



# Educational Foundation of Abigail Bailey and Ann Levett



## The Future of Governance and Management for the Foundation

### 1. Summary

Since January 2010 Adrian Dale has fulfilled the role of Clerk to the Trustees of the Educational Foundation of Abigail Bailey and Ann Levett, the owners and operators of Chelveston Village Hall. As Clerk he oversees all Foundation business and manages the operations of the Village Hall. He is the legal duty holder for the Village Hall and the landlord for School House, the rental property adjacent to the Village Hall, which is also owned by the Foundation. Although there are six Trustees overseeing his work, the reality is that much of the day-to-day decision making, and the formulation of policy rests with the Clerk.

Half of the Trustees are ex-officio members, appointed by the Church and Parish Council. The other half are elected resident trustees, nominally serving a maximum of six-year term. All of the elected resident trustees have now exceeded their permitted terms. They remain Trustees as there is no-one else willing to stand for election or co-option. All efforts to encourage the wider community to stand have failed. The reality is that the majority of residents only use the Village Hall at times of election or major civic events. It is difficult to persuade residents to take a stake in the management of a venue that they hardly use.

For personal reasons Adrian Dale will be standing down at the end of June 2025. A new Clerk will be needed, but the opportunity needs to be taken to re-examine the governance model for the Foundation.

This paper provides Trustees and Councillors with the background needed to make the necessary recommendations.

### 2. Background to current operations

The Educational Foundation of Abigail Bailey and Ann Levett was founded in 1760 and is one of the oldest Village charities. Its original purpose was to provide education for the children of the Village. The modern Foundation now owns and runs Chelveston Village Hall as an educational institute and community venue. The Foundation aims to provide a well-equipped modern venue which can be used for classes, clubs, civic meetings and private events. The Foundation's income comes from Village Hall hire fees and rental income from School House, a private residence adjoining the Village Hall. The annual income is around £28,000, more in years when there have been successful grant applications. The Foundation currently has reserves of £32,000 and assets (including buildings) of over £1.5 million.

The Foundation is managed on a day-to-day basis by the Clerk to the Trustees. This voluntary role was established in 1967. Cllr Michael Foulger served as Clerk from 1967-2009 until he had a serious disabling stroke. This left the Foundation in a very difficult position. None of the then Trustees had any handle on what was happening. The charity was in crisis.

Furthermore, two separate charities were involved. The Educational Foundation owned the building and a separate charity (***Chelveston Village Hall Association***) ran the venue. Michael Foulger was Clerk to both charities. The Chelveston Village Hall Association drew its trustees from the village organisations that used the venue (The Chelveston Women's Institute, the Mums and Tots Group, the Parish Council, the computer gamers). The Chelveston Village Hall Association was supposed to pay rent to the Educational Foundation to cover the costs of building maintenance and insurance. Unfortunately, they were unable to cover these costs as the Village Hall was operating at a loss.

As the then Chairman of the Parish Council, Adrian Dale worked with the Clerk of the Parish Council (Mark Hunter) to remodel the charities and put their operations onto a modern professional footing. The Chelveston Village Hall Association was dissolved, and its assets (mainly equipment and cash) were

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transferred to the Educational Foundation. The remodeled Foundation both owned the building and had a duty of operating it as a community venue and educational charity.

### 3. The role of the Clerk to the Trustees

After the remodeling of the charities, Adrian Dale (then still Chairman of the Parish Council) assumed the responsibilities of the Clerk to the Trustees of the Educational Foundation. He had recently retired and had the time to devote to the role.

Without realising it, he also assumed the responsibilities of Bookings Secretary, Caretaker, Finance Officer and Maintenance Technician. This is too much for one person. In 2015, it was agreed that additional assistance was needed and that caretaking (cleaning etc.) duties could no longer be a voluntary role. It involves antisocial hours which need to be paid for.

The Clerk is now supported by two other roles:

- **Bookings Secretary/Finance Officer** – they handle the administration of all Hall hires and process all receipts and payments. This is a voluntary role fulfilled by Janet McMillan, wife of one of the Trustees.
- **Head Caretaker** – they run the caretaking team who look after the day-to-day operations of the Hall hires (opening up, closing down, cleaning etc). The Head Taker, Rachael Maywood, is a self-employed contractor, as are the assistant caretakers.

The current Clerk's responsibilities are still extensive and varied:

- **Managing operations** – taking decisions on the types of Village Hall hires permitted, overseeing maintenance, and acting as landlord for School House.
- **Managing people** – acting as the contract manager for the Head Caretaker and assistant caretakers.
- **Managing systems** – the web site, bookings system, finance system and security systems were devised and implemented by the Clerk to streamline the operations of the Hall. He is currently the administrator of these systems.
- **Compliance with legislation** – both for the operation of a public venue and the rental of residential accommodation.
- **Charity and financial governance** – compliance with the regulations of the Charity Commission.
- **Liaison with other bodies** – the Parish Council, the Parochial Church Council, local charities and North Northamptonshire Council.
- **Devising and implementing long term strategy** – a 10-year property strategy has recently been developed for implementation from 2025.

