COPIES: ALL TRUSTEES AS AT MARJOOT. V : MSH, DBV : EJ-W. V PDV S.JV E.W.



THE CHARITY COMMISSION FOR ENGLAND AND WALES

Under the power given in the Charities Act 1993

Order that from today, the

7 March 2007

this

SCHEME

will govern the charity

formerly known as

OLD BRITISH SCHOOL AT DYFFRYN (525602)

and now to be known as

DYFFRYN ARDUDWY AND TALYBONT VILLAGE HALL
NEUADD Y PENTREF DYFFRYN ARDUDWY A THALYBONT(525602)

at

Dyffryn Ardudwy, Gwynedd

premous constitution

Commissioners' References:

Sealing: C07/2007

Case No: 542917

Jeb 2009: The history agreed to
postpone AGM until after completion
of rebuild due to contractural commitments
of grants
July 200: AGM delayer to October 2010

July 200: AGM delayed-to October 2010
now (first AGM under this document).
This kees informed per report. 6.7.10.
May 2011: AGM discussed nicz Vantees
Delayed until after 13.5.11 concert - June
July perhaps.

Case No: 542917 Date: 07/03/2007

ONLY COPY

1. Definitions

In this scheme:

"the trusts" means the provisions which at any given time regulate the purposes and administration of the charity.

"the governing document means the document or documents setting out the trusts.

"the area of benefit" means Dyfrryn Ardudwy and its neighbourhood.

"the committee" means the committee of management of the charity. (Trustees).

"the existing trustees" means the members of the Dyffryn Ardudwy and Talybont Community Council.

"the members" means the members of the committee (who are the charity trustees of the charity) acting under this scheme.

"the village hall" means the building provided by the charity in accordance with its objects

"the Commission" means the Charity Commission for England and Wales.

ADMINISTRATION

2. Administration

- (1) Subject to sub-clause (2) of this clause, the charity must be administered by the committee in accordance with this scheme. This scheme replaces the Board of Education Scheme of 10 March 1931.
- (2) The charity must be administered by the existing trustees until the end of the first annual general meeting held under this scheme. They must administer the charity in accordance with the provisions of this scheme.

3. Name of the charity

The name of the charity is Dyffryn Ardudwy and Talybont Village Hall / Neuadd Y Pentref Dyffryn Ardudwy A Thalybont

OBJECT

4. Object of the charity

- (1) The object of the charity is the provision and maintenance of a village hall for use by the inhabitants of the area of benefit without distinction of political, religious or other opinions, including use for:
 - (a) meetings, lectures and classes, and

- (b) other forms of recreation and leisure-time occupation,with the object of improving the conditions of life for the inhabitants.
- (2) Subject to clause 21, the land identified in part 1 of the schedule to this scheme must be retained by the committee for use for the object of the charity.

POWERS OF THE COMMITTEE

5. Powers of the committee

In addition to any other powers which they have, the committee may exercise the following powers in furtherance of the objects of the charity:

- (1) Power to sell, lease or otherwise dispose of all or any part of the charity's property which is not required by clause 4 above to be retained for use for the objects of the charity. (The committee must comply with the restrictions on disposal imposed by section 36 of the Charities Act 1993, unless the sale, lease or disposal is excepted from these restrictions by section 36(9)(b) or (c) or section 36(10) of that Act.)
- (2) Power to provide and maintain furniture and equipment for use in the village hall.

(TRUSTERS)

- (3) Power to appoint staff (who must not be members) and pay them reasonable remuneration, including pension provision for them and their dependants.
- (4) Power to insure against public liability and, if appropriate, employers' liability; and to insure the buildings of the charity to their full value against fire and all other usual risks (except to the extent that the buildings are insured against any of these risks by a tenant).
- (5) Power to raise funds. (The committee must not undertake any permanent trading activity.)
- (6) Power to co-operate with other charities, voluntary bodies and statutory authorities. The committee may exchange information and advice with them.
- (7) Power to make rules and regulations consistent with this scheme for the management of the charity.

Lee 'A' axfached for 'agents' of trustees - appointed
representatives'-is half committee.

6. Committee of management

(1) The charity shall be administered by a body of Trustees consisting of the members of the time being of the Dyffryn Ardudwy and Talybont Community Council.

(2) The members of the committee are the managing trustees of the charity.

7. New members

The committee must give each new member on their first appointment:

- (1) a copy of this scheme and any amendments made to it;
- (2) a copy of the charity's latest report and statement of accounts.

