

TRUST DEED REGULATIONS

**AND OTHER DOCUMENTS
RELATING TO**

THE GRAND CHARITY

INCLUDING THE RULES OF THE
MASONIC RELIEF GRANTS COMMITTEE
OF THE COUNCIL OF THE GRAND CHARITY

PUBLISHED UNDER THE AUTHORITY OF THE
COUNCIL OF THE GRAND CHARITY 2004

Trust Deed of 16 April 1980
Incorporating amendments to the Trust Deed and Regulations

THE GRAND CHARITY
Registered Charity No 281942

60 GREAT QUEEN STREET LONDON WC2B 5AZ

ESTABLISHED BY THE UNITED GRAND LODGE OF ENGLAND

THE GRAND CHARITY

Notice of Promulgation

The Council of the Grand Charity having approved the issue of this document containing its Trust Deed, Regulations and other documents relating to the Grand Charity which, having been approved by the members, is hereby promulgated.

By Order of the Council

Richard L. Camm-Jones
Secretary
60 Great Queen Street
London WC2B 5AZ

10 March 2004

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RECORD OF AMENDMENTS TO THE REGULATIONS OF THE GRAND CHARITY		
Change No.	Date approved by Grand Charity	Date of Insertion

Section 1

THIS TRUST DEED is made the 16 day of April One thousand nine hundred and eighty Between Jeremy Pemberton, Charles Gordon Hutchins and Arthur James Davis all of Freemasons' Hall, Great Queen Street, London WC2B 5AZ of the one part and MASONIC CHARITY TRUSTEE LIMITED a company limited by guarantee but whose registered office is at 57 Chiswell Street London EC1Y 4SY (hereinafter called "the Original Trustee") of the other part.

WHEREAS

- (1) The United Grand Lodge of Ancient Free and Accepted Masons of England (hereinafter called "the Grand Lodge") has resolved to establish a fund for the purpose of receiving contributions made by Freemasons of the English Constitution and others to be held on exclusively charitable trusts.
- (2) The Original Trustee is a company incorporated under the Companies Acts 1948 to 1976 the objects of which are (inter alia) to act as trustee of property received by it for charitable purposes and as such to receive and hold any property investments and cash which may be vested in it.
- (3) The Grand Lodge has caused to be paid to the Original Trustee the sum of £200 and has resolved that the parties hereto of the one part shall execute on behalf of the Grand Lodge a deed (being this deed) declaring the trusts on which the said sum and any additions thereto shall be held.

NOW THIS DEED WITNESSETH as follows:-

Definitions:-

1. (a) The Charity hereby constituted shall be known as “The Grand Charity” or such other name as shall be substituted therefor from time to time.

(b) In this Deed and in any Regulations made hereunder where the context permits:

“the Book of Constitutions” means such edition of the Book of Constitutions as may be the current revised edition thereof approved by the Grand Lodge including all amendments made thereto as at the date upon which reference may be made to the Book of Constitutions for the purposes of this Trust Deed;

“the Council” means the Council of the Grand Charity;

“the Regulations” means the current Regulations as adopted by the Grand Charity in accordance with clause 7;

“the Trustee” includes the Original Trustee and any other trustee or trustees for the time being of the Grand Charity;

“the Trust Fund” means:-

- (i) the said sum of two hundred pounds and
- (ii) all monies investments and property paid or transferred to and accepted by the Trustee as additions to the Trust Fund and
- (iii) the investments and property from time to time representing such investments and additions or any part or parts thereof and any accumulations of the income thereof.

(c) Words importing the singular number only shall include the plural number and vice versa.

(d) Any reference to persons by Office or Rank shall mean the holder for the time being of that Office in The Grand Lodge in accordance with the Book of Constitutions and any other Masonic term or reference shall have the same meaning as that designated in the Book of Constitutions.

(e) Words importing persons shall include corporations.

2. Objects

(a) The Trustee shall hold the Trust Fund and the income thereof upon trust for charitable application absolutely.

(b) The Trust Fund shall be applied for such charitable institutions, objects or purposes as the Council shall in its absolute discretion from time to time determine, but subject to such approvals or consents as may for the time being be prescribed by law or in the Regulations set out in the Trust Deed as amended from time to time.

