

ELSTREE and BOREHAMWOOD TOWN COUNCIL

Tel: 020 8207 1382
Fax: 020 8953 7645



Fairway Hall,
Brook Close,
Borehamwood,
Herts. WD6 5BT

All Committee Members are hereby summoned to attend a meeting of the
ENVIRONMENT AND PLANNING COMMITTEE

which will be held on

Tuesday 21 May 2019 at 7.00pm
in the Meeting Room at Fairway Hall,
Brook Close, Borehamwood, WD6 5BT
[Meeting Open to Press & Public]

Part 1 Agenda

1. **Apologies:** To receive and accept apologies for absence. At the time of agenda despatch, no apologies have been received.
2. **Declarations of Interest:** To:
 - a) receive declarations of interest from Councillors on items on the agenda;
 - b) receive written requests for dispensations for declarable interests; and
 - c) grant any requests for dispensation as appropriate.
3. **Minutes:** To confirm and sign the Minutes of the meetings held on 16 April 2019.

- Attached
4. **Public Participation:** To receive questions/statements from the public in relation to items on the agenda (one 3 minute slot for up to 3 Members of the Public). At the Chairman's discretion, this item may be considered at a later part of the agenda.
5. **CIL Request for Support:** To consider:
 - (i) CIL update report; and
 - (ii) request from Communities First Hertsmere for top sliced CIL funding for Aycliffe Road Crafts Centre (previously termed "Men in Sheds project"): £35,000.

- Attached

6. **Planning Applications:** To consider Planning Applications from Hertsmere Borough Council.

- Attached

7. **Planning Decisions:** To receive any decisions reached on applications upon which the Committee submitted comments.

- Attached

8. **Committee Projects Update:** To receive update report on:

- (a) Band Stand Project; and
- (b) Benches and Notice Boards.

9. **Allotments Update:** To consider:

- (i) fee scale for Allotment rents for the year commencing 1 October 2019.
- (ii) report on Stapleton Gardens site;
- (iii) Grounds Team grass cutting programme for the Summer months (and grass cutting equipment); and
- (iv) 2019 Committee site visit.

10. **Close of Meeting:** To close meeting.



H R O Jones
Town Clerk
13 May 2019

Distribution List:

Name	Organisation	post	e-mail	courier
Cllr S Rubner – Brookmeadow (Town Mayor)	EBTC		X	
Cllr Mrs S Parnell – Hillside (Deputy Mayor)	EBTC - Committee Vice Chairman		X	X
Cllr C Butchins - Hillside	EBTC – Committee Chairman		X	X
Cllr Rebecca Butler - Shenley Road	EBTC		X	
Cllr Richard Butler - Cowley Hill	EBTC		X	
Cllr A Collins - Cowley Hill	EBTC		X	X
Cllr V Eni – Brookmeadow	EBTC		X	
Cllr P Kaza - Kenilworth South	EBTC		X	X
Cllr S Lawrence - Kenilworth North	EBTC		X	
Cllr J Newmark - Kenilworth South	EBTC		X	
Cllr Mrs P Strack – Hillside	EBTC		X	X
Cllr Mrs F Turner - Elstree	EBTC		X	
Cllr M Vince - Cowley Hill	EBTC		X	
Library	Agenda only	X		
Borehamwood & Elstree Times	Agenda only	X		

ELSTREE AND BOREHAMWOOD TOWN COUNCIL

ENVIRONMENT AND PLANNING COMMITTEE

MINUTES of a meeting held in the Meeting Room of Elstree & Borehamwood Town Council Offices, Fairway Hall, Brook Close, Borehamwood on **Tuesday 16 April 2019** at 7.00pm.

Present: Cllr G Franklin (Chairman) (in the Chair)
Cllr C Butchins (Vice Chairman)
Cllr Mrs S Parnell
Cllr Mrs P Strack

In attendance: H R O Jones – Town Clerk

89. APOLOGIES FOR ABSENCE AND SUBSTITUTIONS

Apologies for absence were received from Cllr E Silver (Other Business).

90. DECLARATIONS OF COUNCILLORS' INTERESTS

The following declarations of Councillors' interests were made:

Committee Member	Minute Number	Nature of Interest
Cllr G Franklin	(94. 19/0437/FUL)	Disclosable Pecuniary Interest (DPI)
Cllr G Franklin	(94. 19/0439/HSE)	Disclosable Pecuniary Interest (DPI)

Members declaring a Disclosable Pecuniary Interest refrained from taking part in any discussion or decision making processes relating to those items. For consideration of the above items, the Vice Chairman (Cllr C Butchins) took the Chair.

91. MINUTES OF THE PREVIOUS MEETING

The minutes of the meeting of the Environment and Planning Committee held on 12 March 2019 were signed as a true record by the Chairman.

92. PUBLIC PARTICIPATION

There was none.

93. CIL REQUEST FOR SUPPORT

It was noted that the General Management Committee had previously recommended and Council agreed an award to the The Jewish Life Centre for Community Grant funding of £1,800 in 2018/19 relating to security costs.

It was RESOLVED that:

at its meeting on 12 June 2019, Full Council be recommended to approve an award of £15,000 of top sliced (15%) CIL monies to The Jewish Life Centre (Chai Centre) to meet the door entry system costs (infrastructure) of the facility on the following conditions:

- **The Jewish Life Centre reports back to the Committee within 3 months of the award with a report on the success of the facility;**
- **Members of the Town Council be invited to visit The Jewish Life Centre in order to inspect the premises and to learn about the services being provided; and**
- **Relevant copies of receipts/invoices be provided to the Town Council in relation to the aspect of building works to which the award relates (i.e. door entry system).**

94. PLANNING APPLICATIONS

A total of 37 applications received from the Borough Council were examined, on 30 of which the Committee had no specific objections to make, subject to the views of neighbours.

18/2343/FUL - 32 Oddesey Road Borehamwood WD6 5JP

Creation of self contained flat within existing property (Retrospective)

Observation: At its meeting on 16 April 2019 the Environment and Planning Committee raised concerns that retrospective applications were outside the 'spirit' of planning legislation.

[Post Meeting Note: At the time of comment submission, no facility was available to provide online consultee comments. Comments were emailed to the Planning Department].

19/0338/FUL - 5 Lullington Garth Borehamwood WD6 2HD

Demolition of existing house and construction of semi-detached 4 bed dwelling with accommodation with the roof space

Observation: At its meeting on 16 April 2019 the Environment and Planning Committee raised concerns that retrospective applications were outside the 'spirit' of planning legislation and queried whether an extension had been previously agreed at this site.

[Post Meeting Note: At the time of comment submission, no facility was available to provide online consultee comments. Comments were emailed to the Planning Department].

19/0341/FUL - 15 Oddesey Road Borehamwood WD6 5HZ

Alterations to existing dwelling to include 2 storey side extension, single storey rear extension, conversion of loft to habitable room with new rear dormer to facilitate conversion to 1 x 2 bed and 2 x 1 bed flats.

Observation: At its meeting on 16 April 2019 the Environment and Planning Committee considered the application inappropriate and commented that family sized dwellings (3 to 4 bedroom) were needed in the Community in line with Hertsmere Borough Council's Core Strategy 2.47-2.50;9.9.

[Post Meeting Note: At the time of comment submission, no facility was available to provide online consultee comments. Comments were emailed to the Planning Department].

19/0188/FUL - Churchill House Stirling Way Borehamwood

Erection of two storey roof extension with a stepped-back third storey providing 46 residential units (28 x 1bed & 18 x 2 bed) with associated amenity space at roof level, car and cycle parking and refuse provision.

Observation: At its meeting on 16 April 2019 the Environment and Planning Committee considered the application overdevelopment, inappropriate for residential use and commented that family sized dwellings (3 to 4 bedroom) were needed in the Community in line with Hertsmere Borough Council's Core Strategy 2.47-2.50;9.9 and that there was lack of amenity space.

[Post Meeting Note: Comments were submitted online through the Consultee comments facility].

19/0343/FUL - 3 Stangate Crescent Borehamwood WD6 2PZ

Conversion of existing single dwelling into 1 x 3 bed and 1 x 2 bed apartments with changes to fenestration, new access, landscaping, cycle and bin stores

Observation: At its meeting on 16 April 2019 the Environment and Planning Committee commented that family sized dwellings (3 to 4 bedroom) were needed in the Community in line with Hertsmere Borough Council's Core Strategy 2.47-2.50;9.9.

[Post Meeting Note: Comments were submitted online through the Consultee comments facility].

19/0407/HSE - Lindum, Potters Lane Borehamwood WD6 5NY

Single storey side and rear extension, alterations to openings & conversion of loft into habitable room with side dormers, rooflights and Juliet balcony(revision to 18/1005/HSE to include front/side elevation). Retrospective Application

Observation: At its meeting on 16 April 2019 the Environment and Planning Committee raised concerns that retrospective applications were outside the 'spirit' of planning legislation.

[Post Meeting Note: Comments were submitted online through the Consultee comments facility].

19/0437/FUL - Land at 51 Stapleton Road Borehamwood WD6 5BS

Construction of new 3 bed house adjacent to no 51 to create an end of terrace dwelling with associated landscaping and boundary treatments

Observation: At its meeting on 16 April 2019 the Environment and Planning Committee considered the application to be overdevelopment (too small a site) with concerns over amenity space and noting local worries about traffic safety from a petition of local residents.

[Post Meeting Note: Comments were submitted online through the Consultee comments facility].

95. PLANNING DECISIONS

Details were received of decisions by the Borough Council relating to applications on which the Committee had submitted comments.

96. COMMITTEE PROJECTS UPDATE

(a) Band Stand Project

There was no new information to report. The Town Council hoped to receive an update in due course from Hertsmere Borough Council on any actions to help to progress this initiative. The Chairman re-emphasised the Town Council's position that CIL monies would not be committed to this project until the Committee had an opportunity to consider the specifications of the band stand fully.

The initial proposals were deemed unsuitable on the basis that the structure was too small to accommodate a band and the design was inappropriate (the Environment and Planning Committee and Band Stand Committee preferred a traditional model rather than the “flying saucer” design submitted for consideration). It was further noted that recommendations for CIL expenditure required ratification by Full Council.

(b) Stapleton Gardens

It was noted that Hertsmere Borough Council Planning Department had yet to determine the container application. In the meantime, contractors would continue with the remaining fencing work at the instruction of the Council Warden.

(c) Benches and Notice Boards

The Committee noticed progress in implementing the benches and notice rejuvenation project. In particular, the improvement at Aycliffe Road and Elstree Crossroads was applauded.

97. CLOSE OF MEETING

The Meeting closed at 8.20pm.

