

Draft Trust Deed for Kopu Bridge

(Prepared for discussion by John La Roche HKBS Committee member)

The Kopu Bridge Charitable Trust

1 Preamble

The original Kopu Bridge across the Waihou River opened in 1928 is no longer part of the State Highway network and is therefore transferred to the Thames Coromandel District Council for management and maintenance by the Kopu Bridge Charitable Trust. The Kopu Bridge Charitable Trust is responsible for the long-term maintenance and management of the bridge as a historic structure and cycleway for the enjoyment of the public.

The Trust is established for charitable purposes to receive funds from the New Zealand Transport Agency and other sources from time to time expressly for the maintenance and management of the existing structure.

Ownership of the existing 1928 Kopu Bridge shall be vested in the Thames Coromandel District Council who shall cooperate with the Trustees of the Kopu Bridge Charitable Trust to ensure the Trust's stated objectives can be achieved.

The Trustees will be appointed by the Thames Coromandel District Council and the Historic Kopu Bridge Society Incorporated to manage the funds in accordance with this Trust Deed

2 Name

The name of the Trust who will administer the funding shall be The Kopu Bridge Charitable Trust (hereinafter referred to as The Trust).

3 Interpretation

"Trustees" means the Trustees appointed hereunder and their successors in office for the time being and the Board of Trustees and Board shall have a corresponding meaning.

"Trust Fund" means and includes the funds or any money investments representing the same together with any property (real or personal) and all other assets which are paid, assured, set over or transferred to the Trustees at the time of constitution of this Trust and thereafter any income derived from investment thereof.

"Bridge" means the existing original 1928 Kopu Bridge including the swingspan and the whole of the structure between the east and west riverside abutments including any safety and other improvements desirable or necessary for the public use of the bridge.

4 Purpose and Objectives

The Trust fund both capital and income from time to time arising therefrom, at the Trustees absolute discretion shall be used for the furtherance of the following charitable purposes and objectives;

4.1 Repair and maintenance

To repair and maintain the existing 1928 Kopu Bridge for use of the public for walking, cycling, horse riding, sightseeing, fishing or any other activity that the Trustees deem to be safe and within the

interests of the public in general.

4.2 Promotion of the use of the Kopu Bridge

To promote the use of the 1928 Kopu Bridge and to raise funds from any activities that the Board deems suitable and within the public interest.

4.3 Charitable Purposes

The objects and purposes of this Trust shall be charitable as approved by the Commissioner of Inland Revenue.

5 Board of Trustees

The Board of Trustees shall comprise six persons appointed for their particular expertise to manage the Trust funds and to advise on the day to day operation and maintenance of the Bridge. The Board shall be responsible for the expenditure of all moneys required for the stated purposes of the Trust.

Three persons will be appointed by the Thames Coromandel District Council and three by the Historic Kopu Bridge Society Incorporated.

The appointment of new Trustees shall be approved by the existing Board members at an Annual General Meeting open to the public held on or before 1 June each year.

Board members may remain in office for a maximum of three years, but may be re-elected at the Annual General Meeting.

A minimum of four members shall comprise a quorum at Board meetings. The Chairman shall be empowered to use a casting vote in the event of equal voting for and against a particular motion.

If a Trustee dies or is no longer able to serve as a Trustee for legal or other reasons such as dishonesty or continual absence from three or more meetings, a new appointment shall be made by the organisation from whom the past Trustee was nominated, subject to with the approval of remaining Board members. Normally Trustees would retire at an Annual General Meeting.

6 Officers

The Board may appoint a Patron or Patrons and other honorary officers who may attend meetings but shall not have the right to vote.

The Board shall elect a Chairperson initially at its first meeting and thereafter at the Annual General meeting.

The Board may appoint suitable persons to act as Secretary and Treasurer who shall be responsible for recording the minutes at all meetings and the keeping of accounts. Minutes shall be kept of all proceedings of the Board in relation to Trust property. All minutes shall be approved by the Board at their following meeting.

7 Meetings of the Board

The Board may hold meetings from time to time at any convenient time and place and make meetings face to face, by conference telephone call or other electronic means as the Board shall agree.

The Chairman may convene meetings of the Board and the Chairman shall duly convene such a meeting upon the request of any member of the Board stating the purpose for which such a meeting is required.

At least seven days' notice of Board meetings shall be given to all Board members by approved means agreed by the Board, except in an emergency.

The first Annual General meeting of the Board shall be held no later than 1 June and thereafter annually on or before that date.

8 Proceedings at meetings of the Board

The Chairman or a temporary Chairman elected by the members if the elected Chairman is not available, shall preside at all Board meetings.

No business shall be transacted at any meeting of the Board unless a quorum of at least four members is present.

At every meeting of the Board a resolution put to the vote shall be decided by voices. In the event of equal votes the Chairman shall be entitled to a second or casting vote.

9 Committees of the Board

The Board may from time to time appoint committees which may comprise members of the Board and any other suitable person or persons for the purpose of making enquiries into any activity or proposed action of the Board. The Board shall determine the authority of any such committee which shall report to the Board at its subsequent meetings.

10 Expenditure

The Trustees shall have control and management of the Trust Funds and all property at any time affected by the Trust.

The Trustees shall not allow any assets, income or profits of the Trust to be distributed among or paid to the Trustees, provided however that fair out-of-pocket justified expenses incurred by them may be reimbursed. Meeting fees will not be payable.

11 Regulations

The Board may make, amend or rescind any of these rules. Changes shall not be inconsistent with the objects of the Trust and shall also be in accordance with the relevant acts and regulations governing Charitable Trusts. Such changes shall be approved at an Annual General meeting of the Board and notified to the relevant authorities including Thames Coromandel District Council and the Historic Kopu Bridge Society Incorporated.

12 Accounts

12.1 The Board shall require true and accurate accounts to be kept, showing all assets and liabilities of the Trust, and money received and paid under Trust authority in pursuance of the aims and objects of the Trust.

12.2 The account books shall be open for inspection by any member of the Board or any person appointed by it, the New Zealand Transport Agency or the Thames Coromandel District Council. They may take copies or extracts from the accounts. A statement of the accounts shall be reported to each Board meeting.