3. Officers of the Grand Charity

The Grand Master for the time being shall be ex officio the Grand President of the Grand Charity.

4. The Pro Grand Master (or if there is no Pro Grand Master, the Deputy Grand Master) for the time being shall be ex officio the Deputy Grand President of the Grand Charity.

5. There shall be a Vice Grand President of the Grand Charity who shall be appointed annually by the Grand President.

6. Members of the Grand Charity

The Members of the Grand Charity shall be members of Grand Lodge and all master masons who are subscribing members of London and Provincial Lodges under the United Grand Lodge of England, subject to the right of any brother to decline membership of the Grand Charity by notice in writing to the Secretary of the Grand Charity.

7. Regulations

The Grand Charity, including the composition of the Council and its organisation and administration, shall be governed by the Regulations set out in the First Schedule to the Trust Deed as amended from time to time.

8. Management

The affairs of the Grand Charity shall be managed by the Council which may exercise all the powers which are not by law or by the Regulations required to be exercised by the members in General Meeting. The management shall however be subject to directions, (not being inconsistent with the Trust Deed or the Regulations), which may be prescribed by the members in General Meeting; but no such direction shall invalidate any prior act of the Council or of the President which would have been valid if that direction had not been made.

9. The Trustee shall hold the Trust Fund as to so much thereof as shall consist of money upon trust to retain the same or any part thereof uninvested for so long as the Council shall think fit or at any time or times in the discretion of the Council to invest the same or any part thereof in manner hereby authorised and as to property other than money upon trust to allow the same or any part thereof to remain in its then state of investment or condition for so long as the Council may think fit or at any time or times in the discretion of the Council to sell call in or convert into money the same or any part thereof and shall hold the same upon the trusts and with and subject to the powers and provisions herein declared.

10. Each and every power and discretion hereby or by law conferred upon the Trustee (including the additional powers set forth in the Second Schedule) shall be exercisable according to the directions of the Council.

11. The Trustee may act as the sole trustee hereof and any other body corporate (whether or not being a Trust Corporation as defined by the Trustee Act 1925 as amended) may be appointed an additional trustee or the sole trustee hereof on such terms as to reasonable remuneration and otherwise as the Council shall approve but the Trustee shall charge only the actual costs incurred in or about the performance of its duties hereunder.

12. The Trustee may make use of facilities provided by the Grand Lodge in connection with the management of the Trusts hereof and may pay to the Grand Lodge all such costs charges and expenses as may be properly charged by the Grand Lodge therefor.

In Witness whereof the individual parties hereto have hereunto set their hands and seals and the Original Trustee has caused its Common Seal to be hereunto affixed the day and year first above written.

Section 2

THE FIRST SCHEDULE

Regulations

As approved by the members on 10 March 2004

Definitions

0201. In these Regulations, where the context permits:

‘Appointed Members’ means members of the Council appointed by the Grand President;

‘Appointed Members of Festival Provinces’ means members of the Council appointed by the Provincial Grand Masters respectively for the immediate past, current and next succeeding Festivals in support of the Grand Charity;

‘The Deputy Grand President’ means the Pro Grand Master for the time being or, if there is no Pro Grand Master, the Deputy Grand Master for the time being;

‘Elected Member’ means a Provincial Member or a London Member;

‘Festival Provinces’ means those Provinces holding a Festival in support of the Grand Charity;

‘The Grand President’ means the Grand Master for the time being;

‘London Members’ means members of the Council elected to represent London Lodges;

‘Provincial Members’ means members of the Council elected to represent Provincial Lodges;

‘The Vice Grand President’ means the Vice Grand President currently appointed by the Grand President;

**President, Deputy President, Treasurer,
Vice-Presidents, Chief Executive and Secretary**

0202. (a) There shall be a President of the Grand Charity who shall be appointed annually by the Grand President in his capacity as the Grand Master at the Annual Investiture of Grand Lodge.

(b) There shall be a Deputy President who shall be appointed annually by the Grand President.

(c) There shall be a Treasurer who shall be appointed annually by the Grand President.

