

Report for: ACTION/INFORMATION
Item Number: 6

Contains Confidential or Exempt Information	NO
Title	Victoria Hall Trust
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Portfolio(s)	The Leader
For Consideration By	General Purposes Committee
Date to be Considered	15 th March 2018
Implementation Date if Not Called In	N/A
Affected Wards	All
Keywords/Index	Victoria Hall, Ealing Town Hall, Charity Commission, disposal

Purpose of Report:

The purpose of this report is to update the Committee with regard to the Victoria Hall Trust (the Trust) generally and, in particular, to advise the Committee on the outcome of the recent consultations with regard to the proposed change of objects of the Trust and disposal of the Trust property to Mastcraft Limited (Mastcraft) by way of a long lease as part of the redevelopment of Ealing Town Hall and to seek Committee's agreement to applications for consent from the Charity Commission

1. Recommendations

It is recommended that Committee members:

- 1.1 Note the current position with regard to the Victoria Hall Trust;
- 1.2 Consider the outcome of the recent consultations with regard to proposed new objects (the Scheme) for the Trust and the proposed disposal of trust property to Mastcraft by way of a long lease as part of the wider redevelopment of Ealing Town Hall as summarised in Appendix 1;
- 1.3 Agree that the Council (as trustee) should apply to the Charity Commission to approve the Scheme and to the disposal by way of a long lease to Mastcraft;
- 1.4 Delegate authority to the Executive Director of Regeneration and Housing following consultation with the Director of Legal and Democratic Services to finalise the legal agreements with Mastcraft consistent with the Council's role as trustee insofar as is necessary to protect the interests of the Trust;

1.5 Note that a further report will be brought back to General Purposes Committee with regard to the future financial arrangements with regard to the Trust and, in particular, the purposes to which Trust income should be applied.

2. Reason for Decision and Options Considered

Context

- 2.1 In October 2014, Cabinet agreed to prepare a brief and market an opportunity to refurbish and redevelop Ealing Town Hall, including Victoria Hall. In 2016, following a tendering process, the Council announced that **Mastcraft** would be the Council's preferred bidders to develop Ealing Town Hall, in line with the Council's agreed brief. The contract is still under negotiation with Mastcraft.
- 2.2 As part of subsequent discussions and negotiations, the Council investigated its title to the Town Hall and this confirmed the existence of the **Victoria Hall Trust**, which was established in 1893 following the raising of public funding for the construction of the Victoria Hall and ancillary rooms (and possibly including the Princes Hall) during the construction of the Town Hall as a whole in the 1880/90s. The Trust was declared in 1893 by "members of the Local Board for the District of Ealing", making clear that Board Members would be "their successor Members of the Local Board", which became in due course Ealing Councillors.

Background to Victoria Hall Trust

- 2.3 The construction of the Victoria Hall (the Hall) was completed in 1888 as part of a wider development to build public offices and a free library which forms part of what is now known as Ealing Town Hall. The Hall was built on land owned by the Council's predecessor ("Ealing Local Board") with money (£5,000) raised by public subscription to celebrate Queen Victoria's jubilee.
- 2.4 A Declaration of Trust was made in respect of the Hall on 6th November 1893. The Declaration specifies that the Hall be made available for hire for the purposes of "Meetings, Entertainments, Balls, Bazaars, and other Gatherings Whether Social or Political...". The Declaration further specifies that any rental income generated, after deductions for the upkeep of the Hall, must be applied "as the Trustees may think fit between and among any Charitable or Philanthropic or Charitable Institutions in the District of Ealing Local Board as the Trustees may think fit...".
- 2.5 There is some uncertainty about exactly what property is held by the Trust. The Declaration refers to the 'Victoria Hall and the rooms and offices belonging thereto 'and there is no plan attached to the Declaration to identify the rooms and offices referred to. It is, therefore, not possible to be sure which rooms are the subject of the Declaration of Trust. However, documents from the period and the years immediately after the opening of the Hall, seem to indicate that this included what are now known as the Princes Rooms and the adjacent toilets. It is therefore proposed that unless any further evidence emerges to the contrary, the Council proceeds on the basis that the trust property comprises the Victoria Hall, the Princes hall and the adjacent toilets.

