

THE CHARITY COMMISSION FOR ENGLAND AND WALES

Under the power given in the Charities Act 1993

Orders that from today, the

7 September 2009

this

SCHEME

will govern the charity known as

WALBERSWICK COMMON LANDS (206095)

Commission References:

Sealing:

Case No: C-275545-TZTA

A handwritten signature in blue ink, followed by the date "7/9/2009" written in blue ink.

Case No: C-275545-TZTA
Version: 1.1

In the matter of the Charity called the Walberswick Common Lands, in the Parish of Walberswick, in the County of Suffolk, regulated by a Scheme of the Charity Commission dated 22 May 1925 as varied by Schemes of the Charity Commission dated 18 September 1963, 4 July 1985, 2 December 1986 and by an Order dated 27 March 2003.

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 above mentioned charity:-

SCHEME

1. Administration of Charity

The above mentioned Charity and all of the Charity shall be administered and managed in accordance with the provisions of this Scheme by the Trustees as set out below.

2. Vesting

The land held by the Charity may be vested in the Official Custodian for Charities or be held in trust for the Charity.

3. Investments and cash

- (1) The Trustees may arrange for any investments belonging to the Charity to be held in the name of a nominee (being a corporate body registered or having an established place of business in England and Wales) acting under the control of the Trustees or under the control of an individual, company or firm authorised to give investment advice under the Financial Services and Markets Act 2000 or any statutory modification or re-enactment ("Financial Expert") acting under the Trustees' instructions and to pay any reasonable fee required;
- (2) The Trustees may open and operate bank accounts and other facilities for banking and to draw, accept, endorse, issue or execute promissory notes, bills of exchange, cheques and other instruments.

4. Trustees

The body of Trustees shall consist when complete of seven competent persons being:

One Ex-officio Trustee;

Four Nominative Trustees; and

Two Co-optative Trustees

The Trustees of the Charity on the date this Scheme is sealed are listed in Schedule 1 together with the date on which their term in office expires.

5. Ex-officio Trustee

The Ex-officio Trustee shall be the Vicar for the time being of the Sole Bay Team Ministry who has pastoral responsibility for the Parish of Walberswick. In the event of the Vicar being unable or unwilling to take up the position of trustee it shall be filled with an additional Co-optative Trustee, providing that such Co-optative Trustee shall retire if the Vicar wished to take up the position of Trustee.

6. Nominative Trustees

Future Nominative Trustees shall be appointed by the Walberswick Parish Council. Each appointment shall be made for a term of four years at a meeting convened and held according to the ordinary practice of the council. The chairman of the meeting shall cause the name of each person appointed to be notified forthwith to the Trustees or their clerk. The person appointed may be but need not be a member of the council. The parish Council shall endeavour to find Nominative Trustees that fit into the skills matrix adopted by the Trustees from time to time following consultation with the Parish Council.

7. Co-optative Trustees

The future Co-optative Trustees shall be persons who through residence, occupation or employment, or otherwise have special knowledge of Walberswick.

Every future Co-optative Trustee shall be appointed for a term of four years by a resolution of the Trustees passed at a special meeting of which not less than 21 days' notice has been given and may be so appointed not more than one month before the term of an existing Co-optative Trustee expires with effect from the date of expiry but so that the latter shall not vote on the matter. In appointing Co-optative Trustees, the Trustees shall endeavour to find Trustees that fit the skills matrix adopted by the Trustees in consultation with the Parish Council.