(d) The appointments of the Deputy President and Treasurer shall be announced at the Annual General Meeting of the Grand Charity.

(e) There shall be two Vice-Presidents of the Grand Charity, both of whom shall be elected annually by the Council from among its members. The Vice-Presidents shall retire at the end of their year of office but may be eligible for re-election for one further year so long as they remain members of the Council.

(f) There shall be a Chief Executive and Secretary of the Grand Charity and the Council shall have the sole power of appointing and removing them.

The Council

0203. (a) The Council shall consist of the following members of the Grand Charity:-

(i) The President, Deputy President and Treasurer shall be appointed by the Grand President.

(ii) A further nine members shall be appointed to serve for a period of three years by the Grand President.

(iii) Nine members shall be elected to serve for a period of three years as Provincial Members from the groups of Masonic Provinces.

- (iv) Three members shall be Appointed Members of Festival Provinces and shall be appointed at the Annual General Meeting to serve for a maximum period of three years by the Provincial Grand Masters for the immediate past, current and next succeeding Festival Provinces.
- (v) Three members shall be elected to serve for a period of three years to represent London Members.
- (vi) Past Presidents of the Council shall be entitled to remain members of the Council until the Annual General Meeting immediately following their attainment of the age of seventy-five years.

(b) If the Council shall so resolve, additional members, not exceeding four may be co-opted for a period not exceeding one year.

(c) Except with the consent of the Grand President, no Brother who is a Provincial or District Grand Master or a Grand Superintendent or who is an executive member of any of the other principal masonic charities, a member of Grand Lodge's Board of General Purposes, or the Committee of General Purposes of Supreme Grand Chapter, shall be eligible for election as an Elected Member. All members of the Council must be Past Masters of Lodges of the English Constitution of Freemasonry, qualified under Rule 9 of the Book of Constitutions.

(d) Save for the President, Deputy President, Treasurer, Appointed Members of Festival Provinces and members who are co-opted, members of the Council shall serve for an initial period of three years and then retire. Each member retiring shall be eligible for re-appointment or re-election twice only. Upon his third retirement, that member shall not be eligible for re-appointment or re-election until a period of one year has elapsed. The members retiring shall be those who have held office for the longest period since their last appointment or election.

(e) At the conclusion of the Annual General Meeting each year, three of the Appointed Members (excluding the President, Deputy President and Treasurer), three of the Provincial Members and one of the London Members shall retire.

(f) Any casual vacancy in the number of Appointed or Elected Members may be filled by the Grand President and the Council respectively. Any brother so appointed shall retire when the member he replaced would have retired had he remained in office.

(g) The election of three brethren each year as Provincial Members shall be organised by the groups of Masonic Provinces in such manner as may be approved by the Council from time to time. If nominations exceed vacancies, a ballot should be held. The names of those elected shall be conveyed to the Secretary at least 56 days before the Annual General Meeting at which they will then be announced.

(h) The election of one brother each year as a London Member shall be organised by the Metropolitan Grand Lodge of London. If nominations exceed vacancies, a ballot should be held. The name of the brother elected shall be conveyed to the Secretary at least 56 days before the Annual General Meeting at which it will then be announced.

(i) Any member of the Council may resign by giving notice in writing to the Secretary.

(j) If any Appointed Member shall be absent from the proceedings of the Council or the meetings of any committee to which he has been nominated for more than half the number of meetings held during the year, the fact shall be reported to the Grand President.

(k) If any Elected Member shall be absent from the proceedings of the Council or the meetings of any committee to which he has been nominated for more than half the number of

meetings held during the year (except through illness or some other cause sufficient in the opinion of the Council), he shall be deemed to have resigned from the Council and shall not be eligible for re-election.

(l) A member of the Council shall automatically retire at the conclusion of the Annual General Meeting immediately following the attainment by him of the age of seventy-five years and he shall not thereafter be eligible to serve on the Council.

(m) The Council may make such Regulations as it deems necessary for the suspension or expulsion of any Elected Member of the Council.

