

# **Terms of Reference for the Management Committee of St Margaret's Institute Community Centre 2015**

## *Background*

1. The building known as St Margaret's Institute, (SMI), 30 Polstead Road, Oxford is the leasehold property of Diocesan Trustees (Oxford) Ltd and the Parish Church Council, (PCC), of St Margaret's Church, Oxford under a 999 year lease granted by St John's College, Oxford on 3<sup>rd</sup> April 2008. It was purchased with funds raised from a wide range of stakeholders, both in the community and the Church.
2. Under the terms of the lease the PCC, which is a registered charity with the Charity Commissioners, has management responsibility for the building and all activities arising within it or there from. The lease provides that the PCC grants Diocesan Trustees (Oxford) Ltd a full indemnity against any liabilities or losses that may arise from SMI.
3. The management responsibilities of the PCC include:
  - Ownership and operation of the SMI and assets and liabilities arising there from.
  - All contractual arrangements arising from the SMI and activities within it, including sale, purchase, lease, rent, service, employment, insurance and any other contracts and all associated contractual outcomes.
  - Adherence to the terms of the lease from St John's College.
4. A charitable clause in the lease commits the PCC to running, or arranging to be run, for 60 years a community centre using the basement and ground floor of the SMI building.
5. The PCC has decided to exercise its responsibility by delegating certain authority to a management committee of the SMI to act on its behalf in managing a community centre. This management committee is to be made up of individuals both from the church community, (electoral roll), and the wider community, as has been the practice for most of the life of the community centre. The authority delegated is defined in Terms of Reference (TOR) set out in this document.
6. Legally the SMI, including the community centre, is a part of the registered charity that is the PCC and is accounted for as such. It follows that neither the SMI, nor the

community centre nor the management committee are separate legal entities, charities or trusts and so may not own anything or enter into contracts other than as agents for the PCC. The community centre management committee constitutes a sub-committee of the PCC which may operate using powers granted by the TOR set by the PCC. Given the legal position, by the arrangement set out above the PCC is able to fulfil its wish to involve and share with the local community the operation of the community centre, as has long been the case.

### *Composition of management committee*

1. The vicar will be an ex-officio member of the management committee. In the event of a gap between one vicar and another, his or her position will be taken by the curate or by a member of the PCC elected by the PCC
2. Five further members or appointees of the PCC will also be members of the management committee.
3. The management committee will consist of no more than eleven full members and may have up to four co-opted members. Co-opted members will not have voting rights.
4. The majority of members of the management committee will be drawn from the church electoral roll of St Margaret's Church. The management committee will select its chairman, deputy chairman, treasurer and secretary and will provide the PCC with sufficient information on those selected for the PCC to be able to approve and make the appointments at its next meeting. The chairman will preferably be on the electoral roll of St Margaret's Church and, if not a member of the PCC, will attend PCC meetings so as to discuss institute business.
5. All members of the management committee, including officers, are elected for a term of three years which, with the approval of the PCC, may be renewed for up to two further terms of three years each.
6. The SMI management committee will give the PCC a list of its members before the parochial church meeting in April each year, and after the selection of each new member.
7. New members of the management committee will be given copies of these terms of reference by the committee secretary upon appointment as part of their induction process.

## *Meetings of the management committee*

1. The management committee will meet at least quarterly.
2. The secretary will keep full minutes of all committee meetings, including of final decisions taken and actions agreed. Members may ask for differing views to be minuted.
3. Files of correspondence and agreements will be kept by the treasurer and secretary as appropriate.
4. The draft minutes of the management committee meetings will be circulated to members of the management committee and the PCC secretary (for circulation to the members of the PCC) within one month of the meeting. Draft minutes of meetings of the PCC on SMI issues will be circulated to management committee members within one month of the meeting.

## *Reporting procedures*

1. The management committee will refer to the PCC for approval on major matters of policy before they are adopted. The PCC needs to be confident that the processes and procedures used by the management committee are sound and are implemented properly, all decisions made and activities undertaken are consistent with charitable aims and the financial affairs are run properly and do not expose the PCC to any financial or reputational risk.
2. The management committee will make a written report at St Margaret's annual parochial church meeting. This report will be included in the church's annual report.
3. Following each meeting of the management committee a representative, usually the Chairman or another officer, will report on the affairs of the community centre at the next meeting of the PCC.
4. Draft minutes of meetings of the PCC on SMI issues will continue to be sent to the Secretary of the management committee.

## *Financial matters*

1. The Treasurer will keep the books of account of the community centre and deal with all monetary transactions on an accrual or receipts and payments basis as appropriate.

