

Marlborough Town Council



20 January 2026

Dear Councillor

Full Town Council

I hereby **summon** you to a meeting of **Marlborough Town Council** which will be held on **Monday, 26 January 2026 at 7pm** in the **Court Room, Marlborough Town Hall**.

Yours sincerely

Richard Spencer-Williams

Richard Spencer-Williams, PSLCC

Town Clerk

If members of the public wish to attend they should notify the Town Clerk of this by noon on the Friday prior to the meeting.

If members of the public wish to attend and ask a question they should also notify the Town Clerk of this by noon prior to the meeting and provide their question in writing at the same time. If members of the public wish to ask a question, but not attend, they can provide the question in writing to the Town Clerk by noon on the day of the meeting, and a written response will be provided.

Places will be allocated on a first come first served basis. Organisations and interest groups are asked to send one delegate. Some people may not be allowed to attend if all the allocated seats are taken.

MOMENT OF QUIET REFLECTION

PUBLIC QUESTION TIME

In accordance with Standing Order 3(f), members of the public may ask questions of the Council. The time allocated for this should not exceed 10 minutes and be limited to one question per person unless directed otherwise by the Chair. A full response may not be possible without further research, and the Chair may direct that a written or oral response be given

CRIME AND DISORDER

A member of Wiltshire Police will be invited to give a report and answer questions from Councillors and members of the public (not to exceed 10 minutes)

TO RECEIVE QUESTIONS TO AND FROM WILTSHIRE COUNCILLORS

Not to exceed 10 minutes

AGENDA

Part 1

1. Apologies for absence

2. Declarations of interest

- a) To receive any Declaration(s) of Interest under Marlborough Town Council's Code of Conduct issued in accordance with the Localism Act 2011
- b) To consider any dispensation requests received by the Town Clerk

Members are reminded that they are obliged to notify the Monitoring Officer of a change to disclosable interests, or a new interest as defined in Appendices A and B of the Code of Conduct within 28 days of becoming aware of it. These should be passed on to the Town Clerk to register online.

3. Mayor's Announcements

4. Minutes

To approve and sign the minutes of the meeting held 15 December 2025

5. Action Log

To review the Action Log

6. Town Promotions and Culture Committee

To consider a proposal by Cllr Wrench to form a Town Promotions and Culture Committee

7. Martyns Law

To note the report on Martyn's Law

8. Cemetery Extension Consultation

To note the report on the consultation to extend the cemetery

9. Outside Bodies

An opportunity for Members to provide verbal updates on their representational roles to outside bodies

10. Committee Minutes

In accordance with para 3.1 of the Scheme of Delegation, to note the approved minutes of the following committee meetings: **Planning** –8 December 2025, **Amenities and Open Spaces** - 13 October 2025, and **Property Committee** - 29 September 2025. These minutes have been approved by committees and circulated to Members and are available to download from <https://www.marlborough-tc.gov.uk/council/meeting-dates-agendas-and-minutes-2025-26> or from the Town Council offices. Other meetings have taken place, but minutes are not yet approved so remain in draft form.

Part 2

11. Herbert Leaf Charity

To note the financial position of the Herbert Leaf Charity and to consider a proposal to form a working party to develop its decision making policy

12. Common Seal

To authorise the fixing of the Common Seal of Marlborough Town Council to all documents necessary to give effect to the decisions of the meeting

Marlborough Town Council



Full Town Council

Minutes of a meeting of Marlborough Town Council held Monday, 15 December 2025
in the Court Room, Marlborough Town Hall at 7pm

PRESENT	Councillor Emily Trow	Town Mayor
	Councillor Nicholas Fogg	
	Councillor Mervyn Hall	
	Councillor Mark Cooper	
	Councillor Kym-Marie Cleasby	also Wiltshire Councillor – Marlborough East
	Councillor Kelvyn Shantry	
	Councillor Caroline Sadler	
	Councillor Abi Beaumont	
	Councillor Peter Morgan	
	Councillor Kim Wakeham	
	Richard Spencer-Williams	Town Clerk
	Dawn Whitehall	Corporate Services Officer
ALSO		
PRESENT	Neil Goodwin	Marlborough.News
	Mathilde Scheepers	Chair, Marlborough Youth Council

The Mayor introduced **Malthilde Scheepers**, Chair of Marlborough Youth Council, and Councillors welcomed her to the meeting.

MOMENT OF QUIET REFLECTION

PUBLIC QUESTION TIME

There were no questions.

CRIME AND DISORDER

PC Steele was unable to attend but had provided a written update report. This was tabled for Councillors: any questions arising should be submitted via the Town Clerk.

QUESTIONS TO AND FROM WILTSHIRE COUNCILLORS

Councillor Cooper asked for confirmation about Wiltshire Council's (WC) plans for the Marlborough Household Recycling Centre: it had been reported that from next year it would be available only by appointment. He didn't believe there had been a public consultation about it. If the reports were true, he raised a number of concerns for residents, for example:

- Who could not store waste for long periods of time
- Who did not have access to the internet
- Workers who could only attend at weekends and who might have to wait weeks for an appointment. He did not believe appointments were necessary at all: as a regular user at weekends himself, he rarely encountered a queue

He had noticed where similar schemes had been introduced in the past there had been a lot of public anger and negativity towards the change.

