

## NOTES ON THE LIFE OF THE CAMPDEN TRUST LIMITED (1929 to 2003)

Company No: 00237632

### **Preamble**

*Most unfortunately, the minute books of the Campden Trust Ltd were lost during the merger and office moves of the Trust's solicitors, and the remaining records, received by the Campden Society in 2002 were culled a few years later. As it is unlikely, therefore, that a really substantive history will ever be written, I have produced as full an account of its life and achievements as I could to ensure that the Campden Trust's great contribution to the character of Campden does not go unrecorded. It is in two parts.*

*The NOTES here cover the constitutions, board membership and general affairs of the Trust from its beginnings in 1929 to dissolution in 2003. This paper has been developed especially for the benefit of the Campden History Society.*

*A separate account of the formation of the Campden Trust and what it achieved in securing Campden's built heritage and lovely country setting, in historical context over nearly 75 years, is contained in my paper entitled "SAFEGUARDING CAMPDEN'S SPLENDID BUILT HERITAGE: 1902 TO 2002". This was developed especially for the benefit of the Campden Society.*

### **Constitution from 1929 to 1974**

1 The Campden Trust was registered as a private company limited by shares on 4th March 1929 with provision for there to be not less than three and not more than six directors. It was established by F L Griggs and some like-minded friends to "maintain the town's amenities, exercise some control over new development and engage in the purchase, preservation and repair of existing buildings in harmony with local building conditions, before resale". The founding directors were – Sir Philip Sidney Stott (first chairman), William Adlington Cadbury, Benjamin Martin Chandler, Frederick Landseer Griggs (next chairman), Norman Jewson and Walter Barrow.

2 In December 1935, by Special Resolution, the number of directors was changed to "not less than three and not more than eight). Up to two more

directors could have been appointed then or soon after and another after Griggs' death in 1938, but we do not have any record. It seems that Norman Jewson and William Cadbury each had spells as chairman in the period up to 1950, as well as B M Chandler who was chairman for four or five years in the mid 40's prior to his death in 1948. By 1950, anyway, William T Hart and Christopher Whitfield had joined the board.

3 For much if not all the time from 1950 to 1966, Christopher Whitfield was chairman. John Cadbury and John P Nelson became directors during that time, and Jack Nelson became the next chairman. By 1970 we know that John Cadbury had been succeeded by Brandon Cadbury and Thomas R Bateman, George H Hart, Harold G Pymont, Sir Gordon Russell, Charles Tyson and Joseph A Chamberlain were serving as directors. Nelson continued as chairman until 1973 when Brandon Cadbury took over.

4 The role of the Trust was much challenged from within and without during a period of enactment of transforming local government, planning and conservation legislation from 1965 to 1975. As reported in the "SAFEGUARDING" paper, this led first to formation of a Amenities Committee of the Trust and then to the establishment of "The Campden Society" in 1970.

5 From then on the Trust worked alongside the Society but its intervention work and the years of great achievement had come to an end. By Special Resolution passed in 1974 the maximum number of directors was raised to 10.

### **Revised Constitution: 1975 to 2003**

6 Changes designed to secure charitable status were made in 1975. Under the new constitution, the primary charitable object was "to preserve and enhance for the benefit of the community and visiting public the architectural quality and interest of Campden, to maintain its open spaces, trees and other amenities" and the Trust still had wide powers to acquire, lease and dispose of property as necessary to advance its objects.

7 The directors at that time were –Thomas Bateman, Leonard Hargreaves-Beare , Brandon Cadbury (Chairman), Joseph Chamberlain, Henry

O Hart, Raymond H Leigh, John P Nelson, Harold G Pymont and Charles Tyson. Sir Harold Kent joined as a director soon after.

8 Thereafter, the Trust's role was more about caretaking and the consideration of grants towards the cost of repairs to historic buildings in public ownership. Dr Donald E Olliff, Philip A Cutts and Colonel Geoffrey Powell were the next appointed director/ trustees followed by John Williams (the rescuer of Dover's Court) and Brigadier David Atkinson in 1985. By 1990, Richard Clutterbuck, secretary since about 1980, was also a shareholder director/trustee.

9 Brandon Cadbury remained chairman until 1986 and continued as a director/trustee for another decade. Ray Leigh succeeded him as chairman but 3 years later, when Ray moved to the Lake District, he had to hand the chairmanship back to Brandon Cadbury. The Hon Gerard Noel, who joined as a director in 1990 became the next chairman in 1991, continuing until the Trust dissolved in 2003. The Hon Philip R Smith became a director/trustee in the mid-90s – the last to be appointed.

