

APPROVED BY THE TRUSTEES 8 JUNE 2018

Submitted to the Charity Commission 4 July 2018

Sealed 5th January 1989

7(S)89
County – Wiltshire
Place – Heytesbury
Charity – Hospital of St John, Heytesbury

CD(S1)
200,669/25

Scheme including appointment of Trustees

CHARITY COMMISSION

In the matter of the Charity called the Hospital of St John, Heytesbury, at Heytesbury, in the County of Wiltshire, regulated by a Scheme of the Charity Commissioners of the 22nd June 1972 as varied or affected by Schemes of the Commissioners of the 11th April 1979 and the 23rd February 1984: and in the matter of the Charities Act 1960.

THE CHARITY COMMISSIONERS FOR ENGLAND AND WALES HEREBY ORDER that the following Scheme be approved and established as the Scheme for the regulation of the Charity:-

SCHEME

1. **Administration of Charity.** The above-mentioned Charity and the property thereof specified in the schedule hereto and all other the property (if any) of the Charity shall be administered and managed subject to and in conformity with the provisions of this Scheme by the body of Trustees hereinafter constituted.

2. **Interpretation.** In this Scheme the expression the Hospital shall mean the Hospital and almshouses belonging to the Charity, at the date of this Scheme including almshouses and recreational and other ancillary buildings erected in accordance with the provisions of this Scheme, the land and buildings of the Hospital being those specified in the First Schedule hereto.

In this Scheme “*Connected Person*” and “*Substantial Interest*” shall bear the meanings as set out in the Second Schedule hereto.

3. **Investments and cash.** Subject as otherwise provided in this Scheme and to any further direction of the Charity Commissioners –

- 3.1 All investments now or at any time belonging to the Charity shall be held by the Trustees in the name of the Charity;
- 3.2 All sums of cash now or at any time belonging to the Charity, other than sums of cash needed for immediate working purposes, shall be invested by the Trustees in the name of the Charity.

TRUSTEES

4. **Trustees.** The body of Trustees shall consist when complete of not more than 11 competent persons, being:

- (a) Three ex-officio Trustees; and
- (b) Not more than eight and not less than four co-opted Trustees.

5. **Ex-Officio Trustees.** The ex-officio Trustees shall be:

- (a) The Chancellor of the Cathedral of Salisbury, or if the Chancellor is unwilling or ineligible to act as a Trustee, another willing and eligible person appointed by the Chapter of the Cathedral, in consultation with the existing Trustees, to act as Trustee in place of the Chancellor.
- (b) The Rector of the ecclesiastical parish of Heytesbury with Tytherington and Knook, or if there is no such Rector, the priest in charge of that parish, or if the Rector or priest in charge is unwilling or ineligible to serve as a Trustee, another willing and eligible priest nominated by the Rector or priest in charge in consultation with the existing Trustees;
- (c) A willing and eligible person elected by the parochial church council of that parish in consultation with the existing Trustees.

6. **Co-opted Trustees**

- 6.1 There shall not be more than eight and not less than four such Trustees appointed for terms of office not exceeding four years by resolution of the existing Trustees passed at a meeting of the Trustees of which not less than 21 days notice shall have been given; and the terms of office for which such Trustees are appointed shall be of such lengths as to ensure that the terms of office of two of such Trustees shall end each year.
- 6.2 Such Trustees on completion of their terms of office may be reappointed if still willing and eligible.
- 6.3 Within five years of the date of this amendment the Trustees shall make appropriate arrangements to reduce the number of co-opted Trustees to eight, with the terms of office for two of such Trustees ending each year in accordance with Clause 6.1.

7. Every Trustee shall be a human being. No person shall be eligible to be a Trustee if
- (a) they are or become incapable of managing and administering their own affairs by reason of mental disorder, illness or injury;
 - (b) they are or become disqualified from acting as a charity trustee by virtue of sections 178 or 180 of the Charities Act 2011, and no waiver has been granted under section 181 of that Act (references to sections of that Act will apply equally to any statutory re-enactment or amendment of those sections);
 - (c) they or any Connected Person who is connected with them takes or holds any interest in property belonging to the Charity otherwise than solely in the capacity of a Trustee, or receives any remuneration from the Charity except only expenses reasonably incurred in the office of Trustee, or is interested in the supply of work or goods at the cost of the Charity.
8. **Declaration by Trustees.** No person shall be entitled to act as a Trustee whether on a first or on any subsequent entry into office until after signing in the minute book of the Trustees a declaration of acceptance – and of willingness to act in the trusts of this Scheme.
9. **Determination of Trusteeship.** Any Trustee who ceases to be eligible as provided in clause 7, who is absent from all meetings during a period of one year, who is adjudged bankrupt or makes a composition or arrangement with his or her creditors, who is incapacitated from acting or who communicates in writing to the Trustees a wish to resign, shall cease thereupon to be a Trustee.
10. **Vacancies.** Upon the occurrence of a vacancy the Trustees shall cause a note thereof to be entered in their minute book at their next meeting. Any competent Trustee may be re-appointed.