Other Councillors added concerns about sanitary waste/nappies, where storing these for 3 weeks may not be practical; concerns about increased traffic and use of Marlborough HRC as the Cherhill site that was closing was close to Marlborough – would the site still close on Tuesdays and Wednesdays? What would this mean for traffic, congestion and air quality due to emissions from queuing vehicles?

Others echoed Cllr Cooper's comments – that the current system worked perfectly well at Marlborough and there was no need to change it. They also challenged the 'one system for all' approach as bureaucratic and questioned whether it was a valid reason to introduce it.

Councillor Cleasby welcomed the opportunity to explain:

- Waste arrangements would be changing next year to build towards a more sustainable process. Food waste collections would be introduced; bags would be provided to recycle flexible plastics. As these items are probably currently put into the general waste bin, it was envisioned that general waste volumes would reduce.
- Household Recycling Centre (HRC) closures: two (which were not owned by Wiltshire Council) would be closed in the north of the county because the contracts were due for renewal and the cost would be something like four times greater than the previous contract which was unsustainable to the Council and would result in a rise in council tax. The search for alternative site/s was under way, including potentially at Royal Wootton Bassett.
- HRC online booking system: there will be a consultation; Wiltshire Council was basing the introduction on best practice in other councils. There would be a trial in areas that would most likely be affected by the closure of nearby HRCs. This did not include Marlborough. Councillor Cleasby was pushing to make sure the system includes a 'same day' option built in. People would be able to book a slot by phone as well as online, and there should be some flexibility built into the system. Waste teams operate county-wide, not by town, which is why it makes sense for WC to streamline processes and use one system.
- There would be a consultation about the changes to waste and recycling collections as well.

- Over 58% of local councils operate a booking scheme. Government (DeFRA) investigations showed it did not cause more fly tipping or have an impact on residents. Some areas were delighted with their booking systems. It would be trialled and the results considered, also taking into account public consultation.
- Sanitary waste: Some Councils included 'purple bags' for nappy/sanitary waste which were collected more frequently than 3-weekly; this had been raised already as best practice and she would need to confirm whether WC intend do the same.
- Traffic: modelling showed that Marlborough HRC shouldn't be affected too much by the Cherhill closure. WC needed to do what was evidence based and fair to everyone. It was difficult to do different things in different parts of Wiltshire, would create more work for staff and may even reduce queues, lessening the environmental impact from attending vehicles. Trials would be conducted to test the effect; the outcome might be that booking isn't found to be appropriate for Wiltshire.
- Councillor Cleasby had produced some Q&A sheets which were available for people to take away from the meeting.

301/25 APOLOGIES

Apologies for absence had been received from **Councillors Farrell, Sheppard, Luson, O'Brien, Wrench and Awbery.**

302/25 DECLARATIONS

Councillor Cooper – agenda item 6 – Kennet Place Community Garden – non-pecuniary interest.

303/25 MAYOR'S ANNOUNCEMENTS

It was very sad news to hear that Jonathan Genton died in a collision with a lorry on the A4 last week. Jonathan had been with Marlborough College for a long time. He was a member of the Dark Skies Working Group representing the Blakett Observatory, and we worked closely on all things Marlborough Dark Skies over the last 3 or 4 years. Jonathan was a genuinely lovely man, incredibly knowledgeable and passionate, and a hugely valued member of our working group who continue to meet regularly to raise awareness and promote the importance of Dark Skies in Marlborough and the wider NWD National Landscape. He will be greatly missed, and Councillors were asked to keep him and his family in their thoughts. When the family is ready, a memorial service will be arranged at the Chapel at Marlborough College to give thanks for his life.

After a delay caused by the late arrival of documents from the Land Registry, the Town Clerk had registered an application to Wiltshire Council to list Postern Hill Camp Site as an asset of community value. He would arrange a meeting with the residents who had originally raised the question (e.g. Milly Carmichael) and others in the new year.

304/25 MINUTES

RESOLVED: that the minutes of the meetings held 3 November 2025 and 10 November 2025 were confirmed as true records and signed by the Town Mayor

305/25 ACTION LOG

Members noted the updated action log.

306/25 KENNET PLACE COMMUNITY GARDEN

Councillor Cooper did not take part in the discussion and did not vote

Members noted the Town Clerk's update report and further considered the request for the Town Council to apply to Wiltshire Council for an asset transfer of Kennet Place 'community garden' or to adopt responsibility for part of the verge:

- The Town Clerk's report listed a number of considerations: with the lack of clarity on expectations about the level of maintenance the Town Council could offer, unclear boundaries/shared use arrangements with Krumbz cafe and questions about water supply, although there was support for the proposal in principle, whether any decision should be deferred until more questions had been answered.
- The Town Clerk clarified that Wiltshire Council currently owns the entire strip of former roadside verge – including the community garden and the area used by Krumbz café for outside seating; there was no legal agreement between WC and either party; current use was based on a long-standing shared understanding only
- Whether to clearly define the area and only proceed with a s96 licence for the 'garden' part, leaving maintenance of the riverbank and the area used by Krumbz in the ownership of Wiltshire Council
- No desire to take on the part used by Krumbz, which could result in the Town Council having sitting tenants and potential conflict of interest (e.g. when considering alcohol licence applications)
- A concern not to overburden the grounds team and add more fragmented pockets of land, especially ones that would require high levels of upkeep
- A desire not to compromise Krumbz café's business, and to better understand whether there were any formal arrangements for its use of part of the area
- Acknowledgement of the enormous contribution Mrs Compton had made to create and maintain the garden
- Whether the location was suitable for a SuDS (sustainable drainage) rain garden
- Whether nearby residents would have any interest in contributing to the maintenance of the garden
- Whether the Marlborough Gardening Association would have any interest in contributing to the maintenance of the garden
- Whether to revert the area to mown grass
- Whether to convert the area to create more parking space, which is at a premium for residents in this part of town

