Sealed 10th November 1994 – Updated October 2018

N180(S)

94 County – Cheshire

Place - Willaston

Charities – 1. The Willaston Institute

2. Willaston War Memorial Hut

CS (Liv1)

520,090/1

Adjudged not chargeable with stamp duty Scheme including appointment of Trustees

**CHARITY COMMISSION**

In the matter of the following Charities, at Willaston, in the county of Cheshire:-

1. The Charity called the Willaston Institute, comprised in a

Conveyance dated 18th February 1891;

1. The Charity known as the Willaston War Memorial Hut,

comprised in a declaration of trust dated the 4th January 1921;

and

In the matter of the Charities Act 1993.

THE CHARITY COMMISSIONERS FOR ENGLAND AND WALES HEREBY ORDER that the following Scheme be approved and established as the Scheme for the regulation of the above-mentioned Charities:-

**SCHEME**

1. Administration of Charities. The above-mentioned Charities and the property thereof shall be administered and managed together as one Charity under the title of Willaston Memorial Hall (hereinafter referred to as the Charity) subject to and in conformity with the provisions of this Scheme by the Committee of Management hereinafter constituted as the charity trustees; Provided that until the end of the first annual general meeting to be held as hereinafter provided after the date of this Scheme the Charity shall be administered by the existing Trustees of the Charity numbered 1 above in accordance with the provisions of the Scheme.
2. Vesting. The land with the buildings thereon specified in the schedule hereto is hereby vested in the Official Custodian for Charities for all the estate and interest therein belonging to or held in trust for the Charity.

**OBJECT**

1. Object of the Charity.

(1) The object of the Charity shall be the provision and maintenance of a village hall for the use of the inhabitants of Willaston (hereinafter called “the area of benefit”) without distinction of political, religious or other opinions, including use for meetings, lectures and classes, and for other forms of recreation and leisure-time occupation, with the object of improving the conditions of life for the said inhabitants.

(2) The said land and buildings shall be held upon trust for the purposes of a village hall as aforesaid.

**COMMITTEE OF MANAGEMENT**

1. Constitution. Subject as hereinafter provided, the Committee of Management (hereinafter referred to as the Committee) shall consist when complete of thirteen persons (hereinafter referred to as Members) being

Four Elected Members

Nine Representative Members

1. Elected Members. Subject as hereinafter provided for casual vacancies, the Elected Members shall be appointed at the annual general meeting to be held as hereinafter provided and shall hold office from the end of the annual general meeting at which they are appointed until the end of the next following annual general meeting.
2. Representative Members.

(1) Subject to clause 9 hereof one Representative Member shall be appointed by each of the following organisations:

Hadlow Green Singers

Willaston Darby and Joan Club

Willaston Residents Society

Willaston Country Market

Willaston Horticultural Society

Willaston Badminton Society

S4YC (Nursery School)

Willastonhey Women’s Institute

One from 1st Willaston Guides, 2nd Willaston Brownies, 1st or 2nd Willaston Rainbows

(2) Each organisation shall notify the name of the person appointed by it to the Secretary of the Committee.

(3) The appointment of the Representative Member may be made not more than one month before the annual general meeting and the term of office of the Representative Member so appointed shall commence at the end of that meeting.

(4) If an organisation entitled to appoint a Representative Member fails to do so within the said period of one month before the annual general meeting the appointment shall be made as soon as practicable after the meeting. The term of office of a Representative Member so appointed and of a Representative Member appointed to fill a casual vacancy shall commence on the day on which notification is received by the said secretary.

1. Co-opted Members. The Committee may appoint if they think fit not more than three Co-opted Members. Each appointment of a Co-opted Member shall be made at a meeting of the Committee to take effect from the date of that meeting.
2. Termination of Membership. (1) Any Member who is adjudged bankrupt or makes a composition or arrangement with his or her creditors or who is incapacitated from acting or who communicates in writing to the committee a wish to resign shall thereupon cease to be a Member of the Committee.

(2) All the Members of the Committee shall retire from office together at the end of the annual general meeting next after the date on which they came into office but they may be re-elected or re-appointed.

