

**THE CHARITY COMMISSION FOR ENGLAND AND WALES**

Under the power given in the Charities Act 1993

Orders that from today, the

xxxxxx

this

**SCHEME**

will govern the charity

formerly known as

**THE FUTCHER COUNCIL SCHOOL OF RECOVERY (283341)**

and now to be known as

**FUTCHER SCHOOL FOUNDATION (283341)**

at

Portsmouth

**Authorised officer:**

Case No: C- 309122-RQ7T

Date: 20110405

Version: 5

## 1. Definitions

In this Scheme:

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

“the Council” means Portsmouth City Council acting as local education authority.

“the trustees” means the trustees of the charity acting under this Scheme and “trustee” means one of the trustees.

“the property” means the land and buildings being the Mary Rose School (Specialist Sports College) at Gisors Road, Southsea, PO4 8GT.

“former trusts” means a conveyance of 28 July 1926 made between John Thomas Podger and six others of one part and The Mayor Alderman and Citizens of the City of Portsmouth of the other part as amended by a Scheme of the Commission dated 21 December 1983.

“the School” means the Mary Rose School (Specialist Sports College), Gisors Road, Southsea, PO4 8GT.

“the Commission” means the Charity Commission for England and Wales.

## 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 Fitcher School Foundation.

## OBJECT

### 4. Object of the charity

The object of the charity is to relieve sickness, promote good health and advance the education of young people under the age of 25, resident in Portsmouth, who are suffering from any mental or physical disability (whether permanent or temporary) (the beneficiaries) through any or all of the following means:

- (a) providing, or assisting in the provision of, land and buildings for use as a school by the Council, provided any such school is suitable for attendance by the beneficiaries;
- (b) providing financial assistance, services or facilities to, or for the benefit of, the beneficiaries.

## POWERS OF THE TRUSTEES

### 5. Powers of the trustees

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

- (1) Power to make rules and regulations consistent with this Scheme for the management of the charity.
- (2) Power to make rules and regulations for the conduct of their meetings (including the summoning of meetings, quorum for a meeting and voting procedures), the appointment of a chairman, secretary, clerk or any other officer.
- (3) Power to enter into an agreement or other binding arrangement with the Council on the mechanism for ensuring:
  - (a) the interest of the charity in the property is preserved; and
  - (b) any further investment of public funds in the property does not unreasonably affect the charity's interest in the property.
- (4) Power to secure a charge over the property to provide for the return of the charity's interest in the property on closure or disposal of the School. The charity's interest in the property means the sum of £ 2,536,289 (being the net proceeds of sale of functional permanent endowment property) contributed to the cost of providing the land and buildings of the School.
- (5) Power to allow investments to be held in the name of a corporate body as the trustees' nominee and to pay reasonable remuneration for the service provided. (The corporate body must be incorporated in, or have established a branch or place of business in, England or Wales.)

## TRUSTEES

### 6. Discharge of trustee

- (1) The Council is discharged from its trusteeship of the charity.
- (2) When requested to do so by the trustees, the Council must transfer the investments held, including those listed in part 1 of the schedule to this Scheme (and any accrued dividends), to the trustees or their nominee.

### 7. Managing Trustees

- (1) There shall be not fewer than 3 and not more than 5 nominated trustees appointed in accordance with clause 8.
- (2) The first nominated trustees are the persons listed in part 2 of the schedule to this Scheme. Subject to clause 12 (termination of trusteeship) they will hold office for the periods shown in the schedule.

**8. Nominated trustees**

- (1) The nominated trustees must be appointed by Portsmouth City Council.
- (2) Any appointment must be made at a meeting held according to the ordinary practice of the appointing body.
- (3) Each appointment must be made for:
  - (a) 4 years; or
  - (b) if the appointment is being made to fill a casual vacancy, the unexpired term 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 trustees or their secretary or clerk are informed of the appointment.
- (5) The person appointed need not be a member of the relevant appointing body.

