

**THE CHARITY COMMISSIONERS FOR ENGLAND AND WALES**

Under the power given in the Charities Act 1993

Order that from today,

23rd June 2004

the following

**SCHEME**

will govern the charity

known as

**THE CO-OPERATIVE COLLEGE (1060008)**

Commissioners' References:

Sealing: N167(S)

04

Case No: 316597

## **1. Definitions**

In this scheme:

“the Charity” means the charity identified at the beginning of this scheme and regulated by a scheme dated the 18<sup>th</sup> October 1996 (and formerly comprised in a trust deed dated the 31<sup>st</sup> December 1943 as amended by deed dated 21<sup>st</sup> July 1950).

“the College” means the College of the Charity and which is called The Co-operative College.

“the Board” means the Board of Governors of the College

“member” means a member of the Board of Governors

“meeting” includes a meeting at which the members attending are present in more than one room provided that, by the use of video-conferencing or similar facilities, it possible for all members present to see and hear each other.

## **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 The Co-operative College.

## **OBJECTS**

### **4. Object of the Charity**

(1) The object of the Charity is to promote the education of the public, in particular, but not exclusively, by the provision and conduct of the College for the education of people in a manner consistent with the values and principles of the Co-operative Movement.

(2) In furtherance of the above object but not further or otherwise the Trustee shall have the following powers:-

(a) To provide and maintain premises for occupation for the purposes of the College notwithstanding that the premises may belong to the Trustee hereinafter appointed but so that the Trustee shall be entitled to charge the Charity and be paid out of the property of the Charity a reasonable and proper rental and/or service charge for the use of the premises for the purposes of the College;

(b) To co-operate with other educational bodies such as the Universities, Local Education Authorities, the Co-operative Movement, the Workers' Educational Association or similar bodies in Great Britain and Ireland and other countries in the provision of lectures, tuition or other forms

of instruction or by the establishment of tuition by correspondence or by such other means as may from time to time be determined;

- (c) To establish and maintain a library or libraries of books and literature relating to such studies and work as aforesaid and other books;
- (d) To accept financial assistance, donations, endowments, gifts and loans of money whether or not subject to any special trusts and conditions;
- (e) To publish or provide for the publication of books, pamphlets or other literature relating to such studies and work as aforesaid and the results of investigation in connection therewith and to sell and distribute gratis or otherwise any such books, pamphlets or literature;
- (f) To provide for the teaching of students at the College and for the delivery of lectures to persons who are either regular or occasional students either at the College or elsewhere;
- (g) To found scholarships, exhibitions and prizes and to assist by grants of money and otherwise the conduct of such studies and work as aforesaid;
- (h) To do all such other lawful things as are necessary for the achievement of the object.

#### **TRUSTEE**

##### **5. Trustee**

The body corporate called Co-operatives UK Limited (formerly known as the Co-operative Union Limited) shall continue to be the Trustee of the Charity

#### **THE COLLEGE**

##### **6. Conduct of the College**

- (1) During such time as the College is a designated further education institution the Board shall be constituted and shall act in accordance with an Instrument and Articles of Government with the approval of the Trustee and the Board made and approved under the Education Acts. If and when it should cease to be designated as aforesaid, the College shall be conducted in accordance with an Instrument and Articles of Government made from time to time by the Trustee and approved by the Board and the Charity Commission.
- (2) Notwithstanding that the Board is responsible for the fee income and grants received in connection with the conduct of the College, the Board shall at the start of each financial year, submit to the Trustee the budget for the year for approval.
- (3) It shall be the duty of the Trustee to supervise the maintenance of proper accounting records of sums received and spent for the purposes of the College, to arrange and supervise the drawing up of accounts, to appoint auditors and make arrangements for the operation of bank accounts.

## **7. Powers of the Board**

- (1) The College shall be conducted by the Board in the premises from time to time for the time being provided by the Charity in furtherance of its objects.
- (2) The Board shall have power to delegate the performance of any act, including the exercise of any power of discretion, to a committee consisting of any two or more members. (The Board must exercise reasonable supervision over the committee and the committee must promptly report their acts and proceedings to the Board).
- (3) The Board shall have 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).
- (4) The Board shall have power to provide indemnity insurance for the Trustee and the Board 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 Trustee or the Board knew to be a breach of trust or breach of duty; or
    - (ii) was committed by the Trustee or by the Board in reckless disregard of whether it was a breach of trust or breach of duty or not; and
  - (b) the costs of an unsuccessful defence to a criminal prosecution brought against the Trustee in their capacity as Trustee of the Charity or against the Board.)

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

The Trustee and the Board must 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 endowment

firstly in meeting the proper costs of administering the Charity and of managing its assets (including the repair and insurance of its buildings) and subject thereto, in furthering the object of the Charity

## **AMENDMENT OF SCHEME**

## **9. Amendment of scheme**

- (1) Subject to the provisions of this clause, the Trustee may with the approval of the Board amend the provisions of this scheme with the prior written approval of the Commissioners.

- (2) Any amendment must be made by a resolution passed at a special meeting of the Trustee. The notice of the special meeting must include notice of the resolution, setting out the terms of the amendment proposed.
- (3) The Trustee must not make any amendment which would:
  - (a) vary this clause;
  - (b) vary the definitions clause, clause 4 (the object clause) and clause 6 (conduct of the College) of this scheme
  - (c) confer a power to dissolve the Charity
  - (d) enable it to spend permanent endowment of the Charity.
- (4) The Trustee must obtain the prior written approval of the Commissioners before making any amendment which would vary the name of the Charity and:
  - (a) promptly send to the Commissioners a copy of any amendment made under this clause; and
  - (b) keep a copy of any such amendment with this scheme.

## **GENERAL PROVISIONS**

### **10. Questions relating to the Scheme**

The Commissioners may decide any question put to them concerning:

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