- Whether to decline the request
- Whether to canvass the wider community to test interest in forming a committee to self-manage the garden under current ownership arrangements before agreeing for the Town Council to take it on
- A recognition that the area is much loved and admired by the community, had been recognised by South West in Bloom, and general support to ensure its future once all the issues could be addressed

During a suspension of Standing Orders, the Chair of Marlborough Youth Council asked whether there would be any opportunity for the community to have a say in the future of the garden, if changes were to be proposed. The Mayor confirmed that at the moment there were no plans to change it, but that should that change in future she hoped there would be an opportunity for the local community to get involved.

RESOLVED: to defer a decision until there was more clarity, especially around arrangements with Krumbz café and water supply

307/25 LEAVE OF ABSENCE

Members considered granting an extended leave of absence for Deputy Mayor Councillor Mark Luson, should it be required beyond the 6 month period permitted in the Local Government Act (LGA) 1972, s85(1):

- In-service demand of his work was the reason Cllr Luson had been unable to attend since September. The 6 month permitted period would end in March: it was possible Cllr Luson would return before that time
- A proposal to make the position vacant and find a new person to fill the gap was not seconded and therefore not carried
- Cllr Luson had proven to be a very effective Councillor and his skills, keen mind and leadership skills were much valued

RESOLVED: that Deputy Mayor Cllr Luson is granted an extended period of absence until the end of June 2026 at which point the status of Cllr Luson's office can be reviewed and, if proposed, a further extension agreed

308/25 BUDGET 2025-26

Councillors considered the proposed budget for 2026-27. The **Town Clerk** clarified that the proposed ear marked reserve of £25,000 for Christmas Lights infrastructure was related to replacing and updating power sources and switches, which would enable a different lighting scheme to be considered in the next year or so. Without conducting that work, existing lights could fail and there would be little opportunity to update them.

During a suspension of Standing Orders, the Chair of Marlborough Youth Council passed back feedback from the community, including on colour/'warmth' of the current scheme vs those in other towns, for example Hungerford. She also

questioned whether shops and businesses could do more to contribute to the Christmas illuminations. Young people want Marlborough to look nice at Christmas.

RESOLVED: that Committee budgets are agreed as proposed by the Finance & Policy Committee, and that a net precept requirement to levy to Wiltshire Council for 2026-27 be £980,772

The precept increase is equivalent to 5% for a Band D property (an increase of £12.97)

309/25 COMMUNITY CHAMPIONS AWARD POLICY

RESOLVED: that the Community Champions Award policy is adopted

310/25 LONE WORKING POLICY

RESOLVED: that the Lone Working Policy is adopted

311/25 OUTSIDE BODIES

Councillor Shantry reported that he and **Councillor Wrench** had met with **Matt Powell**, the Town Council's Youth Worker to discuss creating opportunities for young people to gain work experience placements, which could be linked to schools and/or the Duke of Edinburgh scheme. Some businesses had already come forward, and it was hoped that Matt could attend the Marlborough Business Network January meeting to discuss this directly with members.

Councillor Hall confirmed that the 3G pitch installed at St John's was now in use, and it was very impressive. There would be a formal opening in January.

Councillor Beaumont encouraged everyone to visit The Merchant's House which was currently themed as Charles Dickens' A Christmas Carol. It is only £20 per year to become a Friend, and she encouraged everyone to join. The retail shop was facing challenges from other similar outlets in the town but was working on it. The incoming Chair was a good addition to the Trust and appeared to bring fresh energy to the group.

312/25 COMMITTEE MINUTES

In accordance with para 3.1 of the Scheme of Delegation, Members noted the approved minutes of the following committee meetings: Planning on 27 October and 17 November 2025, and Finance and Policy on 20 October 2025.

313/25 COMMON SEAL

Proposed by **Cllr Fogg** and seconded by **Cllr Hall** and

RESOLVED: that the Common Seal of Marlborough Town Council be affixed to all documents necessary to give effect to the decisions of the meeting

The meeting closed at 8.08 pm

To note and review the Action Log

Ref	Action	Owner	Minute No. & status	Meeting date	Notes
293	Wiltshire Councillors to investigate whether a parking compromise can be reached for future years re summer solstice at Avebury	Cllrs Cleasby and Sheppard	Questions to and from Wiltshire Councillors In Progress	23 Jun 25	
316	Investigate changes in parking at Kennet Avenue (B4003)	Cllr Cleasby	249/25 In Progress	3 Nov 25	

ITEM 6

TOWN PROMOTIONS AND CULTURE COMMITTEE

To consider a proposal by Cllr Wrench to form a Town Promotions and Culture Committee

Proposal

It is proposed that a new Committee is created that oversees the development and management of matters pertaining to the positive promotion of the town and the development of cultural experiences within it.