MEETINGS AND PROCEEDINGS OF TRUSTEES

11. **Ordinary Meetings.** The Trustees shall hold at least four ordinary meetings in each year.
12. **Chairman and vice-chairman.** The Trustees at their first ordinary meeting in each year shall elect one of their number to be chairman of their meetings until the commencement of the first ordinary meeting in the following year. The Trustees if they think fit may also elect one of their number to be vice-chairman of their meetings. The chairman and vice-chairman shall always be eligible for re-election. If at any meeting neither the chairman nor the vice-chairman is present within ten minutes after the time appointed for holding the same or there is no chairman or vice-chairman the Trustees present shall choose one of their number to be chairman of the meeting.

13. **Special meetings.** A special meeting may be summoned at any time by the chairman or any two Trustees upon not less than four days notice being given to the other Trustees of the matters to be discussed, but if the matters include an appointment of a Co-opted Trustee then upon not less than 21 days' notice being so given. A special meeting may be summoned to take place immediately before or after an ordinary meeting.

14. **Quorum.** The quorum at any meeting of the Trustees shall be four Trustees, provided that a Trustee not entitled to vote on any matter to be decided at the meeting shall not be counted in the quorum and no decision shall be taken at any such meeting unless a quorum is present.

15. **Voting.** Every matter shall be determined by the majority of votes of the Trustees present and voting on the question. In case of equality of votes the chairman of the meeting shall have a casting vote whether he or she has or has not voted previously on the same question but no Trustee in any other circumstances shall give more than one vote.

16. **Minutes and Accounts.** Minute books and books of account shall be provided and kept by the Trustees. The Trustees shall keep minutes of:

- (a) appointments and vacations of office of Trustees;
- (b) appointments of staff;
- (c) meetings of the Trustees and committees, including the names of Trustees and other persons present, the decisions made, and where appropriate the reasons for the decisions.

The Trustees shall comply with the relevant requirements of Part 8 of the Charities Act 2011 (or any statutory amendment or re-enactment of provisions in such Part 8) with regard to the keeping of accounting records, the preparation and scrutiny of statements of account, and the preparation of annual reports and returns. The statements of account, reports and returns shall be sent to the Charity Commission within 10 months of the charity's financial year end.

17. **General power to make regulations.** Within the limits prescribed by this Scheme the Trustees shall have power from time to time to make regulations for the management of the Charity and for the conduct of their business including the summoning of meetings, the deposit of money at a proper bank and the custody of documents.

18. **Employment of officers.** The Trustees may from time to time employ such persons to fill such offices and to perform such duties as the Trustees consider necessary for the superintendence and care of the residents of the Charity and for the proper administration and management of the Charity and the property thereof at such reasonable salaries and upon such reasonable terms as to notice within the limits permitted by law and otherwise as they think fit and may allot to such persons rooms in the Hospital for their and their immediate family's residence while they are employed by the Charity.

PROPERTY

19. **Repair and insurance.** The Trustees shall keep in repair and insure to the full value thereof against fire and other usual risks all the buildings of the Charity and shall suitably insure in respect of public liability and employer's liability.

20. **Chapel.** The Trustees may appropriate such part of the Hospital as they think fit from time to time for use as the Chapel of the Charity.

21. **Further almshouses.** Subject to the approval of the Commissioners, the Trustees may erect on land belonging to the Charity almshouses to be appropriated and used for the residence of almspeople including recreational and other ancillary buildings and may apply property of the Charity including the investments from time to time standing to the credit of the Extraordinary Repair Fund in defraying the cost of such erection.

