



Malvern Hills Trust

Meeting of the

GOVERNANCE COMMITTEE

Thursday 4 February 2021 7.00 pm

By Video/telephone conference

Live stream on YouTube: <https://bit.ly/3dbH2AW>

Meeting of Governance Committee

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Thursday 04 February 2021 7.00pm

Members: Mr C Atkins, Mr R Bartholomew, Dr S Braim, Mr D Core, Mr M Davies (non voting), Mr D Fellows, Mrs C Palmer, Prof J Raine, Ms S Rouse (non voting),

AGENDA

1. Election of Chair
2. Election of Vice-Chair
3. Apologies for absence
4. Chair's announcements
 - For information:
In connection with the Board meeting on 21 January 2021:
MHDC has issued a revised (higher) taxbase figure for 2021/22. This reduces the average Band D levy for 2021/22 from the figure given at the meeting to £40.35, (which is a 6.5% (£2.45) increase in the amount payable)
5. Declaration of Interests
6. Matters arising from previous meetings (not otherwise on the agenda)
7. Governance Changes
 - Report from working group Paper A
 - Report on potential costs Paper B & C
 - Process Paper D
8. Update on trustee training
9. Update from work of working group set up to look at more efficient ways of conducting meetings
10. Urgent Business
10. Date of Next Meeting – to be advised or otherwise 29 April 2021

Malvern Hills Trust

Governance Committee Meeting

February 4th at 7.00pm

“Perspectives on the Trust’s Reform Proposals and the Way Ahead”

Report of a Series of Conversations with Individual Board Members

Paper by John Raine, Stephen Braim, Cynthia Palmer and David Core

1. Introduction

In light of the notification last year from the Department for Digital, Culture, Media & Sport (DCMS) that a Private Bill would now be the preferred means for pursuing the Trust’s proposals for reform to its governing Acts of Parliament (rather than a Charity Commission Scheme) it was felt important to understand better what individual trustees are thinking about next steps ahead of any formal decision-making in this respect. This report summarises viewpoints gathered on this issue from a series of ‘conversations’ that were held in January 2021 (by virtual means) between individual board members and pairs of members of the Working Group of the Trust’s Governance Committee -John Raine (JR), Stephen Braim (SB), Cynthia Palmer (CP) and David Core DC).

2. The Conversations

All board members were invited to participate in such ‘conversations’ - and, of the 20 current trustees who are not members of the working group, 13 agreed, 3 declined and 3 did not respond to the letter of invitation (nor, indeed, to a follow-up reminder letter). Including ourselves (JR, SB, CP and DC) as facilitators of those conversations, that means that there was engagement with 17 out of the current 24 trustees (almost 71% of the present board), and we are very grateful for the time and interest that each board member has contributed. Most of the conversations lasted for around an hour -with the duration of just two falling below forty five minutes. They were free ‘conversations’ rather than following a pre-determined schedule of questions, but in each, the key aim was to elicit current viewpoints and perspectives on the way forward with regard to the governance reform proposals, particularly in light of the findings from the public consultation back in Autumn 2019 and the DCMS’s subsequent notification about a Private Bill now being the preferred route.

That said, the conversations also inevitably provided the opportunity for the expression of views on a broader range of issues concerning both the board’s proposals for other reforms (e.g. additional powers for land management and administrative responsibilities) and thoughts about the way board and committee meetings are operating and how performance might perhaps be improved. Such matters, however, are outside the scope of this paper and will accordingly be channelled into other discussions in the Governance Committee and in other work-streams of the Board as appropriate, to ensure that the comments and ideas are not lost.

As Working Group members and facilitators of these conversations, we are grateful to all the contributors for their time and for sharing their thoughts so constructively and candidly. All of the conversations have been invaluable in enabling us to build our understanding of trustees’ viewpoints about next steps and the way ahead, about key concerns and about other issues concerning the way the Board and the Trust are operating and priorities for improvement activities. We have summarised our conclusions from all this work in two key recommendations at the end of this paper.