8. Register of members

LETTER OF

ON COMPUTER

- (1) The committee must keep a register of the name and address of every member and the dates on which their terms of office begin and end.
- Before acting as a member, every member must (whether on their first appointment or on any later re-appointment) sign in the register a declaration of acceptance and willingness to act in the trusts of this scheme.
- (3) The committee must promptly report any vacancy in the office of appointed member to the body entitled to fill it. (per computer)

9. Members not to have a personal interest

- (1) Subject to sub-clause (2) of this clause and except with the prior written approval of the Commissioners no member may:
 - (a) receive any benefit in money or in kind from the charity; or
 - (b) have a financial interest in the supply of goods or services to the charity; or
 - (c) acquire or hold any interest in property of the charity (except in order to hold it as a trustee of the charity).
- (2) All members may use the village hall as inhabitants of the area of benefit in accordance with the object of the charity.

10. Termination of membership

(TRUSTEF)

A member will cease to be a member if he or she:

- is disqualified from acting as a trustee by section 72 of the Charities Act 1993;
 or
- (2) is absent without the permission of the members from all their meetings held within a period of 12 months and the members resolve that his or her office be vacated; or
- (3) gives not less than one month's notice in writing of his or her intention to resign (but only if at least one third of the total number of members will remain in office when the notice of resignation is to take effect).

FIRST AGM 8/7/11 THEREFORE, TRUSTERS TO EZECT CHAIRMAN OF

OFFICERS

11. Chairman

At their first meeting in each year after the annual general meeting the members must elect one of their number to be chairman of their meetings.

> The members present at a meeting must elect one of their number to chair (2)the meeting if the chairman is not present or the office of chairman is vacant.

12. Secretary and treasurer

(TRUSTERS) The committee may appoint a secretary and treasurer. The offices may be held by:

members (who must not receive any reward for acting and who may be (1)dismissed as secretary or treasurer at any time); or (Alum closs not want pay).

some other suitable persons (who may be employed upon such reasonable (2)terms, including terms as to notice, as the committee think fit).

MEETINGS OF COMMITTEE (TRUSTOES - NOT HALL COMMITTEE)

13. Ordinary meetings

TRUSTET) The committee must hold at least 2 ordinary meetings in each year. (1)

Ordinary meetings require at least 10 days' notice. (2)

The chairman, or any two members, may call an ordinary meeting at any time.

Special meetings (TRUSTERS) 14.

- (1)The chairman, or any two members, may call a special meeting at any time.
- (2)Special meetings require at least 7 days' notice, except that meetings to consider the appointment of a co-opted member require at least 21 days' notice.
- (3)The notice calling a special meeting must include details of the business to be transacted at the meeting.
- (4)A special meeting may, but need not, be held immediately before or after an ordinary meeting.

Quorum (TRUSTER) 15.

Subject to sub-clause (2) below, no business may be transacted at a meeting (1) unless there are present at least one-third of the total number of members.

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Come

TO MEETING

(2) If there are fewer than one third of the total number of members in office, the committee must take such action as is required for the purpose of filling vacancies in its number, but it may not do any other business.

16. Voting

(1) Every matter must be decided by majority decision of the members present and voting at a duly convened meeting of the committee.

(2) The chairman of the meeting may cast a second or casting vote only if there is a tied vote.

17. Recording of meetings

The committee must keep a proper record of its meetings. The record must be retained by:

(TRUSTER).

(1) the secretary; or (ANNIMEN | A.G.).

(2) another suitable person appointed by the committee to do so

who must allow the members access to it.

18. Members to act jointly

The members must exercise their powers jointly, at properly convened meetings

(TRUSTER)

ANNUAL GENERAL MEETING

19. Annual general meeting

- (1) The first annual general meeting after the date of this scheme must be called by the existing trustees within 2 months of that date. Every other meeting must be called by the committee.
- (2) There must be an annual general meeting of the charity each year, in the same month as the first annual general meeting or as soon as possible thereafter.
- (3) Public notice of the meeting must be given in the area of benefit at least 14 days before the meeting.

All inhabitants of the area of benefit of 18 years and upward must be allowed to attend and vote at the meeting. [The committee may allow inhabitants who are under 18 to attend (but not vote at) the meeting.]

