

**THE CHARITY COMMISSION FOR ENGLAND AND WALES**

Under the power given in the Charities Act 1993

Orders that from today, the

**4 August 2010**

this

**SCHEME**

will govern the charity known as

**HAWKSHEAD GRAMMAR SCHOOL FOUNDATION (1030002)**

at

Hawkshead, Ambleside, Cumbria

## **1. Definitions**

In this scheme:

“the charity” means the charity identified at the beginning of this scheme.

“the former trusts” means a scheme made by the Board of Education on 18 October 1909 as altered by a further scheme made by the Minister of Education on 24 May 1951.

“governors” means the governors of the charity acting under this scheme, who are the charity trustees of the charity.

“the area of benefit” means the Parishes of Hawkshead, Claife and Satterthwaite and in those parts of Monk Coniston and Skelwith which were once part of the Ancient Parish of Hawkshead.

## **ADMINISTRATION**

### **2. Administration**

The charity is to be administered in accordance with this scheme. This scheme replaces the former trusts of the charity.

### **3. Name of the charity**

The name of the charity is Hawkshead Grammar School Foundation.

## **OBJECTS**

### **4. Objects of the Charity**

The objects of the charity are:

- (1) for the public benefit to promote the education (including social and physical training) of people under the age of 25 in the area of benefit in such ways as the governors think fit, including by:
  - i. awarding to such persons scholarships, maintenance allowances or grants (to be called Archbishop Sandys Exhibitions) tenable at any university, college or institution of higher or further education;
  - ii. promoting the education of persons who are in need of financial assistance by assisting them with travel in furtherance of that education or to prepare for entry to any occupation, trade or profession on leaving any educational establishment.
- (2) to establish and maintain a museum and library known as the Museum of the Old Grammar School, Hawkshead, Cumbria for the benefit of the public.
- (3) outside museum operating hours or the museum season, the provision and maintenance of a hall for the use of inhabitants of the area of benefit and

other persons without distinction of political, religious or other opinions, including use for:

- i. meetings, lectures and classes; and
- ii. other forms of recreation and leisure-time occupation, with the object of improving the conditions of life for the inhabitants.

## **POWERS OF THE GOVERNORS**

### **5. Powers of the governors**

In addition to any other powers which they have, the governors may exercise the following powers in furtherance of the objects of the charity:

- (1) Power to sell, lease or otherwise dispose of all or any part of the charity's property. (The governors must comply with the restrictions on disposal imposed by section 36 of the Charities Act 1993, unless the sale, lease or disposal is excepted from these restrictions by section 36(9)(b) or (c) or section 36(10) of that Act.)
- (2) Power to acquire or hire property and to maintain and equip it for use. (The property must be needed to further the objects of the charity.)
- (3) Power to borrow money and to charge the property of the charity as security for any loan. (The governors must comply with the restrictions on mortgaging imposed by section 38 of the Charities Act 1993.)
- (4) Power to delegate the performance of any act, including the exercise of any power or discretion, to a committee consisting of any two or more of the governors. (The governors must exercise reasonable supervision over the committee and the committee must promptly report their acts and proceedings to the governors.) The committee must not incur expenditure on behalf of the charity except in accordance with a budget previously agreed by the governors.
- (5) Power to co-operate with other charities, voluntary bodies and statutory authorities. The governors may exchange information and advice with them.
- (6) Power to raise funds. (The governors must not undertake any permanent trading activity.)
- (7) Power to insure against public liability and, if appropriate, employers' liability; and to insure the buildings of the charity to their full value against fire and all other usual risks (except to the extent that the buildings are insured against any of these risks by a tenant).
- (8) Power to provide indemnity insurance for the governors out of the funds of the charity. (The insurance must not extend to:
  - (a) any claim arising from any act or omission which:
    - (i) the governors knew to be a breach of trust or breach of duty; or

- (ii) was committed by the governors in reckless disregard of whether it was a breach of trust or breach of duty or not; and
  - (iii) the costs of an unsuccessful defence to a criminal prosecution brought against the governors in their capacity as trustees of the charity.)
- (9) Power to appoint staff (who must not be governors) and pay them reasonable remuneration, including pension provision for them and their dependants.
- (10) Power to make rules and regulations consistent with this scheme for the management of the charity.

## **GOVERNORS**

### **6. Governors**

- (1) There should be:
  - 6 nominated governors appointed in accordance with clause 7; and
  - the governors may appoint no more than 3 co-opted governors appointed in accordance with clause 8.
- (2) The first nominated and co-opted governors are the persons listed in the schedule to this scheme. Subject to clause 12 (termination of trusteeship) they will hold office for the periods shown in the schedule.

### **7. Nominated governors**

- (1) The nominated governors must be appointed as follows:
  - 1 by the Lord Bishop of Carlisle;
  - 1 by Cumbria County Council;
  - 1 by the Parish of Hawkshead;
  - 1 by the Parish Council of Claife;
  - 1 by the Parish Council of Satterthwaite; and
  - 1 by the Parishes of Coniston and Skelwith.
- (2) Any appointment must be made at a meeting held according to the ordinary practice of the appointing bodies.
- (3) Each appointment must be made for:
  - (a) five years; or

- (b) if the appointment is being made to fill a casual vacancy, the unexpired terms of the appointee's predecessor.
- (4) The appointment will be effective from the later of:
  - (a) the date of the vacancy; and
  - (b) the date on which the governors or their secretary or clerk are informed of the appointment.
- (5) The person appointed need not be a member of the relevant appointing bodies.

