



**Educational Foundation of
Abigail Bailey and Ann Levett**



Management and Governance of Chelveston Village Hall Emerging Problems – Possible Solutions

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The Parish Council last considered the management and governance of the Educational Foundation and Chelveston Village Hall in the spring of 2010 when it was forced to step in to resolve a crisis. Some new problems are on the horizon which need discussion.

None of the current councillors were involved then and so we need to start with a short history lesson.



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Governance & Management Structure pre-2010

- The old School and School House were owned by the Educational Foundation of Abigail Bailey and Ann Levett (1760).
- Chelveston Village Hall was operated in the school building by a separate charity, the Chelveston Village Hall Association (1972).
- Both charities had separate Trustees, but one Clerk managed day-to-day activities for both charities – Cllr. Michael Foulger (1968-2009).
- Dual charities were unwieldy and often in conflict. The legal structures prevented grant applications being made to develop the Village Hall.
- Cllr Michael Foulger had a stroke in December 2009 leaving administration and finances in disarray for both charities.
- Cllr Adrian Dale and Mark Hunter (Clerk) stepped in to merge the charities and re-organise the finances and administration – completed June 2010.

Prior to 2010 there was a complex arrangement where two separate charities were involved in the management and operation of the buildings. This resulted in conflict, delayed decision making, inefficient use of funds and declining use of the venue.

In December 2009 the existing Clerk for both charities suffered a serious stroke, Investigation of his papers revealed that he had been struggling since 2005. Neither of the Trustee bodies had met since March 2007, and the charities had failed to submit their annual reports to the Charity Commission.

The Parish Council had no jurisdiction but Cllr Adrian Dale and Mark Hunter stepped in a personal capacity as Michael's Trustees to tackle the issues, reporting to the Council as they did.

The 2010 crisis was an opportunity to resolve these difficulties and set out a plan for the redevelopment of the venue.



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Benefits of the 2010 restructuring

- Simplified structures and streamlined decision making.
- Improved accountability and financial controls.
- Monthly reports to the Parish Council.
- Enabled grant applications to be made to develop the venue - £227k awarded (inflation adjusted to 2023 prices).
- Usage of the venue increase by 350%.
- Charitable purpose fulfilled for the first time in 25 years.

Before looking at the current structure and some emerging issues, it is worth looking at the outcomes. From most perspectives the re-structuring was a success. The venue is well used, the Foundation is fulfilling its charitable purpose and the School House has been refurbished to reflect its importance as one of our heritage buildings.



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Governance & Management Structure post-June 2010

- Chelveston Village Hall and School House are owned and operated by the Educational Foundation of Abigail Bailey and Ann Levett (1760).
- 7 Trustees govern the operations of the charity and have liability for it:
 - The Vicar – Rev. Louise Bishop (2024),
 - Two Churchwardens – Arthur Wright (2001),
 - A Parish Councillor – Cllr. Andrew Seaman (2017),
 - Three Elected Resident Trustees (maximum term of 6 years)
 - Melvyn Wooding (2015 (Council Trustee), 2017 (Elected Trustee)),
 - Raymond Dyer (2015),
 - Sharen Hegarty (2018).
- The Clerk to the Trustees manages the day-to-day activities
 - Adrian Dale (2010).

The merger of the charities created a board of trustees and a separate management committee which was supposed to run the operations of the Village Hall. The reality was that this didn't work and was as unwieldy as the two charity structure.

In 2015 the management committee was dissolved and most of its functions were taken on by Adrian Dale, later supported by Janet McMillan as Bookings Secretary/Finance Officer and Rachael Maywood as Head Caretaker.

As part of this process, the Trustees delegated liabilities and responsibility to the Clerk as the responsible officer. He has the power to enter into contracts for and on behalf of the Trustees, but as the signatory, he carries the liability.

He also carries the legal liability for the Village Hall as the Duty of Care Holder and School House as the Landlord.



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Emerging problems

- Adrian Dale has run the venue since 2010. He is standing down in June 2025.
- Janet McMillan, the Bookings Secretary/Finance Officer, in post since 2017, will also be standing down within 18 months.
- All of the existing Resident Trustees have now exceeded their permitted terms of office.
- The Village Hall is now only used for 2 hours a week on average for Village related activity (9% of the annual usage)
 - Parish Council – 22 hours a year + Dog Show in the paddock,
 - Elections – 48 hours in 2024,
 - Free Spirits Craft Group – 16 hours in 2024,
 - Private residents' functions – 8-12 hours in 2024.
- It is proving impossible to find residents willing to take responsibility and invest their time in running a venue they rarely use.

