

## APPENDIX

### SCHEME FOR THE ALTERATION OF PROVISIONS GOVERNING THE CHARITY KNOWN AS THE SEAMEN'S HOSPITAL SOCIETY

#### FINANCE AND INVESTMENT

##### *Accounts and annual report.*

**19.** Subject to the following clause, the General Committee shall comply with their obligations under Part VI of the Charities Act 1993 with regard to:

- (a) the keeping of accounting records for the Society;
- (b) the preparation of annual accounts for the Society;
- (c) the preparation of an annual report;
- (d) where applicable, the auditing or independent examination of the statements of account of the Society; and
- (e) where applicable, the transmission of the statements of account and the annual report to the Commissioners.

##### *Finance sub-committee.*

**20.—(1)** The General Committee may appoint a sub-committee to be designated the Finance sub-committee to review and recommend the policy of investment and to invest or disinvest in accordance with that agreed policy.

(2) The Finance sub-committee shall consist of not less than three members of the General Committee including the Honorary Treasurer and the Chairman of the General Committee.

(3) The Finance sub-committee shall also be responsible for the keeping of records, the preparation of interim and annual accounts and for ensuring proper financial control of the Society's affairs.

##### *Powers of investment.*

**21.** All sums of cash now or at any time belonging to the Society, other than sums of cash needed for immediate working purposes, and any other property of whatever nature belonging to the Society shall (subject to the following clause) be invested in the name of the Corporation in trust for the Society, in such manner as the General Committee shall in its absolute discretion think fit, which may include;

- (a) in the case of monies or investments or other property given to the Society, in any manner authorised by the testator or donor and specified by him or her in the document given in writing effecting the legacy or donation;
- (b) on mortgage of real or leasehold property in Great Britain or in stocks and securities listed on the London Stock Exchange or other recognised international stock exchange;
- (c) monies of the Society awaiting distribution or investment may be deposited with any bank recognised by the Bank of England and, not exceeding 25% of such monies, with any Local Authority or with any finance company approved by the Finance sub-committee.

*Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.*

*Delegation of investment management.*

22.—(1) The General Committee may appoint as the investment manager for the Society a person who they are satisfied after inquiry is a proper and competent person to act in that capacity and who is either—

- (i) an individual of repute with at least fifteen years' experience of investment management who is an authorised person within the meaning of the Financial Services Act 1986; or
- (ii) a company or firm of repute which is an authorised or exempted person within the meaning of that Act otherwise than by virtue of s.45(1)(j) of that Act.

(2) The General Committee may delegate to an investment manager so appointed power at his discretion to buy and sell investments for the Society on behalf of the General Committee in accordance with the investment policy laid down by the General Committee. The General Committee may only do so on terms consistent with this clause.

(3) Where the General Committee make any delegation under this clause they shall:—

- (a) inform the investment manager in writing of the extent of the Society's investment powers;
- (b) lay down a detailed investment policy for the Society and immediately inform the investment manager in writing of it and of any changes to it;
- (c) ensure that the terms of the delegated authority are clearly set out in writing and notified to the investment manager;
- (d) ensure that they are kept informed of, and review on a regular basis, the performance of their investment portfolio managed by the investment manager and on the exercise by him of his delegated authority;
- (e) take all reasonable care to ensure that the investment manager complies with the terms of the delegated authority;
- (f) review the appointment at such intervals not exceeding 24 months as they think fit; and
- (g) pay such reasonable and proper remuneration to the investment manager and agree such proper terms as to notice and other matters as the General Committee shall decide and as are consistent with this clause provided that such remuneration may include commission fees and/or expenses earned by the investment manager if and only to the extent that such commission fees and/or expenses are disclosed to the General Committee.

(4) Where the General Committee make any delegation under this clause they shall do so on the terms that:—

- (a) the investment manager shall comply with the terms of his delegated authority;
- (b) the investment manager shall not do anything which the General Committee do not have the power to do;
- (c) the General Committee may with reasonable notice revoke the delegation or vary any of its terms in a way which is consistent with the terms of this clause; and
- (d) the General Committee shall give directions to the investment manager as to the manner in which he is to report to them all sales and purchases of investments made on their behalf.

(5) The General Committee may:—

- (a) make such arrangements as they think fit for any investments of the Society or income from those investments to be held by a corporate body which is incorporated in England or Wales (or has established a branch or a place of business in England or Wales) as the Society's nominee; and
- (b) pay reasonable and proper remuneration to any corporate body acting as the General Committee's nominee in pursuance of this clause.

*Auditors.*

**23.**—(1) The Society shall at each general meeting of the Court of Governors appoint an auditor or auditors to hold office from the conclusion of the meeting until the conclusion of the next general meeting of the Court of Governors at which accounts are presented.

(2) Auditors so appointed shall be from bodies of accountants recognised for the purpose of auditing charity accounts by regulation of the Secretary of State under section 43(2)(a) of the Charities Act 1993 (or any statutory re-enactment thereof).