

Cornworthy Village Hall

Registered Charity Number 283965

Minutes of Meeting convened under section 121(2) of the Charities Act 2011 held on Tuesday 4th November 2025 at 7pm

Present:

The Trustees of Cornworthy Village Hall (except S. Baker, Chairman, who had sent his apologies) namely: H. Tuppen (Secretary and Acting Chair), F. Kidd (Treasurer), D. Bailey, T. Carter, H. Isitt, K. Noble and J. Reid.

Members of the local community including E. Finn, B Thompson, P. Fowler, D. Devaney, R. Holderness, E Sherwood, W. Petheram, A. Hawkes, C Thompson, P Mcloughlin, G Tuppen, K. Allen, P. Noble and R.Halladay.

Agenda item

H. Tuppen welcomed everyone to the meeting and explained that it had been called because the Trustees of Cornworthy Village Hall propose to hold a members' meeting to approve a resolution to:

“transfer the land and property held on trust for the purposes of Cornworthy Village Hall, to a new Charitable Incorporated Organisation (CIO) to be called Cornworthy Village Hall CIO, which is being formed for the purpose of transferring the ownership and management of Cornworthy Village Hall to a charity which benefits from incorporation.”

The process requires as the first step that there be public consultation with the beneficiaries of the trust, hence the meeting convened by the notice published in accordance with s121(2) of the Charities Act 2011. The trustees are technically the only members of the charity who will decide whether to proceed. However, the trustees must take any representations from the beneficiaries into account.

The Draft Constitution for the new CIO is based on the ACRE* Model document, designed for Village Halls with the Charity Commission's approval. A copy of the Draft Constitution had been made available upon request prior to the meeting.

Information presented

H Tuppen made a short presentation highlighting the following points:

- The current charity is an unincorporated trust, governed by a trust deed dated 1981. The Trustees are considering setting up a new Charitable Incorporated Organisation (“CIO”) which will replace the existing charity.
- The reasons for considering a conversion to a CIO are:
 - the final phase of the significant capital refurbishment project is likely to cost more than £50,000. The trustees currently have personal liability, whereas a CIO provides trustees with limited liability, like a limited company.
 - the existing trust deed is short and outdated. The new constitution will reflect

best practice, whilst enshrining the key provisions of the existing trust.

- banks, utility companies and grant providers find an unincorporated trust structure more difficult to understand than a CIO, which is a legal entity.
- a CIO structure should make recruiting new trustees easier.

- The benefits and features of a CIO include the following:
 - A CIO is a corporate body, qualifying for charitable status and tax benefits (gift aid)
 - A CIO has the ability to enter commercial contracts in its own name, rather than imposing liability on individual trustees
 - A CIO can own assets or property
 - Unlike a charitable company, a CIO is only regulated by the Charity Commission and not also by Companies House (i.e. only one set of accounts and an annual return are required)
- The only perceived disadvantage is the cost of legal fees (anywhere between £1k and £3k, depending on how much work is undertaken by the trustees)
- The beneficiaries will discern no difference to the running of the Hall and the objectives of the charity will remain the same following the conversion – so in summary there will a change in legal form but no difference in substance.

Matters arising

H Tuppen reported that no written representations had been received in advance of the meeting and invited questions from those attending the meeting in person. There were 2 questions:

1. W. Petheram asked whether the new CIO would have trustees and H Tuppen replied “yes”. If there is any overlap in the identity of the trustees of the old charity and the new CIO, the consent of the Charity Commission will be required prior to the transfer of the Hall from the Official Custodian to the new CIO.
2. A. Hawkes asked what was meant by no change in substance: in response H Tuppen explained that the objects clause in the new constitution would mirror that of the existing charity. Moreover, the provisions in the trust deed governing under what circumstances the Hall could be sold would also be enshrined in the new constitution. All the other provisions govern the administration of the charity and would not be fundamentally different from the existing much shorter trust deed.

Conclusion

There being no further questions, H Tuppen noted that the trustees would in due course consider the resolution that had been considered and keep the beneficiaries informed of progress with the conversion. Thereafter, the public meeting to consider the proposed conversion to a CIO ended and the AGM commenced (see separate minutes of the AGM proceedings).

*ACRE = Action with Rural Communities in England