3. Summary of the Key Viewpoints on Governance Arrangements from the Conversations

In the succeeding few paragraphs we summarise the key perspectives and views proffered during our conversations with trustees on the governance reforms, and particularly on board size and the electoral arrangements.

- **On board size and structure**

It was readily apparent from the round of conversations that, while everyone takes the view that the official current board size of twenty nine members is unwieldy and excessive, there is a significant proportion who feel that slimming down to a maximum of just twelve, would be both a step too far and that governance would be less effective than at present as a result.

While acknowledging that there is much research on, and guidance for, charitable organisations in relation to board size which concludes that membership not exceeding twelve is likely to prove most effective, including from Charity Commission, it was clear from the conversations with our board members that many feel happier about a rather higher number. Indeed several suggested that a board of circa 14-16 would seem more appropriate for the Malvern Hills Trust, given its dependence on a levy of local residents for much of its revenue and the fact that the much larger size of the Board under its current constitution. Indeed, several members felt that we should revisit our previous decision on board size before taking the reform proposals further. Several also questioned why it was necessary to prescribe a specific number in our Acts, and felt more flexibility on the issue would be appropriate.

That said, almost all interviewees indicated being generally comfortable with the idea that, in addition to directly elected trustees, there should definitely be scope for additional trustees to be appointed to achieve a well-balanced and suitably diverse board overall. In this respect, most members were comfortable with the idea of an Independent Nominations Panel (INP) as the vehicle for recommending such appointees and recognised that this was likely to work more effectively in delivering the best candidates than simply relying on nominations by the Councils and the Church Commissioners.

- **On Elections**

Not all interviewees, but certainly a very clear majority of them, indicated their contentedness with the proposal to change the electoral arrangements from the current pattern of ten (variable sized) electoral areas to a single constituency covering the same overall geographical area. There were also strong expressions of support for the idea of moving to a postal electoral process (including the option of on-line voting), it being recognised that this would be fairer in so far as it would better ensure that the electorate received consistent information about the candidates and would therefore be able to make more informed choices. It was also emphasised by several respondents that such a postal election would serve to minimise the potential for a democratic deficit through uncontested ward/parish seats, which has long been an unfortunate characteristic of Trust board elections. Several members also indicated that they were further persuaded of the merits of moving to postal/on-line elections because they would be cheaper to administer.

While two board members expressed their preference for retaining multiple electoral areas (whether with the existing ten constituencies or through amalgamations of some of those with small numbers of electors), all other members indicated being convinced of the merits of basing the elections on a single constituency (from which, in rank order, the candidates with the most votes would be duly elected).

- **On the way forward/next steps**

Undoubtedly, with regard to governance issues, the first and most significant concluding message to come from the round of conversations was that most, if not all, board members are of the view that the Trust should indeed commit to pursuing a Private Bill in Parliament - this being the only means now available for seeking the additional powers the organisation so clearly needs to enable to modernise its governance arrangements and so be able to function more effectively and efficiently in the twenty first century.

The essence of what we heard from most board members in the discussions can be summarised in a few direct quotes as follows: *"let's make it (the reforms) happen, and as quickly as possible"*; and *"it may be difficult to get a Private Bill through Parliament, but we should certainly try"*; and *"there will never be a right time, so we just need to get on with the reforms!"*, and *"it's already a long while since 2014 when the Charity Commission told us to reform our governance, so we now need to give it all the priority we possibly can"*; and *"It's not just about governance - there are other urgent changes that will benefit our land management abilities and for which we need to think 20 years ahead"*.

To this end, several board members emphasised the importance of now looking to build a strong narrative for the reforms; *"to be clear with ourselves as to why we need to do it"*; *"seeing it as an investment in the Trust's future"*, and *"developing a strong appreciation of what the potential negative consequences might be if we do not proceed"*.