## **8. Co-opted governors**

- (1) The appointment of a co-opted governor must be made by the governors at a special meeting called under clause 17.
- (2) An appointment may, but need not, be made before the date on which the term of office of an existing co-opted governor comes to an end, to take effect on that date. In these circumstances:
  - (a) the appointment may not be made more than three months before the date on which the existing co-opted governor's term of office is due to end; and
  - (b) any co-opted governor whose term of office is about to come to an end must not vote in favour of their own re-appointment.
- (3) Each appointment must be made for the shorter of:
  - (a) five years; or
  - (b) if the appointment is being made to fill a casual vacancy, the unexpired term of the appointee's predecessor.

## **9. New governors**

The governors must give to each new governor, on their first appointment:

- (1) a copy of this scheme and any amendments made to it; and
- (2) a copy of the charity's latest report and statement of accounts.

## **10. Register of governors**

The governors must keep a register of the name and address of every governor and the dates on which their terms of office begin and end. Every governor must sign the register before acting as a governor, whether on their first appointment or on any later re-appointment.

**11. Governors not to have a personal interest**

Except with the prior written approval of the Commission no governor may:

- (1) receive any benefit in money or in kind from the charity; or
- (2) have a financial interest in the supply of goods or services to the charity; or
- (3) acquire or hold any interest in property of the charity (except in order to hold it as a trustee of the charity).

**12. Termination of governorship**

A governor will cease to be a governor if he or she:

- (1) is disqualified from acting as a governor by section 72 of the Charities Act 1993; or
- (2) is absent without the permission of the governors from all their meetings held within a period of 12 months and the governors resolve that his or her office be vacated; or
- (3) gives not less than 1 month's notice in writing of his or her intention to resign (but only if at least 3 governors will remain in office when the notice of resignation is to take effect).

**CUSTODIAN TRUSTEE**

**13. Custodian trustee**

The Official Custodian for Charities will be the custodian trustee of the charity.

**OFFICERS**

**14. Chairman**

- (1) At their first ordinary meeting in each year the governors must elect one of their number to be chairman of their meetings.
- (2) The governors present at a meeting must elect one of their number to chair the meeting if the chairman is not present or the office of chairman is vacant.

**15. Secretary or clerk**

The governors may appoint a secretary or clerk. The office may be held by:

- (1) a governor (who must not receive any reward for acting and who may be dismissed as secretary or clerk at any time); or
- (2) some other suitable person (who may be employed upon such reasonable terms, including terms as to notice, as the governors think fit).

## MEETINGS OF GOVERNORS

### 16. Ordinary meetings

- (1) The first meeting after the date of this scheme must be called by the chairman or, if they do not do so within 3 months from that date, by any 2 governors.
- (2) The governors must hold at least 2 ordinary meetings in each 12 month period.
- (3) Ordinary meetings require at least 10 days' notice.
- (4) The chairman, or any 2 governors, may call an ordinary meeting at any time.

### 17. Special meetings

- (1) The chairman, or any 2 governors, may call a special meeting at any time.
- (2) Special meetings require at least 4 days' notice, except that meetings to consider the appointment of a co-opted governor require at least 21 days' notice.
- (3) The notice calling a special meeting must include details of the business to be transacted at the meeting.
- (4) A special meeting may, but need not, be held immediately before or after an ordinary meeting.

### 18. Quorum

No business may be transacted at a meeting unless at least 4 governors for the time being are present.

### 19. Voting

- (1) Every matter must be decided by majority decision of the governors present and voting at a duly convened meeting of the governors.
- (2) The chairman of the meeting may cast a second or casting vote only if there is a tied vote.

### 20. Recording of meetings

The governors must keep a proper record of their meetings.

### 21. Governors to act jointly

- (1) Subject to the exception stated in sub-clause (2) of this clause, the governors must exercise their powers jointly, at properly convened meetings.
- (2) The governors may appoint a committee of not less than two of their number to deal with applications for assistance from the charity which cannot await

the governors' next meeting. The decisions of such a committee must be reported to the governors at their next meeting.

## CHARITY PROPERTY

### 22. Use of income and capital

- (1) The governors must first apply:
  - (a) the charity's income; and
  - (b) if the governors think fit, expendable endowment; and
  - (c) when the expenditure can properly be charged to it, its permanent endowmentin meeting the proper costs of administering the charity and of managing its property including the repair and insurance of its buildings.
- (2) After payment of these costs, the governors must apply the remaining income in furthering the objects of the charity.
- (3) The governors may also apply for the objects of the charity:
  - (a) expendable endowment; and
  - (b) permanent endowment, but only on such terms for the replacement of the amount spent as the Commission may approve by order in advance.

## GENERAL PROVISIONS

### 23. Questions relating to the Scheme

The Commission may decide any question put to it concerning:

- (1) the interpretation of this scheme; or
- (2) the propriety or validity of anything done or intended to be done under it.



**Authorised Officer**



## SCHEDULE

### First Nominated Governors

Name	Term of office
Roland Shuttleworth	March 2009 until February 2014
Reverend John Dixon	March 2009 until February 2014
Andrew Stoker	March 2010 until February 2015
Judith Myers	March 2010 until February 2015
Claire Salisbury	March 2010 until February 2015
Ian Moulton	May 2010 until April 2015

### First Co-opted Governors

Myles Sandys	March 2009 until February 2014
Gordon Hall	March 2009 until February 2014