- 2.6 In the early 1890s the Trust was administered by the Ealing Local Board via a “Victoria Hall Committee”. In December 1936, the Victoria Hall and Public Buildings Sub-committee recommended that ‘the Council, acting in their capacity as trustees, lease the Victoria Hall to the Mayor and Corporation for a term of years in consideration of the payment to the Trustees of £250 per annum as rent; the Council to provide for the upkeep and maintenance and to pay all receipts from letting to the General Rate Fund.’ The report records that although the expression ‘lease’ was used no formal document could be executed and that therefore there would simply be a transfer of £250 per annum from one account to the other.
- 2.7 In 1970 it was recorded that the ‘rent’ of the Hall had increased in 1960 from £500 to £700 and ‘more recently’ to £900 which, at the time, was being applied towards the maintenance of Coronation Cottages held in the Housing Revenue Account and which provided housing for the elderly.
- 2.8 Coronation Cottages were identified for demolition in 1975 which prompted a review of the charitable purposes to which Trust income might be applied. On 18th December 1975, the General Purposes and Establishment Committee agreed that the letting value of the Victoria Hall be revised to £2,000 per annum to be applied to the Mayor of Ealing’s Christmas Fund.
- 2.9 Although more research is ongoing, current indications are that no administration or decisions have been made by or about the Victoria Hall Trust since 1975. No evidence has yet been found to indicate when the ‘rental payments agreed in 1975 ended or indeed if they ever started.

Refurbishment and redevelopment of Ealing Town Hall

- 2.10 In 2014, the Council ran a competitive tendering process for the redevelopment of Ealing Town Hall and in the original Project Brief, the following requirements were set out:
- new and suitable town centre uses to be developed in the iconic building alongside continuation of the democratic, public and community uses which currently take place in order to secure the long-term future of the building.
 - The opportunity to continue some of the current uses of the Victoria Hall and other meeting rooms by the local community will be expected to form an essential part of a future agreement

The Brief further set out that:

- “The Council is seeking for space to be made available for a range of organisations to hire and will expect a beneficial hire rate for local organisations to continue. The Council will also require use of the *Victoria Hall* for up to 10 times per year (at zero cost) to hold key Council events. This will be achieved through the proposed agreement”.

- “The opportunity to continue some of the current uses of the *Victoria Hall* and other meeting rooms by the local community will be expected to form an essential part of a future agreement, albeit on a changed basis”.

2.11 Following the procurement process, in July 2016, Cabinet selected Mastcraft as the preferred bidder, as the Mastcraft proposal demonstrated the most advantageous option overall. Cabinet granted delegated authority to agree the grant of a 250-year lease to Mastcraft in relation to the Town Hall (of which the Victoria Hall is intended to form part) for its redevelopment as a hotel (in part) and to safeguard the future municipal use by the Council (of the remainder). The Council will retain the municipal part of the building under a sub-lease of part the building (including the Council Chamber, marriage rooms and meeting and modest Councillors offices)

2.12 In July 2016, the Council received an application from Ealing Voice (representing a group of residents from the local community) to register the Town Hall as an asset of community value and it was listed in August 2016 as such but no bids to purchase were made by or on behalf of the community within the relevant six-month timescale.

2.13 At the point that the proposal to redevelop the Town Hall was agreed by Cabinet in July 2016, all evidence suggested that the Victoria Hall Trust was effectively moribund and the advice of the Council’s external legal advisers supported this conclusion. However, officers subsequently obtained further specialist legal advice as part of the usual process of due diligence in relation to the project proposals. The advice received from Counsel was that the Trust, as a whole, may well be charitable and that it should therefore be treated as subsisting. Counsel also suggested that the governing principles of the Trust (its “Objects”) did not meet with current charitable guidelines and should be amended. Whilst this was not specifically required for the Mastcraft proposal, the Council was advised to apply to the Charity Commission for permission to clarify Victoria Hall Trust’s “objects”, to ensure they were appropriate for modern use. The proposed new wording for the objects (“the Scheme”) was suggested by Counsel and supported by the Charity Commission.

2.14 Given the absence of any specific governance arrangements relating to the Trust in recent years, the legal position is that the functions relating to the administration of the Trust sat with full Council. On 19th December 2017, full Council delegated those functions as sole trustee to the General Purposes Committee.

The Trust Objects

2.15 In the years after the Declaration of Trust in 1893 there is evidence that doubts were expressed as to whether the trust was valid. In 1935 Counsel advised that in his opinion the trust was valid and that as a result the (then) Corporation was the sole trustee of the Hall and was bound to abide by the objects set out in the 1893 deed. Further advice was obtained in the 1950s.