In many of the conversations emphasis was also placed on the 'down-sides' of the current governance arrangements - that only four of the constituencies had experienced contested elections in November 2019; that there are acute inequalities in voter numbers between the current wards/parishes; and that the current process for nominations from councils generally fails to ensure a board with the appropriate level of diversity, skill-sets and commitment.

But more than this, there were many expressions of recognition of the reality that the Trust's governing Acts are hopelessly out of date and are seriously hampering the organisation in its core purposes of managing the hills and commons as effectively and efficiently as should be expected in the third decade of the twenty first century.

That said, the need was also recognised for a careful weighing up of the risks and benefits associated with the pursuit of a Private Bill - the key potential risk, of course, being possible failure to win approval in Parliament. But more than this, several members emphasised their view that the costs and benefits did need to be more fully articulated and carefully weighed up; doing so alongside an analysis of the potential costs of NOT pursuing the reforms. In this context, it was also questioned several times how the further legal costs of a Private Bill might be met. Nevertheless, as already indicated, most trustees took the view that it was important to regard any such commitment as an investment in the future.

Additionally, and equally importantly, in several of the conversations, board members expressed the view that they thought we should take the opportunity of the delay caused by the switch from a Charity Commission Scheme to a Private Bill to revisit some of the details of the governance reform

proposals and perhaps to reconsider whether a board of 'not more than twelve' was indeed the most appropriate and acceptable structure for the Trust, particularly given the well-established and associated democratic expectations. In this respect, several members indicated that they would personally be happy to see a slightly increased number of elected board members than the six that had previously been agreed - perhaps to eight or nine, although being very comfortable with the idea of an Independent Nominations Panel (INP) making additional recommendations for appointment of individuals to ensure a suitably diverse, appropriately skilled, and experienced team of trustees overall.

4. Key Conclusions/Recommendations

From all the conversations with board members we draw the following two key conclusions and recommendations in particular regarding the future for governance reform:

1. There is undoubtedly a very strong level of support within the Board for continuing with the reform programme, albeit now through the pursuit of a Private Bill. **Accordingly, we recommend commencement of further work on the costs and benefits of such pursuit and, subject to obtaining the necessary s74 permission to commit funding towards a Private Bill, for the Board to resolve to commission work on a Private Bill as soon as possible - and with a view to submission to Parliament by November 2021.**
2. There is also a significant level of support for increasing slightly the number of elected trustees, while retaining the previously proposed provision for an Independent Nominations Panel (INP) to recommend additional appointments. **Accordingly, we recommend that the Governance Committee (perhaps led by its Working Group on Governance Reform) revisits the arguments regarding the size of the board (and particularly regarding number of elected trustees).**

John Raine, Stephen Braim, Cynthia Palmer & David Core

January 2021

Governance Committee

Cost of making Governance Changes by way of a Private Bill

4 February 2021

Background

Malvern Hills Trust has for a number of years been considering what changes are needed to its governing Acts to bring them up to date, to conform to good practice for charity governance and provide additional powers to enable the organisation to operate effectively in the future. The Acts also need to be consolidated as identified by the House of Lords during the passage of the 1995 Act.

The Charities Act 2011 s 73 provides a process for amending the governing Acts of charities constituted by Act of Parliament by way of a Scheme promoted by the Charity Commission. However, the DCMS announced in March 2019 that a private bill would be their preferred mechanism for achieving amendments to the five Acts. The option of using a Scheme is therefore no longer open to the Trust.

The cost of putting a private bill through Parliament to achieve the changes which have been identified, will be more than the cost of a Scheme, although as the Charity Commission pointed out, using a bill may achieve the changes more quickly.

NB Trustees should be clear that consent is required from the Charity Commission or the Court before using any funds applicable for the purposes of the charity on preparing or promoting a Bill in Parliament. The Charity Commission has expressed its willingness in principle to give such consent.

Use of the draft Scheme

There is already a fully worked draft Scheme incorporating all of the governance changes which were originally proposed and which could be achieved by a Scheme.