It was noted that the next Environment and Planning Committee was scheduled to take place on 21 May 2019 at 7.00 pm in the Meeting Room, Town Council Offices.

All Members and Officers present conveyed their thanks to the Chairman, Cllr G Franklin, for his chairmanship of the Committee, noting that it would be his last meeting in the Chair.

Date:.....

CHAIRMAN.....

ELSTREE and BOREHAMWOOD TOWN COUNCIL

Admin Office
Tel: 020 8207 1382
Fax: 020 8953 7645



Fairway Hall,
Brook Close,
Borehamwood,
Herts. WD6 5BT

Stephen Craker
Communities First Hertsmere
2 Allum Lane
Elstree
WD6 3PH

7 May 2019

Dear Mr Craker

CIL Bid: Aycliffe Road Craft Centre

Thank you for your letter dated 29 April 2019 requesting funding from the Community Infrastructure Levy for the Aycliffe Road Craft Centre Project. I understand that it is no longer a Hertsmere Borough Council requirement that the Town Council is approached in the first instance, subject to confirmation by the Borough.

The Elstree and Borehamwood Town Council process is to consider CIL bids initially at the Environment and Planning Committee, the next meeting of which will be on Tuesday 21 May 2019, and this item will be put on the Agenda.

Yours sincerely

A handwritten signature in black ink, appearing to read 'H R O Jones', written over a horizontal line.

H R O Jones
Town Clerk



Communities 1st

Working with you to make a bigger difference

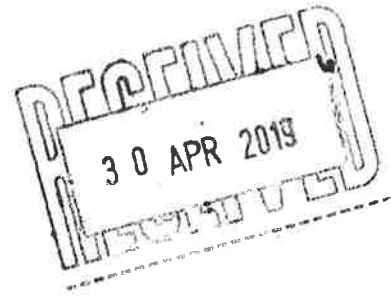
St Albans - Civic Centre, St Peters Street, AL1 3JE

Hertsmere - 2 Allum Lane, Elstree, WD6 3PJ

Main Phone 01727 814644 / 020 8207 4504

www.communities1st.org.uk

Mr Huw Jones
Elstree and Borehamwood Town Council
Fairway Hall
Brook Close
Borehamwood
Herts
WD6 5BT



29 April 2019

Re: Community Infrastructure Levy (CIL) Fund Grant

Following our previous discussions, please find attached grant application towards the development of Aycliffe Road Craft Centre (previously known as the Men in Sheds project).

As you are aware, it was a requirement of the Hertsmere Borough Council CIL Fund Grant application that we approach Elstree and Borehamwood Town Council's (EBTC) CIL Fund Grant. We initially contacted yourselves back in April last year and was informed that EBTC did not yet have a process in place for external bodies to apply for the grant. We have therefore now completed the request using your Community Grant Application Form.

Thank you for your time in considering this application for a donation towards the development of Aycliffe Road Craft Centre. Should you wish to contact me for clarification or to visit the service, I will be delighted to hear from you.

Best wishes

Stephen Craker
Chief Executive



Elstree and Borehamwood Town Council

Grants Awarded to Local Organisations (Application)

Application for a Grant 2019/20

1. Name of the Organisation & Address where your activities are normally based:

ORGANISATION NAME AND POSTAL ADDRESS:

COMMUNITAS 1ST

2 ALLEN LANE

ELSTREE

Herts

WD6 2PJ

IMPORTANT: PLEASE INCLUDE BELOW THE NAME THAT THE CHEQUE WOULD BE MADE PAYABLE TO IF SUCCESSFUL WITH POSTAL ADDRESS IF DIFFERENT FROM ABOVE:

IMPORTANT: PLEASE TICK TO VERIFY YOU HAVE INCLUDED YOUR CONSTITUTION/REGULATIONS AND A COPY OF YOUR ACCOUNTS WITH THIS APPLICATION OR INDICATE WHY THESE ARE NOT AVAILABLE:

Constitution/Regulations Included



Accounts/Financial Statement Included



Additional Information

Overall findings from studies indicate that Craft Centres/Community Sheds and other gendered interventions provide an array of benefits for individuals including: learning new skills, sharing knowledge; personal achievement; community engagement; the opportunity to meet and interact with others.

According to the Department of Work and Pensions (May 2017), 21.2% of people claim Attendance Allowance in the Aycliffe Road area compared to 13.6% in England. The Loneliness Index Score (Source Age UK, 2011), predicts a greater prevalence of loneliness amongst those aged 65 who live close to the Aycliffe Road area compared to the national average. Social isolation, loneliness and stressful social ties are common amongst older people, and are associated with poor physical and mental health, higher risk of disability, poor recovery from illness and early death.

According to the Community Dynamics dataset (modelled from the annual Community Life Survey, 2015/16), people who live near Aycliffe Road have lower levels of social relationships and strength of belonging compared to England and other Social housing areas. Evidence shows that both peer support networks and community workshop projects are beneficial to people. The Mental Health Foundation published the "Need2Know Peer Support" paper (2012) which highlights that peer support relationships have greater levels of empathy and respect than other support relationships and improve confidence, self-worth and wellbeing in all parties.

The study entitled "Social engagement, health and wellbeing of older men" (Dr. Snorri Bjorn Rafnsson UCL Department of Epidemiology and Public Health) identifies the health benefits for men from community involvement include reduced impact of a disability, improved dental health, reduced use of medications, lower levels of depression, reduced emotional distress and delayed onset of dementias.

The Craft Centre will help to mitigate the impact of local growth by providing a venue that meets an unmet need in the local community with great potential for positive outcomes for people who are not engaged with their communities.

Project aims and objectives

- Alternative opportunity to pursue practical activities of specific interest to men and create social connections, reducing the associated risks to physical health of social isolation.
- Incorporate Making Every Contact Count, facilitating links with other service providers; brief intervention, advice, signposting and referral.
- Establishing exit pathways into additional learning, volunteering, additional physical/social activities
- Developing a long term sustainable autonomous vision for the project, developing volunteer led activity from the group members and social enterprise opportunities to ensure financial sustainability of the Shed.

8. Do you receive grants from any other source, or have you applied for any elsewhere as well as making this application? If so, provide details stating amounts and date received (details of all applications for funding from the National Lottery MUST be disclosed).

Hertsmere Borough Council	£297,250	March 2019	Awarded
Hertfordshire County Council	£53,750	Sept 2018	Awarded
Communities 1 st	£4,000	Sept 2018	Awarded
Elstree & Borehamwood Town Council	£35,000	April 2019	Awaiting outcome

9. Please summarise your financial position from the latest accounts as below:

Year ending: 2017/18

Total reserves at start of year: £16,659
Total income for the year: £189,650
Sub total: £206,309
Expenditure for the year: £189,064
Total reserves at end of year: £17,245

10. Please certify the accuracy of this application by signing the following statement:

I certify that to the best of my knowledge and belief, the information provided in this application is true and correct.

Signed: _____ Position in Organisation: Chief Executive

Print name: Stephen Craker

Date: 29 April 2019

8. Do you receive grants from any other source, or have you applied for any elsewhere as well as making this application? If so, provide details stating amounts and date received (details of all applications for funding from the National Lottery MUST be disclosed).

Hertsmere Borough Council	£297,250	March 2019	Awarded
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Total income for the year: £189,650
Sub total: £206,309
Expenditure for the year: £189,064
Total reserves at end of year: £17,245

10. Please certify the accuracy of this application by signing the following statement:

I certify that to the best of my knowledge and belief, the information provided in this application is true and correct.

Signed:  Position in Organisation: Chief Executive

Print name: Stephen Craker

Date: 29 April 2019

Company registration number: 06717968

Charity registration number: 1127066

Community Action Hertsmere

(A company limited by guarantee)

Annual Report and Financial Statements

for the Year Ended 31 March 2018

Community Action Hertsmere

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Community Action Hertsmere

Reference and Administrative Details

Chief Executive Officer &

Company Secretary

Mr S M Craker

Trustees

Mrs S Deacon

Mrs A M Harrison

Mrs D F Hoeksma

Mr J J John (appointed 24 November 2017)

Mr S M Nagler

Mrs S Pearlman

Principal Office

2 Allum Lane

Elstree

Hertfordshire

WD6 3PJ

Company Registration Number

06717968

Charity Registration Number

1127066

Independent Examiner

Philip Caplan FCA

Caplan Associates

Chartered Accountants

3 Stirling Court

Stirling Way

Borehamwood

Herts

WD6 2FX

Community Action Hertsmere

Trustees' Report

The trustees, who are directors for the purposes of company law, present the annual report together with the financial statements of the charitable company for the year ended 31 March 2018.

Objectives and activities

Objects and aims

Promote any charitable purposes for the benefit of the community in the local government district of Herts mere and neighbouring areas (hereinafter called "the area of benefit").

In particular: the relief of poverty, distress and sickness; the advancement of education, the protection and improvement of health; developing and improving the physical and social environment and developing the capacity and skills of the community in the area of benefit in such a way that is better able to identify and help meet needs and participate more fully in society.

Promoting and organising cooperation in the achievement of the above purposes and to that end to bring together representatives of the voluntary organisations and statutory authorities within the area of benefit.

Undertake such other charitable purposes as the company deems necessary in the area of benefit from time to time.

Objectives, strategies and activities

Objective 1: Empowering a Voice - Facilitate effective communication and collaboration amongst Voluntary, Community and Social Enterprise organisations (3rd Sector) and empower the sector to have a strong voice, take part in strategic partnerships and influence policy.

Our core business is to enable voluntary and community groups to thrive. We help with all aspects of setting up and running a group including funding, finance, volunteer recruitment and management, legal issues, governance and charity registration. We believe local communities can develop their own solutions to local issues, and we support them to do this. This year we have provided 1:1 advice and guidance to 20 groups, ranging from a group for parents of premature babies, a peer support group for parents of children with Asperger's, a men's shed, a local community centre, an older person's group as well as supporting Gratitude to become a registered charity.

Underpinning all our work is the knowledge that diverse people, communities and organisations need to work together to make things happen, and to influence decisions that affect them. Through our Hertsmere Partner and Provider Forum and Hertsmere's Third Sector Forum voluntary and community groups come together with colleagues from other sectors to collaborate, learn and make their voices heard. We consult and seek to understand local voluntary and community groups, and make sure our sector is represented within the district and beyond.

Community Hertsmere is a founder member of Hertsmere's Dementia Action Alliance and we contacted 83 local organisations urging them to join the DAA.

Through the support of Hertsmere Borough Council, in September we opened a new weekly Outreach Hub at the Wyllyotts Centre in Potters Bar.