Budget Responsibility

The Committee would assume responsibility for the following budget lines which currently sit under the Finance and Policy Committee:

- Tourism
- CCTV
- Events
- Switch on Event
- Website
- Heritage
- Christmas Lights

Membership and meetings

- The Committee will comprise of eight councillors plus the Mayor as ex-officio, with all members having voting rights. The committee would normally meet four times a year, unless an extraordinary meeting was required.
- The Council would agree the members, as other committees.
- The Committee would agree a chair and vice chair at its first meeting, and at the first council meeting in May thereafter.
- Consideration of when to introduce this Committee will be required i.e. before the end of the 2025 26 municipal year, or at the start of the 2026 27 municipal year

- Due to timetabling considerations this meeting is likely to meet on an agreed day other than a Monday.

Officer Support

The Committee would require Clerk support, and this is likely to be by the Deputy Town Clerk in the first instance (but not exclusively)

Proposed Scheme of Delegation

- i. Furthering resident and local business engagement and interests for the benefit of a positive Marlborough community experience.
- ii. Enhancing, developing, and promoting Marlborough visitor experience.
- iii. Enhancing, developing, and promoting Marlborough tourism, including the oversight and monitoring of the Great West Way membership; making recommendations to the Council in this respect.
- iv. Enhancing, developing and promoting a positive cultural experience within the town.
- v. Consideration of matters relating to existing town council events (non-Civic) i.e. Christmas Lights event, Mop Fairs, Dark Skies; making recommendations to the Council in this respect.
- vi. Review, for recommendation to Full Council, the town council's festive lighting provision and design.
- vii. To enable and promote community led town events.
- viii. To work collaboratively with partners to ensure the provision of effective CCTV, and community safety initiatives where appropriate in relation to the town centre.
- ix. Monitoring the effective use of delegated budgets on an ongoing basis, taking action where required to vire (transfer) unspent provision to ensure that the overall budget parameters are maintained.
- x. Approval of expenditure on items within the Committee's area of responsibility and included in the approved Council budget up to the amount specified in the budget.
- xi. To seek opportunities to generate external income to support the Committee's areas of responsibility.

The following matters are reserved to the Council for decision, but the Committee may make recommendations:

- Recommendation to the Finance and Policy Committee and/or Full Council of the Committee's budget requirements for each financial year.
- Any funding required outside of, or above, the set budget in any given financial year.
- Any other matter that has been delegated to it by the Council from time to time.
- The Committee may refer specific matters to the Council for a final decision if it so wishes.

Proposal

Members are asked to consider the proposal to establish a Town Promotion and Culture Committee as outlined in this report and instruct the Town Clerk accordingly.

Recommendation

It is recommended that if it is agreed to establish the new Committee, it is initiated in the municipal year 2025 26 , as early consideration and a good amount of 'run up' time for festive lighting schemes would be advantageous to the Council.

Cllr Wrench / Town Clerk 14 1 26

ITEM 7

MARTYNS LAW

To note the report on Martyn's Law

Purpose

To provide an overview of Martyn's Law and the implications it will have on town council-run events to ensure compliance.

Background

The tragic events of the Manchester Arena bombing in 2017 had a devastating impact on the nation. Among the 22 victims was Martyn Hett. His mother has since campaigned for stronger security measures at publicly accessible venues. Her efforts have culminated in the introduction of legislation known as Martyn's Law or formally, the Terrorism (Protection of Premises) Act 2025.

Martyn's Law is designed to improve public safety by ensuring that venues and public spaces are better prepared to respond to terrorist attacks. The legislation is based on five core principles:

1. Assessment of terrorist threats
2. Consideration of risk
3. Mitigation of measures
4. Training and preparedness
5. Responsibility and accountability

The Act introduces a tiered model based on the capacity of premises or events – a standard tier which applies to premises and events with a capacity of 200 – 799, and an enhanced tier which applies to those with a capacity of 800 or more. Each tier has different legal responsibilities, but all require a proactive approach to identifying and mitigating the risks associated with terrorism.

Current Status

Any premises or events that are publicly accessible and meet the capacity threshold fall under the scope of the Act. This could include halls hired out for public events, local festivals or markets organised by the town council or open spaces where large community gatherings take place, public celebrations such as the Christmas switch on event and remembrance parades etc. The town council, as an organiser of such events, needs to understand the law and prepare accordingly.

Considerations

While the full implementation framework of Martyn's Law is still being finalised with legislation expected to come into effect in 2027, early guidance provides a clear roadmap of responsibilities town councils need to adopt:

Risk Assessment – simple but thorough risk assessments must be carried out to consider the type of event, the nature of attendees, potential threats and vulnerabilities and existing control measures.

Terrorism Protection Plan – a documented plan outlining how the council would respond to an incident, to include evacuation and procedures, communication protocols, lockdown options and liaison with emergency services.

Training and awareness – staff and volunteers involved in running or supervising events must be given basic terrorism awareness training. The government already provides free online training like ACT Awareness e-training, which can be completed in under an hour. Town Councils should ensure that this training is a regular part of event planning and staff induction.