22. **Functions and Duties of Trustees.** The Trustees shall manage the affairs of the Charity and may for that purpose exercise all the powers of the Charity in pursuance of the objects of the Charity. It shall be the duty of each Trustee

- (a) to exercise the powers of the Charity and to perform their functions as Trustees of the Charity in the way they decide in good faith would be most likely to further the objects of the Charity; **and**
- (b) to exercise in the performance of those functions such care and skill as is reasonable in the circumstances having regard in particular to:
 - (i) any special knowledge, experience or expertise which they have or hold themselves out as having; and
 - (ii) if they act as a Trustee of the Charity in the course of a business or profession, any special knowledge, experience or expertise which it is reasonable to expect of a person acting in the course of that kind of business or profession.

23. **Application of Charity's Income and Property.** The income and property of the Charity shall be applied solely towards the promotion of the objects of the Charity; provided that a Trustee shall be entitled to be reimbursed from the property of the Charity reasonable expenses properly incurred by that Trustee when acting solely on behalf of the Charity. None of the income or property of the charity shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise to any Trustee or Connected Person. No Trustee or Connected Person shall

- (a) buy or receive any goods, services or interest in land from the Charity.
- (b) Sell any goods, services or interest in land to the Charity;
- (c) Be employed by or receive remuneration from the Charity;
- (d) Receive any financial benefit (consisting of a benefit, direct or indirect, which is either money or has a monetary value) from the Charity except as provided in this Clause;

- (e) Become a beneficiary of the Charity whether as a Resident or otherwise.

24. **Management of the Charity.** Subject to the provisions of this Scheme the Trustees may make provision for the management of the Charity including, but without limitation, regulations as to the deposit of money at an appropriate bank, the management of bank accounts, the payment out of bank accounts of money owed by the Charity and the custody of documents.

25. **Delegation by Trustees.** The Trustees may delegate any of their powers of functions relating to the administration of the Charity to a committee or committees, and, if they do, shall determine the conditions on which the delegation is made. The Trustees may at any time alter those conditions or revoke the delegation. This power of delegation is in addition to any other power of delegation available to the Trustees (including, but without limitation, the power to delegate matters of day to day administration to staff of the Charity), and is subject to these requirements:

- (a) a committee may consist of two or more persons, of whom at least one is a Trustee;
- (b) the acts and proceedings of any committee shall be brought to the attention of the Trustees not later than the next meeting of the Trustees.
- (c) The Trustees shall from time to time review any such delegation and the conditions on which it has been made.

26. **Chaplains.** The Trustees shall make appropriate provision for the spiritual welfare and pastoral care of the Residents and the staff of the Charity, and such provision shall include the appointment of Chaplains who are Clerks in Holy Orders on such terms as to their duties and their stipends as the Trustees shall determine to be appropriate and reasonable for the above purposes.

APPLICATION OF INCOME

27. **Expenses of Management.** The Trustees shall first defray out of the income of the Charity the cost of maintaining the property of the Charity (including the repair and insurance of any buildings thereon) and all other charges and outgoings payable in respect thereof and all the proper costs, charges and expenses of and incidental to the administration and management of the Charity.

28. **Application of income.** Subject to the payments aforesaid the Trustees shall apply the yearly income of the Charity in the following ways in the following order of priority:

- (1) In paying the stipend of the Chaplains and the salaries or wages of any other persons appointed or employed in accordance with the provisions of this Scheme;

- (2) In providing and maintaining an Extraordinary Repair Fund and a Cyclical Maintenance Fund in accordance with the provisions hereinafter contained;
- (3) So far as requisite in giving effect to the provisions hereinafter contained for the benefit of the residents of the Charity or any of them in such manner as the Trustees think fit from time to time.

29. **Cyclical Maintenance Fund**

- (1) The Trustees may establish and maintain a reserve fund, to be entitled Cyclical Maintenance Fund, for the purpose of providing for those items of ordinary maintenance and repair of the Hospital which recur at infrequent intervals.
- (2) This fund may be maintained out of the income of the Charity by setting aside yearly such sum as the Trustees shall assess as appropriate for the needs of the Charity, and the fund may be invested appropriately by the Trustees in the name of the Charity.

30. **Extraordinary Repair Fund.** Subject to any further Order or direction of the Commissioners-

- (1) The Trustees shall establish and maintain a reserve fund, to be entitled Extraordinary Repair Fund, for the purpose of providing for the extraordinary repair, improvement or rebuilding of the Hospital.
- (2) This fund shall be maintained out of the income of the Charity by transfer to the fund yearly of such sum as the Trustees shall assess as appropriate for the needs of the Charity, and the fund shall be invested appropriately by the Trustees in the name of the Charity.