11 In the period 1988 to 1990, the Trust was challenged again to widen its objects, re-finance and re-engage more for civic benefit, but the directors were loath to step away from the original purpose of the Trust and trusteeship of its remaining resources and collections, to become an entirely different project-funding agency. This was the beginning, however, of a period of reflection about the future of the Trust that was to be resolved a decade later.

### **Financial and Legal Affairs**

12 Funding: In its early days the Trust managed to raise considerable sums to purchase "The Coneygree" and the Market Hall and its book assets at some stages when it was buying and selling properties after restoration must have been considerable. Dividends may have been paid during the post war years but evidently the main purpose, at least up to about 1970 was to harbour resources and continue the work. Post 1975, of course, it was a charity with a carefully managed investment held over from the business years. It is interesting to note that:

In the Directors Report and Accounts for the year

ended 31 March 1989 produced by Rabjohns Chartered Accountants of Evesham the Trust's total assets amounted to £44,430 including investments listed at cost amounting to £10,000.

In May 1996, (and aside from the core purpose grants noted in the "SAFEGUARDING" paper), the Trust agreed, exceptionally in honour of its founder, to make a contribution of £500 towards the cost of high quality illustration of Jerrold Northrup Moore's fine art book on F L Griggs - published by Oxford University Press in 1997.

There were expenses, too, in relation to the care of its historic collections, especially the Jessie Taylor photographs and the Ashbee drawings.

In the Company Secretary's Report for the year ended 31 March 2000, just before the merger scheme got going, the total assets were £102,787 including investments listed at market value amounting to £84,648.

Harris Allday, stockbrokers based in Birmingham, managed the Trust's portfolio of investments – at least in the later years.

13 Shareholding: Throughout the life of the Company the main body of shares was held by the Cadbury family. Early in the business days of the Company both Sir Philip Stott and Ben Chandler accumulated shares but in the post war years single shares were generally passed on from one outgoing director to an incoming one. The Financial Statements of the Company for the year ended 19 show that eight directors each had one ordinary £1 share and Brandon Cadbury, jointly with Mrs F F Cadbury, R A Cadbury and F B Cadbury, held the other 2,804 ordinary shares.

14 Company Secretaries: Henry J H Saunders (W H Saunders and Son, Solicitors, Bridge Street, Evesham) was Secretary from 1929 for some 50 years before being succeeded, in 1978/79, by M R G Clutterbuck (Richard) of Grey and Wilcox Lane Clutterbuck & Co of Edmund Street, Birmingham. During the 1990s, the firm became Wilcox Lane Clutterbuck with offices at 56 Charlotte Street, St Paul's Square, Birmingham. William (Bill) Colacicchi of the same firm succeeded Dick Clutterbuck in the late 1990s and continued until the firm merged with Putsmans to become Putsmans.wlc on

1 November 2001 and the offices moved to Britannia House, Great Charles Street, Birmingham. Bill Colacicchi left the firm at this point and Kian Golestani took over until the Trust dissolved in 2003.

### **Connections with the National Trust**

15 Transfers of property from the Campden Trust to the National Trust (NT) and the imposition of protective covenants to be administered by the NT are all recorded in the "SAFEGUARDING" paper. A copy of a letter from the NT, with a map and the relevant listed covenants, sent at the time of the merger in 2003 confirms those achievements. In consequence of all this activity, the Campden Trust built-up a strong supportive relationship with the NT, periodically making grants, for example, to the cost of repairs to the Market Hall. The NT local property manager was always welcome at Trust board meetings and came frequently to report. The interest in continuing this relationship was transferred to the Campden Society when the Trust dissolved.

### **Historic Collections of the Campden Trust**

16 Over the years, the Trust had acquired uniquely valuable collections - some 500 architectural drawings from the office of C R Ashbee and the Jessie Taylor Photographic collection. In the late 80s, the Trust commissioned Dr Craig Fees to catalogue the photographic collection and in 1993 it was glad to give custody of both the drawings and the photographs to the recently formed Guild of Handicraft Trust (1991) for their better conservation. During the 1990s much expertly managed work was done on cataloguing and conserving these collections, funded by appeals and by contributions from the Campden Trust. There were also four small pictures, of no particular value, by artists resident in Campden in the 1920/30s: These were on loan and displayed in the Public Library until retrieved in 1997 when Keith Moule was able to identify the artists and there was some restoration and reframing. Ray Leigh, the director most involved in the continuing care of these collections, reported on their state and possible disposal in 2001.

