

NEWENT RECREATION GROUND TRUST

**MINUTES OF AN EXTRAORDINARY MEETING OF THE NEWENT RECREATION
GROUND TRUST HELD ON 25 of May 2023 @ NEWENT TOWN COUNCIL
OFFICE 7PM.**

PRESENT:

TRUSTEES

Sara Hulbert (SH) Chair

Juli Escritt (JVE)

Kay Selwyn (KS)

Clare Stone (CS) Secretary

INVITEES

Christine Howley (CH)

Roger Beard (RB)

Minute taker; Clare Stone

A G E N D A

ITEM	DETAILS	ACTION FOR
1	TO APPOINT A CHAIR. SH proposed herself as chair. JE seconded. Carried unanimously. SH now chaired the meeting.	
2	TO NOTE APOLOGIES FOR ABSENCE. Julia Gooch Gill Moseley Eddie Wood.	
3	TO NOTE ANY DECLARATIONS OF INTEREST. NONE DECLARED. The Chair made all aware that declarations should be made at any point during the meeting if a conflict of interest presented itself.	
4	To receive a copy of following documentation: A .A formal Business Plan / Financial Risk Management Plan , this should contain exact details of the project cost, the	

funding sources, contingency funds, and financial sustainability both in the short term and medium term, and the minute reference this has been presented to the trustees.

CS stated there was a simple business plan, this was based on figures from another village hall within the area. This document had never been presented to the trustees.

CS gave the trustees a copy of the business plan and the financial costs.

RB said this business plan had been emailed to the previous secretary Mr Greenfield, some time ago.

b.Evidence by way of written contracts or actual monetary deposited into the Trusts Bank Account, regarding any financial donations or loans.

CS stated that there would soon be money in the account. There was a loan agreement from the rugby club and an email from MKM confirming their donation.

c.A copy of the signed contract and the Minute reference to authorise the signature of the said contract for the project, with evidence that the signatories had the authority to sign the same.

CS and CH presented the trustees with a blue folder, in this folder was the contract and the minutes that referenced the contract, and the authority to sign it.

d.Agreement from the 'Field in Trust' to build the Pavilion.

CH found this document in a red (faded pink) folder. SH took a scan to share.

e.Evidence that the project now has VAT Exemption status.

CS presented this document to the trustees.

f.Full details including reports from Legal advisors that the Pavilion Contract has been scrutinised and agreed.

CS stated the trustees and full council had voted against taking legal advice. These votes are minuted. The contract had been circulated to all trustees for scrutiny prior to signature and the decision was taken that no further legal advice should be sought.

The construction contract is a standard form contract, identical to the one used on many other council projects including the current Market House renovation. The contract had been

	<p>drawn up by Calford Seadon, project managers and consultants for the build. Therefore, should any issues arise with the contract, liability would fall to Calford Seadon. Discussions at previous trust and full council meeting had concluded that this constituted sufficient professional advice for prudence, and to seek further advice, with the associated fees, would constitute a failure to manage the Trusts resources responsibly.</p> <p>CH stated that although the previous trustee secretary had suggested legal advice none of the trustees at the time could understand what the trust would gain by contacting a solicitor.</p> <p>RB stated that the documents were all standard legal documents that had been used by other people, and even the Newent town council, without scrutiny. He explained that, in addition to the cost of further legal advice, the delay this would have caused would have taken the trust outside the time guarantee on the builders quotation, resulting in the need for a new quotation, which would have been at an increased cost, potentially putting the project at risk of failure.</p> <p>There was a discussion about the position of Calford Seadon and their own scrutiny of some of the documentation. A trustee suggested that although they may have looked over the documentation, with so much trustee investment at stake, independent legal advice might have been a better option.</p> <p>g.Full details including reports from Legal Advisors that the Loan Agreement has been scrutinised and agreed</p> <p>The loan agreement was presented to, and agreed (and minuted), by the trust in May 2023. CS stated the loan agreement was a standard form document provided by a lawyer who is a personal friend. No further legal advice or scrutiny had been sought by trustees.</p>	
5	<p>To note the conditions applied to the permitted development in regards to the planning consent for the pavilion have now been discharged.</p> <p>CS advised the trustees that payment had been made and paperwork had been submitted. However on further investigation it had appeared this had all been sent to the wrong Council by Calford Seadon, this will be rectified shortly and confirmation sent to the trustees.</p>	CS
6	<p>Secretaries report. To include up-to-date financial reports including airports detailing the progress of sourcing additional funding.</p>	

	<p>CS confirmed that the financial report sent to the trustees was still current. It showed there had now been another donation and hopefully there will be more donations soon. CH stated she felt there were some inaccuracies with the costs and wanted to go away and discuss with Clare how this figure had been calculated.</p> <p>CS explained that the £11k increase in the builders fee was a worst case scenario figure for the additional kerb and streetlamp works identified recently. This figure could be much lower and would be clarified by consultation with Highways. Evergreen are struggling to get a response from Highways. CS to put the builders in direct touch with GM to expedite.</p> <p>CH was also contacting other companies with regard to donations. The trustees asked they are kept up to date with who is asked and CH suggested she would send the trustees a copy of the letter she has sent out and let the trustees know where these had been sent.</p> <p>Donation letter for Calford Seadon had not yet been sent. Trustees requested this be progressed.</p> <p>Still awaiting graphics for site information display boards - in progress.</p>	<p>CH</p> <p>CS</p> <p>CS</p> <p>CS</p>
7	<p>Bank Signatories to approve the removal of Mr Michael Greenfield as a bank signatory and to approve the adding of Mrs Clare Stone and two trustees as new Signatories.</p> <p>After much discussion it was decided that Clare stone was not a trustee at this time and so could not be a signatory.</p> <p>The trustees thought that with so few trustees that maybe all should be signatories. Proposed SH Seconded JE Voted unanimously</p> <p>The trustees signed the bank forms.</p>	
8	<p>AOB</p> <p>A trustee suggested that a user group could be formed, this group would include the rugby club, scouts, guides and any other group looking to use the pavilion. This should be formed soon, without obligation to the groups, but allowing potential users to have a say in how the building is furnished and finished. This group would have no voting power but would need trustee representation. This could be done on rotation.</p>	

	<p>With this still the topic of conversation, another trustee suggested we must not lose the knowledge and history of the pavilion build, to ensure this, maybe CS could lead a group to project manage the building. This would in theory split the role of secretary, removing some of the responsibilities without losing the previous trustees knowledge. This will need to be added to the next agenda.</p> <p>CS asked that someone contact the council with regard to trustee payments, and request to add this to the next council agenda. SH said she would contact the council clerk and formally request an agenda item with regard to the trust's payments for the building.</p> <p>Discussion to place about sources of further funding. It was suggested that NTC could be asked to earmark contingency for the project from reserves.</p> <p>CH and RB to continue to source local business donations.</p> <p>CS to identify possible sources of grant funding.</p> <p>RB confirmed that donors had been promised a "thank you" plaque on the finished building.</p> <p>CH to liaise with scouts to ascertain the level/frequency of bookings which might come from this source.</p>	<p>CS</p> <p>SH</p> <p>CH/RB</p> <p>CS</p> <p>CH</p>
11	<p>TIME AND DATE OF THE NEXT MEETING. 31st of May 2023 @ 7.30pm at NTC office.</p>	

There being no further business to discuss, the Chairperson declared the meeting closed at 8pm.

Signed as a true record:

..... (CHAIRPERSON)

Date: