

**Swillington Educational Charity**  
**Draft Minutes of Trustees meeting held Thursday 3rd July 2014**

**Present:**, Reverend Canon Rosemarie Hayes (Chair), Councillor Ian Wallace, Councillor Judith Woodhead. Minute taker Margaret Forth.

**1. Apologies:** None

**2. Minutes of last meeting:**

The minutes of 14th January 2014 were accepted as true record.

**3. Matters Arising.** None

**4. Progress Report:**

**4.1 Resignation:** Councillor Mark Dobson has resigned as a Trustee - see emails kept in Minute Book.

The chair, Rev. Hayes, on behalf of the Trustees, requested it be recorded their disappointment and sadness that he felt unable to continue and are grateful for his contribution during his time as Trustee.

Cllr Wallace wanted it recording in the public interest that the decision not to allow Cllr Dobson a proxy vote was not one made by the incumbent Trustees. It clearly states in the 1982 Governance document rules:-

***“20. Voting.** - Every matter shall be determined by the majority of votes of the Trustees **present** and voting on the question. In case of equality of votes the chairman of the meeting shall have a casting vote whether he or she has or has not voted previously on the same question but no Trustee in any other circumstances shall give more than one vote”.*

**4.2 .Vacancy.** Leeds City Council as the Educational Authority will be asked to nominate a replacement Trustee. This does not have to be an elected member.

**4.3 The Charity is down to only three Trustees.** The Charity Commission guidance on Trusteeship states a trustee should not resign and leave the Charity without a quorum. The Charity quorum is 3.

**4.4 Signatories:** It was unanimously agreed that Reverend Canon Rosemarie Hayes replace Cllr Dobson as the third signatory on any future documents relating to the sale.

**4.5 Covenant:** The Buyer's Solicitor has advised against including a covenant that precludes any future demolition or major structural changes to the buildings. In their position our Solicitor would not agree with such a covenant. However the purchaser is willing to give a personal letter of his intention to maintain the buildings as far as possible although there will have be some changes. e.g. demolition of unsafe 'lean to's', extra windows etc. but wherever possible the main character of the buildings will be retained.

**4.6 Sale Agreement:** The Trustees agreed unanimously to proceed with the sale on that basis. Councillor Ian Wallace will contact the Solicitor

**5. Financial Report:**

There were no income or expenditure since the last meeting

**6. Any Other Business:**

**6.1** The Trustees will arrange a time to sign the sale agreement and a further meeting will be arranged in due course.

**7. Date of next meeting.** See above.

CLlr Dobson written resignation by email:-

*Dear Trustees*

*As per Section 13 it is with profound regret and frustration that I must tender my resignation. The lack of flexibility around meeting dates and the inability to be able to vote by proxy leaves me with no option. I hope an LCC Trustee can be found ASAP to allow the process to progress unfettered.*

*Best wishes*

*Mark*

**Signed**

\_\_\_\_\_ **Chairperson.**

\_\_\_\_\_ **Minutes Secretary**