Community Hertsmere took an active role in organising the Hertfordshire Funding Fair held in September and co-facilitating the 'Survival Toolkit' workshop, in partnership with ConnectHerts.

Five teams from two schools (Hertswood in Borehamwood and Oasis Hadley in Enfield) took part in this years Dragons Apprentice Challenge – Seniors. In Hertsmere we trialled a wider age range of students with both schools putting forward teams from year 10 (previously it was for years 12 and 13). The teams raised a total of £2,109.20. Local charity and community groups partnered with the teams include Borehamwood Foodbank, Elstree Production Productions, Headway Herts and Dementia Club.

Community Action Hertsmere

Trustees' Report

This year Community Hertsmere held for the first time the Junior Dragon's Apprentice Challenge.

Six teams entered the Challenge with more than 100 students participating. The teams raised a total of £1,073.05.

Pupils from Saffron Green Primary School, Summerswood Primary School, Monksmead Primary School and St. Nicolas Elstree C of E worked hard at putting on bake sales, movie nights, Christmas sales and other activities as they competed in making a profit for their Charity. Local charity and community groups partnered with the teams include Barnardos, Borehamwood Drop-in, Goods for Good, Gratitude, Live Well and Para Dance.

Objective 2: Inspiring Volunteering - Inspire the community to volunteer and showcase the diverse range of roles available within the community

Our Volunteer Centre promotes volunteering, links people with community volunteer opportunities and helps develop new volunteer roles. We provide support and guidance to individuals wanting to volunteer as well as to local voluntary organisations, groups and clubs.

Three Introduction to Volunteering workshops were delivered giving first-time volunteers a chance to understand what to expect, benefits of volunteering and to share their excitements and concerns.

Weekly Volunteers' Coffee Catch-ups were launched in July at the Community Shop (Fridays, 10am - 11.30am) to thank volunteers in organisations across Hertsmere for the work they do and for people interested in volunteering to come and find out more, explore volunteering opportunities and meet other volunteers. The High Sheriff of Hertfordshire and Mayor of Hertsmere visited the volunteer catch-up in December where he met a range of volunteers from both Community Hertsmere and other local charities and groups.

With our VolunteeringHerts partners, we supported the delivery of two Volunteer Management Training courses ensuring that organisations using volunteers operate within the Valuing Volunteer Management Quality Accreditation. Training includes recruitment and selection, volunteer induction programmes, support, supervision, and sustaining volunteers.

One new charity completed our 'Valuing Volunteer Management, 6 Point Promise' which is organisation health check to ensure organisations wanting to recruit volunteers have all appropriate and up-to-date insurance and policies and procedures in place, providing advice and guidance, templates and information fact sheet where any gaps are identified. We are working with three more groups to achieve this award in the coming months.

As a key Volunteering Herts partner, Community Hertsmere takes an active role in hosting Hertfordshire's Annual Volunteering Conference and Awards.

In its 9th Year, organisations are nominated for the quality in their volunteer management. To be eligible, organisations must demonstrate a basic level of good practice as demonstrated by achieving the Hertfordshire Valuing Volunteer Management 6 Point Promise. All nominees for the award are invited to join the Hertfordshire Volunteer Centres Annual Volunteering Conference as part of Volunteers Week celebrations.

Our Volunteers Co-ordinators Network supports organisations with best practise in volunteer management. The forum is ideal for volunteer managers, recruiter or supervisors to come and learn about best practise in volunteer management, network and share experiences of managing volunteers. Each forum is themed around a different aspect of volunteer management.

As part of launching Hertsmere's Employer Supported Volunteering programme, we were able to recruit Majestic Wines and Co-op Stores for two ESV Give and Gain days. Both organisations used the days as a way to build stronger teams and do something for the local community.

Objective 3: Building Dynamic Communities - Encourage, support and facilitate the development of strong self-motivated communities that are skilled, informed and knowledgeable through the provision of high quality information, support, advice and training.

Community Action Hertsmere

Trustees' Report

The Community Shop acts as a one-stop-shop for people wanting to find out about local voluntary and community services. We use our local knowledge, information and connections to link people in need with sources of help. Where there are gaps in provision we are active in supporting the development of new services, working with local voluntary and community groups to expand existing provision or develop new projects.

With the support of partners, we offer a range of training, learning and development activities to local people. 89 individuals attended one of eight courses delivered in 17/18.

A new partnership with Goddard Consultants saw two courses delivered in August and September. Achieve! Borehamwood encompassed training, coaching and support to help individuals to reach their full potential. A total of 32 people attended the two four-day courses. In addition, we provided coaching to eight participants, with three now in work and two volunteering.

We continue to work with STRIVE who provides one-to-one support to 36 individuals helping them to understand and address their barriers to learning and employment.

Computers and a Cuppa sessions, our digital inclusion project, are now being delivered weekly across four locations in Hertsmere. Each location has at least one volunteer supporting the project.

Meet and Eat came to an end in March 2018. We have submitted two funding applications to see if this activity can re-start later in the year. We have been able to recruit volunteers to help keep this project alive, however need a grant to pay for the qualified Chef to work with the volunteers and attendees in creating healthy recipes on a budget.

Work has started on-site for the Sensory Garden Project at Farriers Way, with the hard landscaping due to finish by the end of April. We have recruited eight volunteer Sensory Garden Champions as well as a number of local groups and schools who will be making use of the space.

Sometimes we need to respond quickly and directly to meet the immediate physical and safety needs of people in difficulty. During the year, we provided emergency Food Bank parcels to 26 individuals and families in need and we issued 55 vouchers, feeding 104 adults and 85 children.

We have started visiting the 89 Coffee mornings across Hertsmere to share activities and events Community Hertsmere and others have on offer.

Public benefit

The trustees confirm that they have complied with the requirements of section 4 of the Charities Act 2011 to have due regard to the public benefit guidance published by the Charity Commission for England and Wales.

Community Action Hertsmere

Trustees' Report

Structure, governance and management

Nature of governing document

The charity is controlled by its governing document, a deed of trust, and constitutes a limited company, limited by guarantee as defined by the Companies Act 2006

Financial instruments

Objectives and policies

The charity's activities expose it to a number of financial risks including credit risk, cash flow risk and liquidity risk. The use of financial derivatives is governed by the charity's policies approved by the board of trustees, which provide written principles on the use of financial derivatives to manage these risks. The charity does not use derivative financial instruments for speculative purposes.

Cash flow risk

The charity's activities expose it primarily to the financial risks of changes in interest rates.

Interest bearing assets and liabilities are held at the most advantageous rate.

Credit risk

The charity's principal financial assets are bank balances and cash, trade and other receivables.

The charity's credit risk is primarily attributable to its trade receivables. The amounts presented in the balance sheet are net of allowances for doubtful receivables. An allowance for impairment is made where there is an identified loss event which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

The credit risk on liquid funds and derivative financial instruments is limited because the counterparties are banks with high credit-ratings assigned by international credit-rating agencies.

The charity has no significant concentration of credit risk.

Liquidity risk

In order to maintain liquidity to ensure that sufficient funds are available for ongoing operations and future developments, the charity uses a mixture of long-term and short-term debt finance.

Important events after the financial period

Approval has been obtained to merge with Community Central St Albans (Council for Voluntary Services for St Alban's District) by forming a new entity "Communities 1st". The present charity will be dissolved and the remaining assets transferred to the new charity. This process will take place over the next six months.

The annual report was approved by the trustees of the charity on 18 September 2018 and signed on its behalf by:

 Mr S M Nagler - Trustee

Community Action Hertsmere

Statement of Trustees' Responsibilities

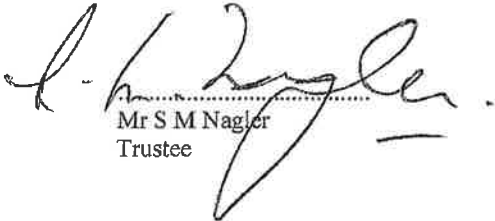
The trustees (who are also the directors of Community Action Hertsmere for the purposes of company law) are responsible for preparing the trustees' report and the financial statements in accordance with the United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) and applicable law and regulations.

Company law requires the trustees to prepare financial statements for each financial year. Under company law the trustees must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the charitable company and of its incoming resources and application of resources, including its income and expenditure, for that period. In preparing these financial statements, the trustees are required to:

- select suitable accounting policies and apply them consistently;
- observe the methods and principles in the Charities SORP;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charitable company will continue in business.

The trustees are responsible for keeping adequate accounting records that are sufficient to show and explain the charitable company's transactions and disclose with reasonable accuracy at any time the financial position of the charitable company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the charitable company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Approved by the trustees of the charity on 18 September 2018 and signed on its behalf by:



Mr S M Nagler
Trustee

Community Action Hertsmere

Independent Examiner's Report to the trustees of Community Action Hertsmere

I report on the accounts of the charity for the year ended 31 March 2018 which are set out on pages 10 to 17 .

Respective responsibilities of trustees and examiner

The trustees (who are also the directors of the company for the purposes of company law) are responsible for the preparation of the accounts. The trustees consider that an audit is not required for this year under section 144(2) of the Charities Act 2011 (the 2011 Act) and that an independent examination is needed.

Having satisfied myself that the charity is not subject to audit under company law and is eligible for independent examination, it is my responsibility to:

- examine the accounts under section 145 of the 2011 Act;
- to follow the procedures laid down in the general Directions given by the Charity Commission under section 145(5)(b) of the 2011 Act; and
- to state whether particular matters have come to my attention.

Basis of independent examiner's report

My examination was carried out in accordance with the general Directions given by the Charity Commission. An examination includes a review of the accounting records kept by the charity and a comparison of the accounts presented with those records. It also includes consideration of any unusual items or disclosures in the accounts, and seeking explanations from you as trustees concerning any such matters. The procedures undertaken do not provide all the evidence that would be required in an audit and consequently no opinion is given as to whether the accounts present a 'true and fair view' and the report is limited to those matters set out in the statement below.

Independent examiner's statement

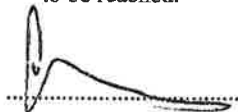
In connection with my examination, no matter has come to my attention:

(1) which gives me reasonable cause to believe that in any material respect the requirements:

- to keep accounting records in accordance with section 386 of the Companies Act 2006; and
- to prepare accounts which accord with the accounting records, comply with the accounting requirements of section 396 of the Companies Act 2006 and with the methods and principles of the Statement of Recommended Practice: Accounting and Reporting by Charities

have not been met; or

(2) to which, in my opinion, attention should be drawn in order to enable a proper understanding of the accounts to be reached.