Maintenance of Records – Councils will need to demonstrate compliance if asked. This includes:

- Keeping copies of risk assessments and protection plans
- Logging training
- Documenting event capacities and security measures

Collaborating with partners – In many cases, councils work with local groups or contractors to run events, and it is the responsibility of the council to ensure that these partners also understand their responsibilities under Martyn's Law. This may involve sharing training materials, reviewing third party risk assessments and agreeing shared response plans.

Proposal

The Council is asked to note the report

Clare Williams – Deputy Town Clerk 13 1 26

ITEM 8 CEMETERY EXTENSION CONSULTATION

To note the report on the consultation to extend the cemetery

Purpose

The purpose of this report is to update the Council on the status of the play area at Rabley Wood View and land to the rear (*Hawthorn Meadow*); with a view to progressing the timing of the initial consultation on the proposed land swap with a parcel of land on Marlborough Common (to enable the cemetery extension)

Background

At the Amenities and Open Spaces Committee meeting on 13 October 2025 where this matter was considered ([https://www.marlborough-tc.gov.uk/images/your-council/AOS Agenda 13 October 2025.pdf](https://www.marlborough-tc.gov.uk/images/your-council/AOS_Agenda_13_October_2025.pdf)) the Committee resolved to:

- (i) to seek legal advice from the Town Council's solicitor

- (ii) to liaise with GreenSquareAccord Homes to hand over the land as soon as possible
- (iii) to begin the Cemetery extension consultation, emphasising the assumed land swap

Status

Land Swap

The Council's solicitor was contacted who in turn wrote to the GreenSquare Accord legal services. This prompted contact from their project officer, who was made aware of the option to handover the land parcel and play area earlier to the Council, subject to a resettlement sum to mitigate the additional risk.

GreensquareAccord did not seek to do this, but reassured us that the work was to progress, with a potential joint site visit in December with the relevant Wiltshire Council officer to sign off the play area (and trigger the handover). A date was set for 9 January to do this. On 6 January the meeting was rearranged by GreenSquare as the planned works had not been able to be completed due to weather conditions. **It is now set for 6 February.**

Consultation process

On 7 January council officers met to plan the next steps in moving the consultation process forward. The following key points were agreed that:

- February - A full comms campaign will be launched.
- At Full Council on 23 March there would be a presentation, with Q&A's aimed at the public.
- On Saturday 28 March (10:30-12:30 tbc) site visits would be offered for parishioners to view each land site and have the plan explained.
- 16 April (09:00-20:00 tbc) would be voting day at 2 key locations – the Town Hall and the Community and Youth Centre.
- 13- 16 April - For those who cannot attend the voting day or locations there will be an offer to call into the council offices to register their vote between these dates.
- Rather than sending out or delivering voting slips (as agreed in the previous council term), the onus would be put on parishioners to attend or submit their vote at these times. It was thought that the cost of sending voting slips to all parishioners was too high (circa £8k+), and hand delivering voting slips could be problematic in ensuring and evidencing everyone entitled to vote had received their slip.
- All votes will be tracked against the electoral register.

Considerations

A land swap involving 'common land' and an application for a public works loan both required consultation with the parishioners. [Amenities & Open Spaces Committee Agenda, 1 March 2023](#)

Proposal

The Council is asked to note the update report.

Town Clerk 14 1 26

An opportunity for Members to provide verbal updates on their representational roles to outside bodies

In accordance with para 3.1 of the Scheme of Delegation, to note the approved minutes of the following committee meetings: **Planning** – 8 December 2025, **Amenities and Open Spaces** - 13 October, and **Property Committee** -29 September 2025. These minutes have been approved by committees and circulated to Members and are available to download from <https://www.marlborough-tc.gov.uk/council/meeting-dates-agendas-and-minutes-2025-26> or from the Town Council offices. Other meetings have taken place, but minutes are not yet approved so remain in draft form.

PART 2

To note the financial position of the Herbert Leaf Charity and to consider a proposal to form a working party to develop its decision making policy

Purpose

The purpose of this report is to ask the Council to note the Herbert Leaf Charity's status and financial position; and to ask the Council to consider forming a working party whose brief will be to develop the policies which the council can refer to when making decisions regarding the charitable fund.

Background

The Finance and Policy Committee considered this matter on 20 10 25, where a full report on the background and status of the Herbert Leaf Fund was presented. (The report can be found at [Finance & Policy Committee Agenda, 20 October 2025](#)). The Committee resolved '*To draft a policy that provides extra detail on the Herbert Leaf Trust*' ([Minutes of a meeting of the Finance & Policy Committee held 20 October 2025](#))

Status

Constitutional position

The funds are held in a simple charitable 'trust'. Currently all members of the Council are 'trustees' of the charitable trust as a corporate body. As such this matter has come to the Council for consideration. A copy of the trust declaration can be found in the appendix.

Financial position

The Herbert Leaf Trust has £72,421.55 held in a Barclays account, which benefits from circa 1.25% interest. No funds have been spent on this fund to date.

In accordance with the Finance and Policy resolution, attempts have been made to identify a higher interest account for the fund. However, due to the status of the fund a suitable account is yet to be found.