### **Winding Down to Dissolution 2000 to 2003**

17 At a meeting in August 2000 between the two chairmen - the Hon Gerard Noel and Sir David Parry-Evans - and other representatives of the Campden Trust and the Society, the merger was agreed in principle and taken forward. Brigadier David Atkinson, supported by Colonel Geoffrey Powell, put a proposals paper before the board of the Trust making the case that there was much to be gained for Campden by merging the Campden Trust with the Campden Society (as the recognised, membership-based amenity society that should go on) to form a single, stronger and more influential society for the conservation and enhancement of the architectural quality of Campden and its features of historic and public interest.

In doing so, it drew the board's attention to the impressive start made by the Campden Community Trust (formed in 1996, thanks to the foresight and initiative particularly of Professor Evan Parker then on the Town Council: That Trust was established "to promote educational, leisure and supportive facilities for the benefit of the inhabitants of Campden)" and was already attracting bequests. It was felt that this should be balanced by establishing a strong conservation society as needful of support as the Community Trust.

18 David Atkinson (who had been an active member of the Society since the early 70s and its Vice Chairman under the chairmanship of Miss Sheila Wood) was asked to lead a Joint Working Group (JWG): He also undertook to stand as the next Chairman of the Society to see through the adoption of the new Constitution relying especially on the help of Katharine Davis, the then Secretary of the Campden Society. The Trust decided that its Company Secretary should be engaged in the development of the new constitutions and agreed to cover all the costs.

19 A Joint Statement was produced for members in March 2001. The actual process of finalising constitutional matters and organising the transfers of assets and collections from then until completion in 2003 was tediously complicated. It involved much correspondence not least with the Charity Commission but also to keep everyone informed step by step. Fortunately, there is no need to write this up in detail but a few letters of

interest have been kept.

20 The main steps were as follows:

The constitution of the Society had to be strengthened particularly to have wide powers for dealing with land and buildings and fund-raising as well as inclusion of the Conservation Trust Fund as a subsidiary charity. This was achieved when the Society adopted a much strengthened Constitution in February 2002.

The Campden Conservation Trust Fund had to be set up to receive the residual financial resources of the Trust: These funds (that could be added to at any stage in the future) were to be overseen by separate trustees and released, in response to applications from the Society, only for "protection of the architectural and historic quality of Campden, its open spaces and its natural setting". This was achieved by a Declaration of Trust dated 14 June 2002. The Charity Commission also gave direction as to the separate charitable status of the Trust Fund.

The disposal of the Trust's assets and collections was determined at a meeting of the Directors on 18/07/02.

The collections were duly transferred by Deeds of Gift dated 15/12/02 - all gratefully received on the terms stipulated. The receipted copies are held: For the Collection of Ashbee architectural drawings to the Campden Society but on permanent loan to the Guild of Handicraft Trust - for the Jessie Taylor Photographic Collection to the Guild of Handicraft Trust - and for the pictures to CADHAS.

The transfer of the cash and investments (after grants and costs) from the Trust to the Conservation Trust Fund, begun in 2002, was completed by 31 March 2003. The total, with investments transferred at cost, was £73,421.

22 The final meeting of the directors of the Campden Trust Ltd was held at Campden House on 11 August 2003. The meeting noted the disposal of assets and approved the Report and Accounts for its final year ended 31 March 2003 (during which provision was made for final closing down costs). At that meeting the board formally

minuted dissolution as soon as notification was received that the Trust had been removed from the Register of Companies and the Register of Charities - actually notified on 19/08/03 and 27/08/03 respectively. The meeting ended with a vote of thanks to David Atkinson for steering the combining process and for being executive through the closing down period.

23 Immediately after the Trust's final meeting the outgoing director/trustees met with the successor trustees of the Conservation Trust Fund - all appointed at formation in July 2002: The Hon Gerard Noel and the Hon Philip Smith (Elected as first chairman), both continuing from the Trust, together with Sir Geoffrey Ellerton CMG, MBE and Miss Sheila Wood CBE, both past chairmen and then Vice-Presidents of the Campden Society, and Brigadier David Atkinson CBE, ex-officio as Chairman of the Society. (To aid continuity of trusteeship, Ray Leigh MBE also joined the committee of the Campden Society).