Philip M Caplan FCA
Caplan Associates
Chartered Accountants
3 Stirling Court
Stirling Way
Borehamwood
Herts
WD6 2FX

Date: 14/4/18

Community Action Hertsmere

Statement of Financial Activities for the Year Ended 31 March 2018 (Including Income and Expenditure Account and Statement of Total Recognised Gains and Losses)

	Note	Unrestricted funds £	Total 2018 £
Income and Endowments from:			
Donations and legacies		90,402	90,402
Investment income	3	1	1
Other income	4	99,247	99,247
Total Income		189,650	189,650
Expenditure on:			
Charitable activities	5	(189,064)	(189,064)
Total Expenditure		(189,064)	(189,064)
Net income		586	586
Net movement in funds		586	586
Reconciliation of funds			
Total funds brought forward		16,659	16,659
Total funds carried forward	12	17,245	17,245

	Note	Unrestricted funds £	Restricted funds £	Total 2017 £
Income and Endowments from:				
Donations and legacies		146,034	-	146,034
Investment income	3	36	-	36
Other income	4	49,897	-	49,897
Total Income		195,967	-	195,967
Expenditure on:				
Raising funds		(2,820)	-	(2,820)
Charitable activities	5	(220,472)	(7,273)	(227,745)
Total Expenditure		(223,292)	(7,273)	(230,565)
Net expenditure		(27,325)	(7,273)	(34,598)
Net movement in funds		(27,325)	(7,273)	(34,598)
Reconciliation of funds				
Total funds brought forward		43,982	7,273	51,255
Total funds carried forward	12	16,657	-	16,657

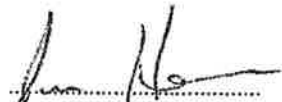
All of the charity's activities derive from continuing operations during the above two periods.

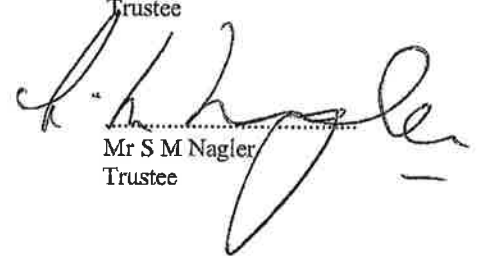
The funds breakdown for 2017 is shown in note 12.

Community Action Hertsmere
(Registration number: 06717968)
Balance Sheet as at 31 March 2018

	Note	2018 £	2017 £
Fixed assets			
Tangible assets	9	1,373	1,070
Current assets			
Debtors	10	33,159	33,797
Cash at bank and in hand		21,301	3,738
		<u>54,460</u>	<u>37,535</u>
Creditors: Amounts falling due within one year	11	<u>(38,588)</u>	<u>(21,948)</u>
Net current assets		<u>15,872</u>	<u>15,587</u>
Net assets		<u>17,245</u>	<u>16,657</u>
Funds of the charity:			
Unrestricted income funds			
Unrestricted funds		<u>17,245</u>	<u>16,657</u>
Total funds	12	<u>17,245</u>	<u>16,657</u>

The financial statements on pages 10 to 17 were approved by the trustees, and authorised for issue on 18 September 2018 and signed on their behalf by:


 Mrs A M Harrison
 Trustee


 Mr S M Nagler
 Trustee

Community Action Hertsmere

Notes to the Financial Statements for the Year Ended 31 March 2018

1 Charity status

The charity is a charity limited by guarantee and consequently does not have share capital. Each of the trustees is liable to contribute an amount not exceeding £10 towards the assets of the charity in the event of liquidation.

2 Accounting policies

Summary of significant accounting policies and key accounting estimates

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Statement of compliance

The financial statements have been prepared in accordance with Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (effective 1 January 2015) - (Charities SORP (FRS 102)), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006.

Basis of preparation

Community Action Hertsmere meets the definition of a public benefit entity under FRS 102. Assets and liabilities are initially recognised at historical cost or transaction value unless otherwise stated in the relevant accounting policy notes.

Going concern

The trustees consider that there are no material uncertainties about the charity's ability to continue as a going concern nor any significant areas of uncertainty that affect the carrying value of assets held by the charity.

Adjusting events after the financial period

Text to be put into this area after AGM

Income and endowments

All income is recognised once the charity has entitlement to the income, it is probable that the income will be received and the amount of the income receivable can be measured reliably.

Donations and legacies

Donations are recognised when the charity has been notified in writing of both the amount and settlement date. In the event that a donation is subject to conditions that require a level of performance by the charity before the charity is entitled to the funds, the income is deferred and not recognised until either those conditions are fully met, or the fulfilment of those conditions is wholly within the control of the charity and it is probable that these conditions will be fulfilled in the reporting period.

Community Action Hertsmere

Notes to the Financial Statements for the Year Ended 31 March 2018

Expenditure

All expenditure is recognised once there is a legal or constructive obligation to that expenditure, it is probable settlement is required and the amount can be measured reliably. All costs are allocated to the applicable expenditure heading that aggregate similar costs to that category. Where costs cannot be directly attributed to particular headings they have been allocated on a basis consistent with the use of resources, with central staff costs allocated on the basis of time spent, and depreciation charges allocated on the portion of the asset's use. Other support costs are allocated based on the spread of staff costs.

Raising funds

These are costs incurred in attracting voluntary income, the management of investments and those incurred in trading activities that raise funds.

Charitable activities

Charitable expenditure comprises those costs incurred by the charity in the delivery of its activities and services for its beneficiaries. It includes both costs that can be allocated directly to such activities and those costs of an indirect nature necessary to support them.

Support costs

Support costs include central functions and have been allocated to activity cost categories on a basis consistent with the use of resources, for example, allocating property costs by floor areas, or per capita, staff costs by the time spent and other costs by their usage.

Governance costs

These include the costs attributable to the charity's compliance with constitutional and statutory requirements, including audit, strategic management and trustees's meetings and reimbursed expenses.

Taxation

The charity is considered to pass the tests set out in Paragraph 1 Schedule 6 of the Finance Act 2010 and therefore it meets the definition of a charitable company for UK corporation tax purposes. Accordingly, the charity is potentially exempt from taxation in respect of income or capital gains received within categories covered by Chapter 3 Part 11 of the Corporation Tax Act 2010 or Section 256 of the Taxation of Chargeable Gains Act 1992, to the extent that such income or gains are applied exclusively to charitable purposes.

Tangible fixed assets

Individual fixed assets costing £100.00 or more are initially recorded at cost, less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

Depreciation and amortisation

Depreciation is provided on tangible fixed assets so as to write off the cost or valuation, less any estimated residual value, over their expected useful economic life as follows:

Asset class	Depreciation method and rate
Furniture and equipment	33% on reducing balance basis

Community Action Hertsmere

Notes to the Financial Statements for the Year Ended 31 March 2018

Trade debtors

Trade debtors are amounts due from customers for merchandise sold or services performed in the ordinary course of business.

Trade debtors are recognised initially at the transaction price. They are subsequently measured at amortised cost using the effective interest method, less provision for impairment. A provision for the impairment of trade debtors is established when there is objective evidence that the charity will not be able to collect all amounts due according to the original terms of the receivables.

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and call deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of change in value.

Trade creditors

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if the charity does not have an unconditional right, at the end of the reporting period, to defer settlement of the creditor for at least twelve months after the reporting date. If there is an unconditional right to defer settlement for at least twelve months after the reporting date, they are presented as non-current liabilities.

Trade creditors are recognised initially at the transaction price and subsequently measured at amortised cost using the effective interest method.

Fund structure

Unrestricted income funds are general funds that are available for use at the trustees's discretion in furtherance of the objectives of the charity.

Restricted income funds are those donated for use in a particular area or for specific purposes, the use of which is restricted to that area or purpose.

3 Investment income

	Unrestricted funds		
	General	Total 2018	Total 2017
	£	£	£
Interest receivable and similar income;			
Interest receivable on bank deposits	1	1	36

Community Action Hertsmere

Notes to the Financial Statements for the Year Ended 31 March 2018

4 Other income

	Unrestricted funds		
	General £	Total 2018 £	Total 2017 £
Fees and supplies	11,121	11,121	8,809
Rental income	88,126	88,126	41,088
	99,247	99,247	49,897

5 Expenditure on charitable activities

		Unrestricted funds		
	Note	General £	Total 2018 £	Total 2017 £
Support of local community		185,129	185,129	225,985
Depreciation, amortisation and other similar costs		686	686	560
Governance costs	6	3,249	3,249	1,200
		189,064	189,064	227,745

6 Analysis of governance and support costs

Governance costs

	Unrestricted funds		
	General £	Total 2018 £	Total 2017 £
Independent examiner fees			
Examination of the financial statements	2,091	2,091	1,200
Bank charges	164	164	-
Legal and professional fees	994	994	-
	3,249	3,249	1,200

Community Action Hertsmere

Notes to the Financial Statements for the Year Ended 31 March 2018

7 Trustees remuneration and expenses

No trustees, nor any persons connected with them, have received any remuneration from the charity during the year.

8 Taxation

The charity is a registered charity and is therefore exempt from taxation.

9 Tangible fixed assets

	Furniture and equipment £	Total £
Cost		
At 1 April 2017	17,369	17,369
Additions	988	988
At 31 March 2018	<u>18,357</u>	<u>18,357</u>
Depreciation		
At 1 April 2017	16,298	16,298
Charge for the year	686	686
At 31 March 2018	<u>16,984</u>	<u>16,984</u>
Net book value		
At 31 March 2018	<u>1,373</u>	<u>1,373</u>
At 31 March 2017	<u>1,071</u>	<u>1,071</u>

10 Debtors

	2018 £	2017 £
Trade debtors	19,818	28,385
Prepayments	11,739	5,412
Accrued income	1,602	-
	<u>33,159</u>	<u>33,797</u>

11 Creditors: amounts falling due within one year

	2018 £	2017 £
Trade creditors	36,287	16,191
Other creditors	1	1
Accruals	2,300	5,756
	<u>38,588</u>	<u>21,948</u>

Community Action Hertsmere

Notes to the Financial Statements for the Year Ended 31 March 2018

12 Funds

	Balance at 1 April 2017 £	Incoming resources £	Resources expended £	Balance at 31 March 2018 £
Unrestricted funds				
General	(16,659)	(189,650)	189,064	(17,245)
	Balance at 1 April 2016 £	Incoming resources £	Resources expended £	Balance at 31 March 2017 £
Unrestricted funds				
General	(43,982)	(195,967)	223,292	(16,657)
Restricted funds	(7,273)	-	7,273	-
Total funds	(51,255)	(195,967)	230,565	(16,657)

COMPANY LIMITED BY GUARANTEE AND
NOT HAVING A SHARE CAPITAL

ARTICLES OF ASSOCIATION FOR A CHARITABLE COMPANY

Articles of Association of

Communities 1st

1 The company's name is

Communities 1st

(and in this document it is called the 'charity').