(5) The chairman of the existing trustees shall chair the first meeting. The chairman of the committee shall chair subsequent meetings. The persons present must elect one of their number to chair the meeting if the chairman is not present. The vice-chairman shall chair the meeting if the chairman is not

present. The persons present must elect one of their number to chair the meeting if neither the chairman and vice-chairman are present.

- (6) At the meeting the committee must present the report and accounts for the last financial year. The existing trustees must present the report and accounts to the first meeting.
- (7) Every matter must be decided by majority decision of those present and voting. The chairman of the meeting may cast a second or casting vote only if there is a tied vote.

CHARITY PROPERTY

20. Use of income and capital

- (1) The committee must firstly apply:
 - (a) the charity's income; and
 - (b) if the committee think fit, expendable endowment; and
 - (c) when the expenditure can properly be charged to it, its permanent endowment

in meeting the proper costs of administering the charity and of managing its assets.

- (2) After payment of these costs, the committee must apply the remaining income in furthering the object of the charity.
- (3) The committee may also apply for the object of the charity:
 - (a) expendable endowment; and
 - (b) permanent endowment, but only on such terms for the replacement of the amount spent as the Commission may approve by order in advance.

21. Sale of land

- (1) Subject to the provisions of this clause, the committee may sell the land identified in part 1 of the schedule. (The committee must comply with the restrictions on disposal imposed by section 36 of the Charities Act 1993, unless the disposal is excepted from these restrictions by section 36(9)(b) or (c) or section 36(10) of that Act.)
- (2) The committee may only sell the land:
 - (a) in order to acquire a new site on which to carry out the object of the charity; or

- (b) if the committee decide that the land is no longer required for use as a village hall; and
- (c) the decision to sell is confirmed by a resolution passed at a meeting of the inhabitants of the area of benefit of 18 years and upward. At least 14 days' notice of the meeting, setting out the terms of the resolution, must be given.
- (3) Unless the Commissioners otherwise direct, the committee must invest the proceeds of any such sale in trust for the charity.
- (4) The committee must apply the income from the invested proceeds of sale in furtherance of the object of the charity. If, by reason of the sale, it is no longer possible to carry out that object, the committee must apply the income of the charity in providing or assisting in the provision of recreational facilities for the inhabitants of the area of benefit in the interests of social welfare with the object of improving their conditions of life.

POWER OF AMENDMENT

26. Power of amendment

- (1) The committee (subject to the provisions of this clause) may from time to time amend the trusts if they are satisfied that it is expedient in the interests of the charity to do so.
- (2) The committee must not make any amendment which would have the effect directly or indirectly of:
 - (a) altering or extending the purposes of the charity;
 - (b) authorising the committee to do anything which is expressly prohibited by the trusts of the charity;
 - (c) causing the charity to cease to be a charity at law;
 - (d) altering or extending the power of amendment that is conferred by this clause.
- (3) The committee must obtain the prior written approval of the Commissioners before making any amendment which would have the effect directly or indirectly of:
 - enabling them to spend permanent endowment or capitalise income of the charity;
 - (b) conferring a benefit of any kind on all or any of the current members or their successors;
 - (c) restricting the existing right of any person (other than the members) to appoint or remove a member, or trustee for the charity, or to intervene in the administration of the charity, without the consent of that person;

- (d) varying the name of the charity.
- (4) A decision to make an amendment must be approved at an annual general meeting of the charity at which:
 - (a) at least 14 clear days' public notice has been given in the area of benefit, the notice stating the business to be considered; and
 - (b) such amendments are approved by a two-thirds majority of the inhabitants of the area of benefit present and voting at the meeting.
- (5) The committee must: (Addition et to compitation).
 - (a) prepare a written memorandum of each amendment, which must be signed at the meeting at which the amendment is made by the person chairing the meeting;
 - (b) send to the Commissioners a certified copy of the memorandum within three months of the date of the meeting; and
 - (c) retain the memorandum as part of the governing document.

GENERAL PROVISIONS

27. Questions relating to the Scheme

The Commission may decide any question put to them concerning:

- (1) the interpretation of this scheme; or
- (2) the propriety or validity of anything done or intended to be done under it.

SCHEDULE

PART 1

Property know as The Old British School at Dyffryn

NOTE: HALL COMMITTEE AS AT 1/8/11/AKES

O. G. THOMAS CHAIR TRUSTERS.

A. GAYDELL VICE A. GERRARD SEC/TRE XILT A

(HALL COMMITTEE ACT' FOR THE TRUSTERS- SEE A)