Powers and Duties of the Council and the President

0204. (a) The Council may make rules for the disbursement of any of the funds of the Grand Charity but subject thereto separate accounts shall be maintained for the general fund of the Grand Charity and those sums received by the Grand Charity which are earmarked by the donor for the credit of the designated funds account.

(b) The Council may make out of the general fund of the Grand Charity such payments or loans for Masonic charitable purposes as it shall decide.

(c) Payments or loans may be made out of the general fund of the Grand Charity for non-Masonic charitable objects or purposes which shall either be approved by a resolution of the Grand Charity in General Meeting or can be the subject of directions under clause 8 of the Trust Deed.

(d) The President shall have authority to make emergency grants for either Masonic or non-Masonic charitable purposes of up to £100,000 each. These emergency grants shall be reported to the Council and to the Grand Charity in General Meeting, and can be

the subject of directions under clause 8 of the Trust Deed. Emergency grants made by the President shall not total more than £200,000 between General Meetings.

(e) Payments or loans out of the designated funds account to or for either Masonic or non-Masonic charitable objects or purposes may only be made in accordance with rules to be made by the Council from time to time for the operation of the designated funds account.

0205. The Council shall be responsible for the administration and control of the affairs of the Grand Charity, and shall have all powers conferred by the Trust Deed which shall further the objects of the Grand Charity.

0206. The Council shall cause to be kept proper accounting records to include all receipts, payments, assets and liabilities in connection with the Grand Charity.

0207. The Council shall each year report to the Grand Charity in General Meeting concerning its activities for the past year.

Meetings of the Council

0208. The Council shall meet as often as it considers necessary but in any case not less than four times in each year at such times as it shall determine.

Note: In practice it meets on the third Wednesday in January, April, July and October.

0209. The President, the Deputy President or one of the Vice-Presidents, or failing him the Brother who holds the most senior rank within the Craft shall preside at meetings of the Council. Brethren of identical rank shall take seniority by date of appointment to that rank.

0210. Nine members shall form a quorum and proceed to business. Save for amendments to the Trust Deed, all questions shall be decided by a majority of votes, the presiding Brother having a second vote in case of equality.

0211. Any matters specially referred to the Council by the Grand President shall have precedence over all other business.

0212. The Council may appoint from among its members, Committees (of which the President, the Deputy President and Vice-Presidents shall be members ex officio) which shall consider and report to the Council on all matters referred to them. Each Committee shall have:

(a) power to invite to any of its meetings for the purpose of consultation brethren (whether members of the Council or not) or other persons possessing special knowledge of any subject with which the Committee has to deal;

(b) power to appoint sub-Committees from the members of the Committee and to specify the terms of reference thereof; such sub-Committees to report in the first instance to the Committee from which they are formed.

Note: *Four Committees have been appointed by the Council, namely the Executive Committee, the Finance Committee, the Masonic Relief Grants Committee and the Appeals and Donations Committee.*

0213. (a) Minutes shall be kept of all proceedings of the Council and any Committee thereof, and shall be entered in books kept for that purpose.

(b) The Trustee and any purchaser, mortgagee or other person dealing with the Trustee in relation to any property belonging to the Grand Charity, shall be entitled to act, or rely upon any copy of any minutes of any such proceedings, which is certified to be a correct copy by any two members of the Council.

General Meetings

0214. All members of Grand Lodge and master masons who are subscribing members of London or Provincial Lodges under the United Grand Lodge of England are members of the Grand Charity and are entitled as such to attend General Meetings unless they have declined membership by giving notice in writing to the Secretary.

0215. The Grand Charity shall hold a General Meeting in every year as its Annual General Meeting. The meeting shall be held on the same day and at the same place as one of the Quarterly Communications of Grand Lodge, at such time as the Council shall appoint, or at any other time or place if the Grand President so directs.