Proposal

As recommended by the Finance and Policy Committee, it is proposed the Council forms a working party to develop the policy or policies that enable clear decision making about the funds. Members asked to consider the matter and instruct the Town Clerk accordingly.

Town Clerk 14 1 25

ITEM 12

COMMON SEAL

To authorise the fixing of the Common Seal of Marlborough Town Council to all documents necessary to give effect to the decisions of the meeting.

THIS DECLARATION OF TRUST is dated

2021

BY

Marlborough Town Council ('the first trustees')

The first trustees hold the sum of £69,732.23 on the trusts declared in this deed and they expect that more money or assets will be acquired by them on the same trusts.

NOW THIS DEED WITNESSES AS FOLLOWS:

Administration

The charitable trust created by this deed ('the charity') shall be administered by the trustees. (In this deed, the expression 'the trustees' refers to the individuals who are the trustees of the charity at any given time. It includes the first trustees and their successors. The word 'trustee' is used to refer to any one of the trustees.)

Name

The charity shall be called

Herbert Leaf Trust

Objects

The objects of the charity ('the objects') are:

To assist community projects in the Parish of Marlborough for the benefit of the public by making grants.

Nothing in this constitution shall authorise an application of the property of the CIO for the purposes which are not charitable in accordance with Charities Act 2011.

Application of income and capital

The trustees must apply the income and, at their discretion all or part of the capital, of the charity in furthering the objects.

Powers

In addition to any other powers they have, the trustees may exercise any of the following powers in order to further the objects (but not for any other purpose):

to raise funds. In exercising this power, the trustees must not undertake any taxable permanent trading activity and must comply with any relevant statutory regulations;

to buy, take on lease or in exchange, hire or otherwise acquire property and to maintain and equip it for use;

- to sell, lease or otherwise dispose of all or any part of the property belonging to the charity. In exercising this power, the trustees must comply as appropriate with sections 117 - 122 of the Charities Act 2011;
- 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. The trustees must comply as appropriate with sections 124 - 126 of the Charities Act 2011 if they wish to mortgage land owned by the charity;
- to co-operate with other charities, voluntary bodies and statutory authorities and to exchange information and advice with them;
- to establish or support any charitable trusts, associations or institutions formed for any of the charitable purposes included in the objects;
- to acquire, merge with or enter into any partnership or joint venture arrangement with any other charity formed for any of the objects;
- to create such advisory committees as the trustees think fit;
- to employ and remunerate such staff as are necessary for carrying out the work of the charity;
- to do any other lawful thing that is necessary or desirable for the achievement of the objects.

Statutory powers

Nothing in this deed restricts or excludes the exercise by the trustees of the powers given by the Trustee Act 2000 as regards investment, the acquisition or disposal of land and the employment of agents, nominees and custodians.

Delegation

In addition to their statutory powers, the trustees may delegate any of their powers or functions to a committee of two or more trustees. A committee must act in accordance with any directions given by the trustees. It must report its decisions and activities fully and promptly to the trustees. It must not incur expenditure on behalf of the charity except in accordance with a budget previously agreed by the trustees.

The trustees must exercise their powers jointly at properly convened meetings except where they have:

- delegated the exercise of the powers (either under this provision or under any statutory provision), or
- made some other arrangements, by regulations under clause 23.

The trustees must consider from time to time whether the powers or functions which they have delegated should continue to be delegated.

Duty of care and extent of liability

When exercising any power (whether given to them by this deed, or by statute, or by any rule of law) in administering or managing the charity, each of the trustees must use the level of care and

skill that is reasonable in the circumstances, taking into account any special knowledge or experience that he or she has or claims to have ('the duty of care').

No trustee, and no one exercising powers or responsibilities that have been delegated by the trustees, shall be liable for any act or failure to act unless, in acting or in failing to act, he or she has failed to discharge the duty of care.

Appointment of trustees

There must be at least one trustee where a corporate body is acting as a sole trustee. Apart from the first trustee, every trustee must be appointed by a resolution of the trustees passed at a special meeting called under clause 16 of this deed.

In selecting individuals for appointment as trustees, the trustees must have regard to the skills, knowledge and experience needed for the effective administration of the charity.

The trustees must keep a record of the name and address and the dates of appointment, re-appointment and retirement of each trustee.

The trustees must make available to each new trustee, on his or her first appointment:

- a copy of this deed and any amendments made to it;
- a copy of the charity's latest report and statement of accounts.

Eligibility for trusteeship

No one shall be appointed as a trustee:

- if he or she is under the age of 18 years; or
- if he or she would at once be disqualified from office under the provisions of clause 12 of this deed.

No one shall be entitled to act as a trustee whether on appointment or on any re-appointment as trustee until he or she has expressly acknowledged, in whatever way the trustees decide, his or her acceptance of the office of trustee of the charity.

Termination of trusteeship

A trustee shall cease to hold office if he or she:

- is disqualified for acting as a trustee by virtue of sections 178 and 179 of the Charities Act 2011 or any statutory re-enactment or modification of that provision;
- in the written opinion, given to the charity, of a registered medical practitioner treating that person, has become physically or mentally incapable of acting as a trustee and may remain so for more than three months;
- is absent without the permission of the trustees from all their meetings held within a period of six months and the trustees resolve that his or her office be vacated; or
- notifies to the trustees a wish to resign (but only if enough trustees will remain in office when the notice of resignation takes effect to form a quorum for meetings).

