

## **Governance Arrangements for the Magna Carta Trust (Law and Governance - Andrew Finch)**

### **Synopsis of report:**

**The person who holds the office of the Mayor of Runnymede Borough Council has been a Trustee of The Magna Carta Trust since the creation of the Borough in 1974. The Trust has recently converted to Charitable Incorporated Organisation (CIO) status and the terms of Trusteeship have changed so that appointments are made on their own merit rather than because of the qualifying office they hold.**

**Members are therefore asked to decide whether the Council should enter into a new relationship with the new trust by identifying a person it could propose to act as a Trustee, and if so to consider a suitable nomination(s), or whether to take up an ambassadorial or associate member position.**

### **Recommendation:**

**The Committee decides whether the Council should try to find a person who would be willing, in principle, to apply to be a Trustee of the newly formed Magna Carta Trust CIO or instead take up an ambassadorial or associate member position, subject to the financial costs of both options being clarified.**

## **1. Context and background of report**

- 1.1 The Magna Carta Trust (MCT) was established in 1956 by Lord Evershed, the incumbent Master of the Rolls, and its Trustees contains senior representatives from significant bodies including the judiciary, church, various district/borough councils, the English Speaking Union, The Pilgrims of Great Britain and The Royal Empire Society. The serving Master of the Rolls chairs the Trust's meetings.
- 1.2 Given the significance of the Magna Carta to Runnymede, Runnymede Borough Council, which was created in 1974, has been an active member of the MCT, and provides its Honorary Treasurer, Honorary Secretary, and administration support to the MCT's 1-2 meetings per year. The serving Mayor of Runnymede is a Trustee.
- 1.3 Discussions about the MCT converting to a Charitable Incorporated Organisation (CIO) have been ongoing since soon after the Magna Carta's 800<sup>th</sup> anniversary in 2015, and after a lengthy application process the Charity Commission approved the application to CIO status in December 2021.
- 1.4 At the MCT's most recent meeting in February 2022 the Trustees resolved to both formally disestablish the Magna Carta Trust in favour of the Magna Carta Trust CIO, and transfer its assets to the new CIO.
- 1.5 Furthermore, Trustees of the "old" structure are now required to formally decide whether to become a Trustee of the new CIO. Corporate Management Committee (CMC) are therefore asked whether to continue Runnymede's involvement as a Trustee, in principle, in the new CIO.

## 2. Conversion to CIO Status

- 2.1 The MCT grew out of the Magna Carta Society which was itself constituted following an announcement in 1921 that land at Runnymede was being put up for auction by the Commissioners of Woods and Forests. Following an outcry locally and in the press, the land that comprised the meadow where the Magna Carta was signed was withdrawn from the sale. On the 24 October 1956 a meeting was called for the purpose of the formation of a Magna Carta Trust to succeed the Society.
- 2.2 The MCT was established with the following objectives:
- To perpetuate the principles of Magna Carta. These are the Rule of Law, Human Rights, Democracy and Access to justice
  - To preserve and enhance for public use the sites and resources associated with Magna Carta
  - To encourage and facilitate public understanding of the role and impact of Magna Carta worldwide
- 2.3 Despite the goodwill following the 800<sup>th</sup> anniversary of the sealing of Magna Carta in 2015, it is generally considered that some of the momentum of that occasion has been lost, and a high level of churn has resulted in a large number of stakeholders who were engaged in those events no longer being in post.
- 2.4 Furthermore, a number of member towns and cathedrals have withdrawn from the Trust, and it was hoped that converting to CIO status would give the MCT fresh impetus ahead of 2025, which marks the 800<sup>th</sup> anniversary of the definitive and final version of Magna Carta.
- 2.5 One of the key benefits of converting to CIO status means the MCT is a legal entity that can enter into contracts in its own right, and if appropriate, hold property in its own name. It also provides a means to incorporate and gain the benefits currently available to companies without the burden of dual regulation by both the Charity Commission and Companies House.
- 2.6 Funding for the “old” version of the MCT was mainly limited to donations, which had become harder to come by in recent years during recessions and a pandemic. The Trust had built up its investments to offset running costs but this was not considered a long-term option due to the volatility of the Stock Market. Increasing financial contributions would be one of the new CIO’s primary objectives, and offering modest subscription charges to individuals and groups was considered a realistic way of achieving this.
- 2.7 The majority of members of the “old” Trust would be undertaking internal consultation exercises to determine whether to become members of the new CIO, and the inaugural meeting of the CIO would take place once the number of Trustees had been established.
- 2.8 This inaugural meeting would aim to set the strategic direction of the CIO, with the following draft mission and objective proposed:

**Mission:** “to be the leading body working with individuals and organisations to promote the historical and contemporary relevance of Magna Carta”

**Vision:** “Magna Carta inspires everyone to respect the Rule of Law, Democracy and Human Rights, and Access to Justice.”