HOSPITAL AND RESIDENTS

31. **Hospital.** The Hospital belonging to the Charity and the property occupied therewith shall be appropriated and used for the accommodation of residents as licensees in conformity with the provisions of this Scheme.

32. **Saving for existing residents.** Appointments of residents under this Scheme shall be made without prejudice to the interests of the existing residents.

33. **Qualifications of residents**

- (1) The Residents shall be poor persons or those otherwise in need who are not less than 50 years of age of good character with a preference for persons who have been resident in the area of the Ancient Parishes of Heytesbury-cum-Tytherington and Knook for not less than three years immediately preceding their appointment. The Trustees may permit a Resident to continue to work outside the

Hospital if that Resident has a special need, but such work shall not cause any nuisance to other Residents or staff of the Charity whether by persons visiting the Resident or otherwise.

- (2) The Trustees may permit the spouse of a Resident, or a person in civil partnership with a Resident, to reside with the Resident in the almshouse allocated to the Resident: Provided that on the death of a Resident the Trustees may permit the spouse or person in civil partnership who is residing with the Resident at the time of their death, to continue in residence in the same accommodation or such other accommodation as the Trustees may in their discretion allot.

34. The Trustees may make it a condition of appointing or permitting each person to be or to remain a Resident that such a person shall from resources available to that person.

- (a) contribute a weekly sum (a weekly maintenance charge) towards the cost of maintaining the almshouses and essential services in them, but so that the amount of the weekly sum shall not cause hardship to the Resident having regard to the Resident's own particular circumstances;
- (b) contribute towards the costs of lighting and heating the almshouses, and providing supplies of hot and cold water, and sewerage.

35. **Notice of vacancy.** No appointment of a resident shall be made by the Trustees until a sufficient note of an existing vacancy specifying the qualification required from applicants has been published by advertisement or otherwise so as to give due publicity to the intended appointment but it shall not be necessary to publish a notice if a vacancy occurs within twelve calendar months after the last notice of a vacancy has been published.

36. **Applications for appointment.** All applications for appointment shall be made to the Trustees in such manner as the Trustees direct. Before appointing any applicant to be a resident the Trustees shall require him or her to attend in person unless he or she is physically disabled or the Trustees are of opinion that special circumstances render this unnecessary. An applicant may be required to supply evidence of his or her qualification for appointment.

37. **Selection of residents.** Residents shall be selected only after full investigation of the suitability and circumstances of the applicants.

38. **Appointments of residents.** Every appointment of a resident shall be made by the Trustees at an ordinary or special meeting, or by the committee from time to time authorised by the Trustees to make such appointments.

39. **Records.** The Trustees shall provide and keep a register in which shall be entered the name, age and description of every person appointed to be a resident, the date of every appointment and the date and occasion of every vacancy. They shall also keep a register of all applications for appointment.

40. **Absence from Hospital.** The Trustees shall require (for the better management of the Charity and for the safety and security of the Residents) that any Resident who:

- (a) intends to be absent from the Hospital of St John overnight for one or more nights shall notify in advance one of the staff of the Charity nominated for this purpose by the Trustees;
- (b) intends to be absent from the Hospital of St John for more than 42 nights in any one year shall obtain the prior consent of the Trustees.

41. **Rooms not to be let**

- (1) No resident shall be permitted to let or part with the possession of the room or rooms allotted to him or her or except with the special permission of the Trustees to allow any person to share the occupation of the same or any part thereof.
- (2) Subject to availability, guests of Residents may be permitted by the Trustees to stay overnight in the guest rooms provided by the Charity.

42. **Setting aside appointments**

- (1) The Trustees may set aside the appointment of any resident who in their opinion
 - (a) persistently or without reasonable excuse either disregards the regulation for the residents or disturbs the quiet occupation of the Hospital or otherwise behaves vexatiously or offensively; or
 - (b) no longer has the required qualifications; or
 - (c) has been appointed without having the required qualifications;
 - (d) is suffering from mental or other disease or infirmity rendering him or her unsuited to remain a resident; or
 - (e) persistently fails to pay sums due to the Charity.
- (2) Upon setting aside the appointment of a resident the Trustees shall require and take possession of the room or rooms occupied by him or her.
- (3) The Trustees upon recovery of a resident whose appointment has been set aside on account of mental or other disease or infirmity may re-appoint him or her without giving previous notice of the vacancy.

