

ST HELENA



ST HELENA NATIONAL TRUST ORDINANCE, 2001

*ST HELENA NATIONAL TRUST (AMENDMENT) REGULATIONS, 2020*

In exercise of the powers conferred by section 14 of the St Helena National Trust Ordinance, 2001, the Governor in Council makes the following Regulations:

**Citation and commencement**

1. (1) These Regulations may be cited as the St Helena National Trust (Amendment) Regulations, 2020, and come into force on....

(2) In these Regulations, the “principal Regulations” means the St Helena National Trust Regulations, 2002.

**Interpretation**

2. Regulation 2 of the principal Regulations is amended—

(a) by inserting the following definition before the definition of “Council”:

“**corporate member**” means a member under section 9(1)(a), (b) or (d) which is a company;”;

(b) by inserting the following definition after the definition of “Council”:

“**good standing**” means that all dues have been paid and received and recorded in the register of members;”.

**Membership**

3. Regulation 4(1) of the principal Regulations is revoked and the following is substituted:

“(1) The Council must for purposes of section 9 (1) of the Ordinance specify the subscription to be paid for each class of member.”.

**Trust Council**

4. Regulation 5 of the principal Regulations is revoked and the following is substituted:

“**Trust Council**

5. (1) The members described in regulation 4 must by majority vote appoint a Trust Council of not less than 8 and not more than 12 persons. All nominees must be of good standing.

(2) Corporate and society members may nominate one member from their respective governing bodies to the Council for consideration by members at the Annual General Meeting, provided such corporate or society members have complied with regulation 4 and are in good standing with the Trust.

(3) The Council must cause to be drawn up collaborative working agreements with existing locally registered organisations where there is shared interest, which must include—

- (a) Heritage Society Ltd;
- (b) St Helena Nature Conservation Group;
- (c) Arts and Crafts Association;
- (d) Dive Club;
- (e) Fisherman's Association;
- (f) St Helena Government.

(4) Four seats on the Council must be held for nominees from society or corporate members and may be filled by individual nominees only if no corporate or society member is nominated. Nominations must have the support of the governing body of the society or corporate member and be seconded by at least one other member of the Trust.

(5) Officers of the Council serve for a term of 3 years and may serve for a maximum of 2 consecutive terms if uncontested between terms of service, after which they may be re-elected in accordance with regulation 7.

(6) The elected Council must designate from among their number certain members to be officers with the designations of President, Vice-President, Treasurer, and Secretary.

(7) Re-election between terms of service is not required and, if uncontested, continuing appointments may be approved by a majority vote of the Council members. Each Council member is eligible for re-election after a period of 12 months out of office.

(8) A Council member is not eligible for re-election if that member has failed to attend 50% of the regular meetings of the Council during any given year, unless the Council by resolution and for good cause waives this disqualification.

(9) A person may be removed as member of the Council by a majority of all members present in St Helena at the time following a vote at a meeting convened in accordance with regulation 7.

(10) Acts and proceedings of the Council are not invalid due to a vacancy in its membership or by reason of a defect in the appointment or election of a member.”.

## **Council meetings**

5. Regulation 6 of the principal Regulations is amended—

- (a) by inserting the following sub-regulation before sub-regulation (1):

- “(1A) The president must fix the date, time and place of meetings of the Council—
- (a) as often as he or she considers it necessary but, in any case, at least once in a period of 3 calendar months; and
  - (b) at the written request of a majority of the Council made at least 14 days before the date proposed by such members for a meeting.”;
- (b) by deleting the words “section 12(8)(b) of the Ordinance” in sub-regulation (2) and substituting “sub-regulation (1A)”;
- (c) by adding the following sub-regulation:
- “(7) Subject to these regulations, the Council may regulate the proceedings of its meetings as it thinks fit.”.

### **General meetings**

6. Regulation 7 of the principal Regulations is amended by deleting the words and character “Subject to regulation 5(8) as to elections,”.