1st October 2018

Interpretation

2 In the articles:

'address' means a postal address or, for the purposes of electronic communication, a fax number, an e-mail or postal address or a telephone number for receiving text messages in each case registered with the charity;

'the articles' means the charity's articles of association;

'the charity' means the company intended to be regulated by the articles;

'clear days' in relation to the period of a notice means a period excluding:

- the day when the notice is given or deemed to be given; and
- the day for which it is given or on which it is to take effect;

'the Commission' means the Charity Commission for England and Wales;

'Companies Acts' means the Companies Acts (as defined in section 2 of the Companies Act 2006) insofar as they apply to the charity;

'the directors' means the directors of the charity. The directors are charity trustees as defined by section 177 of the Charities Act 2011;

'document' includes, unless otherwise specified, any document sent or supplied in electronic form;

'electronic form' has the meaning given in section 1168 of the Companies Act 2006;

'the memorandum' means the charity's memorandum of association;

'officers' includes the directors and the secretary (if any);

'the seal' means the common seal of the charity if it has one;

'secretary' means any person appointed to perform the duties of the secretary of the charity;

'the United Kingdom' means Great Britain and Northern Ireland; and

words importing one gender shall include all genders, and the singular includes the plural and vice versa.

Unless the context otherwise requires words or expressions contained in the articles have the same meaning as in the Companies Acts but excluding any statutory modification not in force when this constitution becomes binding on the charity.

Apart from the exception mentioned in the previous paragraph a reference to an Act of Parliament includes any statutory modification or re-enactment of it for the time being in force.

Liability of members

- 3 The liability of the members is limited to a sum not exceeding £10, being the amount that each member undertakes to contribute to the assets of the charity in the event of its being wound up while he, she or it is a member or within one year after he, she or it ceases to be a member, for:
 - (a) payment of the charity's debts and liabilities incurred before he, she or it ceases to be a member;
 - (b) payment of the costs, charges and expenses of winding up; and
 - (c) adjustment of the rights of the contributories among themselves

Objects

- 4 The charity's objects ('Objects') are specifically restricted to the following
- a) the promotion of any charitable purposes for the benefit of the community in the County of Hertfordshire and its environs (hereinafter called the area of benefit) and in particular the advancement of education, the protection of health; the relief of poverty, distress and sickness; developing and improving the physical and social environment and developing the capacity and skills of the community in the area of benefit in such a way that it is better able to identify and help meet its needs and to participate more fully in society;
 - b) the promotion and organisation of co-operation in the achievement of the above purposes and to that end to bring together representatives of the statutory authorities and voluntary organisations engaged in the furtherance of the above purposes within the area of benefit.
 - c) undertake such other charitable purposes as the Company deems necessary in the Area of Benefit from time to time.

(together the "**Objects**")

5. The Company shall have the following powers exercisable in furtherance of its said objects but not further or otherwise, namely:
- a) to undertake or sponsor research and to promulgate the useful results thereof.
 - b) to coordinate and work with other agencies or bodies having similar aims and encourage the provision and development of appropriate support and educational services.
 - c) to present, promote, organise, provide, manage and produce, productions, films, broadcasts, concerts, musical pieces, entertainments, exhibitions, tutorials, seminars, courses and workshops, whether on any premises of the Company or elsewhere.
 - d) to procure to be written, printed, published and issued gratuitously or otherwise such papers, books, pamphlets or other documents as shall further the above objects.

- e) to draw, make, accept, endorse, discount, execute and issue promissory notes, bills, cheques and other instruments and to operate bank accounts in the name of the Company.
- f) to employ staff and/or agents, and to make provision for the proper remuneration of any such persons including power to make all reasonable and necessary provision for the payment of pensions and superannuation to or on behalf of employees and their widows and other dependants.
- g) subject to such consents as may be required by law to purchase, take on lease or in exchange, hire or otherwise acquire any real or personal property and any rights or privileges which the Company may think necessary for the promotion of its objects, and to construct, maintain and alter any buildings or erections necessary for the work of the Company.
- h) subject to such consents as may be required by law to sell, let, mortgage dispose of or turn to account all or any of the property or assets of the Company as may be thought necessary for the promotion of its objects.
- i) to undertake and execute any charitable trusts which may lawfully be undertaken by the Company and may be necessary for its objects.
- j) subject to such consents as may be required by law to borrow or raise money for the purposes of the Company on such terms and on such security as may be thought fit
- k) to invest the monies of the Company not immediately required for its purposes in or upon such investments, securities or property as may be thought fit, subject nevertheless to such conditions (if any) and such consents (if any) as may for the time being be imposed or required by law and subject also as hereinafter provided.
- l) to establish and support or aid in the establishment and support of any charitable associations or institutions and to subscribe or guarantee money for charitable purposes in any way connected with the purposes of the Company or calculated to further its objects.
- m) to receive loans at interest or otherwise from and to lend money and give credit to, to take security for such loans or credit any person or company as may be necessary or convenient for the work of the Company.
- n) to establish, operate and maintain or to cooperate with others in establishing, operating and maintaining at such places as may be deemed appropriate by the Company any dining and refreshment rooms, stalls and

facilities for the supply thereof of food, drink and refreshments in furtherance of the objects PROVIDED THAT such food, drink or refreshments shall only be available to persons participating in the activities of the Company.

- o) to establish local branches
- p) to raise funds through subscriptions, donations or gifts through personal or written appeals, public events and other ways in compliance with relevant statutory regulations
- q) to solicit, receive and accept financial assistance, donations, endowments, gifts (both testamentary and inter vivos), devises, bequests and loans of money, rents, hereditament and other property whatsoever, real or personal and subject or not to any specific charitable trusts or conditions
- r) to make a charitable donation, either in cash or assets for the furtherance of the objects of the Company
- s) to carry on trading in so far that this is exercised in the course of carrying out the primary purpose of the Company or such trading is temporary and ancillary to carrying out the objects
- t) to pay out of the funds of the company the costs, charges and expenses of and incidental to the formation and registration of the Company
- u) to equip property acquired in article 4.g above as required so that it is "fit for purpose"
- v) to insure and arrange insurance cover for and indemnify its officers servants voluntary workers and members from and against all such risks as the company may from time to time think fit and to apply monies in assuring buildings or other property and all contents to their full value.
- w) to acquire, merge with or to enter into any partnership or joint venture arrangement or otherwise cooperate with any other charity formed for any of the Objects
- x) to establish and support or aid in the establishment or support of any charitable associations or institutions and to subscribe or guarantee money for charitable purposes
- y) to do all such other lawful things as shall further any or all of the above objects.

Powers

6 The charity has power to do anything which is calculated to further its Object(s) or is conducive or incidental to doing so. In particular, the charity has power:

- (1) to raise funds. In doing so, the charity must not undertake any taxable permanent trading activity and must comply with any relevant statutory regulations;
- (2) to buy, take on lease or in exchange, hire or otherwise acquire any property and to maintain and equip it for use;
- (3) to sell, lease or otherwise dispose of all or any part of the property belonging to the charity. In exercising this power, the charity must comply as appropriate with sections 117 and 122 of the Charities Act 2011.
- (4) to borrow money and to charge the whole or any part of the property belonging to the charity as security for repayment of the money borrowed or as security for a grant or the discharge of an obligation. The charity must comply as appropriate with sections 124 - 126 of the Charities Act 2011 if it wishes to mortgage land
- (5) to co-operate with other charities, voluntary bodies and statutory authorities and to exchange information and advice with them;
- (6) to establish or support any charitable trusts, associations or institutions formed for any of the charitable purposes included in the Objects;
- (7) to acquire, merge with or to enter into any partnership or joint venture arrangement with any other charity;
- (8) to set aside income as a reserve against future expenditure but only in accordance with a written policy about reserves;
- (9) to employ and remunerate such staff as are necessary for carrying out the work of the charity. The charity may employ or remunerate a director only to the extent it is permitted to do so by article 7 and provided it complies with the conditions in that article;
- (10) to:
 - (a) deposit or invest funds;

- (b) employ a professional fund-manager; and
- (c) arrange for the investments or other property of the charity to be held in the name of a nominee;

in the same manner and subject to the same conditions as the trustees of a trust are permitted to do by the Trustee Act 2000;

- (11) to provide indemnity insurance for the directors in accordance with, and subject to the conditions in, section 189 of the Charities Act 2011;
- (12) to pay out of the funds of the charity the costs of forming and registering the charity both as a company and as a charity.

Application of income and property

- 7 (1) The income and property of the charity shall be applied solely towards the promotion of the Objects.
- (2)
 - (a) A director is entitled to be reimbursed from the property of the charity or may pay out of such property reasonable expenses properly incurred by him or her when acting on behalf of the charity.
 - (b) A director may benefit from trustee indemnity insurance cover purchased at the charity's expense in accordance with, and subject to the conditions in, section 189 of the Charities Act 2011.
 - (c) A director may receive an indemnity from the charity in the circumstances specified in article 57.
 - (d) A director may not receive any other benefit or payment unless it is authorised by article 7.
- (3) Subject to article 7, none of the income or property of the charity may be paid or transferred directly or indirectly by way of dividend bonus or otherwise by way of profit to any member of the charity. This does not prevent a member who is not also a director receiving:
 - (a) a benefit from the charity in the capacity of a beneficiary of the charity;

- (b) reasonable and proper remuneration for any goods or services supplied to the charity.

Benefits and payments to charity directors and connected persons

8 (1) General provisions

No director or connected person may:

- (a) buy any goods or services from the charity on terms preferential to those applicable to members of the public;
- (b) sell goods, services, or any interest in land to the charity;
- (c) be employed by, or receive any remuneration from, the charity;
- (d) receive any other financial benefit from the charity; unless the payment is permitted by sub-clause (2) of this article, or authorised by the court or the prior written consent of the Charity Commission has been obtained.

In this article a 'financial benefit' means a benefit, direct or indirect, which is either money or has a monetary value.

Scope and powers permitting directors' or connected persons' benefits

- (2) (a) A director or connected person may receive a benefit from the charity in the capacity of a beneficiary of the charity provided that a majority of the directors do not benefit in this way.
- (b) A director or connected person may enter into a contract for the supply of services, or of goods that are supplied in connection with the provision of services, to the charity where that is permitted in accordance with, and subject to the conditions in, sections 185 and 186 of the Charities Act 2011.
- (c) Subject to sub-clause (3) of this article a director or connected person may provide the charity with goods that are not supplied in connection with services provided to the charity by the director or connected person.