2.16 In July 2017, the Council applied to the Charity Commission for a Scheme to update its objects as advised and the Charity Commission provisionally agreed

wording for a new Scheme as being suitable to reflect the spirit of the original gift and the purposes for which the subscription funds were originally donated as well as being suitable and effective for the current social and economic circumstances. The proposed wording is as follows:

'For the public benefit the provision and maintenance of a hall for the use of the inhabitants of Ealing without distinction of political, religious or other opinions, including use for:

- (a) meetings, lectures and classes, and
- (b) other forms of recreation and leisure-time occupation, with the object of improving the conditions of life for the inhabitants.

- 2.17 The Charity Commission need to be satisfied that relevant stakeholders have been consulted and any necessary modifications made to the proposal as a result of the consultation before their approval can be granted. This consultation was undertaken between 3rd November 2017 and 9th February 2018.
- 2.18 The Charity Commission also noted that the Scheme would need to include a power to lease the trust property ('designated land') to Mastcraft. The Charity Commission confirmed that they also wish to be informed of any representations with regard to the proposed disposal (separate from the proposed consultation on the scheme itself). The original intention of officers was that any consultation with regard to the proposed disposal would be undertaken after the consultation on the Scheme. However, during the consultations on the Scheme the Council started to receive representations on the disposal of the land in any event; it was clear that the subject matter of the two consultations was very closely linked and respondees to both consultations might potentially wish their representations to be considered under both. It was decided to run the two consultations in parallel. The second consultation has therefore now also been undertaken and closed on 2nd March 2018.
- 2.19 Officers have now considered the representations received in both consultations and have attributed all representations received to the appropriate consultation. More than 275 representations have been received in all. Most representations are from individual residents of the borough but representations have also been received from community groups including Ealing Voice and residents' groups. There have been a number of consistent themes in terms of consultation responses as summarised below: -
- Objections to disposal of Ealing Town Hall
 - Objections to changing the Trust Objects
 - Desire for local people to be able to join the Trust Board
 - Further clarity on consultation needed
 - Desire to extend the consultation deadline
 - Request for an ACV to be set up and the building run by a community group
 - Victoria Hall should be able to fund the operation of the Trust in future
 - Development value is high and the Council should pay the value to the Trust

- Comment that Council Trustees have been failing in their fiduciary duty
- Concern about loss of Community Space
- The Trust is not being adequately compensated under the arrangements to dispose to Mastcraft

2.20 The response of officers to the representations are set out below in Appendix 1 and the recommendations of officers is set out above. Members are however asked to consider the representations and the officers' responses to them before making a decision as to whether to approve the recommendations having regard to their fiduciary duty as trustee in the context as set out in paragraph 5 below.

2.21 Cabinet has delegated authority to the Director of Regeneration and Property with regard to finalisation of the legal agreements in the Council's capacity as landowner. Recommendation 1.4 seeks a delegation to Executive Director of Regeneration and Housing to finalise the legal agreements with Mastcraft consistent with the Council's role as trustee insofar as is necessary to protect the interests of the Trust. By identifying two different officers to hold the respective delegations this will provide a clear demarcation between respective responsibilities of the two officers in relation to the Council and trust.

3 Financial

3.1 Since 1975, Victoria Hall has been treated as an integral part of the Ealing Town Hall facility and as such, has not been separately accounted in the Council's financial records with the exception on income. All costs, such as staffing and utilities were not disaggregated from the rest of the Ealing Town Hall complex. Consequently, it is not possible to produce a full set of accounts for Victoria Hall. However, from 2018/19 onwards, a complete set of accounts will be produced for the General Purposes Committee and the Charities Commission, and will be available for public inspection.

4 Legal

4.1 In this context Committee members are making decisions as trustee of the Victoria Hall Trust/charity and are therefore bound by charity law to act in the best interests of the charity and its beneficiaries both generally and with regard to the specific decisions sought in this report. In making the decisions sought members should have due regard to relevant guidance and advice issued by the Charity Commission but not limited to, the Commission guidance on the roles and responsibilities of trustee (CC3), guidance on local authorities acting as trustees, guidance on changing the charity's objects, guidance on the disposal of charitable property (CC28) and guidance on identifying and managing conflicts of interest (CC29).