Note: *In practice, this meeting is normally held in March.*

0216. The business of the Annual General Meeting shall be:-

(a) to discuss such matters as the Council shall deem proper and shall place upon the Agenda;

(b) to announce the Grand President's appointments, the results of the elections of Provincial and London Members of the Council and the names of Appointed Members of Festival Provinces;

(c) to consider and, if thought fit, to approve any specific or general proposal by the Council as to how the Trust Fund shall be paid, or applied, in carrying out the objects of the Grand Charity as defined in Clause 2 of the Trust Deed;

(d) to elect the auditor of the Grand Charity for the following year;

(e) to receive the Annual Report of the Council and the audited accounts of the Grand Charity;

(f) to consider such other business (if any) as shall have been notified to the Secretary in writing, delivered to him not less than twenty-eight days before the date of the meeting, and signed by not less than twenty-five members of the Grand Charity.

0217. General Meetings of the Grand Charity (other than the Annual General Meeting) shall be called by the Secretary of the Grand Charity when directed either by the Grand President or by the Council.

0218. The Secretary of the Grand Charity shall convene General Meetings of the Grand Charity by forwarding at least ten days before each meeting a paper of the business to be presented, together with the minutes of the immediately preceding General Meeting of the Grand Charity (if available), to all members of the Council, Grand Officers present and past, and two copies of the paper of business and minutes to the Secretary of every Lodge. The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any person entitled to receive notice, shall not invalidate the proceedings at that meeting.

0219. (a) The chair at all General Meetings shall be taken by the Grand President, the Deputy Grand President, the Vice Grand President or such other Brother as the Grand President shall appoint to act in his place.

(b) Fifty members shall be a quorum. No business shall be transacted at any General Meeting unless a quorum of members is present at the time when the meeting proceeds to business.

0220. At any General Meeting a resolution put to the vote of the meeting shall be decided on a show of hands. In the case of an equality of votes the Chairman of the meeting shall be entitled to a second vote.

Note: It has become customary for one General Meeting to be held each year in one of the Provinces. At this occasion members are encouraged to invite their ladies and other guests to attend so that the work of the Grand Charity can be more widely and openly explained.

Annual Accounts and Audit

0221. An Annual Report and Statement of Accounts made up to 30 November each year (or such other date as shall be adopted by the Council) shall be prepared by the Council.

0222. The Annual Statement of Accounts of the Grand Charity shall be audited by an auditor qualified under Section 25 of the Companies Act 1985 (or any subsequent enactment) to be elected by members in General Meeting. The auditor shall conduct the audit and report upon the Statement of Accounts in accordance with the Charities Act 1993 and recognised auditing standards.

0223. The Annual Report and audited Statement of Accounts shall be delivered to the Charity Commission and copies shall be made available to all members attending the General Meeting at which they are to be approved. They can also be accessed on the Grand Charity website: www.grandcharity.org

Additional Powers of the Council

0224. (a) Subject to the provisions of Clause 3 of the Scheme of the Charity Commission dated 2 April 2002, the Council has power to amend the provisions of the Trust Deed dated 16 April 1980, but any such amendment must be made by resolution of the Council and must be ratified by a resolution of the members at a General Meeting. A majority of not less than two-thirds of those members present and voting shall be required for a resolution to amend the provisions of the Trust Deed.

(b) These Regulations may be amended by adding, deleting or altering any Regulation by resolution of the Council which must be ratified by a resolution of the members at a General Meeting, provided always that no such addition, deletion or alteration shall be valid if its effect would or might be to destroy or impair the charitable status of the Grand Charity. A simple majority of votes at each meeting shall be sufficient to amend the Regulations.

(c) If the Council deems it necessary or desirable and subject to the prior approval of the Grand President and the Charity Commissioners, the Council may vary the name of the Grand Charity by resolution which must be ratified by a resolution of the members in General Meeting. A majority of not less than two-thirds of those members present and voting shall be required to vary the name of the Grand Charity.

Section 3
RULES OF THE
MASONIC RELIEF GRANTS COMMITTEE

Adopted by Resolution of the Council on 17 April 2002

Masonic Relief Grants Committee

0301. The Masonic Relief Grants Committee shall consist of not less than eight members of the Council of the Grand Charity to be appointed each year by the Council. A Chairman and Deputy Chairman shall be elected by the Committee annually.

Meetings

0302. The Masonic Relief Grants Committee shall meet on the third Wednesday in every month and, subject to the directions of the Council, shall consider applications for financial assistance. The Masonic Relief Grants Committee shall report its proceedings to the quarterly meetings of Council.