**9. New trustees**

The trustees must give to each new trustee, on their first appointment:

- (1) a copy of this Scheme and any amendments made to it;
- (2) a copy of any rules and regulations made under the power in clause 5(2) of this Scheme;
- (3) a copy of the charity's latest report and statement of accounts.

**10. Register of trustees**

- (1) The trustees must keep a register of the name and address of every trustee and the dates on which their terms of office begin and end. Every trustee must sign the register before acting as a trustee, whether on their first appointment or on any later re-appointment.
- (2) The trustees must promptly report any vacancy in the office of nominated trustee to the body entitled to appoint the trustee.

**11. Payments to charity trustees**

- (1) A trustee may receive from the charity reasonable expenses properly incurred, or to be incurred, by him or her when acting on behalf of the charity.
- (2) No trustee may:
  - (a) buy or receive goods or services from the charity on terms preferential to those applicable to other members of the public; or

- (b) receive any payment or other financial benefit from the charity; or
- (c) acquire or hold any interest in property of the charity (except in order to hold it as a trustee of the charity);
- unless the payment or transaction is:
- (d) permitted in accordance with, and subject to the conditions in, section 73A or 73F of the Charities Act 1993 (services including goods supplied in connection with the service provided by a charity trustee to a charity; trustee indemnity insurance); or
- (e) permitted in accordance with, and subject to the conditions in, sub-clause 3 of this clause; or
- (f) previously and expressly authorised in writing by the Commission.
- (3) A trustee may receive payment for goods supplied to the charity, provided that:
- (a) the sums paid to the trustee do not exceed an amount that is reasonable in all the circumstances; and
- (b) the trustee is absent from the part of any meeting at which there is discussion of the proposal to enter into a contract or arrangement with him or her with regard to the supply of goods to the charity; and
- (c) the other trustees are satisfied that it is in the interests of the charity to contract with that trustee, rather than with someone who is not a trustee (in reaching that decision, the trustees must balance the advantages and disadvantages of contracting with a trustee); and
- (d) the reason for their decision is recorded by the trustees; and
- (e) the number of trustees in receipt of any payments authorised by this clause is a minority of the trustees then in office.
- (4) In this clause:
- (a) “charity” includes any company in which the charity:
- holds more than 50% of the voting rights attached to the shares; or
  - controls more than 50% of the voting rights attached to the shares; or
  - has the right to appoint one or more directors to the Board of the company;
- (b) “trustee” includes any child, parent, grandchild, grandparent, brother, sister, spouse or civil partner of the trustee or any person living with the trustee as his or her partner.

## **12. Termination of trusteeship**

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

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

## **13. Recording of meetings**

The trustees must keep a proper record of their meetings.

## **14. Trustees to act jointly**

- (1) Subject to the exception stated in sub-clause (2) of this clause, the trustees must exercise their powers jointly, at properly convened meetings.
- (2) The trustees 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 trustees' next meeting. The decisions of such a committee must be reported to the trustees at their next meeting.

## **CHARITY PROPERTY**

## **15. Use of income and capital**

- (1) The trustees must firstly apply:
  - (a) the charity's income; and
  - (b) if the trustee thinks 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 assets.
- (2) After payment of these costs, the trustees must apply the remaining income in furthering the object(s) of the charity.
- (3) The trustees may also apply for the object(s) of the charity:

- (a) expendable endowment; and<sup>1</sup> part 1 of the schedule to this Scheme), but only on such terms for the replacement of the amount spent as the Commission may approve in advance.

## GENERAL PROVISIONS

### 16. 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.

## SCHEDULE

### Part 1

The following investments representing the proceeds of sale of real property:

4,093 Income Units in The Charibond Charities Fixed Interest Investment Fund  
945.306 Income Units in The Charinco Common Investment Fund  
2,535 Income Units in The Equitable Investment Fund for charities  
£ 10,282 in cash

### Part 2

Name	Period of appointment from the date of this Scheme
Stephen Wemyss	4 years
Phyllis Rapson	4 years
Robert Vernon-Jackson	3 years
Sandra Stockdale	3 years
Mark Mitchell	2 years