

## **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.