Vacancies

If a vacancy occurs the trustees must note the fact in the minutes of their next meeting. Any eligible trustee may be re-appointed. If the number of trustees falls below the quorum in Clause 18(1), none of the powers or discretions conferred by this deed or by law on the trustees shall be exercisable by the remaining trustees except the power to appoint new trustees.

Ordinary meetings

The trustees must hold at least two ordinary meetings each year. One such meeting in each year must involve the physical presence of those trustees who attend the meeting. Other meetings may take such form, including videoconferencing, as the trustees decide provided that the form chosen enables the trustees both to see and to hear each other.

Calling meetings

The trustees must arrange at each of their meetings the date, time and place of their next meeting, unless such arrangements have already been made. Ordinary meetings may also be called at any time by the person elected to chair meetings of the trustees or by any two trustees. In that case not less than ten days' clear notice must be given to the other trustees. The first meeting of the trustees must be called by2022. or, if no meeting has been called within three months after the date of this deed, by any two of the trustees.

Special meetings

A special meeting may be called at any time by the person elected to chair meetings of the trustees or by any two trustees. Not less than four days' clear notice must be given to the other trustees of the matters to be discussed at the meeting. However, if those matters include the appointment of a trustee or a proposal to amend any of the trusts of this deed, not less than 21 days' notice must be given. A special meeting may be called to take place immediately after or before an ordinary meeting.

Chairing of meetings

The trustees at their first ordinary meeting in each year must elect one of their number to chair their meetings. The person elected shall always be eligible for re-election. If that person is not present within ten minutes after the time appointed for holding a meeting, or if no one has been elected, or if the person elected has ceased to be a trustee, the trustees present must choose one of their number to chair the meeting.

The person elected to chair meetings of the trustees shall have no other additional functions or powers except those conferred by this deed or delegated to him or her by the trustees.

Quorum

Subject to the following provision of this clause, no business shall be conducted at a meeting of the trustees unless at least one-third of the total number of trustees at the time, or two trustees (whichever is the greater) are present throughout the meeting.

The trustees may make regulations specifying different quorums for meetings dealing with different types of business.

Voting

At meetings, decisions must be made by a majority of the trustees present and voting on the question. The person chairing the meeting shall have a casting vote whether or not he or she has voted previously on the same question but no Trustee in any other circumstances shall have more than one vote.

Conflicts of interests and conflicts of loyalties

A charity trustee 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 been previously declared; and

absent himself or herself from any discussions of the charity trustees 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).

Any charity trustee absenting himself or herself from any discussions in accordance with this clause must not vote or be counted as part of the quorum in any decision of the charity trustees on the matter.

Saving provisions

Subject to sub-clause (2) of this clause, all decisions of the charity trustees, or of a committee of the charity trustees, shall be valid notwithstanding the participation in any vote of a charity trustee:

who is disqualified from holding office;

who had previously retired or who had been obliged by this deed to vacate office;

who was not entitled to vote on the matter, whether by reason of a conflict of interests or otherwise

if without the vote of that charity trustee and that charity trustee being counted in the quorum, the decision has been made by a majority of the charity trustees at a quorate meeting.

Sub-clause (1) of this clause does not permit a charity trustee to keep any benefit that may be conferred upon him or her by a resolution of the charity trustees or of a committee of charity trustees if, but for sub-clause (1), the resolution would have been void, or if the charity trustee has not complied with clause 20 (Conflicts of interests and conflicts of loyalties).

Minutes

The trustees must keep minutes, in books kept for the purpose or by such other means as the trustees decide, of the proceedings at their meetings. In the minutes the trustees must record their decisions and, where appropriate, the reasons for those decisions. The trustees must approve the minutes in accordance with the procedures, laid down in regulations made under clause 23 of this deed.

General power to make regulations

The trustees may from time to time make regulations for the management of the charity and for the conduct of their business, including

the calling of meetings;

methods of making decisions in order to deal with cases or urgency when a meeting is impractical;

the deposit of money at a bank;

the custody of documents; and

the keeping and authenticating of records. (If regulations made under this clause permit records of the charity to be kept in electronic form and requires a trustee to sign the record, the regulations must specify a method of recording the signature that enables it to be properly authenticated.)

The trustees must not make regulations which are inconsistent with anything in this deed.

Disputes

If a dispute arises between the trustees about the validity or propriety of anything done by the charity trustees under this deed, and the dispute cannot be resolved by agreement, the trustees party to the dispute must first try in good faith to settle the dispute by mediation before resorting to litigation.

Accounts, Annual Report and Annual Return

The trustees must comply with their obligations under the Charities Act 2011 with regard to:

the keeping of accounting records for the charity;

the preparation of annual statements of account for the charity;

the auditing or independent examination of the statements of account of the charity;

the transmission of the statements of account of the charity to the Commission;

the preparation of an Annual Report and its transmission to the Commission;

the preparation of an Annual Return and its transmission to the Commission.

Bank account

Any bank or building society account in which any of the funds of the charity are deposited must be operated by the trustees and held in the name of the charity. Unless the regulations of the trustees make other provision, all cheques and orders for the payment of money from such an account shall be signed by at least two trustees.

