



Policy: Male Health Scotland Deed of Trust

REGISTERED. 4 NOV 2003
 BOOKS OF COUNCIL AND SESSION 03/34411
 LAST REVISED. 04/11/2003

We, [REDACTED]

[REDACTED]

[REDACTED] aforesaid CONSIDERING THAT:

1. We wish to establish a Trust to advance the education of the public in Scotland in male health issues; and
2. It is proper for the charitable purposes to be set out in writing.

NOW THEREFORE WE DO HEREBY irrevocably make over to us the said [REDACTED]

[REDACTED] (who and such other person or persons as may be appointed or assumed to act from time to time as trustee or trustees and to the survivor or survivors of them are referred to as "the Trustees") the sum of £30 ("the Initial Fund") to be held in trust in accordance with the following provisions:

1. DEFINITIONS

- 1.1. This Trust shall be known as "Male Health Scotland" or by such other name as the Trustees may from time to time decide.
- 1.2. In this deed the following expressions shall have the following meanings: "charitable in law" has the same meaning as the phrase "charitable purposes" has for the purposes of the Taxes Act. "the Trust Fund" means
- 1.3. the Initial Fund;
- 1.4. any other property of any description which may be made over to the Trustees for the purposes of this Trust;

- 1.5. any property from time to time representing the Initial Fund or property within (ii) above;
- 1.6. accumulations of income
- 1.7. In this Deed of Trust unless the context otherwise requires:
- 1.8. the singular includes the plural and vice versa;
- 1.9. the masculine includes the neuter and each includes the feminine;
- 1.10. any reference to “the Trust Fund” includes a reference to any part of it;
- 1.11. any reference to “this deed” means this Deed of Trust.

2. EXPENSES

- 2.1. The Trustees shall pay all expenses incurred by them or under their authority in connection with this Trust.

3. PURPOSES OF THE TRUST

- 3.1. The Trustees shall hold the Trust Fund for such purposes as are recognised as exclusively charitable in law and to the extent that the same is charitable the Trust Fund shall be applied to advance the education of the public in Scotland in male health issues by promoting and maintaining research, treatments and cures and, without prejudice to the foregoing generality, by:-
- 3.2. supporting individual and institutional research programmes whether a through hospital or university research;
- 3.3. providing, publishing and promoting the publication of books, pamphlets and leaflets regarding male health diseases, including prevention and cures;
- 3.4. providing welfare and support to sufferers of male health disease and their families; and
- 3.5. purchasing and providing medical and aftercare equipment providing that such equipment provided is over and above that which is the statutory duty of the National Health Service to provide for sufferers of male health conditions.

4. POWER OF ACCUMULATION

- 4.1. The Trustees shall have power at any time and from time to time during the period of 21 years from the date of this deed to accumulate all or so much as they from time to time shall think fit of the income of the Trust Fund arising during that period but with power to resort to that accumulated income in future years.

5. POWER OF APPOINTMENT

5.1. Notwithstanding the foregoing provisions the Trustees shall have power to appoint in writing revocably or irrevocably the whole or any part of the Trust Fund or the income of it for such purposes, objects or institutions charitable in law as the Trustees shall think fit. In the event of any part or the whole of the Trust Fund being so appointed and the trust purposes of that appointment subsequently failing, the appointed part of the Trust Fund shall revert to and be held for the trust purposes of this deed. In relation to any funds held in trust under such an appointment the Trustees shall have the same administrative powers and the same privileges and immunities as they have in terms of this deed and by law except in so far as such powers, privileges and immunities are limited or restricted by the terms of such appointment.

6. TRUSTEES' POWERS

6.1. The Trustees shall have the fullest powers of administration and management of the Trust Fund as if they were absolute owners of the Trust Fund and beneficially entitled to it. No power vested in the Trustees by this deed or otherwise shall be exercised so that the Trust Fund or any income of the Trust Fund shall be held, paid or applied other than for purposes charitable in law. In particular but without limitation the Trustees shall have the following powers:

6.2. TO INVEST WIDELY

6.2.1. Power to retain, hold and realise property and investments made over to the Trustees and to re-invest the Trust Fund in the purchase or on the security of such heritable or real property, corporeal moveables, investments, stocks, shares (including partly-paid shares), deposits and securities, real or personal (including bonds or securities payable to bearer) whether within the United Kingdom or abroad, including power to delegate the investment of the Trust Fund on a wholly discretionary portfolio management basis. Power also to hold and to invest in shares in unquoted private companies even if such investments comprise the whole Trust Fund and do not produce income. PROVIDED ALWAYS that such investments are reasonably prudent having regard to the charitable purposes for which the Trust Fund is held.

6.3. TO EFFECT OR TAKE OVER POLICIES OF ASSURANCE

6.3.1. Power to take out or take over policies of assurance on the life of any person with full power to surrender, vary or otherwise deal with any such policies as if they were the absolute owners of these policies. The Trustees shall apply only capital including accumulated income of the Trust Fund for such purposes.