Vacancies

0303. The Council shall fill any vacancy arising in the membership of the Masonic Relief Grants Committee at its earliest convenience.

Absence of Chairman or Deputy Chairman

0304. In the absence of the Chairman from any meeting, the Deputy Chairman shall preside. If both shall be absent, a member appointed by the President shall preside. Three members of the Committee present shall form a quorum.

Responsibility of presiding member

0305. The member presiding shall be bound strictly to enforce all the regulations of the Grand Charity respecting the distribution of the funds of the Grand Charity. Save when assistance may be granted in exceptional circumstances under Rule 0310, he shall be satisfied that all the required formalities have been complied with.

Disqualification from voting

0306. The Committee members should not be subject to canvass or solicitation. No Committee member shall at any time vote upon an application for which he has been canvassed or solicited, or for an application on behalf of a person to whom he is related, or upon the application of a Brother (or his dependent) who is or was a member of a Lodge to which the Committee member himself belongs. Such member may be heard on the merits of the application after declaring his interest, but shall be disqualified from voting on the application.

Qualifications for consideration

0307. Any Brother initiated into a Lodge under the United Grand Lodge of England, or who has joined from another Constitution, may apply to the Grand Charity for financial assistance. If at the time of the death of a Brother he would have been qualified under this Rule, the Masonic Relief Grants Committee may, if it thinks fit, grant assistance to his widow, or any other person with whom he had been closely connected immediately before his death, for general living requirements.

Applications for financial assistance

0308. (a) Applications for financial assistance shall be made on the prescribed form, copies of which may be obtained from either the Grand Charity office, or the Grand Secretary's office or the Provincial or District Grand Secretary's office, as the case may be. Unless physically incapable, the applicant must sign the application.

(b) Applicants must be visited in their own home by any member of the Craft who will afterwards be referred to as the Visiting Brother. He must be responsible for completing the form and answering all the questions contained therein. Applicants should not complete the forms themselves.

(c) An application to the Masonic Relief Grants Committee of the Council of the Grand Charity must be reported to an appropriate Lodge into which the Brother, upon whose membership the application is made, was initiated or accepted as a joining member (except where no such Lodge still meets or it is in another country from where the applicant resides). The Almoner of that Lodge (or failing him the Secretary or failing him some other member of that Lodge even if he is also the Visiting Brother) must sign the application form as the person responsible for informing the Lodge that the application is being made (except where no such Lodge still meets or it is in another country from where the applicant resides).

(d) The application form should not be presented at a Lodge meeting or discussed in detail. If the applicant is a subscribing member of the Lodge, care should be taken as to how the matter is reported and the Lodge should consider not mentioning the applicant's name. The financial details contained in the application form should at all times remain private and confidential.

(e) If the Lodge knows of any information that it feels should be reported to the Masonic Relief Grants Committee of the Council of the Grand Charity, it should be made known in writing, either with or separately from the application form.

(f) If the Lodge is a Provincial or District Lodge, the application must be forwarded in the first place to the appropriate Provincial or District Grand Lodge (except where the applicant lives in another country) which shall provide such comment on the application as it feels necessary. The report of the Province or District shall be signed by the person duly appointed by that Province or District. If the Lodge is NOT under a Province or a District, the application must be forwarded direct to the Grand Charity office.

(g) Once completed and signed by the Visiting Brother, the Lodge representative, the Provincial or District representative and the applicant, as required by these Rules, the form must be forwarded to the Grand Charity office. The form should not be delayed at any stage in its process so as to allow a period of more than two months from the date on which the applicant was visited until the time when the form is received by the Secretary of the Grand Charity at the Grand Charity Office.

Time for presenting applications

0309. Applications received at the Grand Charity office before the first Wednesday of a month, will normally be considered by the Masonic Relief Grants Committee at its meeting to be held later in that month. Other than in exceptional circumstances, only one grant shall be made on behalf of an applicant in a twelve month period. Applications may be made annually or less frequently as required.

0310. In exceptional circumstances, financial assistance may be given even though the application does not comply with Rules 0307, 0308 and 0309.