4.2 When considering their duties and the proposals which are put forward by the Council regarding Ealing Town Hall, the need to consider the following: -

Duty to carry out its purpose for the public benefit

- 4.3 The Council is aware that the current status quo regarding the maintenance of the charity's property by the Council using public funds cannot continue due to the financial restraints placed on the Council. The Council, as trustee of the charity, is legally required therefore to find an alternative solution in order to protect the assets of the charity and ensure that the public continue to benefit from the charity.
- 4.4 The Council's officers have sought and obtained advice from an experienced charity law barrister on the governing document(s) of the charity who confirmed that charitable objects of the charity were vague and imperfect. There was a risk that the objects may not give effect to the wishes and intentions of the original subscribers to the charity and the purpose for which the charity was established. The barrister advised that the Council apply to the Charity Commission for a Scheme to update the charitable objects of the charity to more accurately reflect the original purposes for which the charity was established. The Charity Commission has drafted a proposed Scheme to apply new charitable objects via cy pres and the Council is asked to consider these proposed objects to ensure that the charitable purpose of the charity is maintained. A 'cy pres' Scheme is one which is as near as possible to the original trustee's intentions when these cannot be precisely followed.
- 4.5 The Council has considered the proposed development of Ealing Town Hall of which the charity's property (Victoria Hall, Prince's Room and associated toilets) forms part. The Council, as trustee of the charity, must consider whether the charitable purposes for which the charity was established can be best achieved through the inclusion of the Victoria Hall and associated rooms in the development.
- 4.6 The Council's officers have sought reassurances from the development company (Mastcraft) that the charity's property will be retained by the charity and continue to be available to the beneficiaries of the charity on terms that are better than those offered to the general public. In this report officers are seeking a delegation to finalise the legal agreements with Mastcraft consistent with the Council's role as trustee insofar as is necessary to protect the interests of the Trust. In summary, the Council's officers will ensure that, the terms of the development regarding the charity's property are for the benefit of the beneficiaries of the charity obtaining the Charity Commission's consent.

Comply with the charity's governing document and the law

- 4.7 As stated above, the Council's officers sought legal advice on the governing document of the charity and its potentially imperfect charitable objects. Having taken advice, it is recommended that, in order to comply with its legal duties, the Council should apply for a cy pres Scheme from the Charity Commission to apply new charitable objects in line with the original purposes for which the charity was established.

Manage your charity's resources responsibly

4.8 The Council, as sole charity trustee, is required to manage the assets of the charity (the Victoria Hall, Prince's Room and associated toilets) in a reasonably prudent manner and to protect them for the benefit of the beneficiaries of the charity. The Council is aware that the current arrangement regarding the ongoing maintenance of the property subsidised by public funds cannot continue and that this leaves a short-fall in the income of the charity, which could lead to the property becoming dilapidated. The advice of officers is that the assets of the charity can be best protected through entering into a lease with Mastcraft through which the charity's assets are maintained and protected long-term whilst still being available to the beneficiaries of the charity to use in accordance with the charity's charitable objects.

Ensure the charity is accountable

4.9 The Council is aware that minutes and accounts for the charity have not been prepared for some time and acknowledges its failings in this area. It is committed to clear and open accountability for the charity and will endeavour to ensure that in the future clear, publicly-available minutes are maintained of all trustee meetings and clear and understandable accounts are maintained. A further report will be brought back to the committee to address these historic failings and to get authority for the future financial management of the Trust

Conflict of Interest

4.10 There is a potential conflict of interest regarding the Council's dual role as a local authority and trustee of the charity. The Council has therefore sought, obtained and followed both independent legal advice and guidance from the Charity Commission throughout this process and will continue to do so.

4.11 Other legal implications are set out throughout this report.

5. Value For Money

5.1 The proposal to enter into an agreement for lease for the redevelopment of Ealing town Hall (including the Victoria Hall) as approved by Cabinet seeks to make best use of a Council/Trust asset as set out in the project brief whilst still in accordance with the Trust's proposed new objects. The Mastcraft proposal is the best put forward in the market whilst securing community use of the Hall as outlined above and in Appendix 1

6. Sustainability Impact Appraisal

6.1 There are no sustainability implications arising directly from this report

7. Risk Management

7.1 Implementation of the project will help create a more modern and sustainable structure. It will also create the better utilisation of a Council asset (the Town Hall) which is currently underutilised and in a poor state of repair with poor energy performance. It further continues the work of the Victoria Hall in accordance with its proposed new charitable objects. Building work will meet the current modern standards for refurbishment projects.

8. Community Safety Implications

8.1 The redevelopment will increase pedestrian flow and activate this part of the town, helping improve community safety.

