the CIO. That is his only goal.

- p. Simon Pack commented that the meeting had not been entirely productive because most of the work to be done could only be done by the CIO, and until it is established we are in limbo. This becomes the absolute priority and we should be careful that any decisions now do not tie the hands of the CIO.
- q. Vice Chair wholeheartedly agreed, and we share the sense of frustration over what is a long drawn-out process: we haven't and couldn't say much because there wasn't anything to say.
- r. Chair said that the priority once the CIO is established is to advertise and encourage membership and active involvement. If the planning application is rejected then SDNP will surely give their reasons which will allow us to modify the plan to something more palatable. We will do everything we can to advertise as soon as possible. Although - some time ago - Vice Chair and MP had discussed, they felt that putting something in the Parish mag would be too early and would risk interest waning. We will now start preparing something so that when it's time we can start recruiting quickly. Chair said that it is sensible to separate the PC from the village hall, so that there are small, dedicated teams to take on the jobs. Vice Chair confirmed that there is nothing needed to be submitted to a vote this evening. Normally this would have been a meeting between the Trustee and the management committee, but it was made an open meeting in the interests of transparency.
- s. Peter Barber observed that we need to give close attention to what is meant by "members". Thus far, it seems quite loose: people who live in Farringdon/Farringdon and the surrounding villages. Management team confirmed that we will be using the definition from the CIO application: the Parish and the area of benefit. Sec confirmed that only residents of Farringdon can be voting members, and we hope there will be sufficient members who stand/are nominated to be a Trustee to require a vote rather than less than four: which would mean uncontested election and/or co-option.
- t. Patrick Fuller asked that, in the interests of constructiveness and transparency, that we commit to giving anything where there is public interest to the magazine. Vice Chair confirmed that we are more than willing and suggested the update that was provided prior to this meeting, precis/highlights of this meeting and a link to the village hall website for the full minutes. Once signed off by the Trustee this will be provided hopefully to generate interest Alongside the magazine and Farringdon.net, membership forms, letters etc could be delivered – as in past – by leaflet drops with willing volunteers as this will save significantly on postage. Sec requested that the village does bear with us as there is a resource issue. Prior to the new PC in May, there were approx. six people actively involved with pieces of the village hall jigsaw. Now there is only the management committee of three.

- u. In answer to a question on the publication of accounts, Vice Chair and DG once again discussed the reconciling the typo error between the accounts and business plan, with the knock-on effects. Vice Chair would go through it again separately with DG.
- v. Annabel Partridge stressed that whilst the CIO Trustees should reflect village views, they must support the objective of the charity. Sec agreed and commented that reading the objections to the village hall planning application he got a real sense of a divide that might still exist, and regardless of the final decision/outcome, then any rift must be resolved. The way we go about it is almost as important as what we do. Vice Chair added that if the planning application is rejected, and it becomes impossible to achieve the objective, then there is another conversation to be had. But we are not yet in that position. The aim remains to “provide a village hall”, and we chose the wording carefully: provide not build.

Penny Cushing thanked the Management Committee for the work they had done, and, with no further questions, the Vice Chair thanked everyone for coming and closed the meeting at 20.15.

5. No date was set for a Future meeting

John Constable
Secretary
FVHCT

18th November 2023