A number of amendments had been identified since the primary draft was completed in 2018. It was agreed that it would be more cost effective to wait until after the consultation before making changes, in order to save time and costs by making all changes at one time. The idea currently under discussion is that Bates Wells, the solicitors instructed in connection with the Scheme, should make the various drafting changes and then pass the draft on to the Parliamentary Agent to convert the document into a draft Bill.

Indicative costs

Initial redrafting carried out by Bates Well

A schedule of the changes identified from the consultation (in addition to others previously notified) has been passed to Bates Wells with a request that they give an estimate for incorporating the proposed changes. Doing this work will inevitably require them to re-acquaint themselves with the draft and the Malvern Hills Acts after a 2 year delay.

Bates Wells have a specialist Charity Law department and it is envisaged they may be asked to continue to advise during the Parliamentary process on Charity Law points. It is hoped that an estimate for making the changes will be available in advance of the meeting.

Parliamentary Agent

Having initially made contact with 2 Parliamentary Agents, the Trust has only obtained a detailed quote from one as set out below.

One of the Parliamentary Agents contacted turned out to be the person who dealt with the 1995 Act. It is difficult to see that any other Parliamentary Agent would be better equipped either to carry out the work or to give an accurate as possible estimate in relation to cost. He has a clear recollection of the structure of the Trust, the difficulties encountered on the last occasion and a background knowledge which will help the Trust establish where there might be issues lying ahead.

In relation to the cost estimate, he said:

“I set out the potential estimated costs of the promotion of a private bill in very broad terms in the table below, all figures excluding VAT. I must emphasise that this is very much an estimate. There are many different circumstances that could arise which could affect the amounts mentioned, either way. If we were instructed, we would keep you updated on costs of course and would let you know if the estimate changed. We invoice our clients on a monthly basis, which provides an added level of visibility on costs.

The estimate is based on the following hourly rates. I would expect most of the work to be done by a partner/Parliamentary Agent with assistance from a trainee and/or associate.”

Partner/Parliamentary Agent	Senior Associate	Associate	Solicitor	Legal Executive	Trainee	Paralegal
■■■	■■■	■■■	■■■	■■■	■■■	■■■

Estimate of Fees for Private Bill Promotion		
	Opposed in both Houses by Petitioners, MPs and Peers	Unopposed by Petitioners, MPs and Peers
Our fees	████████	████████
Counsel's Fees (Human Rights)	██████	██████
House Fees	██████	██████
Advertising Fees	██████	██████
Transcript fees for two select committees	██████	█
Counsel's fees for two select committees	██████	█
Other Disbursements, including printing	██████	██████
Total	████████	████████

Risk of having to pay third party costs

A private Bill can be withdrawn at any time with very little risk of having to pay anyone else's costs, so for example, if the Bill attracts petitions in the first House, it can be withdrawn before the costs of the select committee start mounting up and there is very little risk of costs having to be paid to third parties even if they secure amendments in select committee.

Additional items

There are two identified issues which would be best covered by the Parliamentary Agent which have not been specifically included in the general estimate. If there is a decision to proceed, a further estimate can be obtained, but there seems little point in asking him to undertake further work until then.

- i. The draft scheme does not include a provision for access to the electoral roll. This could not be included in a Scheme but can be included in a bill.
- ii. How to address the incorporation of the provisions for the levy in a consolidated Act.

Timescales

The first date the bill could be deposited is 27 November 2021. There is a considerable amount of work to be carried out before then. If November 2021 is missed, then the start will be delayed until November 2022. (There is only one "start date" for private bills each year).

How long the bill would take to get to Royal Assent would depend on a number of factors, including:

- Whether it is opposed or unopposed by petition, MPs or peers
- Whether government departments or other agencies raise objections/concerns
- Whether unexpected interventions arise, eg general elections, pandemics, difficulties in finding members to sit on committees, long delays on the part of the Attorney-General to produce a report on the Bill, etc

The Trust has been advised that, in broad terms, a November 2021 Bill which is completely unopposed and makes smooth progress all stages could get to Royal Assent in the first quarter of 2023. A very heavily opposed Bill, is likely to take up to 2 years, and sometimes longer, to get to Royal Assent.