43. Before the Trustees make a decision whether to set aside the appointment of any Resident

- (a) a written statement of the reasons why the making of such a decision is under consideration shall be given to the Resident;
- (b) the Resident shall have 14 days after receiving that statement to write a response and deliver it to the Trustees, if the Resident so wishes;
- (c) not earlier than 21 days after the statement was received by the Resident, the Resident shall be invited to a meeting with one or more Trustees nominated by the Chairman for that purpose, at which the reasons given in the statement and the responses of the Resident will be discussed with the Resident;
- (d) If following that meeting the nominated Trustee or Trustees recommend that no action be taken, the matter will then be closed; but if the Trustee or Trustees recommend that the appointment of the Resident be set aside, the Resident shall be given the opportunity to present their response to the Trustees at a meeting of the Trustees (which will not be attended by the Trustee or Trustees who made the recommendation), following which the Trustees will reach a decision at the same or a subsequent meeting of the Trustees whether or not to set aside the appointment of that Resident.
- (e) The Resident may be accompanied by another person of the Resident's choice at any such meeting;

44. **Regulations.** The Trustees may prescribe from time to time such reasonable regulations as they consider expedient for the management of the almshouses and the welfare of the residents but so that the same shall not be at variance or inconsistent with any of the provisions of this Scheme.

GENERAL PROVISIONS

45. **Appropriation of benefits.** The appropriation of the benefits of the Charity shall be made by the Trustees at a meeting of their body and not separately by any individual Trustee or Trustees: Provided that the Trustees from time to time may appoint two or more members of their body to be a committee for dealing with any cases of emergency but all acts and proceedings of committees shall be reported in due course to the Trustees.

46. **Trustees not to be personally interested.** No Trustee or Connected Person shall take or hold any interest in property belonging to the Charity otherwise than as a Trustee for the purposes thereof and no Trustee or Connected Person shall receive remuneration (except only expenses reasonably incurred to fulfil the office of Trustee), or be interested in the supply of work or goods, at the cost of the Charity.

47. **Charity not to relieve public funds.** The Trustees shall not apply income of the Charity directly in relief of taxes or other public funds.

48. **Questions under Scheme.** Any question as to the construction of this Scheme or as to the regularity or the validity of any acts done or about to be done under this Scheme shall be determined by the Commissioners upon such application made to them for the purpose as they think sufficient.

FIRST SCHEDULE

The land, and the buildings on the land, situate in the parish of Heytesbury-cum-Tytherington and Knook in the County of Wiltshire registered with absolute title under title number WT289721 comprising 2.301 acres or thereabout now known as the Hospital of St John, Heytesbury.

SECOND SCHEDULE

“**Connected Person**” in this Scheme means:

1. (a) a child, parent, grandchild, grandparent, brother or sister of the Trustee, including a step or illegitimate child or grandchild;
- (b) the spouse or civil partner of the Trustee or of any person falling within para (a) above and anyone living with a Trustee or any such person;
- (c) A person carrying on business in partnership with the Trustee or with any person falling within para. (a) or (b) above;
- (d) An institution or body corporate which is controlled –
 - (i) by the Trustee or any Connected Person falling within paras (a), (b) or (c) above; or
 - (ii) by two or more persons falling within sub-para (d) (i), when taken together;
- (e) A body corporate in which
 - (i) the Trustees or any Connected Person falling within paras (a) to (c) above has a Substantial Interest;

- (ii) two or more persons falling within sub-para (e) (i), who when taken together, have a Substantial interest.

2. For the purposes of this Scheme, the term “**Substantial Interest**” shall be interpreted in accordance with section 352 of Charities Act 2011.

Sealed by Order of the Commissioners this 5th day of January 1989, and amended by the Trustees on the 8th day of June 2018 pursuant to clause 5 of the Scheme dated 20th October 2004.

THE CHARITY COMMISSIONERS FOR ENGLAND AND WALES

Under the power given in the Charities Act 1993

Order that from today, the

20 October 2004

The following

SCHEME

Will affect the governing document of the charity

Known as

HOSPITAL OF ST JOHN, HEYTESBURY (200669)

At

Heytesbury, Wiltshire

Commissioners' References:

Sealing: W91(s).04

Case No: 357382

Case No: 357382 22/10/04

Version: 1.1

1.

Definitions

In this scheme:

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

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

“the governing document” means the Scheme dated 5 January 1999, as amended by the trustees pursuant to clause 5 of this Scheme on _____.

“the trusts” means the provisions which at any given time regulate the purposes and administration of the charity.