The time commitment for the role varies throughout the year but has the following pattern:

- **Daily** – 30 minutes reviewing the mailbox and resolving any queries with the Bookings Secretary and Head Caretaker.
- **Weekly** – 1 hour (average) organising any maintenance work.
- **Monthly** – 1-2 hours preparing the monthly Trustee report on operations.
- **Quarterly** – 2 hours reviewing the overall finances.
- **Annually** – 6-8 hours preparing the annual report and accounts.
- **Ad-hoc** – systems administration, grant applications, project plans, preparing strategy documents, agendas and minutes.

Some of these tasks could be apportioned to others (if available) but the reality is that someone still needs to be the nominal "chief executive" responsible for the safe and secure operation of the venue and rental property. The roles of "Duty Holder" and "Landlord" cannot be delegated to a committee.

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The skills and experience required for the role cannot be specified in a conventional way but the Clerk does need to be comfortable tackling the following areas:

- **Finance** – budgeting, financial reporting and management accounts.
- **Legislation and regulations** – translating new regulations into practical processes.
- **Information technology** – using modern office software, internet and smart phone technology.
- **Communications** – preparing reports, minutes, grant applications
- **Project management** – ensuring that development work is properly planned and executed.
- **People management** – working with the existing team and bringing new members on board.

The next Clerk is likely to be a Village resident who has recently retired as a manager or senior administrator in the public or private sector. The role is varied and interesting and is an opportunity to use a lifetime of accumulated skills and experience to make a major contribution to the community. The role needs someone with the enthusiasm and vision to chart a path forward for the Foundation and the Village Hall.

Funding is rarely a problem as the Foundation is fortunate to have an excellent working relationship with local grant-making bodies. In the years 2010-2023 nearly £413,000 (adjusted for inflation) was invested in the re-development of School House and Chelveston Village Hall. This was financed by £227,000 of grants and £186,000 of accumulated reserves and in-year income. The 10-year property strategy proposes an investment of nearly £300,000, 67% of which will be grant funded. The new Clerk will take this forward, reshaping it as required.

### 4. Usage of the Village Hall

On average the Village Hall is used for 21 hours a week, with most of the activity being in term time between the hours of 16:00-20:00 Monday-Friday. The “anchor” hirer is the local ballet academy who put on dance classes for children from the local area. There are currently only 3 village students, the remainder are from Higham Ferrers, Raunds and Stanwick. The ballet academy makes up 49% of the annual usage. Without their hire fees, the Village Hall would not be viable.

At weekends there are occasional children’s parties or family celebrations. We currently don’t permit weddings or late evening parties for adults as they are too disruptive for tenants of School House. On average, there are only two private functions a year where a village resident is the hirer.

Since the demise of the Chelveston Women’s Institute, there are only two regular, village based, users of the Village Hall – **The Parish Council** (2 hours a month for 11 months of the year) and **Free Spirits** (a craft group with monthly 2-hour bookings for 8 months of the year).

The Parish Council uses the Village Hall for meetings and civic functions and enjoys free hire in recognition of the grants of equipment it has made over the last 15 years.

Including use as a polling station on three occasions, Just **9%** of the Village Hall usage will be village related in 2024. The Foundation is therefore running and maintaining a venue used by residents for just 2 hours a week on average. Therein lies the difficulty. Very few residents are willing to invest many hours of their time each week when the venue is mainly of benefit for hirers from outside the community.

### 5. Ownership of the assets

The School House, the Village Hall and the Car Park are all “vested” in the Official Custodian of Charities. As such, the Trustees are not free to dispose of these assets without recourse to the Charity Commission.

Furthermore, the facilities of the Village Hall are registered as Assets of Community Value. As such they cannot be taken out of public usage or be disposed of without due regard to the wishes of the community.

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Although nominally “owned” by the Foundation, there is a covenant on the land purchased in 2013 for creating the car park and paddock. This requires the Car Park and paddock to be made available for free use by the Parish Church. Through its Trustees, the Church has a say in their use and development.