- (d) A director or connected person may receive interest on money lent to the charity at a reasonable and proper rate which must be not more than the Bank of England bank rate (also known as the base rate).
- (e) A director or connected person may receive rent for premises let by the director or connected person to the charity. The amount of the rent and the other terms of the lease must be reasonable and proper. The director concerned must withdraw from any meeting at which such a proposal or the rent or other terms of the lease are under discussion.
- (f) A director or connected person may take part in the normal trading and fundraising activities of the charity on the same terms as members of the public.

Payment for supply of goods only – controls

- (3) The charity and its directors may only rely upon the authority provided by sub-clause (2)(c) of this article if each of the following conditions is satisfied:
 - (a) The amount or maximum amount of the payment for the goods is set out in an agreement in writing between the charity or its directors (as the case may be) and the director or connected person supplying the goods ('the supplier') under which the supplier is to supply the goods in question to or on behalf of the charity.
 - (b) The amount or maximum amount of the payment for the goods does not exceed what is reasonable in the circumstances for the supply of the goods in question.
 - (c) The other directors are satisfied that it is in the best interests of the charity to contract with the supplier rather than with someone who is not a director or connected person. In reaching that decision the directors must balance the advantage of contracting with a director or connected person against the disadvantages of doing so.
 - (d) The supplier is absent from the part of any meeting at which there is discussion of the proposal to enter into a

contract or arrangement with him or her or it with regard to the supply of goods to the charity.

- (e) The supplier does not vote on any such matter and is not to be counted when calculating whether a quorum of directors is present at the meeting.
 - (f) The reason for their decision is recorded by the directors in the minute book.
 - (g) A majority of the directors then in office are not in receipt of remuneration or payments authorised by article 7.
- (4) In sub-clauses (2) and (3) of this article:
- (a) 'charity' includes any company in which the charity:
 - (i) holds more than 50% of the shares; or
 - (ii) controls more than 50% of the voting rights attached to the shares; or
 - (iii) has the right to appoint one or more directors to the board of the company.
 - (b) 'connected person' includes any person within the definition in article 61 'Interpretation'.

Declaration of directors' interests

- 9 A director must declare the nature and extent of any interest, direct or indirect, which he or she has in a proposed transaction or arrangement with the charity or in any transaction or arrangement entered into by the charity which has not previously been declared. A director must absent himself or herself from any discussions of the charity directors in which it is possible that a conflict will arise between his or her duty to act solely in the interests of the charity and any personal interest (including but not limited to any personal financial interest).

Conflicts of interests and conflicts of loyalties

- 10 (1) If a conflict of interests arises for a director because of a duty of loyalty owed to another organisation or person and the conflict is not authorised by virtue of any other provision in the articles, the unconflicted directors may authorise such a conflict of

interests where the following conditions apply:

- (a) the conflicted director is absent from the part of the meeting at which there is discussion of any arrangement or transaction affecting that other organisation or person;
 - (b) the conflicted director does not vote on any such matter and is not to be counted when considering whether a quorum of directors is present at the meeting; and
 - (c) the unconflicted directors consider it is in the interests of the charity to authorise the conflict of interests in the circumstances applying.
- (2) In this article a conflict of interests arising because of a duty of loyalty owed to another organisation or person only refers to such a conflict which does not involve a direct or indirect benefit of any nature to a director or to a connected person.

Members

- 11 (1) The subscribers to the memorandum are the first members of the charity.
- (2) Membership is open to other individuals or organisations who:
- (a) apply to the charity in the form required by the directors; and
 - (b) are approved by the directors.
- (3) (a) The directors may only refuse an application for membership if, acting reasonably and properly, they consider it to be in the best interests of the charity to refuse the application.
- (b) The directors must inform the applicant in writing of the reasons for the refusal within twenty-one days of the decision.
- (c) The directors must consider any written representations the applicant may make about the decision. The directors' decision following any written representations must be notified to the applicant in writing but shall be final.

- (4) Membership is not transferable.
- (5) The directors must keep a register of names and addresses of the members.

Classes of membership

- 12
- (1) The directors may establish classes of membership with different rights and obligations and shall record the rights and obligations in the register of members.
 - (2) The directors may not directly or indirectly alter the rights or obligations attached to a class of membership.
 - (3) The rights attached to a class of membership may only be varied if:
 - (a) three-quarters of the members of that class consent in writing to the variation; or
 - (b) a special resolution is passed at a separate general meeting of the members of that class agreeing to the variation.
 - (4) The provisions in the articles about general meetings shall apply to any meeting relating to the variation of the rights of any class of members.

Termination of membership

- 13 Membership is terminated if:
- (1) the member dies or, if it is an organisation, ceases to exist;
 - (2) the member resigns by written notice to the charity unless, after the resignation, there would be less than two members;
 - (3) any sum due from the member to the charity is not paid in full within six months of it falling due;
 - (4) the member is removed from membership by a resolution of the directors that it is in the best interests of the charity that his

or her or its membership is terminated. A resolution to remove a member from membership may only be passed if:

- (a) the member has been given at least twenty-one days' notice in writing of the meeting of the directors at which the resolution will be proposed and the reasons why it is to be proposed;
- (b) the member or, at the option of the member, the member's representative (who need not be a member of the charity) has been allowed to make representations to the meeting.

General meetings

- 14 (1) The charity must hold its first annual general meeting within eighteen months after the date of its incorporation.
 - (2) An annual general meeting must be held in each subsequent year and not more than fifteen months may elapse between successive annual general meetings.
- 15 The directors may call a general meeting at any time.

Notice of general meetings

- 16 (1) The minimum periods of notice required to hold a general meeting of the charity are:
 - (a) twenty-one clear days for an annual general meeting or a general meeting called for the passing of a special resolution;
 - (b) fourteen clear days for all other general meetings.
- (2) A general meeting may be called by shorter notice if it is so agreed by a majority in number of members having a right to attend and vote at the meeting, being a majority who together hold not less than 90 percent of the total voting rights.
- (3) The notice must specify the date time and place of the meeting and the general nature of the business to be transacted. If the meeting is to be an annual general meeting, the notice must say so. The notice must also contain a statement setting out the right of members to

appoint a proxy under section 324 of the Companies Act 2006 and article 22.

- (4) The notice must be given to all the members and to the directors and auditors.

- 17 The proceedings at a meeting shall not be invalidated because a person who was entitled to receive notice of the meeting did not receive it because of an accidental omission by the charity.

Proceedings at general meetings

- 18 (1) No business shall be transacted at any general meeting unless a quorum is present.

- (2) A quorum is:

- (a) Ten members present in person or by proxy and entitled to vote upon the business to be conducted at the meeting; or
- (b) one tenth of the total membership at the time whichever is the greater.

- (3) The authorised representative of a member organisation shall be counted in the quorum.

- 19 (1) If:

- (a) a quorum is not present within half an hour from the time appointed for the meeting; or
- (b) during a meeting a quorum ceases to be present; the meeting shall be adjourned to such time and place as the directors shall determine.

- (2) The directors must reconvene the meeting and must give at least seven clear days' notice of the reconvened meeting stating the date, time and place of the meeting.

- (3) If no quorum is present at the reconvened meeting within fifteen minutes of the time specified for the start of the meeting the members present in person or by proxy at that time shall constitute the quorum for that meeting.

- 20 (1) General meetings shall be chaired by the person who has been appointed to chair meetings of the directors.
- (2) If there is no such person or he or she is not present within fifteen minutes of the time appointed for the meeting a director nominated by the directors shall chair the meeting.
- (3) If there is only one director present and willing to act, he or she shall chair the meeting.
- (4) If no director is present and willing to chair the meeting within fifteen minutes after the time appointed for holding it, the members present in person or by proxy and entitled to vote must choose one of their number to chair the meeting.
- 21 (1) The members present in person or by proxy at a meeting may resolve by ordinary resolution that the meeting shall be adjourned.
- (2) The person who is chairing the meeting must decide the date, time and place at which the meeting is to be reconvened unless those details are specified in the resolution.
- (3) No business shall be conducted at a reconvened meeting unless it could properly have been conducted at the meeting had the adjournment not taken place.
- (4) If a meeting is adjourned by a resolution of the members for more than seven days, at least seven clear days' notice shall be given of the reconvened meeting stating the date, time and place of the meeting.
- 22 (1) Any vote at a meeting shall be decided by a show of hands unless before, or on the declaration of the result of, the show of hands a poll is demanded:
- (a) by the person chairing the meeting; or
- (b) by at least three members present in person or by proxy and having the right to vote at the meeting; or
- (c) by a member or members present in person or by proxy representing not less than one-tenth of the total voting

rights of all the members having the right to vote at the meeting.

- (2) (a) The declaration by the person who is chairing the meeting of the result of a vote shall be conclusive unless a poll is demanded.
 - (b) The result of the vote must be recorded in the minutes of the charity but the number or proportion of votes cast need not be recorded.
- (3) (a) A demand for a poll may be withdrawn, before the poll is taken, but only with the consent of the person who is chairing the meeting.
- (b) If the demand for a poll is withdrawn the demand shall not invalidate the result of a show of hands declared before the demand was made.
- (4) (a) A poll must be taken as the person who is chairing the meeting directs, who may appoint scrutineers (who need not be members) and who may fix a time and place for declaring the results of the poll.
- (b) The result of the poll shall be deemed to be the resolution of the meeting at which the poll is demanded.
- (5) (a) No poll shall be demanded on the election of a Chairperson of a meeting, or on any question of adjournment.
- (b) A poll demanded on any other question must be taken either immediately or at such time and place as the person who is chairing the meeting directs.
- (c) The poll must be taken within thirty days after it has been demanded.
- (d) If the poll is not taken immediately at least seven clear days' notice shall be given specifying the time and place at which the poll is to be taken.
- (e) If a poll is demanded the meeting may continue to deal with any other business that may be conducted at

the meeting.

Content of proxy notices

- 23 (1) Proxies may only validly be appointed by a notice in writing (a 'proxy notice') which -
- (a) states the name and address of the member appointing the proxy;
 - (b) identifies the person appointed to be that member's proxy and the general meeting in relation to which that person is appointed;
 - (c) is signed by or on behalf of the member appointing the proxy, or is authenticated in such manner as the directors may determine; and
 - (d) is delivered to the charity in accordance with the articles and any instructions contained in the notice of the general meeting to which they relate.
- (2) The charity may require proxy notices to be delivered in a particular form, and may specify different forms for different purposes.
- (3) Proxy notices may specify how the proxy appointed under them is to vote (or that the proxy is to abstain from voting) on one or more resolutions.
- (4) Unless a proxy notice indicates otherwise, it must be treated as -
- (a) allowing the person appointed under it as a proxy discretion as to how to vote on any ancillary or procedural resolutions put to the meeting; and
 - (b) appointing that person as a proxy in relation to any adjournment of the general meeting to which it relates as well as the meeting itself.