Recommendation

This paper sets out indicative costs for proceeding with a Bill. No recommendation is made as to whether the Committee should recommend that the Board commit to the cost of a private bill.

If any further information is required please let me know as soon as possible.

The Officers do not have direct experience or detailed knowledge of the process for a private Bill nor a view on the estimate provided and may find it difficult to answer detailed questions. It is therefore recommended that the Parliamentary Agent be invited to attend the meeting at which the Board considers whether to proceed. This will incur a fee for attending the meeting (as outlined in the hourly rates).

Susan Satchell
Secretary to the Board
22 January 2021

Schedule

What is included in the estimate and caveats

The estimate set out in the paper includes:

- Advising generally on procedure throughout.
- Settling the Bill and the explanatory memorandum: (on the basis that much of the drafting has already been done). The draft scheme needs to be put into the form and usual language of an Act of Parliament, and the drafting checked to ensure it meet the Trust's objectives. The Agent would also flag any provisions which might require changes, eg provisions which might raise human rights issues, or which were likely to attract concern during its passage through Parliament.
- Advising on consultation: There may need to be further consultation eg on any amendments arising out of the first consultation or any elements which have been added, It is assumed the work required will be limited to advising on the consultation and that he will not be asked to draft the consultation document.
- Obtaining human rights advice: this is a necessary step as a statement as to human rights compatibility has to go on the face of the Bill. There are theoretical issues around the repeal of any third party rights.
- Preparing, serving and placing relevant notices at the time of the Bill's deposit: Repeal notices are likely to need to be served on third parties or their successors as referred to above.
- Preparing a "precedent Bill" which shows where the relevant precedents for each clause are, together with other various versions of the Bill required by Parliament
- Liaising generally with the House authorities before and throughout the promotion
- Physically depositing the Bill in Parliament and various versions of it throughout the Bill promotion
- Preparing for and appearing before the Examiners in Parliament to prove compliance with the Standing Orders (once when the Bill is deposited, again when it goes to the second House)
- If there are petitions against the Bill, considering whether the petitioners' standing should be challenged, serving notices and appearing before the relevant committee
- Assisting in dealings with the Charity Commission and interested government departments (eg Attorney General and DCMS)
- Assisting in negotiations with petitioners, if any
- Dealing with queries about the Bill from interested MPs or peers
- Drafting amendments, undertakings and assurances to meet concerns raised by third parties and assisting in negotiations
- If necessary, assisting in briefing MPs and Peers and attending Parliament for any debates (on second reading, consideration and/or third reading).
- Preparing filled up Bill (ie Bill with amendments) and other documents for committee stages
- If unopposed by petition, preparing for and appearing as advocate at the committee hearings in the relevant House
- If opposed by petition, instructing counsel, assisting in the preparation of evidence etc for committee in the relevant House

The following assumptions have been made:

- The Bill is based heavily on the draft scheme and Bates Wells will carry out all of the amendments which have already been identified. The fact that the Bill would contain so many provisions means that the work required throughout the process will inevitably be greater.
- In the Opposed Bill column:
 - a select committee hearing in both Houses, lasting 3 days in each. Whether there is a select committee at all depends on whether there are petitioners against the Bill. How long it lasts depends on how many and (to some extent) the tolerance of the committee. It is assumed the number of petitions to be up to 5 and that there is unlikely to be a significantly detailed settlement agreement required to meet their concerns, if there is one to be agreed at all
 - Junior counsel would provide the human rights advice.
 - A QC would be instructed to appear before the select committee with no junior counsel. If a junior were instructed, then the fees would be lower. Brief fee assumed to be £20,000 in each House with refreshers (daily fee) of £3,000 and 4 conferences of £3,000 each. The fees will depend also on the number and type of petitioner, so that needs to be borne in mind.
- In the Unopposed Bill column, allowance is made for a certain amount of interaction between the council and third parties, such as government departments, House lawyers and agencies such as the Charity Commission and Open Spaces Society, arising from the consultation and during the promotion. If the Bill attracted little or no comment from them, then the figure for our fees could be lower: I would not expect them to go below [REDACTED] in this case however.
 - As above, the consultation documents would be drafted and the process run by the Trust: The Parliamentary Agent would advise on process and on draft documents
 - It is assumed the House Authorities would agree fees of £4,000 rather than the usual £16,000, on the basis that the promoter is a charity. Please note that those fees are payable at 4 stages during the promotion.