24 In this way, after nearly 75 years of achievement, the Campden Trust's purpose and remaining resources were transferred to the Campden Society for the continuing benefit of the community.

Paper written by David Atkinson in June 2016 and subsequently adopted by The Chipping Campden History Society (whose consent has been given to the reproduction of the paper on the Campden Society's website).

## Appendix 1

### Joint Statement by the Executive Committee of the Campden Society and the Board of the Campden Trust

#### THE FUTURE OF THE CAMPDEN SOCIETY

Representatives of the Committee of the Campden Society and the Board of the Society and the Board of the Campden Trust Ltd are discussing the possibility of merging the Trust into the Society, the aim being to form a single, stronger and more influential conservation society. The talks were initiated by the Campden Trust and welcomed by the Campden Society.

## Background

The preservation of the beauty of Campden and its immediate surroundings was undertaken in 1924 when the first Campden Society was formed. When, after a few years, it ceased to carry out its task effectively, Frederick Griggs set up the Campden Trust (1929) committed to the preservation of the characteristic buildings of the town and its surrounding landscape including Dover's Hill. With funds raised largely from charities and wealthy benefactors, it was able to buy and restore buildings using traditional methods and materials and to prevent unsuitable development, not least on the Coneygree. However, as property prices began to rise in the 1960s the Trust found itself financially limited to making grants to restoration projects of civic importance.

At the same time, post-war growth of the town revealed increasing threats and the need for a new membership-based society to help to care for the heritage and promote high standards of planning, architecture and landscaping. So the present Campden Society was formed in July 1970 as an advisory and consultative body under the Civic Amenities Act 1967, with the right for its views to be considered by the planning authorities. Its functions supplement those of the Parish, District and County

## Councils.

The immediate interests of the Society have always been to protect not only those parts of Campden within the Conservation Area but also its open spaces and the surrounding slopes which provide its fine setting, and to establish and uphold the development boundary. In addition to its protective function the Society's activities include matters affecting the design and siting of new buildings, car parks and other features including street signs, lamps and other street furniture as well as the preservation of existing trees and the planting of new ones. The Society has always worked to encourage civic pride and keep up a committed membership, arranging informative meetings and outings to stimulate interest in its purposes.

## Amalgamation in Prospect

In December 2000 the two charities formed a joint working group to develop a comprehensive scheme to achieve an amalgamation. This will involve the Society, in consultation with the Charity Commission, in varying its objects, taking on increased powers and making other constitutional changes to suit its new responsibilities. At the same time this will involve the Trust in deciding upon transfer arrangements to effect amalgamation and preparing itself to wind-up

## Appendix 2

THIS DECLARATION OF TRUST is made the 14th day of June 2002.

DAVID JOHN ATKINSON of George & Dragon Cottage, Back Ends, Chipping Campden, Gloucestershire GL55 6AU

The HON GERARD NOEL of Westington Mill. Chipping Campden Gloucestershire GL55 6EB

The HON PHILIP SMITH of Campden House Chipping- Campden Gloucestershire GL55 6UP

SIR GEOFFREY ELLERTON of Briar Hill House Broad Campden Gloucester GL55 6 XB

Miss SHEILA DOROTHY WOOD of 13 Wolds Fnd. Chipping Campden Gloucestershire GL55 6JW

("the First Trustees" who together with the future trustees or trustee of this deed are referred to as "the Trustees")

## WHEREAS

(A) The First Trustees hold the sum of ten pounds upon the trusts declared in this deed;

(B) It is contemplated that the Campden Trust Limited (a company limited by shares registered number 237632 and registered charity number 270583) ("The Campden Trust") will transfer its money and investments to the Trustees upon the trusts declared in this Deed;

(C) The assets referred to in Recital (B) are specified in the Schedule to this Deed.

NOW THIS DEED WITNESSES as follows:

A Administration

The charitable trust constituted by this deed ("the Charity") and its property ("the Trust Fund") shall be administered and managed by the Trustees under the name of The Campden Conservation Trust Fund or by such other name as the Trustees may from time to time decide with the approval of

the Charity Commission for England and Wales ("the Commission").

## B. Objects

The Trustees shall hold the Trust' Fund upon trust and shall apply the income and capital for the public benefit to secure the protection of the architectural and historic quality of Campden including its open spaces and its natural setting ("the Objects").