Delivery of proxy notices

- 23A (1) A person who is entitled to attend, speak or vote (either on a show of hands or on a poll) at a general meeting remains so entitled in respect of that meeting or any adjournment of it,

even though a valid proxy notice has been delivered to the charity by or on behalf of that person.

- (2) An appointment under a proxy notice may be revoked by delivering to the charity a notice in writing given by or on behalf of the person by whom or on whose behalf the proxy notice was given.
- (3) A notice revoking a proxy appointment only takes effect if it is delivered before the start of the meeting or adjourned meeting to which it relates.
- (4) If a proxy notice is not executed by the person appointing the proxy, it must be accompanied by written evidence of the authority of the person who executed it to execute it on the appointor's behalf.

Written resolutions

- 24 (1) A resolution in writing agreed by a simple majority (or in the case of a special resolution by a majority of not less than 75%) of the members who would have been entitled to vote upon it had it been proposed at a general meeting shall be effective provided that:
- (a) a copy of the proposed resolution has been sent to every eligible member;
 - (b) a simple majority (or in the case of a special resolution a majority of not less than 75%) of members has signified its agreement to the resolution; and
 - (c) it is contained in an authenticated document which has been received at the registered office within the period of 28 days beginning with the circulation date.
- (2) A resolution in writing may comprise several copies to which one or more members have signified their agreement.
 - (3) In the case of a member that is an organisation, its authorised representative may signify its agreement.

Votes of members

- 25 Subject to article 11, every member, whether an individual or an organisation, shall have one vote.
- 26 Any objection to the qualification of any voter must be raised at the meeting at which the vote is tendered and the decision of the person who is chairing the meeting shall be final.
- 27 (1) Any organisation that is a member of the charity may nominate any person to act as its representative at any meeting of the charity.
- (2) The organisation must give written notice to the charity of the name of its representative. The representative shall not be entitled to represent the organisation at any meeting unless the notice has been received by the charity. The representative may continue to represent the organisation until written notice to the contrary is received by the charity.
- (3) Any notice given to the charity will be conclusive evidence that the representative is entitled to represent the organisation or that his or her authority has been revoked. The charity shall not be required to consider whether the representative has been properly appointed by the organisation.
- (4) No member shall be entitled to vote on any question at any General Meeting unless all monies presently payable to the Company any him or by her or the organisation of which he or she is a representative have been paid.

Directors

- 28 (1) A director must be a natural person aged 16 years or older.
- (2) No one may be appointed a director if he or she would be disqualified from acting under the provisions of article 39.
- 29 The minimum number of directors shall be four but (unless otherwise determined by ordinary resolution) shall not be more than twelve.
- 30 The first directors shall be those persons notified to Companies House as the first directors of the charity.

- 31 A director may not appoint an alternate director or anyone to act on his or her behalf at meetings of the directors.
- 32 The directors may from time to time and at any time co-opt any member of the Company or any other person as a director, either to fill a casual vacancy or by way of addition to their number, provided that the prescribed maximum be not thereby exceeded and the number of co-opted directors shall not exceed one-fourth of the elected directors. Any member so co-opted shall retain his or her office only until the next Annual General Meeting, but he or she shall then be eligible for election.

Powers of directors

- 33 (1) The directors shall manage the business of the charity and may exercise all the powers of the charity unless they are subject to any restrictions imposed by the Companies Acts, the articles or any special resolution.
- (2) No alteration of the articles or any special resolution shall have retrospective effect to invalidate any prior act of the directors.
- (3) Any meeting of directors at which a quorum is present at the time the relevant decision is made may exercise all the powers exercisable by the directors.

Retirement of directors

- 34 At the first annual general meeting all the directors must retire from office unless by the close of the meeting the members have failed to elect sufficient directors to hold a quorate meeting of the directors. At each subsequent annual general meeting one-third of the directors or, if their number is not three or a multiple of three, the number nearest to one-third, must retire from office. If there is only one director he or she must retire.
- 35 (1) The directors to retire by rotation shall be those who have been longest in office since their last appointment. If any directors became or were appointed directors on the same day those to retire shall (unless they otherwise agree among themselves) be determined by lot.
- (2) If a director is required to retire at an annual general meeting by a provision of the articles the retirement shall take effect upon the conclusion of the meeting.

Appointment of directors

36 The charity may by ordinary resolution:

- (1) appoint a person who is willing to act to be a director; and
- (2) determine the rotation in which any additional directors are to retire.

37 No person other than a director retiring by rotation may be appointed a director at any general meeting unless:

- (1) he or she is recommended for re-election by the directors; or
- (2) not less than four nor more than thirty-five clear days before the date of the meeting, the charity is given a notice that:
 - (a) is signed by a member entitled to vote at the meeting;
 - (b) states the member's intention to propose the appointment of a person as a director;
 - (c) contains the details that, if the person were to be appointed, the charity would have to file at Companies House; and
 - (d) is signed by the person who is to be proposed to show his or her willingness to be appointed.

38 All members who are entitled to receive notice of a general meeting must be given not less than seven nor more than twenty-eight clear days' notice of any resolution to be put to the meeting to appoint a director other than a director who is to retire by rotation.

- 39
- (1) The directors may appoint a person who is willing to act to be a director.
 - (2) A director appointed by a resolution of the other directors must retire at the next annual general meeting and must not be taken into account in determining the directors who are to retire by rotation.

40 The appointment of a director, whether by the charity in general meeting or by the other directors, must not cause the number of directors to exceed any number fixed as the maximum number of directors.

Disqualification and removal of directors

41 A director shall cease to hold office if he or she:

- (1) ceases to be a director by virtue of any provision in the Companies Acts or is prohibited by law from being a director;
- (2) is disqualified from acting as a trustee by virtue of sections 178 and 179 of the Charities Act 2011 (or any statutory re-enactment or modification of those provisions);
- (3) in the written opinion, given to the company, of a registered medical practitioner treating that person, has become physically or mentally incapable of acting as a director and may remain so for more than three months;
- (4) resigns as a director by notice to the charity (but only if at least two directors will remain in office when the notice of resignation is to take effect); or
- (5) is absent without the permission of the directors from all their meetings held within a period of six consecutive months and the directors resolve that his or her office be vacated.

Remuneration of directors

42 The directors must not be paid any remuneration unless it is authorised by article 7.

Proceedings of directors

- 43
- (1) The directors may regulate their proceedings as they think fit, subject to the provisions of the articles.
 - (2) Any director may call a meeting of the directors.
 - (3) The secretary (if any) must call a meeting of the directors if requested to do so by a director.
 - (4) Questions arising at a meeting shall be decided by a majority of votes.

- (5) In the case of an equality of votes, the person who is chairing the meeting shall have a second or casting vote.
 - (6) A meeting may be held by suitable electronic means agreed by the directors in which each participant may communicate with all the other participants.
- 44
- (1) No decision may be made by a meeting of the directors unless a quorum is present at the time the decision is purported to be made. 'Present' includes being present by suitable electronic means agreed by the directors in which a participant or participants may communicate with all the other participants.
 - (2) The quorum shall be three or the number nearest to one-third of the total number of directors, whichever is the greater, or such larger number as may be decided from time to time by the directors.
 - (3) A director shall not be counted in the quorum present when any decision is made about a matter upon which that director is not entitled to vote.
- 45
- If the number of directors is less than the number fixed as the quorum, the continuing directors or director may act only for the purpose of filling vacancies or of calling a general meeting.
- 46
- (1) The directors shall appoint a director to chair their meetings and may at any time revoke such appointment.
 - (2) If no-one has been appointed to chair meetings of the directors or if the person appointed is unwilling to preside or is not present within ten minutes after the time appointed for the meeting, the directors present may appoint one of their number to chair that meeting.
 - (3) The person appointed to chair meetings of the directors shall have no functions or powers except those conferred by the articles or delegated to him or her by the directors.
- 47
- (1) A resolution in writing or in electronic form agreed by all of the directors entitled to receive notice of a meeting of the directors and to vote upon the resolution shall be as valid and effectual as if it had been passed at a meeting of the directors duly convened and held.

- (2) The resolution in writing may comprise several documents containing the text of the resolution in like form to each of which one or more directors has signified their agreement.

Delegation

- 48 (1) The directors may delegate any of their powers or functions to a committee of two or more directors but the terms of any delegation must be recorded in the minute book.
- (2) The directors may impose conditions when delegating, including the conditions that:
- (a) the relevant powers are to be exercised exclusively by the committee to whom they delegate;
 - (b) no expenditure may be incurred on behalf of the charity except in accordance with a budget previously agreed with the directors.
- (3) The directors may revoke or alter a delegation.
- (4) All acts and proceedings of any committees must be fully and promptly reported to the directors.

Validity of directors' decisions

- 49 (1) Subject to article 47(2), all acts done by a meeting of directors, or of a committee of directors, shall be valid notwithstanding the participation in any vote of a director:
- (a) who was disqualified from holding office;
 - (b) who had previously retired or who had been obliged by the constitution to vacate office;
 - (c) who was not entitled to vote on the matter, whether by reason of a conflict of interests or otherwise; if without:
 - (d) the vote of that director; and
 - (e) that director being counted in the quorum;

the decision has been made by a majority of the directors at a quorate meeting.

- (2) Article 47(1) does not permit a director or a connected person to keep any benefit that may be conferred upon him or her by a resolution of the directors or of a committee of directors if, but for article 47(1), the resolution would have been void, or if the director has not complied with article 8.

Seal

- 50 If the charity has a seal it must only be used by the authority of the directors or of a committee of directors authorised by the directors. The directors may determine who shall sign any instrument to which the seal is affixed and unless otherwise so determined it shall be signed by a director and by the secretary (if any) or by a second director.

Minutes

- 10 The directors must keep minutes of all:
- (1) appointments of officers made by the directors;
 - (2) proceedings at meetings of the charity;
 - (3) meetings of the directors and committees of directors including:
 - (a) the names of the directors present at the meeting;
 - (b) the decisions made at the meetings; and
 - (c) where appropriate the reasons for the decisions.

Accounts

- 52 (1) The directors must prepare for each financial year accounts as required by the Companies Acts. The accounts must be prepared to show a true and fair view and follow accounting standards issued or adopted by the Accounting Standards Board or its successors and adhere to the recommendations of applicable Statements of Recommended Practice.
- (2) The directors must keep accounting records as required by the Companies Act.