The Parliamentary Agent recalls that the Malvern Hills Act 1995 was opposed by petition in the House of Lords, and that the petitions in the Commons were withdrawn.

Governance Committee

Options for funding the cost of a Private Bill

4 February 2021

Scope of this paper

This paper sets out the options for funding the cost of a Private Bill. For the purposes of assessing the options, it has been assumed that a maximum total budget of £300,000 would be needed. This is subject to the uncertainties as outlined in paper B.

The options open to the trustees are broadly:

1. To make a loan from the lands acquisition fund to the general fund to cover the cost of a Bill. This was done to cover part of the cost of the 1995 Bill, with the loan being repayable over 25 years,
2. To take the total cost from the 'free reserves',
3. To take out a bank loan.

Financial position

The charity's estimated 'free reserves' at 31st March 2021 are £724,000 and comprise:

General fund exc Net Book Value of fixed assets		270,316
Free' designated funds:		
Gifts	440,291	
Fundraising	10,000	
Dog campaign	3,501	
		453,792
		<u>724,108</u>

The forecast balance on the Lands Acquisition Fund at the year-end is £806,000.

Whilst free reserves are healthy at the moment, the charity faces a number of uncertainties, most notably significant tree work costs and the continuing pandemic.

Should a new Act be achieved, there will be a number of projects requiring working capital. For example, the 'securing the commons' project will be grant funded but there will be matched funding to come from MHT plus costs incurred before grants are paid. Other project such as fund-raising initiatives will require investment up front.

Ideally free reserves should be maintained at higher than usual levels to cover the current uncertainties and allow sufficient working capital as the charity moves forward.

Consideration of the detailed options

	Option	Advantages	Disadvantages	Estimated external cost or loss of income
1	To make a loan from the lands acquisition Fund to the general fund to cover the cost of the Bill, repayable over a set period of time. The general fund would pay 'interest' on the loan to reimburse the LA fund income lost.	<ul style="list-style-type: none"> i. There are adequate funds in the LA fund ii. Follows the precedent set in 1995 iii. No income loss to the charity iv. Protects the level of free reserves v. Flexibility to repay early should free reserves position allow 	<ul style="list-style-type: none"> i. Permission may need to be sought as trustees cannot rely on the advice given in 1995 ii. Funds would need to be disinvested from the portfolio. This would need to be carefully planned with Brewin Dolphin iii. If a significant piece of land (>£500k) came onto the market funds would not be available in the LA fund (NB the gift fund or parliamentary fund could be used) 	Nil
2	To pay for the bill from the unrestricted gift fund	<ul style="list-style-type: none"> i. Adequate funds available and held in bank accounts ii. No external permission needed iii. Negligible income loss given the current deposit interest rates 	<ul style="list-style-type: none"> i. Not an ideal use of gifts, would not be well perceived ii. Depletes the free reserves in uncertain times 	Negligible
3	To pay for the bill from a combination of general fund reserves and unrestricted gift fund	<ul style="list-style-type: none"> i. Adequate funds available and held in bank accounts ii. No external permission needed iii. Negligible income loss given the current deposit interest rates 	<ul style="list-style-type: none"> i. Depletes the free reserves in uncertain times 	Negligible
4	To take out a bank loan		<ul style="list-style-type: none"> i. Expensive ii. Security would be required which would tie up funds 	Difficult to say without speaking to the bank, but online rates are around 4-6 % per annum