6.4. TO USE NOMINEES ETC.

6.4.1. Power to have registered in the name of a nominee any property from time to time forming part of the Trust Fund and to pay reasonable fees to such nominee.

6.4.2. Power to hold investments in certificated or uncertificated form.

6.4.3. To repair and improve; to manage property etc.

6.4.4. Power to expend both capital and income of the Trust Fund in insuring, putting and keeping in good repair, improving, restoring and replacing any property forming part of the Trust Fund.

6.4.5. Power to manage, administer and dispose of any property forming part of the Trust Fund as if they were beneficial owners including developing such property.

6.4.6. Power to enter into Conservation Agreements for the better preservation of the Trust Fund.

6.4.7. Woodlands; minerals

6.4.8. Power to plant, thin and cut down timber.

6.4.9. Power to work or let minerals.

6.5. TO GRANT WARRANTIES AND INDEMNITIES

6.5.1. In the event of the Trust Fund being sold, power to grant such warranties and indemnities and such counter indemnities and counter guarantees in support of such warranties and indemnities as may be required in connection with the sale in accordance with normal commercial practice in relation to the type of asset concerned but only to the extent of the Trust Fund.

6.6. TO PAY TAXES

6.6.1. Power to expend both capital and income of the Trust Fund (i) for payment of all duties, rates, taxes, burdens and other charges payable in respect of any property forming part of the Trust Fund or its income (whether or not enforceable) by the Trustees; and (ii) for any purposes which the Trustees judge to be necessary or desirable for the administration and management of the Trust Fund.

6.7. TO BORROW AND TO LEND

6.7.1. Power to borrow and lend money on such terms and with or without security as the Trustees think fit (including power to make loans with or without interest) and to apply money so borrowed in accordance with their powers. Power also to charge any property forming part of the Trust Fund by way of security for any money borrowed by the Trustees.

6.8. TO CARRY ON BUSINESS

6.8.1. Power to begin or carry on or join or concur in the beginning or carrying on of any business for such period as the Trustees think fit and for these purposes to expend money out of the Trust Fund or the income of it; to appoint or concur in appointing any one or more of their own number or any other person as managers, employees, or otherwise, and to pay to him, her or them suitable remuneration including pensions and pensions to spouses; to enter into any partnership or other agreement with any person and to modify partnership or other conditions and, if entitled to control, joint control or supervision to exercise it or not to exercise it only to such extent as they think fit. No part of the Trust Fund or the income of it shall be expended in exercise of this power otherwise than for the purposes charitable in law. The Trustees shall be free from all personal responsibility in the event of loss arising from any business operations carried on in accordance with the powers given by this deed.

6.9. TO PERMIT USE OF PROPERTY IN KIND

6.9.1. Power to permit occupation, use or enjoyment of any moveable or immovable property which for the time being forms part of the Trust Fund on such terms or conditions and for such period as the Trustees think fit.

6.10. TO PROMOTE COMPANIES

6.10.1. Power to promote or concur in the flotation or reconstruction or amalgamation or attempted flotation or reconstruction or amalgamation of any company with limited liability including, but without limitation, any company to take over any business, company or concern carried on by the Trustees or in which they may be interested and to subscribe for and hold the debentures, stocks, shares or other scrip or obligations of such new company or to accept the debentures, stocks, shares or other scrip or obligations of such reconstructed or amalgamated company in lieu of or in substitution for the debentures, stocks and shares or other scrip or other obligations held by the Trustees prior to such reconstruction or amalgamation and to contribute to the expenses of such flotation, reconstruction or amalgamation.

6.11. HOLDINGS IN COMPANIES

6.11.1. The Trustees shall not be bound or required to interfere or take part in the management or conduct of the business of any company in which the Trustees shall be interested although holding the whole or a majority of the shares carrying the control of the company and so long as they have no notice of any act of dishonesty or misappropriation of moneys on the part of the directors who are managing such company the Trustees may leave the conduct of its business (including the payment or non-payment of dividends) wholly to such directors and no beneficiary shall be entitled to require the distribution of any dividend by any company in which the Trustees may be interested or require them to exercise any powers they may have of compelling any such distribution.

6.12. TO GRANT PROXIES

6.12.1. Power to grant proxies in favour of one or more of their own number or any other person to attend, act and vote for them at all meetings of any company, corporation, trust or undertaking or in any bankruptcy proceedings in which the Trustees may be interested as shareholders, stockholders, debenture holders, creditors or otherwise or at any class meeting of shareholders, stockholders, debenture holders or creditors of such company, corporation, trust, undertaking or bankruptcy.

6.13. TO SETTLE CLAIMS

6.13.1. Power to settle all disputed claims by or against the Trust Fund.

6.14. TO DELEGATE POWERS

6.14.1. The Trustees shall have power at any time and from time to time (notwithstanding any rule of law to the contrary) in writing revocably or irrevocably to delegate to any person the execution or exercise of all or any trusts, powers and discretions conferred on the Trustees by this Trust or by law or to grant any power of attorney or mandate.