## 6. The Challenges of management and governance

According to the [Governing Document of the Foundation](#), the Trustees are appointed as follows:

*The Charity shall have seven Trustees, four appointed to the Trust by virtue of their elected office in other organisations within the Parish and three elected from the registered electors of the Parish.*

*The seven Trustees shall be:*

- i. The appointed Incumbent of St John the Baptist Church – Chelveston-cum-Caldecott*
- ii. The two elected Church Wardens of St John the Baptist Church – Chelveston-cum-Caldecott*
- iii. An elected representative of the Parish Council – Chelveston-cum-Caldecott*
- iv. Three Resident Trustees of the Parish of Chelveston-cum-Caldecott elected by registered electors at the Annual Public Meeting of the Foundation for a first term of three years, with an option to stand immediately for re-election at the end of their term for a second term of three years. A full 12-months would then need to elapse before a resident was eligible to stand for re-election as a Trustee.*

From 2013-2023 the Vicar (the Incumbent as in clause i) declined to take up their position. From 2018 to 2024 one of the Church Wardens (clause ii) has not been a participating Trustee or has declined to take up their position. Whilst the current Vicar and one Church Warden are Trustees, they have little time to devote to the Foundation as they are running the Church.

Similarly, the Chair of the Parish Council is a Trustee (clause iii) but would struggle to devote more time to the Foundation given their Parish Council duties.

Although three of the Trustees are nominally elected by residents (clause iv), there has never been a contested election. Willing volunteers were sought out by the Clerk and presented for co-option at the Annual Parish Assembly. This last happened in 2015.

The reality is that the Trustee body only meets formally when the Clerk needs a decision ratifying and recording. This is not ideal.

## 7. Governance options

### 1) Maintain the current governance structure, advertising for a new voluntary Clerk and three new resident trustees:

Experience suggests that we would not be successful with such adverts. More importantly, we should question whether the model is now appropriate. Some residents may know that the Foundation exists and owns/runs the Village Hall. However, for many its operations will be largely opaque. A few lines in the Parish Council minutes and an occasional newsletter article are all that they will hear about it. Very few residents would be able to name the Trustees.

Moreover, the recent experience with the 10-year property strategy highlighted the potential issues. The existing Trustees approved an application for a grant from the Windfarm Trust to support the development of the paddock into a more useful asset for both the Church and Village Hall. The Parish Council declined to support this grant application, effectively killing the project and delaying the implementation of the strategy. It would seem more sensible for the Foundation and Parish Council to have a shared strategy for developing and maintaining this community asset.

### 2) Revert to the previous model of the Chelveston Village Hall Association

In this model, the primary Village Hall users manage the venue as a committee. They would act in the legal capacity of “Managing Trustees”. This would not be appropriate today. The primary

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Village Hall users are no longer residents, some are commercial organisations. They cannot take responsibility for a community venue.

### **3) Change the Governing Document and Charitable Scheme to appoint the Parish Council body corporate as the “Sole Trustee”.**

In this model, the Parish Council would assume the legal responsibility for the charity and its assets, but these assets would be kept completely separate from those of the Parish Council. The venue would be directed by a Parish Council sub-committee of residents, Parish Councillors and Parochial Church Councillors. A Clerk would still be necessary, but their monthly report would go directly to the Parish Council and be reported as part of the monthly minutes.

Although finances would be kept separate, the charity would be able to take advantage of the VAT treatment enjoyed by the Parish Council. VAT could be reclaimed on Village Hall expenditure on operations and projects. Since 2010, this would have enabled the recovery of some £50,000.

Given that the Parish Council is an elected body, village residents would still have an opportunity to have a say in the management of this community asset. Indeed the profile of the venue would be enhanced locally as the Council would be obliged to report on its operations and debate development proposals in public. At present most of this debate goes on behind closed doors.

The existing ([Charitable Scheme](#)) has no mention of the specific powers of the Trustees in respect of employing staff or letting service contracts. These activities are currently undertaken by the Clerk for and on behalf of the Trustees as a group of individuals. This can have unexpected consequences. For example, Pieter Mommersteeg and Arthur Wright are still technically the registered owners of the car park and paddock as they signed the original purchase contracts in 2012. The process of changing this is proving to be a difficult one.

## **8. Recommendations**

### **1) The existing Trustees should advertise for a new voluntary Clerk immediately.**

A one-year handover of the role would be beneficial, no matter how governance matters are resolved.

### **2) There should be a joint meeting of the existing Trustees and the Parish Council to agree a way forward.**

This can be a public meeting to which all residents are invited. It is in everyone’s interest that the future of the Foundation and Village Hall is debated openly.

### **3) With suitable public notice, the existing Trustees could vote to change the Governing Documents to appoint the Parish Council body corporate as the sole Trustee.**

This would create the legal framework for future action. It would be necessary to work with the Charity Commission to complete the change and update the charitable scheme.

### **4) The Parish Council would set up a sub-committee to manage the venue and the assets of the Foundation.**

Existing Trustees could become members of the sub-committee ex-officio or by co-option.