'Campden' in this Declaration of Trust means the town of Chipping Campden, the village of Broad Campden and their surrounding areas which shall be the Area of Benefit

44627-1 - Campden Conservation Trust Fund - Declaration of Trust Revised' Engrossment

In this scheme the proposed new objects of the strengthened Society are:-

The Society is established for the public benefit for the following purposes:-

To secure the protection of the architectural and historic quality of Campden, its open spaces and its natural setting, with full regard to its needs as a living community.

To promote high standards of planning, architecture and landscaping in Campden.

To stimulate interest in and concern for the character and beauty of Campden.

'Campden' in this clause means the town of Chipping Campden, the village of Broad Campden and their surrounding areas.

The Trust will hope to transfer some £100,000 as a capital asset Conservation Fund to the Society. Interest on the principal will be available for the Society's general purposes but the capital will be restricted to the first two objects of the Society under safeguards to be built into its re-shaped constitution. Consideration is also being given to the Society having responsibility for safeguarding the Trust's collection of Ashbee drawings, photographs and prints, and some pictures.

The Campden Society and the Campden Trust are going forward in good faith on the -- agreed plan. All being well the Society should be in a position to adopt its new constitution at a Special General Meeting later this year and receive transferred resources soon afterwards. The Trust, by decision of its Board, would expect to cease activities at that time and proceed to wind-up. All costs of

amalgamation will be met by the Campden Trust. Campden's prosperity continues to be bound up with its renowned character and beauty which owes much to the remarkable record of the Campden Trust, particularly in the decades before effective statutory controls existed, as well as to the work of the Campden Society over the last 30 years. The Campden Society to emerge from the proposed amalgamation will be strengthened in purpose and better equipped to care for the character and beauty of Campden in generations to come.

Approved at 26 March 2001

## Appendix 3

### THE CAMPDEN TRUST

The recommendations in the brief below, corrected as amended at the Directors Meeting on 18 July, were approved at that meeting and resolutions were passed (unanimously) accordingly

#### Disposal of Financial Assets

The Campden Conservation Trust Fund (CCTF) has been registered and a Charity Account is being opened for it with £10 from the Trust. It is recommended that the Trust's financial assets should be transferred as follows:

1. Transfer all but £10,000 (about £25,000?) of the Trust's cash to CCTF now. This establishes that transfer of assets is proceeding, but leaves the Trust with funds to pay the grant of £5,000 to the Peelers Trust, due later this year, and clear winding-up expenses including audit of final accounts/disposals.
2. Arrange to transfer all investments in January 2003 – in the new accounting year for the Society and when the value should have risen somewhat.
3. Clear all remaining cash to CCTF at closure of books – latest March 03.

### Disposal of Collections

ASHBEE DRAWINGS – nominal value £ 30,000. This collection should continue on permanent loan to the Guild of Handicrafts Trust (G of HT) –see attached –or it could be given to that Trust. The Campden Society, however, has a real interest in it, because it is associated with the architectural heritage of Campden. As it is of considerable value and there are uncertainties about the future of the G of HT, it is recommended that it be transferred to the Campden Society to continue the

permanent loan arrangement and safeguard the future of the collection in association with G of HT, not least by continuing to nominate a trustee. On transfer the Trust should offer the view that if, at any time, the Society and the G of HT come to the conclusion that the collection cannot be properly safeguarded in Campden it should be handed over to a public institution, always providing copies are kept for and in Campden.

**JESSIE TAYLOR PHOTOGRAPHIC COLLECTION** – nominal value £5,000. This collection is also on permanent loan to the G of HT -see attached -and there is no good reason for transferring ownership to the Campden Society. It is recommended that this collection should be given to G of HT.  
. On transfer the Trust could request that the collection is made available to the Campden and District Historical and Archaeological Society (CADHAS) and that if disposal becomes necessary, CADHAS or a body with similar public objectives should be the preferred recipient.

**PICTURES** – nominal value around £1,500 These four pictures, painted by artists resident in Campden in the twenties and thirties, are on temporary loan to the Public Library – see attached. The Campden Society has no particular interest in them but CADHAS has. It is recommended that the pictures be given to CADHAS.

Conclusion. Once decisions have been taken, financial transfers by note of agreement can proceed to plan and collections can be transferred as soon as practicable using simple Deeds of Gift without formal conditions but accompanied by letters indicating preferred policy. Trustees should be kept informed of progress and a meeting should only be called next year to conclude business at dissolution if it cannot be managed out of committee.

(Text of brief tabled by David Atkinson and Ray Leigh corrected DA on 19-July 02)