### **Trust Committees**

7. Regulation 8 of the principal Regulations is amended—
- (a) by revoking sub-regulation (1) and substituting the following:  
“(1) The Council may appoint and set the terms for such Committees as it may from time to time deem necessary.”;
  - (b) by revoking sub-regulation (1A);
  - (c) by revoking sub-regulation (2) and substituting the following:  
“(2) Any significant business conducted by a Committee referred to in sub-regulation (1) must be reported to the next meeting of the Council.”.

### **National Heritage Register**

8. Regulation 9 of the principal Regulations is revoked.

### **Financial regulation and review**

9. Regulation 10 of the principal Regulations is amended by revoking sub-regulations (5) and (6) and substituting the following:

“(5) The accounts of the Trust must be audited annually by the Chief Auditor of the St Helena Government, unless the members of the Trust, by ordinary resolution at the annual general meeting, appoint an auditor approved by the Chief Auditor for the purpose of conducting the annual audit of the accounts of the Trust under section 15(4) of the Ordinance, in which case such auditor holds office until the close of the next annual meeting.”.

### **Appointment and powers of employees and agents**

10. Regulation 12 of the principal Regulations is amended by revoking sub-regulations (1) and (2) and substituting the following:

“(1) The Council must appoint an Executive Director who in turn has the power to appoint such employees and representatives as they deem necessary for the management of the affairs of the Trust and the management of Trust properties.

(2) The Director, in making such appointments, must fix the duties and responsibilities, remuneration, if any, and reporting relationship for the employees and representatives so appointed subject to the availability of funding and in accordance with the annual budget as approved by the Council.”.

Made by the Governor in Council this                      day of                      2020.

Clerk of Councils

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**EXPLANATORY NOTE**

*(This note is not part of the Rules)*

The purpose of these Regulations is to further regulate the membership of the Trust and the establishment of the Trust Council and Trust Committees. The Regulations also remove the requirement for a National Heritage Register. The provision relating to the appointment and powers of employees and representatives is also clarified and brought in line with the provisions of the Ordinance.

Paragraph 1 makes provision for the citation of the Regulations.

Paragraph 2 amends regulation 2 to add two new definitions. A new definition of “corporate member” is introduced to distinguish members that are companies from society members. A definition of “good standing” is added as a new requirement is included in regulation 5 for all nominees to be of good standing.

Paragraph 3 amends regulation 4 which currently provides that the Council must establish classes of membership in accordance with section 9(1)(c) and specify the subscription to be paid. Section 9(1)(c) however deals with society members only and regulation 4 is amended to provide generally that the Council must specify the subscription for all members under section 9 of the Ordinance.

Paragraph 4 makes new provision for the constitution of the Trust Council. The members of the Trust must, by majority vote, appoint a Trust Council of between 8 and 12 members. Corporate and society members may also nominate one member from their respective governing bodies to the Council for consideration by members. It also makes provision for collaborative working agreements between the Trust and locally registered organisations. Officers serve for a term of 3 years and are limited to 2 consecutive terms after which they may be re-elected. The regulation makes provision for designation of a President, Vice-President, Treasurer and Secretary and also deals with re-election and removal of members.

Paragraph 5 amends regulation 6 and deals with the determination of the date, time and place of meetings. The regulations also make provision for the Trust Council to regulate the proceedings of its meetings as it thinks fit.

Paragraph 6 introduces a consequential amendment to regulation 7 following the amendment of regulation 5 relating to the constitution of the Trust Council.

Paragraph 7 amends regulation 8 to make provision for the Council to appoint and set the terms for Committees and also requires any significant business conducted by such a Committee to be reported to the next meeting of the Council.

Paragraph 8 revokes regulation 9 which currently makes provision for a National Heritage Register.

Paragraph 9 amends regulation 10 and removes the requirement for the appointment of a financial review committee which will now be covered by the appointment of Committees under regulation 8. It also makes provision for the appointment of an auditor, which has been approved by the Chief Auditor, for purposes of performing the annual audit of the accounts of the Trust. Once appointed, this auditor holds office until the close of the next annual general meeting.

Paragraph 10 amends regulation 12 and makes provision for the appointment of an Executive Director who may appoint such employees and representatives as necessary for the management of the affairs and property of the Trust.