The next 12-18 months will see several of the existing people involved standing down. All previous attempts to find new volunteers have failed. A new approach is needed.

The venue needs fresh eyes and needs to be made more relevant to the Village.



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Options

1. Wind up the Village Hall on the grounds that we only need a Village venue for civic purposes for 80 hours a year – could we use the Church instead? – ***but then what do we do with the existing building?***
2. Maintain the status quo and try to find new volunteer Trustees and a new volunteer Clerk to manage both the Foundation and the Village Hall Operations – ***but what happens if we can't find volunteers?***
3. Revert to the Village Hall Association model with the main users taking on the management – ***do we want non-residents controlling the venue?***
4. Restructure the Foundation to appoint the Parish Council as the Sole Trustee. The Foundation would then be managed by a sub-committee of the Parish Council with external members – ***essentially the status quo but without personal liabilities.***

The “nuclear” option of winding up the Village Hall does need to be considered. However, this should be seen as the option of last resort. The Village Hall is the Parish Emergency Centre, the location for all public meetings and has hosted many civic events. Future generations might have other uses for it as a venue. It is still viable but needs active management and governance on behalf of all residents.

The Parish Council can't just step in and buy the Hall “on the cheap” as any sale would need to be at market rates. The Charity Commission would then want to be clear how the monies raised would be used.

The present model of management and governance relies on volunteers and since 1968 has needed a small number of people prepared to devote large amounts of time and effort to keeping it running. This is the challenge.

Bringing the Hall within the control of the Parish Council would provide long term stability and allow for more councillors to get involved, whilst still allowing residents to be co-opted.



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Is the proposed Sole Trustee structure unusual?

NO! There are many Northamptonshire Village Halls and Community Centres that are now structured in this way:

- **Brixworth Community Centre**
- **Cogenoe & Whiston Village Hall**
- **Little Addington Reading Room**
- **Moulton Village Hall**
- **Towcester Community Centre**
- **Whittlebury Village Hall**

Mark Hunter has found several village halls using this model and they appear to be working well. It is now the preferred model for new community venues.



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Benefits of the Parish Council becoming the Sole Trustee

1. Direct accountability to residents, the Council is elected by all residents, not just those that attend the Annual Parish Assembly to appoint Trustees.
2. Structural stability, the Parish Council will always exist.
3. Ability to enter directly into contracts rather than in the names of individual Trustees. This will create flexibility if we need to employ a clerk/venue manager or are forced to change the employment status of the self-employed caretakers.
4. Simplified grant application and planning application processes.
5. Simplified insurance arrangements.
6. Ability to recover VAT on purchases made for the Village Hall operations.

The insurance arrangements and VAT positions need to be confirmed with professional advice, but could save the Foundation substantial sums. At the moment if the Parish Council buys equipment (e.g. Sound system), it has to wait 13 months before donating it to the Foundation. If the Parish Council is the Sole Trustee with the duty of maintaining the venue, it would effectively be buying the equipment for “its” use in the Hall immediately.



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Financial implications

1. The assets of the Parish Council and the Foundation will be completely separate, with separate bank accounts and separate financial accounts.
2. The Educational Foundation is in good financial health
 - Cash reserves of £45k.
 - Annual Village Hall operating surplus - £1,200
 - Annual School House operating surplus - £5,100
3. The Parish Council body corporate would take on liabilities for contracts entered into by the Foundation, but would have complete control over those contracts.
 - Utility bills (gas, electricity, water, broadband)
 - Caretaker contracts
 - School House tenancy

Fortunately, the Foundation is in much better financial health than in 2010 and both parts of its operations have an operating surplus.

The transfer of liability for contracts from the Clerk to the Parish Council would be most welcome!



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Next steps

1. Discussion tonight – does the Parish Council think this is the right way forward? Are there other options?
2. Further discussions by the Trustees in response to any Council comments.
3. Consult with the Charity Commission.
4. Advertise for a new Clerk and Management Committee members ASAP.

The initial consultations with the Charity Commission were positive. They see no reason why this model cannot be adopted within the limits of the existing Charitable Scheme.