

# HARMSWORTH MEMORIAL TRUST

**Minutes of the meeting held on Monday 19<sup>th</sup> February 2018  
Iden Green Pavilion**

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| Present       | Cllrs Barker, Cruse, Henning, Lewis, Reynolds, Skeet and Thomas (Chair) |
| In Attendance | C Levett, Clerk; D Harmsworth   |

| Item                                     |  | Action / Responsibility |
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| 1.APOLOGIES                              | Apologies were received and accepted from Cllrs Davies and Kemp, and Lorraine Jones.   |                         |
| 2.DECLARATIONS OF INTEREST               | Cllr Barker declared an interest as a Trustee of Benenden Village Trust.   |                         |
| 3. MINUTES OF PREVIOUS MEETING           | The minutes of the meeting held on 15 <sup>th</sup> January 2018 were unanimously approved as a correct record of the meeting and signed by the Chairman.  |                         |
| 4. MATTERS ARISING AND OUTSTANDING ITEMS | <p style="text-align: center;"><b>(i) Children’s Playground</b></p> <p>The Clerk had circulated three fence quotes for the Iden Green Playground. More information to be requested regarding the concreting in of the posts and type of wood; the possibility of using chestnut posts; and how soon the work could be carried out.</p> <p>It was agreed that any changes to the Recreation Ground playground should now wait until the Benenden Village Trust is operational.</p>  | <b>CL</b>               |
| 5. HMT RECONSTITUTION                    | <p>Cllr Barker reported that guidance had been sought from Brachers Solicitors to ensure the correct hand over of assets from HMT to Benenden Village Trust; the correct transfer of employees; and to ensure due diligence.</p> <p><b>Cllr Barker proposed the following transfer of power resolution, which was seconded by Cllr Thomas and unanimously supported.</b></p> <p>1. The HMT notes that the Charity Commission has accepted the revised objects of the new charity and that Benenden Village Trust (the CIO) was incorporated and entered onto the Register of Charities with Registered Charity Number 1176351 on 18 December 2017.</p> <p>2. The HMT confirms that it has seen and read the governing document of the CIO which includes the revised objects as agreed with the Commission.</p> <p>3. The HMT confirms that, following registration of the CIO, it has considered when and how the assets and liabilities of the existing charity would be transferred to the CIO (which, for the avoidance of doubt would be the charity that will, subject to and upon transfer of</p> |                         |

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*These minutes are not a verbatim report of the meeting, but a summary of discussion and decisions taken at the meeting*

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|  | <p>the assets, hold the assets).</p> <p>4. The HMT notes that the assets of the existing charity will not be transferred until the Commission has approved the transfer. The meeting further notes that Brachers LLP has been in correspondence with the Commission to seek its approval of the transfer.</p> <p>5. The HMT notes that the transfer of all of the assets and liabilities of the existing charity will (subject to Commission consent and trustee approval) be transferred by virtue of a Vesting Declaration.</p> <p>6. The HMT trustees confirm that they have seen and considered a draft Vesting Declaration and notes that the Vesting Declaration:</p> <p>(a) will transfer property which has no restrictions to the CIO to be held as part of its corporate property;</p> <p>(b) vest legal title to the permanently endowed property in the CIO, to be held on its original trusts;</p> <p>(c) appoint the CIO as trustee for the permanent endowment trust.</p> <p>7. The HMT notes that, subject to and upon transfer of the assets to the CIO, the assets will be used for similar purposes for which they are used by the existing charity and as set out in the objects of the CIO.</p> <p>8. The HMT notes that the existing charity was relying on powers contained in the Charities Acts provisions in relation to the transfer of the assets.</p> <p>9. The HMT notes that the Trustees of the HMT will be called on to vote on whether or not to transfer the assets of the existing charity to the CIO at its next meeting on 19 March.</p> <p>10. The HMT notes that if that vote is carried by at least two-thirds of those present at a quorate meeting, the assets will be transferred from the existing charity to the CIO by the Vesting Declaration on 31 March 2018. (Subject to clause 4 above).</p> <p>11. The HMT RESOLVES that Nicola Thomas and Kent Barker be authorised to agree the final terms of the Vesting Declaration, with such amendments as the relevant authorised signatories in their absolute discretion approve, and any other documents that they deem necessary in connection with the Vesting Declaration (such approval to be conclusively evidenced by the execution of the relevant document).</p> <p>12. The HMT further RESOLVES that Nicola Thomas and Kent Barker</p> |  |
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|                          | <p>be authorised to execute the Vesting Declaration and any other documents required (agreed in accordance with paragraph 12 above) and to complete the transfer of the assets from the existing charity to the CIO.</p> <p>A draft vesting declaration had also been circulated and Cllr Barker and David Harmsworth are in ongoing consultation with the Solicitor.</p> <p>Cllr Reynolds asked for a wider explanation regarding the listed properties and land. To be circulated.</p> <p>Cllr Skeet asked what happens to the Trust and Trustees once the transfer has taken place. Confirmation to be sought from the solicitor.</p> <p>It was agreed that Cllr Barker would have the authority to speak to employees.</p> <p>Trustees formally recorded their thanks to Cllr Barker, David Harmsworth and the committee.</p> | <p><b>CL</b></p> <p><b>CL</b></p> <p><b>KB</b></p> |   |        |  |
| 6. BENENDEN VILLAGE HALL | <p><b>Administrator Report</b></p> <p>The Administrator's report for January had been circulated.</p> <ul style="list-style-type: none"> <li>• Current Account Balance as at 31/01/2018 is £25,636. January income £2896; net expenditure £2635. 2017/18 income £29366; net expenditure £25924.</li> <li>• Benenden Players request for a reduction in hire charges. HMT is not in a position to offer or agree to any discount, and this will be considered by BVT in future.</li> <li>• Replacement Dishwasher. Trustees unanimously agreed to the purchase of a reconditioned dishwasher.</li> </ul>   |  |   |        |  |
| 7. ST GEORGE'S           | <p>A formal letter to be sent to all tenants at St George's and Iden Green advising of the change from HMT to BVT.</p>  | <b>KB</b>  |   |        |  |
| 8. RESOURCING            | <ul style="list-style-type: none"> <li>• <b>Monthly Finance</b></li> </ul> <p>The Financial Transaction Report for January was circulated and agreed and Trustees ratified and approved the February 2018 payments list.</p> <p><u>Agreed February payments :</u></p> <table border="1"> <tr> <td>101448</td> <td>BPC - Clerk's Salary Adjustment 2017/18</td> <td>528.00</td> </tr> </table>   | 101448   | BPC - Clerk's Salary Adjustment 2017/18 | 528.00 |  |
| 101448                   | BPC - Clerk's Salary Adjustment 2017/18   | 528.00   |   |        |  |
| 9. CORRESPONDENCE        | <p>Planning consultation 17/04295/FULL Land Adjacent Telephone</p>  |  |   |        |  |

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|                                    | Exchange New Pond. The developer has asked if the Trust would be willing to grant the required rights over a small area of land at St George's. This would be for BVT to discuss and decide. |  |
| 10. ITEMS FOR FUTURE CONSIDERATION |  |  |
| 11. DATE OF NEXT MEETING           | Monday 19 <sup>th</sup> March 2018, Iden Green Pavilion  |  |
|                                    | The meeting closed at 9.15pm.  |  |