6.15. TO APPOINT AGENTS

6.15.1. Power to appoint one or more of their own number or any other person to be solicitors, accountants, stockbrokers or agents for executing and carrying into effect the powers and purposes of this Trust and to allow to such solicitors, accountants, stockbrokers or agents their usual charges.

6.16. TO CREATE ADVISORY COUNCILS

6.16.1. Power to create an Advisory Council or Committee to act along with the Trustees and/or advise them on any or all of the objects of the Trust provided always that the creation, constitution, membership and continuance of any such Advisory Council or Committee or the individual membership of it shall be entirely at the discretion of the Trustees.

6.17. TO MAKE APPEALS

6.17.1. Power to organise, advertise and pay the expenses of any appeal for donations to the Trust Fund.

6.18. TO PAY REMUNERATION AND EXPENSES

6.18.1. Power to pay to any Trustee who is acting as such in the course of his business or is a company authorised to undertake trust work, remuneration (in addition to reimbursement of his or its proper expenses) in accordance with his or its terms and conditions in terms of which his or its rates or modes of charging remuneration are fixed from time to time without such Trustee having to account for any resultant profit and without prejudicing the rights of such Trustee to resign as if he or it were a gratuitous trustee.

6.18.2. Power to reimburse themselves out of the Trust Fund or its income for all expenses reasonably incurred by them in the administration of the Trust, without in any way prejudicing their rights, privileges and immunities as gratuitous trustees including the right to resign.

6.19. TO TRANSACT WITH THEMSELVES

6.19.1. Power to enter into any transaction concerning the Trust Fund even if one or more of them has or have some interest in such transaction other than as one of the Trustees provided that no such transaction shall be authorised unless at least one of the Trustees has no such interest in such transaction (unless it is only as a beneficiary of this Trust) and shall have been advised by professional advisers competent to consider the nature of such transaction that its terms are such as would be appropriate to a transaction between persons acting at arm's length.

6.20. TO TRANSACT WITH OTHER TRUSTEES

6.20.1. Power to transact with the trustees of another trust even though one or more persons are common to the two sets of trustees, and even if all the same persons constitute the two sets of trustees.

6.21. TO APPROPRIATE

6.21.1. Power to set apart and appropriate specified investments or assets of the Trust Fund, heritable or moveable, to represent the whole or part of the share or shares of any particular beneficiary or of any share of the Trust Fund, whether any beneficiary has a vested right to it or not and at such valuations as the Trustees shall determine whether made by themselves or others. After such appropriation the particular share shall have the whole benefit and the whole risk of the appropriated investments or assets. A Minute signed by the Trustees shall be sufficient evidence of such appropriation.

6.22. TO DISTINGUISH BETWEEN CAPITAL AND INCOME

6.22.1. Power to decide what represents capital and what represents income of the Trust Fund and the proportion in which the expenses of the Trust are to be charged against capital and income, notwithstanding any rule of law to the contrary, and all similar questions which may arise in relation to the Trust.

6.23. TO EXERCISE POWERS IN TRUSTS (SCOTLAND) ACTS

6.23.1. In so far as more ample powers are not given by this deed the Trustees shall have the powers conferred on trustees by the Trusts (Scotland) Acts 1921 and 1961 and by any Acts amending the same relating to trustees in Scotland (which powers shall not be held to be at variance with the purposes or powers of this Trust).

6.24. GENERAL POWERS

6.24.1. Power in general to do everything the Trustees may consider necessary or expedient in the execution of this Trust.

6.25. TO RENOUNCE POWERS

6.25.1. Power to renounce irrevocably in whole or in part at any time and from time to time any power given to the Trustees.

7. NO APPORTIONMENTS

7.1. There shall be no apportionments of any kind.

8. PERSONS TRANSACTING WITH TRUSTEES

8.1. Persons transacting with the Trustees shall not be concerned with the application of the sums to be paid by them to the Trustees or with any of the conditions and provisions contained in this deed nor shall they be entitled to notice or to enquire whether these sums are applied or not towards the uses and purposes of this Trust and such persons shall be sufficiently exonerated and discharged by the conveyances, discharges or other writings to be granted by the Trustees or by any factor, attorney, solicitor, accountant, stockbroker or agent duly authorised by them.

9. FINALITY OF DISCRETIONARY POWERS

9.1. Whenever it shall be necessary in connection with the affairs of this Trust for the Trustees to exercise any power discretion or authority:

9.2. such power, discretion or authority shall be exercisable at any time and from time to time or not as the Trustees in their sole and absolute discretion think fit; and

10. whatever decision or resolution they may act upon shall be final and binding on all parties interested either directly or indirectly and the actings of the Trustees shall not be liable to be called in question upon any ground except fraud.

11. TRUSTEES' IMMUNITY

11.1. A Trustee shall not be liable for any loss to the Trust Fund unless that loss is caused by his own fraud. Any liability of a Trustee shall be restricted to liability arising from his own actions or omissions only.

12. CHOICE OF LAW

12.1. This Trust is established under the laws of Scotland, which shall be the proper law of this Trust.

13. IRREVOCABILITY

13.1. This Deed of Trust is irrevocable: THIS DEED on this and the preceding eleven pages.