

**Minutes of a Special Meeting of the Trustees of the
Michael and Christine Foulger Charitable Trust
Monday 29th January 2018 19:30**

Present:

Mark Hunter, Adrian Dale, Gillian Jeffcoat, John Elldred, Ray Daniells

2018.1 Welcome from the Chairman

The Chairman explained that this meeting had been called because Martin Emerson stood down as Trustee and Chair of the Educational Foundation on 24th January 2018 and therefore under the terms of clause 11(5) of the [Trust Deed](#), he automatically ceases to be a Trustee of the Foulger Trust.

At their Annual Meeting, the Foundation elected a new Chairman and nominated a new Trustee to represent them on the Foulger Trust. Under clause 9(1) of the [Trust Deed](#) the Trustees of the Foulger Trust need to hold a Special Meeting to consider this nomination.

2018.2 Appointment of a new Trustee

The Educational Foundation of Abigail Bailey and Ann Levett has duly nominated its new Chairman Melvyn Wooding to be its representative on the Foulger Trust.

Melvyn is a resident of Caldecott of over 40 years standing, and was a friend and neighbour of Michael and Christine. He has a strong record of serving the Village well.

The Chairman pointed out that he was currently also a Parish Councilor and would therefore need to abstain on all matters relating to both the Parish Council and the Educational Foundation. However, this was not a bar to his appointment.

After a very brief discussion, the Trustees unanimously **RESOLVED** to appoint Melvyn William Wooding to be a Trustee of the Michael and Christine Foulger Charitable Trust. The Clerk was **DIRECTED** to notify the Charity Commission and to modify the banking mandates.



Adrian Dale
Clerk to the Trust
21 Water Lane
Chelveston
NN9 6AP

Mark Hunter
Chairman of the Trustees
Ashbury
Caldecott
NN9 6AR

**Minutes of the Annual Meeting of the Trustees of the
Michael and Christine Foulger Charitable Trust
Monday 29th January 2018 19:40**

2018.3 Welcome from the Chairman

The Chairman welcomed Melvyn Wooding to his first meeting and asked Melvyn to sign the declaration of eligibility and commitment. This was signed and Melvyn was duly appointed as a Trustee.

2018.4 Election of Chair and Clerk for 2018

This being the Annual Meeting of the Trust, the positions of Chair and Clerk become vacant. However, there being no other nominations, it was unanimously **RESOLVED** that Mark Hunter continue as Chairman of the Trust and Adrian Dale continue as Clerk to the Trustees for 2018.

2018.5 To approve the minutes of the Ordinary Meeting held on 30th October 2017

The Trustees had previously indicated their unanimous approval and the Chairman was **AUTHORISED** to sign the minutes.

2018.6 To approve the minutes of Electronic Correspondence from 4th December 2017

The Trustees had previously indicated their unanimous approval and the Chairman was **AUTHORISED** to sign the minutes.

2018.7 To consider the Trustees' Annual Report and Accounts for 2017

The Clerk presented the draft report for discussion. It was noted the Investment and Reserves Policy formulated and approved at the last Annual Meeting had proved very useful. It had guided the purchase of 24 Duchy Close as an investment property and had allowed the Trust to make a high yielding loan to the Educational Foundation. As a result of both decisions, investment income has doubled since the previous year. Some of this additional income had been offset by the costs of resolving snagging issues in the property.

The Chairman questioned why the draft report did not reflect the asset value of 24 Duchy Close on the balance sheet of assets and liabilities. The Clerk agreed to check the guidance notes from the Charity Commission before making the necessary amendments.

Other than this minor change, it was **RESOLVED** to approve the Trustees' Annual Report. The Chairman was **AUTHORISED** to sign the amend report and the Clerk was **AUTHORISED** to make the necessary annual return to the Charity Commission.

2018.8 To sign the amended Managing Document further to minute 2017.9

The following paragraph was added:

2.5 Any independent Trustees so appointed should serve for a term of 4 years, and would be eligible for re-appointment. If an independent Trustee subsequently joins or is elected to one of the beneficiary organisations then the independent Trustee will cease to hold office as a Trustee.

All of the Trustees signed the amended Managing Document which was then formally **ADOPTED**.

2018.9 To consider the application [GA-2018-01](#)

This Parish Council application for £1,000 represented a 75% contribution to the capital costs of purchasing grass cutting machinery for the Village.

The Chairman (as Clerk to the Council), Ray Daniells (as Chairman of the Council), and Melvyn Wooding (as a Parish Councillor) all declared an interest.

Adrian Dale (as the contractor who would use the equipment working on behalf of Council) queried whether he should also declare an interest.

The Chairman **RULED** that as the equipment would be owned by the Council and had already been purchased, Adrian Dale would gain no benefit from the grant application itself. His contract with the Council for grass cutting required the Council to purchase equipment for use on the contract. As a result, the meeting remained quorate.

John Elldred expressed his concerns that this technicality might not be appreciated by the wider public. It might appear that the Foulger Trust was making a grant which would directly benefit a Trustee, who would be earning an income from using the equipment on behalf of the Parish Council.

This point was accepted as well made. Were the grant to be made, the issue would be addressed in publicity material. This would make absolutely clear that the grant was payable to the Parish Council. The awarding of the contract was not conditional on the payment of the grant.

After further debate, the eligible Trustees unanimously **RESOLVED** to make the grant to the Parish Council and **AUTHORISED** the cheque to be signed.

2018.10 To consider the application [GA-2018-02](#)

This application from the Educational Foundation requested that £2,000 of the outstanding loan to be converted to a non-repayable grant to assist in the purchase of a professional sound system for the Village Hall. No additional cash was requested. The purpose of the grant application was to strengthen the balance sheet of the Educational Foundation, to enable it to apply free cash flow to this project.

The Village Hall is now used for nearly 1,700 hours a year. Of these, nearly 100 hours a month involves the use of music or would benefit from a professional PA system. The system would incorporate a hearing loop, the final step in making the Hall fully compliant with modern disability guidance for public buildings.

The Chelveston Wind Farm Community Benefit Fund has already considered and approved an application for £3,000 towards the £6,200 cost of such a system.

John Elldred expressed concerns. Whilst he supported the idea of a sound system (the Church uses one from the same supplier each week), he was concerned that £6,200 was too much to spend on such a system, and that it didn't represent good value for money. He would therefore abstain from voting on the proposal.

The other Trustees were content to support the proposal.

It was **RESOLVED** by a majority of Trustees (with John Elldred abstaining) that the grant be made and that £2,000 of the outstanding loan to the Foundation be written off.

2018.11 Any other business raised by Trustees

The Clerk reported that there were some landlord issues reported on the first inspection report for 24 Duchy Close. Most of these were associated with excessive condensation. The property is largely unvented. He has asked the contractor Intex Property Management to quote for remedial works and will come back to Trustees with the quote.

John Elldred reported that the Church has still not received approval for the path and driveway works.

2018.12 Date of the next meeting

The Trustees would meet in 3-4 months or sooner if a grant application is received. Discussion of the remedial works for 24 Duchy Close would be by email.



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