9. Links to the 6 Priorities for the Borough

9.1 There are no direct links to the Council's 6 Priorities arising from this report. However, the Town Hall Project links to the priorities as follows:

9.2 *The 6 Priorities set out in Ealing Council's Corporate Plan 2014-18:*

- **Cleaner** - the project facilitates the revitalisation of Ealing Town Centre and highways/public realm improvements in the area'
- **Healthier** - the hotel has a small fitness facility. The refurbished civic space will provide a healthier working environment.
- **Fairer** - the Council will work with the developer to promote employment for local people in the completed development.
- **Accessible** - Public areas of the hotel (e.g. Restaurant, meeting rooms, bars) will be available for use by the public and designed to improve disability access.
- **Prosperous** – the development will provide a high-quality hotel which will attract further investment to Ealing, increasing prosperity.
- **Safer** - see section 8, Community Safety

10. Equalities, Human Rights and Community Cohesion

10.1 No negative impacts are envisaged.

10.2 An Equality Impact Assessment has been undertaken in respect of the redevelopment of Ealing Town Hall as a whole. The Council will work with Groups which use the Town Hall to seek to provide suitable alternative accommodation during construction.

11. Staffing/Workforce and Accommodation implications:

11.1 There are no direct staffing or accommodation implications arising from this report

12. Property and Assets

12.1 This report relates to property held on trust by the Council as outlined above.

13. Consultation

13.1 Two separate public consultations have been undertaken as outlined above.

14. Timetable for Implementation

15. Appendices

15.1 **Appendix 1** – Officer responses to consultation representations

16. Background Information

Full Council report December 2017

[Cabinet report 21st October 2014](#)

[Cabinet report 12th July 2016](#)

[Charity Commission Guidance](#)

<https://www.gov.uk/government/organisations/charity-commission/about/publication-scheme>

Report Consultation

Name of consultee	Post held	Date sent to consultee	Date response received	Comments appear in paragraph:
Internal				
Lucy Taylor	Acting Executive Director of Regeneration and Housing			
John Prince	Interim Business Partner for Regen & Housing	05/03/2018	07/03/2018	
External				
As set out above and In Appendix 1				

Report History

Decision type:	Urgency item?
N/A	No
Report no.:	Report author and contact for queries: David Moore and Jackie Adams ext:8908

Officer Responses to Consultation representations

1. Objections to disposal of Ealing Town Hall

In October 2014, Cabinet agreed to refurbish and redevelop part of Ealing Town Hall. In 2016, Mastcraft was appointed as preferred developer for the work. The contract is still under negotiation, but the Council will retain the freehold for Ealing Town Hall.

In the marketing brief for the procurement process and the current negotiations on the legal documents, the Council is seeking to ensure the protection and continued use of the Town Hall (including Victoria Hall) by the public, including reference to rates which should remain “affordable” even beyond the 10-year period of the lease agreement.

The consent of the Charity Commission will be sought for the disposal of the part of the Town hall that sits within the Trust.

2. Objections to changing the Trust Objects

The Council is the sole trustee of the Victoria Hall Trust, and the last know decisions relating to the Trust Board were in 1975, although research is continuing. The objects of the Trust have long been recognised as being unsuited for purpose, and this was confirmed following specialist advice from external legal advisers and Counsel as outlined above. The proposed changes are those advised and have the support of the Charity Commission so far and are subject to their consent being obtained.

3. Desire for local people to be able to join the Trust Board

In December 2017, Ealing Voice wrote to the Council asking to be allowed to become members of the Trust. On 3rd Jan 2018, the Council's Director of Legal and Democratic Services confirmed that Board Members would be “successor Members of the said Local Board” (i.e. Ealing Councillors) and that Ealing Voice would not qualify for membership under this definition.

4. Further clarity on consultation needed

The original consultation was for the specific purpose of changing the objects of the Trust and needed specific technical wording (as advised by external advisers). That consultation was not about the wider redevelopment and refurbishment of Ealing Town Hall. For the reasons set out above a further, second consultation regarding the disposal has now also been undertaken.

5. Desire to extend the consultation deadline

A further extension to the first consultation timetable was agreed to 9th February 2018. The second consultation ended on 2nd March. The time allowed for consultation responses is considered to be reasonable.

6. Request for an ACV to be set up and the building run by a community group

In 2016, Ealing Voice requested that the Council registered Ealing Town Hall as an Asset of Community Value (ACV), which was agreed. Following the Council's decision, Ealing Voice and other members of the local community had a period of six months to put in a bid to take over and manage the building. No bids from the local community were received.

7. Victoria Hall should be able to fund the operation of the Trust in future

Ealing Town Hall is an iconic building, but is also very expensive to maintain and operate. The costs set out below include the costs of repair and maintenance but exclude major capital works.