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

A Trustee shall cease to hold office if he or she:

- (1) is disqualified under the Act from acting as a Trustee;
- (2) becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs;

- (3) resigns by written notice to the Trustees (but only if at least two Trustees will remain in office when the notice of resignation is to take effect); or
 - (4) fails to attend three consecutive meetings of the Trustees and the Trustees resolve that he or she be removed for this reason; or
 - (5) is removed by a resolution passed at a meeting of the Trustees at which at least four other Trustees are present. Such a resolution shall not be passed unless the Trustee has been given at least 21 days' notice in writing that the resolution is to be proposed, specifying the circumstances alleged to justify removal from office, and has been afforded a reasonable opportunity of being heard by or of making written representations of the Trustees.
- 10.** If a Trustee ceases to hold office pursuant to clause 9 the Trustees may by resolution passed at a Trustees' meeting discharge such person from the trusts of the Charity..
- 11.** A Trustee ceasing to hold office is entitled on written request to an indemnity from the continuing Trustees at the expense of the Charity in respect of any liabilities properly incurred during his or her trusteeship.

12. Vacancies

If a nominative or Co-optative Trustee ceases to hold office before the end of his or her term a replacement trustee may be appointed by the Parish Council (in the case of a Nominative Trustee) and by the Trustees (in the case of a Co-optative Trustee), provided that the replacement will only hold office until the end of their predecessors' original term. Any competent trustee may be re-appointed.

A technical defect in the appointment of a Trustee of which the Trustees are unaware at the time does not invalidate decisions made by the Trustees.

MEETINGS AND PROCEEDINGS OF TRUSTEES

13. Meetings

The Trustees shall hold at least three meetings in each year.

14. Meetings shall be called as follows:

- (1) Meetings may be arranged by the Trustees at their meetings.
- (2) The chair of the Trustees or any two Trustees may call a meeting at any time upon not less than 10 days' notice being given to the other Trustees save that a meeting to appoint a Co-optative Trustee or removal of a Trustee.

Meetings of the Trustees shall be held either in person or by telephone, televisual or other electronic or virtual means agreed by the Trustees in which all participants may communicate simultaneously with all other participants. Minutes must be kept of all meetings regardless of how they are held.

15. Chairman

The Trustees shall annually appoint one of their number to be the chair of Trustees at the first Trustees meeting in each calendar year and may at any time remove him or her from that office. The chair, if any, of the Trustees or in his or her absence another Trustee nominated by the Trustees present shall preside as chair of each meeting.

16. Quorum

There shall be a quorum when four Trustees are present at a meeting.

17. 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 not voted previously on the same question but no Trustee in any other circumstances shall give more than one vote.

18. Procedural Defects

A procedural defect of which the Trustees are unaware at time does not invalidate decisions taken at a meeting of the Trustees.

19. Written Resolutions

A written resolution signed by all the Trustees shall be as valid and effectual as if it had been passed at a meeting of the Trustees duly convened and held. A written resolution may be contained in more than one document and will be treated as passed on the date of the last signature.

20. Minutes

The Trustees shall keep minutes, in books kept for the purpose, of the proceedings at their meetings.

21. Records and Accounts

The Trustees shall comply with their statutory obligations with regard to keeping financial records, the audit or examination of accounts and the preparation and transmission to the Charity Commission of:

- (1) annual reports;
- (2) annual returns;
- (3) annual statements of account.

22. General power to make regulations

Within the limits prescribed by this Scheme the Trustees shall have full 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 appointment of a clerk, the deposit of money at a proper bank and the custody of documents.

23. Power to Delegate

The Trustees may delegate any of their powers or functions to committees consisting of two or more persons appointed by them but at least one member of every committee must be a Trustee and all proceedings of committees must be reported promptly to the Trustees. The Trustees also may delegate day to day management of the affairs of the Charity to any person.

24. The Trustees may delegate the management of investments to a Financial Expert provided that:

- (1) the investment policy is set down in writing for the Financial Expert by the Trustees;
- (2) every transaction is reported promptly to the Trustees;
- (3) the performance of the investments is reviewed regularly by the Trustees;
- (4) the Trustees are entitled to cancel the delegation arrangement at any time;
- (5) the investment policy and the delegation arrangements are reviewed at least once a year;
- (6) all payments due to the Financial Expert are on a scale or at a level which is agreed in advance and are notified promptly to the Trustees on receipt; and
- (7) the Financial Expert may not do anything outside the powers of the Trustees.