0311. The Chief Executive or, in the absence thereof, the Secretary of the Grand Charity, may grant financial assistance under Rule 0310. Rule 0305 shall not apply, but they shall be bound strictly to enforce all the regulations of the Grand Charity respecting the distribution of the funds of the Grand Charity. Grants made under this Rule shall be subject to such restrictions as the Council shall impose and shall be reported at the next meeting of the Masonic Relief Grants Committee.

Section 4

THE SECOND SCHEDULE

In addition to all other powers conferred by law the Trustee in furtherance of the execution of the Trust herein declared but not further or otherwise (subject always to such consent as may be by law required) shall have the following powers exercisable according to the directions of the Council that is to say:

(a) Power to invest any moneys requiring investment hereunder in upon or towards the acquisition or upon the security of any stocks shares property and chattels of whatsoever nature and wheresoever situate and the Trustee shall have the same unrestricted powers of investing and transposing investments in all respects as if it was absolutely entitled to the Trust Fund beneficially.

(b) Power at any time or times as and when the Council shall think expedient to apply any part of the Trust Fund in or towards the acquisition by purchase or on lease or otherwise of any freehold or leasehold land (including the costs incidental thereto) and in erecting or demolishing and rebuilding or enlarging improving or altering or decorating and furnishing at any time and from time to time any buildings upon such land or any part thereof and in fitting up the same or any part thereof as the Council may think desirable and from time to time to set apart any part or parts of the Trust Fund and to accumulate the income thereof so long as the law permits by investing the same and the resulting income thereof in any investments herein authorised as a building fund with a view to such fund being applied as and when the Council shall think fit for the purposes expressed in the trusts herein declared or any of them any land acquired under this power being conveyed or demised to or otherwise vested in the Trustee.

(c) Power at any time to sell (with such consent as may be required by law) any land acquired under the foregoing power or any other

land which may be or become for the time being subject to the trusts herein declared and to buy in and resell the same without being responsible for any loss that may be incurred thereby any moneys arising from any such sale or under any sale under any statutory power being deemed to be part of the Trust Fund and to be applicable accordingly.

(d) Power to co-operate with other persons and institutions having objects of an exclusively charitable nature.

(e) Power to sell or otherwise deal with any interest under any settlement or will forming part of the Trust Fund whether or not such interest has fallen into possession in such manner and in all respects as the Council shall in their absolute and uncontrolled discretion think fit.

(f) Power to hold any property or asset forming part of the Trust Fund in the name of a nominee or nominees for the Trustee.

(g) Power subject to such consents as may from time to time be required by law to borrow any sums of money upon such terms and otherwise as the Council shall in their absolute discretion think fit and for that purpose to charge the whole or any part of any property subject to the trusts hereof and any sums so raised or borrowed as aforesaid shall be treated as an accretion to the Trust Fund.

(h) Power at any time or times to enter into any compromise or arrangement with respect to all or any of their rights as debenture holders debenture stockholders creditors or shareholders of any company (whether in connection with a scheme of reconstruction or amalgamation or otherwise) and to accept in or towards satisfaction of all or any such rights such consideration as they shall in their discretion think fit.

(i) Powers of administration management and exploitation of an absolute beneficial owner in respect of any property forming part of the Trust Fund of the Grand Charity.

- (j) Power to retain and act upon the advice or opinion of any lawyer broker accountant or other professional person (whether or not insofar as they may act on it the advice or opinion aforesaid was obtained by them) provided that neither the Trustee nor the Council shall be responsible for any loss occasioned by so acting.
- (k) Power to make such provision for the maintenance of records or registers and the provision of professional or other services for any other charitable institution upon payment or gratuitously and to employ or instruct any person or firm for that purpose in all respects as the Council shall think fit.
- (l) Power to act as a depository of monies by receiving monies or funds of any Masonic body or bodies, operate accounts, receive and pay interest thereon in such manner as the Council shall consider to be conducive to the objects of the Grand Charity subject to obtaining such licence or licences as may be required to enable them so to act.
- (m) Power by deed with the consent of the members at a General Meeting of the Grand Charity to vary or enlarge the powers of the Trustee hereunder or restrict the powers either particularly or generally.
- (n) Power to apply any income of the Trust Fund in or towards the payment or discharge of any duties taxes levies charges fees or other outgoings or the maintenance or improvement of any property or assets subject to the trust hereof which but for the provisions of this Clause would be payable out of or charged upon the capital of the Trust Fund or any part thereof.
- (o) Power to make grants or other payments for any charitable purpose.
- (p) Power to use as income applicable hereunder all or any of the Trust Fund or accumulations of income thereof.
- (q) Power to accumulate income for any period for the time being permitted by law.

