

The Crown Street Library and the Crown Street Trustee Board

Background information

1. Edward Pease died on 13 June 1880. In his will £10,000 was left 'for the education of the poorer classes in the Borough of Darlington either by establishing or founding or assisting in establishing or founding a free library or scholarship from elementary schools for boys and girls or in such other way as my said trustees shall in their uncontrolled discretion think fit'.
2. The executors of Edward Pease's Estate commissioned the construction of a public library in Crown Street. On 23 October 1885 the new library was transferred to the 'Corporation of Darlington'. The building, which was extended in 1900 and 1930, is recognised by the Council to be held on trust by the Council for the purpose of being used as a public library.
3. Until March 2020, the Council was the sole trustee, with the role of the sole trustee sitting with the Council's Executive body - Cabinet. In March 2020 Cabinet agreed to appoint 3 Independent Trustees to the Crown Street Trust Board, with the Council being represented on the Trust Board by the Leader of the Council.
4. The appointment of independent trustees was agreed to enable more formal recognition to the role of wider community, given the original aims of the bequest of Edward Pease. It was also to help to introduce an element of separation of the service responsibility and trust purpose, so that both no longer exclusively sat with Cabinet.

Appointment of additional trustees

5. The positions of Independent Trustees were advertised in the Library, in the November 2019 edition of One Darlington and on the Council's website. Applications were shortlisted and candidates were then interviewed in January 2020 by a Cabinet Sub Committee.
6. The Cabinet Sub Committee made recommendations to Cabinet, who on 3 March 2020 agreed to appoint Elizabeth Dodds, Yvonne Richardson and Matthew Roche to the Crown Street Library Trustee Board. Cabinet also agreed that the Leader of the Council should be the Council appointed Trustee.

The Crown Street Trustee Board

7. The Trustee Board has a 'Terms of Reference' (see **Appendix**).
8. The key points to note:
 - (a) The role is about the Crown Street Library building (and supports its founding purpose as a public library). It is not about the provision of the library service (which is the sole statutory responsibility of the Council - under the Museums and Libraries Act 1964).

- (b) The legal estate of the Crown Street Library building will continue to be registered in the sole name of the Council. The role is a custodian one as the legal interest will be subject to the terms of the trust with the building held 'for the purposes of a public library for the Borough of Darlington'.
- (c) The Trustee Board will comprise a Council trustee and 3 other trustees (independent of the Council). The Council trustee will have a single vote and the other trustees will each have a single vote. Decisions of the Board of Trustees will be made by simple majority voting. The quorum will be the Council trustee and at least 2 other trustees.
- (d) There will be an annual meeting, which should be held on or close to the anniversary of the opening of Crown Street Library (23 October 1885). The annual meeting will enable trustees to receive an update on matters concerning the Library and will also provide an opportunity to mark and remember the anniversary of its opening.
- (e) Outside of the annual meeting it is not anticipated that additional meetings will be required (though Trustees will be able to call for a meeting). The remit of the Board of Trustees is a limited one. As long as the library continues to be adequately maintained (which the Council is responsible for) and used as a public library the trustees will not ordinarily need to meet. Trustees will need to meet if there was concern that the library service might cease to be located in the building, or there was building disrepair that could jeopardise it continuing to remain open.

Appendix

Crown Street Library Trustee Board

Terms of Reference

Preamble

1. Crown Street Library was transferred to Darlington Corporation on 23 October 1885. The legal estate is held by Darlington Borough Council.
2. The building (including the subsequent extensions) is held 'upon trust for the purposes of a public library for the Borough of Darlington'.
3. Darlington Borough Council as statutory successor to Darlington Corporation became the sole trustee.
4. By decision of the sole trustee (made the Cabinet of Darlington Borough Council on 3 March 2020) it was agreed to appoint three independent Trustees of the Crown Street Library, with the Council being represented by a Council Trustee.
5. Darlington Borough Council will continue to hold the legal estate of the building, subject to the terms of the trust.

The Trust Property

6. The trust property is the Crown Street Library in Darlington. The property comprises the original 1885 building and the extensions to it that were transferred to Darlington Borough Council in August 1900, and in July 1930.

The Trust Purpose

7. The trust purpose is for the Crown Street Library to be held on trust for the purpose of a public library for the Borough of Darlington.

Board of Trustees

8. The Board of Trustees will comprise the Council Trustee (appointed by Darlington Borough Council) and up to three other Trustees (who shall be independent of the Council).

Remit

9. The remit of the Board of Trustees is limited to matters concerning the trust property as set out below. This is distinct from matters concerning the provision of the library service, which are and remain the sole responsibility of Darlington Borough Council.
10. As Darlington Borough Council has agreed that it will be responsible for the maintenance of the Crown Street Library building, matters concerning the

upkeep and maintenance of the building will only become a concern of the Trustees should it be considered that the state of repair is likely harm the viability of the building to remain open as a public library.

11. If at some future time there is a likelihood that the building can no longer be used for its trust purpose (for instance a decision by Darlington Borough Council to cease running library services in the building) the Board will need to meet to consider what is in the best interests of the trust.
12. The Trustee Board shall have all reasonable powers to enable it to discharge its role

Meetings

13. It is intended that there will be an annual meeting of the Board of Trustees to be held as close to the anniversary of the opening of the Crown Street Library on 23 October 1885. This will enable Trustees to receive an update on matters concerning the Crown Street Library and will also provide an opportunity to mark and remember the anniversary of the library opening.
14. At other times a meeting of the Board of Trustees can be convened, as may be required, to consider matters within the Boards remit, by any Trustee requesting the Leader of Darlington Borough Council to hold a meeting.
15. Except in case of urgency, at least 21 days' notice will be given to all trustees of the intended date for any meeting. Attempts to agree a suitable date will be made where Trustees are unable to attend.
16. Meetings of the Board of Trustees will ordinarily take place in the Crown Street Library.

Decision making

17. Decisions of the Board of Trustees will be by simple majority. The Council Trustee having a single vote and each other Trustee having a single vote.
18. The Board of Trustees will only be quorate when it includes the Council Trustee and at least two other Trustees.
19. A record of decisions that are made must be recorded in minutes of the meeting

Interests

20. Trustees must identify and declare any personal or pecuniary interests that give rise to a conflict of interest. If trustees have a conflict of interest, they must leave the meeting while that matter is being discussed or decided.

Remuneration and Expenses

21. Trustees shall not be entitled to any payment, remuneration or expenses

Indemnity

22. Darlington Borough Council will indemnify Trustees from any liability that arises when acting in the reasonable discharge of their role as trustee.

Appointment, retirement and replacement of Trustees

23. The Council Trustee will be nominated and replaced from time to time by Darlington Borough Council, rather than the Board of Trustees. Other trustees will be appointed by the Board of Trustees and can be replaced by the Board of Trustees.

24. Trustees will serve until such time as they indicate by letter to the Board that they are resigning, or the Board agree to replace them.

25. The Board of Trustees will have powers to replace a trustee (other than the Council Trustee) if following reasonable inquiry it appears that they no longer are willing or able to serve as a trustee or their continued membership on the Board is no longer considered to be in the best interests of the Trust.