Annual Report and Return and Register of Charities

- 53 (1) The directors must comply with the requirements of the Charities Act 2011 with regard to the:
- (a) transmission of a copy of the statements of account to the Commission;
 - (b) preparation of an Annual Report and the transmission of a copy of it to the Commission;
 - (c) preparation of an Annual Return and its transmission to the Commission.
- (2) The directors must notify the Commission promptly of any changes to the charity's entry on the Central Register of Charities.

Means of communication to be used

- 54 (1) Subject to the articles, anything sent or supplied by or to the charity under the articles may be sent or supplied in any way in which the Companies Act 2006 provides for documents or information which are authorised or required by any provision of that Act to be sent or supplied by or to the charity.
- (2) Subject to the articles, any notice or document to be sent or supplied to a director in connection with the taking of decisions by directors may also be sent or supplied by the means by which that director has asked to be sent or supplied with such notices or documents for the time being.
- 55 Any notice to be given to or by any person pursuant to the articles:
- (1) must be in writing; or
 - (2) must be given in electronic form.
- 56 (1) The charity may give any notice to a member either:
- (a) personally; or
 - (b) by sending it by post in a prepaid envelope addressed to the member at his or her address; or

- (c) by leaving it at the address of the member; or
 - (d) by giving it in electronic form to the member's address.
 - (e) by placing the notice on a website and providing the person with a notification in writing or in electronic form of the presence of the notice on the website. The notification must state that it concerns a notice of a company meeting and must specify the place date and time of the meeting.
 - (2) A member who does not register an address with the charity or who registers only a postal address that is not within the United Kingdom shall not be entitled to receive any notice from the charity.
- 57 A member present in person at any meeting of the charity shall be deemed to have received notice of the meeting and of the purposes for which it was called.
- 58 (1) Proof that an envelope containing a notice was properly addressed, prepaid and posted shall be conclusive evidence that the notice was given.
- (2) Proof that an electronic form of notice was given shall be conclusive where the company can demonstrate that it was properly addressed and sent, in accordance with section 1147 of the Companies Act 2006.
- (3) In accordance with section 1147 of the Companies Act 2006 notice shall be deemed to be given:
- (a) 48 hours after the envelope containing it was posted; or
 - (b) in the case of an electronic form of communication, 48 hours after it was sent.

Indemnity

- 59 (1) The charity shall indemnify a relevant director against any liability incurred in that capacity, to the extent permitted by sections 232 to 234 of the Companies Act 2006.
- (2) In this article a 'relevant director' means any director or former

director of the charity.

Rules

- 60 (1) The directors may from time to time make such reasonable and proper rules or bye laws as they may deem necessary or expedient for the proper conduct and management of the charity.
- (2) The bye laws may regulate the following matters but are not restricted to them:
- (a) the admission of members of the charity (including the admission of organisations to membership) and the rights and privileges of such members, and the entrance fees, subscriptions and other fees or payments to be made by members;
 - (b) the conduct of members of the charity in relation to one another, and to the charity's employees and volunteers;
 - (c) the setting aside of the whole or any part or parts of the charity's premises at any particular time or times or for any particular purpose or purposes;
 - (d) the procedure at general meetings and meetings of the directors in so far as such procedure is not regulated by the Companies Acts or by the articles;
 - (e) generally, all such matters as are commonly the subject matter of company rules.
- (3) The charity in general meeting has the power to alter, add to or repeal the rules or bye laws.
- (4) The directors must adopt such means as they think sufficient to bring the rules and bye laws to the notice of members of the charity.
- (5) The rules or bye laws shall be binding on all members of the charity. No rule or bye law shall be inconsistent with, or shall affect or repeal anything contained in, the articles.

Disputes

- 61 If a dispute arises between members of the charity about the validity or propriety of anything done by the members of the charity under these articles, and the dispute cannot be resolved by agreement, the parties to the dispute must first try in good faith to settle the dispute by mediation before resorting to litigation.

Dissolution

- 62 (1) The members of the charity may at any time before, and in expectation of, its dissolution resolve that any net assets of the charity after all its debts and liabilities have been paid, or provision has been made for them, shall on or before the dissolution of the charity be applied or transferred in any of the following ways:
- (a) directly for the Objects; or
 - (b) by transfer to any charity or charities for purposes similar to the Objects; or
 - (c) to any charity or charities for use for particular purposes that fall within the Objects.
- (2) Subject to any such resolution of the members of the charity, the directors of the charity may at any time before and in expectation of its dissolution resolve that any net assets of the charity after all its debts and liabilities have been paid, or provision made for them, shall on or before dissolution of the charity be applied or transferred:
- (a) directly for the Objects; or
 - (b) by transfer to any charity or charities for purposes similar to the Objects; or
 - (c) to any charity or charities for use for particular purposes that fall within the Objects.
- (3) In no circumstances shall the net assets of the charity be paid to or distributed among the members of the charity (except to a member that is itself a charity) and if no resolution in accordance with article 60(1) is passed by the members or the directors the net assets of the

charity shall be applied for charitable purposes as directed by the Court or the Commission.

Interpretation

63. In article 7, sub-clause (2) of article 9 and sub-clause (2) of article 47 'connected person' means:

- (1) a child, parent, grandchild, grandparent, brother or sister of the director;
- (2) the spouse or civil partner of the director or of any person falling within sub-clause (1) above;
- (3) a person carrying on business in partnership with the director or with any person falling within sub-clause (1) or (2) above;
- (4) an institution which is controlled –
 - (a) by the director or any connected person falling within sub-clause (1), (2), or (3) above; or
 - (b) by two or more persons falling within sub-clause 4(a), when taken together
- (5) a body corporate in which –
 - (a) the director or any connected person falling within sub-clauses (1) to (3) has a substantial interest; or
 - (b) two or more persons falling within sub-clause (5)(a) who, when taken together, have a substantial interest.
 - (c) Sections 350 – 352 of the Charities Act 2011 apply for the purposes of interpreting the terms used in this article.

**ELSTREE AND BOREHAMWOOD TOWN COUNCIL
ENVIRONMENT AND PLANNING COMMITTEE: 21 May 2019
Planning Applications from Hertsmere Borough Council**

19/0563/ADV	Unit 710 Centennial Park, Centennial Ave Elstree Installation of 2 internally illuminated fascia signs (Advertisement consent)
19/0574/HSE	8 Chatsworth Close Borehamwood WD6 1UE Construction of single storey side and rear extensions and new front porch
19/0589/HSE	89 Cowley Hill Borehamwood WD6 5NA Conversion of loft to habitable room with roof alterations including raising of the ridge height, dormer windows to the rear, and insertion of roof lights to the front and side elevations. Removal of chimney stack
19/0503/FUL	174 Balmoral Drive, Borehamwood WD6 2QS Construction of first floor side extension to create 2 x 1 bed flats adjacent to existing dwelling (Revised Application)
19/0587/HSE	51 Hartfield Ave Elstree WD6 3JJ Construction of single storey rear extension
19/0595/HSE	3 Thornbury Gardens Borehamwood WD6 1RB Demolition of existing detached garage & construction of single storey front, side and rear extensions & widening of dropped kerb (Revised)
19/0604/HSE	4 Chaucer Grove Borehamwood WD6 2FF Installation of a detached outbuilding in rear garden
19/0559/HSE	89 Linton Ave Borehamwood WD6 2QY Two storey rear extension following removal of existing conservatory and enlargement of front porch
19/0644/HSE	140 Croxdale Road Borehamwood WD6 4QB Construction of single storey front and rear extensions and hard landscaping to front garden
19/0565/HSE	13 Elmwood Ave Borehamwood WD6 1SY Construction of part single, part 2 story rear extension (Revised Application)
19/0637/HSE	185 Balmoral Drive Borehamwood WD6 2QP Single storey side and rear extension following demolition of existing shed. Installation of 1m high metal boundary fencing and vehicle crossover. Demolition of garage and installation of new shed. Revised Application

ELSTREE AND BOREHAMWOOD TOWN COUNCIL
ENVIRONMENT AND PLANNING COMMITTEE: 21 May 2019
Planning Applications from Hertsmere Borough Council – continued

19/0638/HSE	33 Norfolk Gardens Borehamwood WD6 2LT Demolition of existing garage and construction of single storey front, side and rear extensions
19/0652/HSE	3B Arundel Drive Borehamwood WD6 2LE Conversion of garage to habitable room to include new window to front elevation
19/0651/HSE	3 Stretton Way Borehamwood WD6 4AP Construction of single storey side extension (Revised Application)
19/0656/HSE	The Lindens Elstree Hill South Elstree Removal of existing garage, single storey side extension and outbuildings, and construction of a two-storey side and rear extension, additional car parking, and hard and soft landscaping
19/0609/FUL	Imaje House 53B Theobald Street Borehamwood Retention of 3 containers with canopy for storage purposes to the rear of the site
19/0652/HSE	3B Arundel Drive Borehamwood WD6 2LE Conversion of garage to habitable room to include new window to front elevation
19/0321/FUL	Land at Windsor Close 1-15 Windsor Close and 80-104 Gateshead Road and 1-15 Stannington Path Borehamwood Demolition of existing 39 dwellings. Redevelopment of site to provide 43 affordable residential units comprising 11 two-storey, three bed houses and 26 two bed flats within two and three storey blocks plus the provision of 57 car parking spaces
10/0707/HSE	65 Wordsworth Gardens borehamwood WD6 2AB Insertion of new window to front elevation to replace existing garage door
19/0645/HSE	3 Carrington Close, Borehamwood WD6 2HB Single storey front and rear extensions
19/0671/HSE	36 Clarendon Road Borehamwood WD6 1BJ Conversion of loft to habitable room to include rear dormer and 3 front roof lights

ELSTREE AND BOREHAMWOOD TOWN COUNCIL
ENVIRONMENT AND PLANNING COMMITTEE – 21 May 2019
Notifications of Planning Decisions from Hertsmere Borough Council

AGENDA ITEM 7

Application No	Decision	Description
18/1431/HSE	Grant Permission	97 Buckingham Road Borehamwood WD6 2QX Retention of rear outbuilding (Retrospective Application)
19/0338/FUL	Grant Permission	5 Lullington Garth Borehamwood WD6 2HD Demolition of existing house and construction of a semi-detached 4 be dwelling with accommodation within the roof space (Retrospective Application)
19/0407/HSE	Grant Permission	Lindum Potters Lane Borehamwood WD6 5NY Retention of a rooflight within the side roof slope. Revision to 18/1005/HSE (Retrospective Application)
18/2343/FUL	Refuse Permission	32 Oddesey Rd Borehamwood WD6 5JP Creation of self contained flat within existing property (Retrospective)