1. Additional Representative Members. The Committee shall have power by a resolution passed at a duly constituted meeting by the votes of not less than two-thirds of the Members for the time being to allow the appointment of an additional Representative Member by any organisation in the area of benefit not already named in this Scheme.
2. Alteration to constitution of the Committee. The constitution of the Committee as hereinbefore provided may on the application of the Committee be altered from time to time by Order of the Charity Commissioners.
3. Casual Vacancies.

(1) Upon the occurrence of a casual vacancy the Committee shall cause a note thereof to be entered in their minute book at their next meeting and in the case of a vacancy in the office of a Representative Member shall cause notice thereof to be given as soon as possible to the organisation entitled to fill the vacancy.

(2) A casual vacancy in the office of Elected Member may be filled at a meeting of the Committee to take effect from the date of that meeting.

1. Failure to appoint. The Proceedings of the Committee shall not be invalidated by any vacancy amongst its Members or by any failure to appoint or any defect in the appointment or qualification of a Member.
2. Declaration by Members. No person shall be entitled to act as a Member whether on a first or any subsequent entry into office until after signing in the minute book of the Committee a declaration of acceptance and of willingness to act in the trusts of this Scheme.
3. Members not to be personally interested. Except in special circumstances with the approval in writing of the Commissioners no Member shall take or hold any interest in any property belonging to the Charity otherwise than as a trustee for the purposes thereof, or receive any remuneration, or be interested in the supply of work or goods, at the cost of the Charity.

**MEETINGS AND PROCEEDINGS OF THE COMMITTEE**

1. Meetings of the Committee. The Committee shall hold at least two ordinary meetings in each year. A special meeting may be summoned at any time by the chairman or by any two Members upon seven clear day’s notice being given to all the other Members of the matters to be discussed.
2. Chairman. (1) At the first meeting each year after the annual general meeting the Committee shall elect one of their number to be chairman of their meetings until the commencement of the first meeting after the annual general meeting in the following year and may also elect one of their number to be vice-chairman. The chairman and vice-chairman shall always be eligible for re-election.

(2) If the chairman and vice-chairman (if any) are absent from any meeting of the Committee the Members shall choose one of their number to be chairman of the meeting before any other business is transacted.

1. Voting. Except as hereinbefore provided every matter shall be determined by the majority of votes of the Members present and voting on the question but in the case of equality of votes the chairman of the meeting shall have a second or casting vote.
2. Minutes. The Committee shall keep, in books maintained for the purpose, minutes of the proceedings of their meetings.
3. Accounts and annual report.

(1) Until such time as Part VI of the Charities Act 1993 comes into force, statements of account in relation to the Charity shall be prepared and transmitted to the Commissioners in accordance with Charities Act 1960, except if and in so far as the Charity is excepted by Order or regulations.

(2) Upon Part VI of the Charities Act 1993 coming into force, the Committee shall comply with their obligations under that Act with regard to:

1. the keeping of accounting records for the Charity;
2. the preparation of annual accounts for the Charity;
3. the auditing or independent examination of the statements of account of the Charity;
4. the transmission of the statements of account of the Charity to the Commissioners; and
5. the preparation of an annual report and its submission to the Commissioners.
6. Annual Return. The Committee shall comply with their obligations under the Charities Act 1993 with regard to the preparation of an annual return and its transmission to the Commissioners.
7. Rules. Within the limits prescribed by this Scheme the Committee may from time to time make and alter rules for the conduct of their business and for the summoning and conduct of their meetings and in particular with reference to :-
8. The terms and conditions upon which the said buildings may be used for the purposes specified in the Scheme by persons or bodies other than the Committee and the sum (if any) to be paid for such use;
9. The appointment of an auditor, treasurer and such other unpaid officers as the Committee may consider necessary and the fixing of their respective terms of office;
10. The engagement and dismissal of such paid officers and servants as the Committee may consider necessary; and
11. the number of Members who shall form a quorum of meetings of the Committee, provided that the number of Members who shall form a quorum shall not be less than one third of the total number of Members for the time being.

**INSURANCE**

1. Insurance. The Committee shall insure the said building and furniture and the effects therein to the full value thereof against fire and other usual risks arising out of the ownership of property.

**APPLICATION OF INCOME**

1. Receipts and Expenditure.

(1) The income of the Charity including all payments for the use of the said building and all donations for the benefit thereof shall be paid into a trust account at such bank as the Committee shall from time to time prescribe.