Application of income and property

The income and property of the charity must be applied solely towards the promotion of the objects.

A charity trustee is entitled to be reimbursed out of 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.

A charity trustee 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.

Subject to clause 28, 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 charity trustee.

Benefits and payments to charity trustees and connected persons

General provisions

No charity trustee or connected person may:

buy or receive any goods or services from the charity on terms preferential to those applicable to members of the public;

sell goods, services or any interest in land to the charity;

be employed by, or receive any remuneration from, the charity;

receive any other financial benefit from the charity;

unless the payment or benefit is permitted by sub-clause (2) of this clause or authorised by the court or the Charity Commission ('the Commission'). In this clause a 'financial benefit' means a benefit, direct or indirect, which is either money or has a monetary value.

Scope and powers permitting trustees' or connected persons' benefits

A charity trustee 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 trustees do not benefit in this way.

A charity trustee 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, section 185 of the Charities Act 2011.

Subject to sub-clause (3) of this clause a charity trustee or connected person may provide the charity with goods that are not supplied in connection with services provided to the charity by charity trustee or connected person.

A charity trustee 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).

A charity trustee or connected person may receive rent for premises let by the trustee or connected person to the charity. The amount of the rent and the other terms of the lease must be reasonable and proper. The charity trustee concerned must withdraw from any

meeting at which such a proposal or the rent or other terms of the lease are under discussion.

A charity trustee 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 the supply of goods only - controls

The charity and its charity trustees may only rely upon the authority provided by sub-clause (2)(c) of this clause if each of the following conditions is satisfied:

The amount or maximum amount of the payment for the goods is set out in an agreement in writing between the charity and the charity trustee 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.

The amount or maximum of the payment for the goods in question does not exceed what is reasonable in the circumstances for the supply of the goods in question.

The other charity trustees are satisfied that it is in the best interests of the charity to contract with the supplier rather than someone who is not a charity trustee or connected person. In reaching that decision the charity trustees must balance the advantage of contracting with a charity trustee or connected person against the disadvantages of doing so.

The supplier is absent from the part of the 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.

The supplier does not vote on any such matter and is not to be counted when calculating whether a quorum of trustees is present at the meeting.

The reason for their decision is recorded by the charity trustees in the minute book.

A majority of the charity trustees then in office are not in receipt of remuneration or payments authorised by clause 29.

In sub-clauses (2)-(3) of this clause:

'charity' shall include any company in which the charity:

holds more than 50% of the shares; or

controls more than 50% of the voting rights attached to the shares; or

has the right to appoint one or more trustees to the board of the company.

In sub-clauses (2) and (3) of this clause 'connected person' includes any person within the definition set out in clause 32 (Interpretation).

Expenses

The trustees may use the charity's funds to meet any necessary and reasonable expenses which they incur in the course of carrying out their responsibilities as trustees of the charity.

Amendment of trust deed

The trustees may amend the provisions of this deed, provided that:

no amendment may be made to clause 3 (Objects), clause 8 (Duty of care and extent of liability), clause 27 (Application of income and property) and clause 28 (Benefits and payments to charity trustees and connected persons) , clause 31 (Dissolution) or this clause without the prior consent in writing of the Commission; and

no amendment may be made that would have the effect of making the charity cease to be a charity at law.

no amendment may be made to alter the objects if the change would undermine or work against the previous objects of the charity.

Any amendment of this deed must be made by deed following a decision of the trustees made at a special meeting.

The trustees must send to the Commission a copy of the deed effecting any amendment made under this clause within three months of it being made.

Dissolution

The trustees may dissolve the charity if they decide that it is necessary or desirable to do so. To be effective, a proposal to dissolve the charity must be passed at a special meeting by a two-thirds' majority of the trustees. Any assets of the charity that are left after the charity's debts have been paid ('the net assets') must be given:

to another charity (or other charities) with objects that are the same or similar to the charity's own, for the general purposes of the recipient charity (or charities); or

to any charity for use for particular purposes which fall within the charity's objects.

The Commission must be notified promptly that the charity has been dissolved and, if the trustees were obliged to send the charity's accounts to the Commission for the accounting period which ended before its dissolution, they must send the Commission the charity's final accounts.

Interpretation

In this deed:

all references to particular legislation are to be understood as references to legislation in force at the date of this deed and also to any subsequent legislation that adds to, modifies or replaces that legislation

'connected person' means:

a child, parent, grandchild, grandparent, brother or sister of the trustee;

the spouse or civil partner of the trustee or of any person falling within sub-clause (a) above;

a person carrying on business in partnership with the trustee or with any person falling within sub-clause (a) or (b) above;

an institution which is controlled -

by the trustee or any connected person falling within sub-clause (a), (b), or (c) above; or

by two or more persons falling within sub-clause (d)(i), when taken together;

a body corporate in which -

the charity trustee or any connected person falling within sub-clauses (a) to (c) has a substantial interest; or

two or more persons falling within sub-clause (e)(i) who, when taken together, have a substantial interest.

Sections 350 - 352 of the Charities Act 2011 apply for the purposes of interpreting the terms used in sub-clause (2) above.

IN WITNESS of this deed the parties to it have signed below

Signed as a deed by

Marlborough Town Council acting

by two councillors in

the presence of the clerk

Councillor

Councillor

Clerk