PROPERTY

25. Use of property

- (1) Rights of pasturage (if any) over the property of the Charity or any part thereof, which existed prior to 4 February 1901, shall not be prejudicially affected by this Scheme, and nothing shall be done or permitted by the Trustees by which any part of the land known as Walberswick Common and described in Schedule 2 shall be or become enclosed, or cease to be an open space accessible to the inhabitants of Walberswick to the same extent as it was prior to 4 February 1901.
- (2) For the avoidance of doubt the Trustees may:
 - (i) use the Charity's land to provide facilities for the benefit of local inhabitants such as sports or recreational facilities and
 - (ii) may temporarily enclose parts of the Charity's land to maintain or conserve the environment in accordance with a reasonable land management plan provided that no more than 25% of Walberswick Common is subject to such temporary enclosure and the period of enclosure does not exceed 12 months.

26. Disposal of Property

Subject to the consents required by law (including those set out in S38 of the Charities Act 1993 as amended or updated from time to time) and the provisions of clause 26, the Trustees may dispose of or deal with all or any part of the Property of the Charity with or without payment and subject to such conditions as the Trustees think fit, provided that no lease may be granted for term of more than 22 years.

APPLICATION OF INCOME

27. Expenses of management

The Trustees shall first use the income of the Charity to meet the expenses described below and in the order of priority in which they are listed:

- (1) pay the proper costs, charges and expenses of and incidental to the administration and management of the Charity;
- (2) take out appropriate insurance policies to insure the property of the Charity and take out other insurance policies as are considered necessary by the Trustees to protect the Charity;
- (3) carry out routine maintenance and repair to the property of the Charity;
- (4) pay for extraordinary repairs and improvements to the Charity's property; and
- (5) build up a reserve fund to meet the future needs of the Charity.

28. Application of income

Subject to the payments set out paragraph 27 the Trustees shall apply the income of the Charity for relief of need and for the benefit of the inhabitants of Walberswick in accordance with the provisions set out below.

29. Relief of need

- (1) The Trustees shall apply such part of the residual income of the Charity as they think fit in each year in relieving either generally or individually persons resident in Walberswick who are in conditions of need, hardship or distress by making grants of money or providing or paying for items, services or facilities calculated to reduce the need, hardship or distress of such persons.
- (2) The Trustees may pay for such items, services or facilities by way of donations or subscriptions to institutions or organisations which provide or which undertake in return to provide such items, services or facilities for such persons.
- (3) In exceptional cases the Trustees may grant relief to persons otherwise eligible therefore who are resident outside Walberswick but in the opinion of the Trustees ought nevertheless for sufficient reason to be treated as if resident therein or who are located for the time being within Walberswick.

30. Benefit of inhabitants

The Trustees shall apply the residue of the income of the Charity in any year for such charitable purposes for the general benefit of the inhabitants of Walberswick as the trustees think fit.

31. Charity not to relieve public funds

The Trustees shall not apply the income of the Charity directly in relief of rates, taxes or other public goods but may apply income in supplementing relief or assistance provided out of public funds.

GENERAL PROVISIONS

32. Benefits to Trustees

The property and income of the Charity shall be applied solely towards the promotion of the objects set out above and (except as provided below) no Trustee may receive any remuneration or other benefit in money or money's worth from the Charity. This shall not prevent any payment in good faith by the Charity of:

- (1) any payments made to any Trustee or Connected Person in their capacity as a beneficiary of the Charity;
- (2) interest on money lent by any Trustee or Connected Person at a reasonable and proper rate;
- (3) any reasonable and proper rent for premises let by any Trustee or Connected Person;
- (4) fees, remuneration or other benefits in money or money's worth to a company of which a Trustee or Connected Person holds less than 1% of the capital;
- (5) reasonable and proper out-of-pocket expenses of Trustees;
- (6) reasonable and proper premiums in respect of trustee indemnity insurance effected in accordance with the provision of the Charities Act 2006;
- (7) reasonable and proper remuneration to any person (not being a Trustee) for any goods or services supplied to the Charity (including services performed under a contract of employment) provided that:
 - i) if such person is a Connected Person the procedure described in Clause 33 must be followed by the relevant Trustee in relation to any decisions regarding such Connected Person; and
 - ii) this provision together with clause 32(7) may not apply to more than half of the Trustees in any financial year (and for these purposes such provisions shall be treated as applying to a Trustee if they apply to a person who is a Connected Person in relation to that Trustee);
- (8) reasonable and proper remuneration to any Trustee for any goods or services supplied to the Charity on the instructions of the Trustees (excluding the

service of acting as Trustee and services performed under a contract of employment with the Charity) provided that:

- i) the procedure described in clause 33 must be followed in considering the appointment of the Trustee and in relation to any other decisions regarding the remuneration authorised by this provision; and
- ii) this provision together with clause 32(7) may not apply to more than half of the Trustees in any financial year (and for these purposes such provisions shall be treated as applying to a Trustee if they apply to a person who is a Connected Person in relation to that Trustee).

For the purposes of clause 32 and 33 a Connected Person is any spouse, parent, child, brother, sister, grandparent or grand of Trustee; or (b) any other person in a relationship with a Trustee which may reasonably be regarded as equivalent to such a relationship; or (c) any company or firm of which a Trustee is a paid director, partner or employee, or shareholder holding more than 1% of the capital.

33. Whenever a Trustee has a personal interest themselves or via a Connected Person in a matter to be discussed at a meeting, and whenever a Trustee has an interest in another organisation whose interests are reasonably likely to conflict with those of the Charity in relation to a matter to be discussed at a meeting, he or she must;

- (1) declare an interest before discussion on the matter begins;
- (2) withdraw from that part of the meeting unless expressly invited to remain;
- (3) in the case of personal interests not to be counted in the quorum for that part of the meeting; and
- (4) in the case of personal interests withdraw during the vote and have no vote on the matter.

34. Trustees' indemnity

- (1) Without prejudice to any indemnity to which a Trustee may otherwise be entitled, every Trustee shall be indemnified out of the funds of the Charity in respect of all claims made against them in respect of any liability arising from or in respect of the Charity, provided that the right of a Trustee to an indemnity under this clause shall not extend to any claim arising from wilful fraud or wrongdoing or wrongful omission on his or her part.
- (2) No Trustee shall be liable for any loss to the Charity except in relation to loss caused by his or her wilful and individual fraud, wrongdoing or wrongful omission.

35. Questions under the 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 Charity Commission upon such application made to them for the purpose as they think sufficient.

SCHEDULE 1

First Nominative Trustees

Name	Term of office
(1) Mr David Charles Brian Webb	To retire January 2011
(2) Mr Nigel John Hunt	To retire May 2011
(3) Mr James Nicholas Barnard Darkins	To retire December 2010
(4) Mr Keith Graham Webb	To retire October 2009

First Co-optative Trustees

Name	Term of office
(1) Mrs Catherine Mary Goodchild	To retire December 2010
(2) Miss Barbara Ann Priestman	To retire June 2012

SCHEDULE 2

Land containing 82.23 acres or thereabouts known as Walberswick Common being the land numbered 0006 (part) and 8700 on the 1976 map and the land numbered 76, 77 and 122 on the 1904 map together with the land with Church Lane thereon being the land numbered 3874 (part) on the 1976 map and the land numbered 121 on the 1904 map the land with Palmers Lane being further part of the land numbered 0006 and 3874 on the 1976 map and the land numbered 118 on the 1904 map and land with the pathway thereon numbered 4793 (part) on the 1976 map.