Cheryl Gentry, Finance & Administration Manager
27th January 2021

Governance Committee Process for proceeding with a Private Bill 4 February 2021

In order to provide a context for a decision to proceed “in principle” with a private bill to update the Malvern Hills Acts, set out below is an outline of the steps which will be required and the decisions which need to be taken. This will almost certainly change as things develop and further advice is received.

Timing is critical if the entire process of approving the promotion of the bill and preparing it is to be completed before the end of November.

No substantive work can be started on the preparation of a bill until s74 Charities Act 2011 consent is obtained.

s 74

(1) No expenditure incurred in preparing or promoting a Bill in Parliament is to be defrayed without the consent of the court or the Commission out of any money applicable for the purposes of a charity.

(2) Subsection (1) applies regardless of anything in the trusts of a charity.

Timescales

In order to achieve the 27 November submission date, the key steps would be needed as follows:

Step 1 – Governance Committee recommendation	February 4 th 2021
Step 3 – Board decision in-principle on proceeding	End Feb / begin March
Step 5 – Section 74 consent receipt	Early April
Step 6 – Consideration of revised draft prepared by BW	End April
Step 8 – Approval of “final” draft Bill	June
Step 9 – Further consultation	June/July
Step 10 Board approval of promotion of the bill following any amendments flowing from the consultation	September/October

Anticipated pathway.

Steps highlighted in red are Board/Committee decisions. Stakeholders will continue to be consulted throughout the process.

Step 1: Governance Committee 4 February 2021

Governance Committee to identify and commission any further work which needs to be carried out prior to the Board meeting to which its proposal will be referred (see step 2)

Draft resolutions:

1. Subject to
 - a. approval of the drafts by the Board at steps 6 8 and 10
 - b. s74 approval by the Charity Commission or the CourtThe Committee propose that the Board proceed with the Governance changes contained in the draft scheme (subject to a review as set out in 2 below) by way of a private bill,
2. The Governance committee appoints a working group to undertake any necessary preliminary work including:
 - a. To carry out further work identified in the Report of the Working Group dated January 2020 (but unless otherwise advised, incurs no external costs at this stage)
 - b. Revisiting the proposed changes to Board size and split between appointed and elected trustees and reports back to the Governance Committee
 - c. Any further issues which arise during the process
3. The committee recommends that a Parliamentary Agent be invited to attend the Board meeting to which resolution 1 is referred to answer questions on process for a bill and costs
4. Governance Committee to meet monthly following s 74 consent to oversee the process.

Step 2 - Collate other relevant information needed for the Board meeting.

- Further cost estimates / quotes to be sought.
- Options for funding of bill to be developed.
- Identify the benefits and risks of proceeding or of taking no action

Step 3 Special Board

Board decision required on the principle of proceeding
Board to make a decision on the way the bill is to be funded.

Step 4A Request submitted to Charity Commission for s74 consent

Step 4B (Concurrent with waiting for CC response)
Officers to internally review what amendments are outstanding.

Step 4C (Concurrent with waiting for CC response)
Working Group review the items identified in the Working Group report dated January 2020 (except the ones that require legal advice).

Step 5
S74 consent received
Governance Committee starts to meet on a monthly basis.

Step 5A
Send the list of amendments to Trust Solicitors (Bates Wells) for incorporation in the draft document.

Step 5B: (Concurrent with 5A)
Seek advice from Parliamentary Agent on inclusion of matters previously identified but outside the scope of a scheme.

Step 5C (Concurrent with 5A)
Request parliamentary Agent deal with determination of any preliminary issues

Step 5D (Concurrent with 5A)
Take advice on those possible amendments identified in the Working Group Report of January 2020 that require it.