(r) Power when making grants of any funds to any charitable organisation or charitable institution to accept as a good discharge in respect of any such funds the receipt of the Treasurer or Secretary or other authorised officer for the time being of such charitable organisation or charitable institution.

(s) In respect of monies forming part of the Trust Fund available for distribution the Trustee may in lieu of making any grant or donation thereof lend the same to such person body or institution with or without security and at such interest rate if any as the Council shall think fit provided that in respect of any such loan which is not made on commercial terms as an investment of trust monies it shall not be made unless if it had been made as a grant or donation it would have been for a charitable purpose.

(t) Power at any time or times to appropriate any property subject to the trusts hereof in its actual condition or state of investment at the time of appropriation in or towards satisfaction of a grant or donation made hereunder in such manner as to them may seem just and reasonable and may for the purpose of such appropriation ascertain and fix the value of the respective items of property so subject as aforesaid in such manner in all respects as the Council shall think fit and every appropriation and valuation made pursuant to this Clause shall be binding on all persons then or thereafter interested thereunder.

(u) Power to collect and receive donations (whether periodical or other) and to organise Festivals Appeals or other means of collecting money as the Council shall think fit and to participate in the Direct Debit Scheme (operated from time to time by the Association for Payment Clearing Services) as an Originator for the purpose of collecting donations and/or any other amounts due to the Grand Charity. In furtherance of this object the Trustee may enter into an Indemnity required by the Banks upon which Direct Debits are to be originated. Such an Indemnity may be executed on behalf of the

Trustee by officials nominated by the Council in an appropriate resolution.

(v) Power to create a permanent endowment fund for the Grand Charity.

(w) Power to employ or contribute to the cost of the employment of a Chief Executive, a Secretary and such other staff as may from time to time be expedient and to make all reasonable and necessary provisions for the payment of pensions and superannuation to or on behalf of employees and their widows or other dependants.

(x) Power to pay the remuneration of any lawyer broker accountant banker stockbroker or other person and of the Chief Executive, Secretary and other staff as aforementioned and all other costs charges and expenses incurred in connection with the management and administration of the Grand Charity out of the Trust Fund and to make such reserves and provisions as may appear reasonable.

(y) Power to insure the property of the Grand Charity against any foreseeable risk and take out other insurance policies to protect the Grand Charity when required.

(z) Power to enter into any compromise or arrangement with the executors or any other beneficiaries of a will under which the Grand Charity is also a prospective beneficiary.

Section 5

The Scheme of the Charity Commission dated the 2 April 2002

1. Definitions

In this scheme:

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

“the Council” means the trustees of the charity.

“the Trust Deed” means a Trust Deed dated 16th April 1980, the governing document of the charity.

2. Administration

The charity is to be administered and managed in accordance with its existing Trust Deed as affected by this scheme.

3. Power of amendment

- (1) Subject to the provisions of this clause, the Council may amend the provisions of the Trust Deed.
- (2) Any amendment must be made by a resolution passed by the trustees as ratified by a resolution of the members at a general meeting. The notice of the general meeting must include notice of the resolution, setting out the terms of the amendment proposed.
- (3) The Council must not make any amendment which would:
 - (a) vary clause 2 of the Trust Deed (the objects clause);
 - (b) confer a power to dissolve the charity;
 - (c) enable them to spend permanent endowment of the charity.

- (4) The Council must obtain the prior written approval of the Commissioners before making any amendment which would:
 - (a) vary the name of the charity.
- (5) The Council must:
 - (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 the governing document and this scheme.

4. 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.