

FRIENDS OF MARDEN'S HERITAGE

INAUGURAL OPEN MEETING

at 7.30pm on Wednesday 1 April 2009

in Marden Vestry Hall

DRAFT AGENDA

1. Presentation and discussion of the proposal (see below).
2. Report on consultation with the Parish Council and the Marden Society.
3. Report on preliminary consultation with the Charities Commission.
4. Consideration of a draft outline constitution (attached).
5. Formal decision to establish (or not to establish) a "Friends of Marden's Heritage".
6. Election of a Committee to take this forward, to develop a full draft constitution and report to the first Annual General Meeting of the Association in the autumn.
7. Any Other Business.
8. Opportunity for those present to join the Association.

Note:

A proposal will be put to the meeting for the establishment of a Friends of Marden's Heritage to support both the work of the heritage centre and the fabric of the Parish Church. Both have been developing proposals for a "Friends" organisation to help defray their costs. When this became apparent both parties thought it foolish to work separately in competition: many people in the village would wish to support both causes since both are crucial to the preservation of Marden's heritage. The purpose of the present proposal is to encourage support both for the fabric of the church and for the work of the centre, and to do so in partnership rather than divisive competition.

With this draft agenda is a possible outline constitution for the Association, and a note of some points that may arise in discussion of Item 4.

FRIENDS OF MARDEN'S HERITAGE

DRAFT "HEADS OF PROPOSALS" FOR OUTLINE CONSTITUTION

1. The Association shall be called The Friends of Marden's Heritage (hereinafter called "The Association"). It shall be registered as a Charity under the Charities Act 2006.
2. The object of the Association shall be the preservation of the heritage of Marden (within the terms of the Charities Act: "the advancement of the arts, culture, heritage or science"); and in particular:
 - To preserve, maintain, restore, repair and improve the fabric of the Parish Church of St Michael and All Angels, Marden, its monuments, fixtures, fittings, furniture, stained glass and ornaments and its churchyard; and
 - To seek, preserve, research, inspire interest in and transmit the history of the Parish.
3. Provisions for membership: open to persons over 18 interested in the Objects; annual subscription £10, variable in later years by AGM; provision for termination of membership.
4. Provision for General Meetings; including an AGM within three months of the end of the financial year, to elect a Committee and an Independent Examiner, to approve the accounts, receive the Report of the Committee, deal with any other business; provision for notice of meetings, quorum, chairmanship, adjournment, votes and the conduct of business.
5. Provision for a Committee to be elected at the inaugural meeting and at subsequent AGMs, consisting of not less than seven and not more than ten members, including two to be appointed by the Parochial Church Council (hereinafter PCC) and two by the Heritage Centre (hereinafter HC); the committee to appoint from among its members a Chairman, an Hon Treasurer and Hon Secretary; to conduct the affairs and administer the funds in accordance with the Objects; provision for conduct of meetings, quorum, minutes, retirement of members by rotation, co-option to fill casual vacancies or to fulfil specific roles.
6. Provision for fundraising in support of the Objects; for financial management, financial year, bank account, cheques, report and accounts, the application of income and property.
7. Provision for expenditure: funds received in any one year to be expended in tranches: the first, third and fifth tranche of £500 to the HC; the second, fourth and sixth tranches of £500 to the Church; funds over £3,000 to the Church; proposals to spend money on other projects within the Objects subject to agreement of PCC and HC; this formula to be followed for three years and reviewed at the third AGM. Funds allocated to HC to be spent in support of the Objects at the discretion of its Steering Group; funds allocated to the church to be spent on the church fabric in support of the Objects at the discretion of the PCC.
8. PCC and HC to retain their rights in law.
9. Provision for constitutional amendment by two-thirds majority at General Meeting.
10. Provision for dissolution of the Association by three-quarters majority at General Meeting; remaining assets to be devoted to the Objects by PCC and HC in equal parts.

POSSIBLE POINTS FOR DISCUSSION

- **Co-operation:** the essence of the proposal is partnership between the parish church and the heritage centre to secure in co-operation what they would otherwise try to achieve in competition (paragraph 2 of the draft constitution).
- **Independence:** the proposed association is not just a co-ordinating committee but a separate organisation with its own membership designed to mobilise support beyond the circle of enthusiasts committed to either cause or both. At the same time, the Parochial Church Council and the Heritage Centre would be represented on the Committee to ensure that the interests of both parties are respected.
- **Distribution of Funds:** The two parties have different requirements from this partnership. The HC has certain modest and indispensable annual expenditure including rent. The cost of maintaining the church fabric is great and unpredictable. The complicated provision for £500 tranches is intended to deliver the commitment of all parties to the common cause while ensuring that their differing needs are met so far as possible (paragraph 7).
- **Charitable Status:** It is desirable that the new Association should benefit from tax efficient giving. The Church is already a charity: as a place of worship it is “an exempt charity” under Schedule 2 of the Charities Act. The Heritage Centre is not a charity, but its work falls within the definition of a charitable purpose under the Act: “the advancement of the arts, culture, heritage or science”. The Charities Commission has strict rules about the registration of charities which will be explained to the meeting. These rules explain some of the language of the draft. A new organisation cannot now register with the Charities Commission until it has an annual income of £5,000. But as an interim measure the Association could register as a Charity with HM Revenue and Customs, which would ensure that it was eligible for Gift Aid until it reached the £5,000 threshold (paragraph 1).
- **Name:** “Friends of Marden’s Heritage” is brief and clear. It puts church and society squarely together. There are alternatives. We should be careful not to exclude those from outside the village who may want to support the cause (paragraph 1).
- **Committee:** to be effective the committee needs to be small. It needs to include representatives of PCC and HC. 7-10 members are suggested, including the three officers. The Parish Council and the Marden Society have been consulted: they have asked to be kept informed but not to be represented on the Committee (paragraph 5).
- **Subscription:** £10 is proposed. The Association will no doubt appeal for much larger contributions from those who can afford them, but £10 should enable all to participate in the enterprise. The figure should not be written in stone but open to subsequent change (paragraph 3).