Figures from the Council's audited accounts confirm that Ealing Town Hall has operated at an average loss of an average of £0.414m over the last five years per year (2012/13 – 2016/17), and the forecast for the current year shows a similar trend, with a loss over the first three quarters of this financial year of £0.352m

Five Year Average Income & Expenditure		
2012/13 - 2016/17	£m	£m
Victoria Hall External income	0.189	
Victoria Hall Internal income	0.021	
Princes Hall External income	0.037	
Princes Hall Internal income	0.010	
Total Income for Victoria Hall & Princes Rooms		0.257
Ealing Town Hall External Total	0.213	
Ealing Town Hall Internal Total	0.118	
Total Income for Ealing Town Hall		0.331
Total Income		0.588
Less:		
Staffing Cost	0.336	
Operational Costs	0.666	
Total Costs		1.002
Balance - Surplus / (Loss)		(0.414)

The five-year average income for Victoria Hall & Princes Rooms is £0.257m, which represents c44% of the overall average income of £0.588m for the Ealing Town Hall complex.

As it is not possible to accurately and reliably allocate staffing and running costs directly, an alternative means to apportion cost is to allocate using on square footage. Victoria Hall and the Princes Rooms cover approximately 20% of the total space in the Town Hall, which would lead to charges of c£0.200m from the total running costs of £1.002m. On this basis, the hall and rooms have notional surplus of £0.057m.

Whilst this surplus looks substantial there are a number of factors that need to be considered:

- The apportionment does not provide a detailed, accurate reflection of the true costs of running the halls as a separate operation;
- The hall and the rooms benefit from economies of scale via the Council with regard to administration, staffing, insurance, running costs and wider support i.e. Legal, Finance, Facilities Management;
- The cost of capital works has not been taken into account. The cost of servicing interest charges arising from funding the cost of major capital works the halls require – if they require a £1m of major works, a loan with interest at 5% would lead to £0.050m of interest charges per annum, excluding the repayment of the principle sum.
- If bank finance is not available, securing funding for capital works via donations and grants is usually lengthy and uncertain process.
- Apart from major capital works, there is also the need to set aside provisions for planned maintenance, probably on a 3 to 5-year cycle.

In summary, the Town Hall as a whole is running at a substantial loss before the substantial capital investment required is taken into account. As an independent operation, the viability of Victoria Hall and Princes Rooms is not assured when other costs are taken into account.

8. Development value is high and the Council should pay the value to the Trust

Some Community Groups have estimated the development value of Victoria Halls as being “in the millions”. However, the real development value is not high as the building is a Listed Building, so it is very difficult to demolish (so a high development value could not be realised in reality). It is an historic building with high repair costs and difficult to develop sympathetically (to the standards required by Historic England).

As part of the tendering exercise, the development opportunity was marketed widely. The bids from developers which came back were the best offered after marketing, suggesting that property professionals are more aware of the associated costs and difficulties in refurbishing the building than members of the community groups.

The appropriate proportion of any value realised as part of the proposed arrangements with Mastcraft will be accounted for and applied to the Trust. This will be the subject of a future report to the Committee

9. Council Trustees have been failing in their fiduciary duty

Several comments have been made that Councillors have been failing in their duties to the Trust. Until December 2017 it currently appears that the Trust has not met formally since the 1970s. The Council has now put in place appropriate mechanisms to administer the Trust following delegation of the Trust functions to the General Purposes Committee agreed at full Council on 19th December 2017. The Committee will have regard to its fiduciary duties as trustee as summarised in paragraph 5 above before making any decisions.

10. Concern about loss of Community Space

Under the terms of the Council's brief for developers and the current draft head lease being developed with the preferred bidder (Mastcraft), the Council is ensuring that public space will continue to be provided, at an "affordable" rent. Under the terms of the "Community Use" covenants in the Head Lease, the public will be able to continue to use Victoria Hall and Princes Hall, and provision is also made to continue the provision beyond the 10-year period of the lease.

The proposed disposal of Trust property will also require Charity Commission Consent.

11. The Trust is not being adequately compensated under the arrangements to dispose to Mastcraft

The commercial terms agreed with Mastcraft were reached after a competitive tender and will represent best consideration. The Trust will receive an appropriate level of that compensation consistent with the extent of the Trust's interest in the Town Hall which it will then be able to apply for purposes consistent with the Trust's objects. As confirmed above this will be the subject of a further report to General Purposes in due course.