2. In March each year the management committee will present a revenue and capital budget (including all anticipated expenses and contractual obligations) to the PCC for discussion and approval.
3. The management committee will do its utmost to operate within its budget and will seek the consent of the PCC before individual costs are allowed to exceed 120% of those budgeted.
4. The management committee will also get the consent of the PCC for any non-budgeted costs or payments of £5,000 or more. In emergencies consent may be sought by email via the vicar.
5. Any likely shortfall in income exceeding 5% of the total budgeted income for the year will be notified to the PCC as soon as possible.
6. The treasurer shall report on financial matters to the management committee at least three times a year and minutes and the financial report will be sent to the PCC Secretary who will record such matters in the PCC minutes.
7. The PCC's external examiner will approve the Community Centre's annual accounts by the end of February each year. This will allow the cash/bank balances and total receipts and payments or accruals to be incorporated in the PCC's accounts as a designated fund. The full PCC accounts, duly examined, including all matters arising from and related to the SMI, will be approved at the PCC meeting prior to the annual parochial church meeting.
8. The management committee will operate separate bank accounts as its treasurer considers appropriate but will seek the approval of the PCC before opening or closing any account. It will be responsible for the community centre's receipts and payments. The PCC is the authority for changing, setting up or renewing bank mandates. The Treasurer will be authorised to pay bills and incur costs on behalf of the Community Centre, all cheques over £400 requiring two signatures by authorised signatories
9. On the implementation of these terms of reference, the committee will be granted and given control over the reserve fund accumulated by the community centre activities since 2008 as working capital for operation of the community centre. Funds surplus to this amount and future surplus funds arising from the SMI building first and second floors will be segregated but retained in SMI designated bank accounts. The first call upon such surplus funds is for the long term maintenance and periodic refurbishment and renewal of the SMI building in accordance with the terms of the lease. In order to meet and support this first call, £100,000 from the surplus funds will be maintained as a running reserve. Beyond this requirement, any other proposed use of surplus funds that is within the scope of the charitable objectives of the PCC may be suggested by the SMI committee or the PCC. Such proposals will be discussed at a management committee meeting and recommendations made to the PCC whose decision will be final.
10. The management committee is responsible for the efficient running of the community centre since 2008 and for adhering to its charitable remit. Any

surpluses generated in the running of the centre will be under the management committee's sole control to retain for development of the community centre or to use for other community charitable purposes, subject to the condition that their use beyond the operation of the community centre will normally be for the benefit of the community within the geographic limits of the Joint Benefice (in other words, the parishes of St Margaret's and St Giles).

11. The church may on occasion and after reasonable notice use the community centre facilities for its own purposes without charge.

### *SMI building*

1. The management committee will manage the basement and ground floor of the SMI for the purposes of operating a community centre.
2. The management committee is responsible for repairs and day-to-day maintenance of the community centre and will maintain its facilities in good order and decoration.
3. The management committee treasurer will arrange and maintain an appropriate insurance policy to cover the activities and facilities of the whole building This will be reported to the PCC treasurer when done.
4. Payment to St John's College of ground rent for the SMI under the terms of the lease shall be made by the committee treasurer from funds arising from the apartments. This will be reported to the PCC treasurer when done.
5. Officers of the management committee are responsible for operational management of the first and second floors in the SMI building and the external SMI building as a whole. All finances including expenditure incurred and income arising is the responsibility and property of the PCC and will be reported upon separately.

### *Employees and self employed staff*

1. Proposals to engage paid staff should be discussed first with the PCC. The management committee will provide the PCC with costings showing the financial effect of the appointment and a full job description. Employment contracts and/or the regular use of self-employed persons must be approved in advance by the PCC and all contracts of employment will be with the PCC. The hiring of self employed persons, when approved, will be done by the management committee as agents of the PCC.

## *Other responsibilities*

1. In its annual report to the PCC the management committee will confirm that the conduct of the community centre complies with
  - a) Public Liability and Employee Insurance requirement;
  - b) Health and safety regulations;
  - c) The Children Act, Safeguarding provisions and allied matters;
  - d) Any other applicable legislation which may be enacted.

## *Contracts (for services and supplies)*

1. The management committee may enter into contracts for periods of up to five years as agents for the PCC but will seek the approval of the PCC before entering into longer-term contracts.

As agreed by the PCC at its meeting on (Day-Month-Year)

## Ancillary notes

### Current SMI committee

#### **PCC (6)**

Andrew Bunch – Ex officio

Roger Trafford - Chairman

Chris Levick

James Fairbairn

Graham Fraser

Alison Rugman

#### **Non-PCC (5)**

Derick Wade – Deputy Chairman

Kay Symons - Secretary

Godfrey Cole

Meg Movshon

James Turner

Adele Smith (co-opted non-voting)

Brian Wardley is treasurer until mid October 2015 from when it is intended Chris Levick will carry out this responsibility