### **3. Implications for Runnymede**

- 3.1 Historically Runnymede’s Trustee has been the incumbent Mayor. This was by virtue of the fact that in order to be a trustee a person had to hold what was termed a qualifying office. Once a person ceased to hold the qualifying office they would cease to be a trustee and their successor in that office could become a trustee. However, a significant change to the set up of the CIO would mean that Trustees would be appointed on their own merits on a three or four year term rather than because of the qualifying office they hold.
- 3.2 The direction of CMC is sought to establish whether Runnymede should seek to identify, in principle, a person who would wish to become a Trustee, or whether to fulfil a more informal role within the Trust, such as an associate organisation or ambassador. It should be noted that under the new arrangements organisations like the Council are not given a formal ability to nominate a person to be a Trustee, as exists in respect of certain other charities the Council has a link with, but rather are being given an opportunity to identify someone who has a connection with the Borough who can bring a Runnymede perspective to the work of the MCT.
- 3.3 The financial cost both to the individual and to RBC is currently unknown. Clarification is being sought from the preliminary trustees of the MCT CIO to establish what these costs/subscription would be. It is anticipated that RBC would cover any subscription or membership costs.
- 3.4 During the final meeting of the Trust, Cllr Elaine Gill in her capacity as Mayor of Runnymede stated a preference for an Egham Ward Councillor fulfilling the role of Trustee given that Runnymede Meadows is located within Egham Town ward. However, given the significance of the Magna Carta to the whole borough, should CMC decide to identify a person who can be approached to be a Trustee it can be any councillor, or even a resident or someone from the local community who has a strong interest in Magna Carta.
- 3.5 Should Runnymede decide to identify a person to approach to be a Trustee, that individual’s responsibilities would be exclusively to serve the interests of the MCT. They would not be the Council’s spokesperson or representative but would use their judgement in the best interest of the MCT. The Council could not instruct them to take a particular stance on a matter.
- 3.6 Should CMC decide to identify someone one to be approached to be invited to become a Trustee of the new MCT CIO then nominations are invited. In the event that more than one individual is interested in becoming a Trustee Standing Order 39.6 applies.
- 3.7 Should CMC decide to identify someone to be approached to be invited to become a Trustee of the new MCT CIO but no nominations are forthcoming during the meeting then Members are invited to contact Mario Leo, Corporate Head of Law & Governance, and the nomination(s) would be considered at the next Corporate Management Committee.

### **4. Resource implications/Value for Money (where applicable)**

4.1 Clarification is being sought from the preliminary trustees of the MCT CIO to establish what the costs of various subscriptions would be and to what extent Runnymede Officers would be involved in the new set up.

## **5. Legal implications**

5.1 As explained in the body of the report the relationship of the Council with the “old” version of the MCT was unusual. The system operated by the “old” version was that if a person held what was termed a qualifying office they could become a trustee as long as they held that office. When the person vacated the qualifying office they ceased to be entitled to be a trustee. Given that some people only held qualifying offices for short periods of time it meant that there was a regular change in membership and continuity was not established.

5.2 The approach which has been adopted by the new MCT CIO mirrors the approach adopted by most charities. People have an opportunity to apply to be a trustee because they have an interest in the work of the charity in question. This approach means that people who are truly committed to the work of the charity apply to become a trustee and they serve for a reasonable amount of time. This enables the charity to plan for the long term.

5.3 As explained in the body of the report the Council is not being granted a formal right to nominate a person as a trustee of the new MCT CIO but rather an opportunity to use its knowledge to identify a person who would be suitable to approach to invite to apply to be a trustee of the new MCT CIO.

5.4 Should the Council wish to have a connection with the new MCT CIO it can instead seek to be an associate organisation or seek ambassador status. The proposal for what this would look like is currently being drawn up by the new MCT CIO.

## **6. Equality implications**

6.1 The Council has a public sector equality duty under Section 149 of the Equality Act 2010 (as amended). This duty involves having due regard to the need to: a) Eliminate discrimination harassment victimisation and other conduct prohibited by the Act: b) Advance equality of opportunities: and c) Foster good relations between persons who share a relevant protected characteristic and persons who do not share that protected characteristic.

6.2 While the decision to provide nominees for consideration by the Trust would open up the opportunity for more candidates to be nominated in general, where it was clear that there is a disproportionately low number of or an absence of nominees from one or more protected characteristics, the Council will be in a position to consider ways of encouraging potential nominees with that or other protected characteristics to agree to be included in the pool of nominees.

## **7. Environmental/Sustainability/Biodiversity implications**

7.1 There are no Environmental/Sustainability/Biodiversity implications

## **8. Timetable for Implementation and Next Steps**

8.1 Should Runnymede decide to identify a person to approach to apply, in principle, to be a Trustee this would be put forward by Mario Leo to Mr Mark Gill, Project

Manager of the conversion to CIO status. The prospective candidate would then receive paperwork to fill out and return to Mr Gill.

8.2 The CIO's inaugural meeting is expected to take place in spring 2022.

9. **Conclusion**

9.1 The Committee is requested to decide whether the Council should try to find a person who would be willing, in principle, to apply to be a Trustee of the newly formed Magna Carta Trust CIO or instead take up an ambassadorial or associate member position, subject to the financial costs of both options being clarified.

**(To resolve)**

**Background papers**

None