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

2.

Administration

The charity is to be administered in accordance with the governing document as affected by this scheme.

3.

Provision of Indemnity Insurance

1. The power conferred by this Scheme shall be exercisable by the trustees only if the declaration made by the trustees at the time of application for this Scheme (in the form of that reproduced in the schedule to this Scheme) remains materially accurate and true.

2. Notwithstanding any provision to the contrary in the governing document the trustees of the charity may provide indemnity insurance for themselves out of the funds of the charity as and when required, provided that the policy will contain a provision which has the effect that the insurance shall not indemnify the trustees against:

(a) fines;

(b) the costs of unsuccessfully defending criminal prosecutions for offences arising out of the fraud or dishonesty or wilful or reckless misconduct of a trustee; and

(c) liabilities to the charity which result from conduct which the trustee knew, or must be assumed to have known, was not in the interests of the charity or where the trustee did not care whether such conduct was in the interests of the charity or not.

3. The trustees shall exercise the duty of care set out in clause 4 (below) whenever they exercise this power.

4.

The duty of care

The duty of care referred to in clause 3(3) of this Scheme requires the trustees to exercise such care and skill as is reasonable in the circumstances, having regard in particular:

- (1) to any special knowledge or experience that they have or hold themselves out as having; and
- (2) if a person acts as a trustee in the course of a business or profession, to any special knowledge or experience that it is reasonable to expect of a person acting in the course of that kind of business or profession.

5.

Amendment of scheme

- (1) The trustees (subject to the provisions of this Scheme) may from time to time amend the trusts if they are satisfied that it is expedient in the interests of the charity to do so.
- (2) The trustees must not make any amendment which would have the effect directly or indirectly of:
 - (a) altering or extending the purposes of the charity;
 - (b) authorising the trustees to do anything which is expressly prohibited by the trusts of the charity;
 - (c) causing the charity to cease to be a charity at law;
 - (d) altering or extending the power of amendment that is conferred by this Scheme.
- (3) The trustees must obtain the prior written approval of the Commissioners before making any amendment which would have the effect directly or indirectly of:
 - (a) enabling them to spend permanent endowment or capitalise income of the charity;
 - (b) conferring a benefit of any kind on all or any of the current trustees or their successors;
 - (c) restricting the existing right of any person (other than the trustees) to appoint or remove a charity trustee, or trustee for the charity, or to intervene in the administration of the charity, without the consent of that person;
 - (d) varying the name of the charity.

(4) An amendment may be made only by a resolution passed at a meeting of the trustees of which not less than 21 days notice has been given. The notice must set out the terms of the proposed amendment.

(5) The trustees must:

(a) prepare a written memorandum of each amendment that they make, which must be signed at the meeting at which the amendment is made by the person chairing the meeting.

(b) send to the Commissioners a certified copy of the memorandum within three months of the date of the meeting; and

(c) retain the memorandum as part of the governing document.

6. **Questions under Scheme**

Any questions as to the construction of this Scheme or as to the regularity of the validity of any acts done under this Scheme shall be determined by the Charity Commissioners upon such application made to them for the purposes they think sufficient.

SCHEDULE

WE DECLARE as follows:

(1) The above-mentioned charity is a trust or an unincorporated association

(2) Where the charity has a membership, the members have agreed to this application being made.

(3) The trustees are satisfied that:

(a) there is a restriction in the charity's governing document expressly prohibiting trustee benefit;

(b) they have identified the risks of personal liability to which the trustees are potentially exposed;

(c) the risk or risks identified cannot be dealt with by other means including other types of insurance or improved governance procedures;

(d) they are aware of what trustee indemnity insurance normally will and will not cover;

(e) the cost of the insurance is reasonable in relation to the income of the charity and that it will not restrict the Trustees' ability to carry out the charity's objects; and

(f) they have concluded that the purchase of trustee indemnity insurance out of the funds of the charity will be in its best interests.

(4) The trustees will ensure that any trustee indemnity insurance purchased by the trustees will contain a provision which has the effect that insurance shall not indemnify the trustees against:

(a) fines;

(b) the costs of unsuccessfully defending criminal prosecutions for offences arising out of the fraud or dishonesty or wilful or reckless misconduct of a trustee; and

(c) liabilities to the charity which result from conduct which the trustee knew, or must be assumed to have known, was not in the interests of the charity, or where the trustee did not care whether such conduct was in the interests of the charity or not.