Step 6 Board meeting

Board to agree the draft prepared by BW (prior to incurring drafting costs of Parliamentary Agent).

Step 7A

Draft from Bates Well passed to Parliamentary Agent with instructions to advise if there are elements that he considers may be problematic. (To be referred to working group/ Governance Committee/ Board as appropriate)

Step 7B

Parliamentary Agent instructed to convert to draft Bill format. Clear any drafting points with Charity Commission.

Step 8 Board meeting

Board to approve final draft and give go ahead for any consultation.

Step 9

Carry out public consultation on any significant differences from the proposals originally consulted on. Seek comments of Charity Commission on the drafting, and engage with the relevant Government Departments.

Step 10 Final approval by the Board following any amendments flowing from the consultation

Susan Satchell
Secretary to the Board
25 January 2021

Private Bills

<https://www.parliament.uk/about/how/laws/bills/private/>

Private Bills are usually promoted by organisations, to give themselves powers beyond, or in conflict with, the general law. Private Bills only change the law as it applies to specific individuals or organisations, rather than the general public. Groups or individuals potentially affected by these changes can petition Parliament against the proposed Bill and present their objections to committees of MPs and Lords.

How Private Bills start

Bills can start in either House. The formal stages of Private Bills are broadly the same as Public Bills.

Letting the public know

Parliament requires that Private Bills are publicised through newspaper adverts, official gazettes of local areas, and in writing to all interested parties. People directly affected by a Private Bill - for example, residents near a proposed site for a new cemetery - should also be informed.

Petitioning against Private Bills

Any group or individual directly affected by a Bill's proposals can object to it through petitions, examined and considered by committees of MPs and of Lords. Further details on drafting a petition are available from the Private Bill Offices in the Commons and Lords.

The Court of Referees is charged with considering the rights of a petitioner to make a challenge against a Private Bill.

Private Bill stages

<https://www.parliament.uk/about/how/laws/bills/private/private-stages/>

A Private Bill is a proposal to confer particular powers or benefits on any person or body of persons - including individuals, local authorities, companies, or corporations - in excess of or in conflict with the general law.

Although it goes through similar stages as a public bill, a private bill has different stages and rules. For example, anyone "specially and directly" affected by private bill can (during particular periods) petition against the bill in both the Commons and the Lords. There are preliminary steps that must be taken before a Private Bill can be presented to Parliament. Private Bills are deposited in Parliament on the 27 November and are scrutinised by the Examiners of Petitions for Private Bills before being formally presented before Parliament in January. Some bills will start in the Lords and others will start in the Commons.

Once presented the bill will go through the following stages in each House in turn:

First reading (formal introduction of the Bill, which is held without debate)

Petitioning period (Starting on or about 22 January and ending about 8 or 10 days later in the Commons and a about fortnight in the Lords, When the bill goes to the second House the petitioning period in either Houses is 10 days and begins on the day of first reading.)

Second reading (This is often approved formally unless a Member wishes to have a debate on the Bill. In the Commons the motion may be repeatedly blocked, which can delay progress indefinitely. The principles of the bill are debated on third reading.)

Committee stage (Bills which have outstanding petitions against are considered by an Opposed Bill Committee, whereas bills not petitioned against go to an Unopposed Bill Committee. Both committees are specially appointed. In the Lords it is possible for a bill to be considered by an Opposed Bill Committee and an Unopposed Bill Committee.)

Report stage (Only available in the Commons and is the last chance for MPs to amend the bill. In the Lords, private bills do not have a report stage after they have left committee.)

Third reading (The principles of the bill are debated on third reading. It is the opportunity for the House to reject the bill. It is also the last chance for MPs and Lords to debate or block a Private Bill. In Lords the bill can be amended on third reading.)

When a Bill has passed through both Houses it may return to the first House (where it started) when amendments made by the second House are considered.

Royal Assent (granted by the Monarch) means that the Bill becomes an Act of Parliament