(2) The moneys standing to the credit of the said account shall be applied as the Committee shall decide in insuring as aforesaid, in maintaining and repairing the said building and the furniture and effects therein and in paying all rent (if any), rates, taxes, salaries of paid officers and servants and other outgoings and in otherwise furthering the object of the Charity.

24. Surplus Cash. Sums of cash at any time belonging to the Charity not needed for immediate working purposes shall be invested in trust for the Charity.

**ANNUAL GENERAL MEETING**

1. Annual General Meeting.

(1) There shall be an annual general meeting in connection with the Charity which shall be held in the month of February in each year or as soon as practicable thereafter.

(2) All inhabitants of the area of benefit of 18 years of age and upward shall be entitled to attend and vote at the annual general meeting.

(3) The first annual general meeting shall be convened by the existing Trustees of the Charity 1 above and every subsequent annual general meeting shall be convened by the Committee.

(4) Public notice of every annual general meeting shall be given in the area of benefit at least 14 days before the date thereof.

(5) Before any other business is transacted at the first annual general meeting after the date of this Scheme, the persons present thereat shall appoint a chairman of the meeting. The chairman of subsequent annual general meetings shall be the Chairman for the time being of the Committee, but if he or she is not present, before any other business is transacted, the persons present shall appoint a chairman of the meeting.

(6) The Committee shall present to each annual general meeting the report and accounts of the Charity for the preceding year.

**LETTING AND SALE**

26. Letting. Subject to such consents as are required by law, the Committee may let any part of the land belonging to the Charity which is not required for use for the object of the charity, provided that the letting does not unduly interfere with the use of the remaining land or buildings for that purpose.

27. Sale. If at any time the Committee decide that on the grounds of expense or otherwise it is necessary or advisable to discontinue the use of the whole or part of the said land and building for the purpose of a village hall, and that decision is confirmed by a resolution passed by a majority of the inhabitants of the area of benefit of 18 years of age and upward attending and voting at a meeting of which public notice has been given in the area of benefit at least 14 days before the date thereof, the Committee may subject to such consents as are required by law sell the said land and buildings or any part thereof and may do and execute all proper acts and assurances for carrying any such sale into effect.

28. Proceeds of Sale.

(1) Unless the Commissioners otherwise direct the clear proceeds of any such sale as aforesaid shall be invested in trust for the Charity.

(2) Thereafter, the Committee shall apply the clear income and subject to the approval of the Commissioners the property of the Charity in furthering the object of the Charity or for such other charitable purposes for the general benefit of the inhabitants of the area of benefit as the Committee think fit.

**GENERAL PROVISIONS**

29. Donations. The Committee may accept any donations or property for the general purposes of the Charity and they may also accept donations or property for any special objects connected with the Charity not inconsistent with the provisions of this Scheme.

30. Questions under Scheme. Any question as to the construction of this Scheme or as to the regularity or the validity of any acts done or about to be done under this Scheme shall be determined by the Commissioners upon such application made to them for the purpose as they think sufficient.

**SCHEDULE**

The following adjoining land situate at Willaston in the County of Cheshire:

1. Land containing 359 square yards or thereabouts with the building thereon now known as the Willaston Memorial Hall being the land comprised in the above-mentioned conveyance made the 18th February 1891 between Duncan Graham of the one part and the Reverend Walsham Postance and three others of the other part.
2. Land containing 295 [square yards] or thereabouts being the land comprised in a conveyance made 23rd December 1920 between Charles William Wright of the one part and Hadden Todd and three others of the other part.

Sealed by order of the Commissioners this 10th day of November 1994.

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Addendum

Please note:

The following amendments as allowed for in this Trust Deed have been made since 10th November 1994.

Organisations resigning as Representative Trustees:

British Red Cross

Royal British Legion

Willaston in Wirral woman’s Institute (disbanded)

Hadlow Green Women’s Institiute (disbanded)

Willaston Playgroup (replaced by S4YC)

Organisations becoming Representative Trustees:

Willston WI Market now Willaston Country Market

Wiilaston Beech Tree Club now reverted to its former name of Willaston Darby and Joan Club

S4YC (Nursery School)

One from 1st Willaston Guides, 2nd Willaston Brownies, 1st or 2nd Willaston Rainbows