

## **BATH AND NORTH EAST SOMERSET**

### **MINUTES OF CHARITABLE TRUST BOARD MEETING**

Tuesday 9th December 2025

Present - Councillors Sarah Warren, Oli Henman and Paul May

Independent Member (non-voting) - Graham Page

Apologies for absence: Councillors: Samantha Kelly and Robin Moss

#### **1 WELCOME AND INTRODUCTIONS**

The Chair welcomed everyone to the meeting and members of the Charitable Trust Board introduced themselves.

#### **2 EMERGENCY EVACUATION PROCEDURE**

The Democratic Services Officer drew attention to the emergency evacuation procedure.

#### **3 APOLOGIES FOR ABSENCE AND SUBSTITUTION**

Apologies for absence were received from Cllrs Samantha Kelly and Robin Moss.

#### **4 DECLARATIONS OF INTEREST**

There were no declarations of interest.

#### **5 TO ANNOUNCE ANY URGENT BUSINESS AGREED BY THE CHAIR**

There were no urgent items.

#### **6 ITEMS FROM THE PUBLIC - TO RECEIVE STATEMENTS, PETITIONS OR QUESTIONS**

The Board received the following representations from members of the public:

Peter Scott, local resident - expressing concern about the dilapidation of the garden at 4, The Circus.

Kay Moss, Avon and Gloucestershire Gardens Trust –seeking reassurance that the garden would be restored as a Georgian garden and be open to the public.

#### **7 FRANCES GEORGINA COOKE CHARITY (4, THE CIRCUS) - APPOINTMENT OF TRUSTEES**

The Head of Culture and Heritage Services introduced the report and advised that the purpose was to seek the appointment of trustees and reconstitute the charity and not to consider the long-term future of the asset.

Cllr May acknowledged the interest of local people in the future of the asset as reflected in the comments of public speakers but noted that the Charitable Trust Board was only seeking to appoint trustees at this stage.

Cllr Henman stated that the property was an important heritage asset in the city and that the appointment of trustees would be an opportunity to re-energise the charity.

The Head of Legal and Democratic Services and Monitoring Officer reported that:

1. The Charity Commission's Scheme required the Council to appoint up to four trustees to the Charity. According to the scheme, the trustees need not be elected members of the Council.
2. Non-councillors had been appointed in the past, but there were concerns about legal protection for individuals who were not members of Council.
3. Officers were recommending the appointment of four Councillors to be trustees and to provide a Council indemnity to those members. The Councillors would be nominated from political groups reflecting the political balance of the Council.
4. Once appointed, the trustees would decide on the best course of action for the asset.
5. There was no endowment or funds to deliver the charitable objectives.
6. The Council as former tenant of the property must settle a dilapidations claim with the Charity and therefore had a conflict of interest which would be managed by the Charity receiving separate professional advice.
7. A downpayment of the dilapidations claim could fund that independent advice.

Graham Page, independent member, expressed concern about the lack of independent people on the Trust and the Head of Legal Services advised that once the charity was formed, it could seek additional independent members.

In response to a question about whether the wording of recommendation 2.1 "with the purpose of supporting the dissolution of the charity" was binding on the Trust, the Head of Legal Services confirmed that this was not binding, and the Trust may agree a different course of action albeit the options available to the charity were constrained by the lack of funds available to the charity.

On voting for the recommendations, it was CARRIED (3 in favour and 0 against):

**The Board RESOLVED to:**

- (1) agree to the nomination of four Council members to be appointed as trustees with the purpose of supporting the dissolution of the charity (nominations to be provided by political groups in due course).
- (2) delegate to the Monitoring Officer the power to negotiate with lawyers acting for the Council Members appointed as Trustees and to provide a Council indemnity to those members on the terms of that indemnity.

The meeting ended at 2.35 pm

Chair(person) .....

Date Confirmed and Signed .....

**Prepared by Democratic Services**