

DATED 21st July 1998

THE I C M MEMBERS BENEVOLENT TRUST
(1071406)

DEED OF DECLARATION OF TRUST

We hereby certify this to be a
complete and true copy of the
original

.....*Rawlison & Butler*.....

Solicitors
Rawlison and Butler
15 Carfax, Horsham
West Sussex RH12 1DY

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West Sussex
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Ref: H06090

THIS DECLARATION OF TRUST is made the *twenty-first* day of *July* 1998 by **MICHAEL DOUGLAS WILKINSON** of 3 Longwood Way Alwoodley Leeds LS13 4HQ **CYRIL JOHN SINFIELD** of 7 Allenby Road Biggin Hill Westerham Kent TN16 3LH **KENETH JOHN DENIS WATTS** of Barrington Lodge 11 By Sunte Lindfield West Sussex RH16 2DG and **THOMAS JOHN EBDON** of Mullion The Street Slinfold Horsham West Sussex RH13 7RR ("the First Trustees" who together with the future trustees or trustee of this Deed are referred to as "the Trustees")

WHEREAS the First Trustees hold One Hundred Pounds (£100) on the trusts declared in this Deed and it is contemplated that further money or assets may be paid or transferred to the Trustees upon the same trusts

NOW THIS DEED WITNESSES AS FOLLOWS:

1. Administration

The charitable trust constituted by this Deed ("the Charity") and its property ("the Trust Fund") shall be administered and managed by the Trustees under the name of **THE I C M MEMBERS BENEVOLENT TRUST** or by such other name as the Trustees from time to time decide with the approval of the Charity Commissioners for England and Wales ("the Commissioners")

2. Objects

The Trustees shall hold the Trust Fund and its income upon trust to apply them for the following objects ("the Objects"):

The relief of need hardship or distress of members of the Institute of Construction Management Ltd in particular through the award of grants to those in financial hardship

3. Powers

In furtherance of the Objects but not otherwise the Trustees may exercise any of the following powers:

- (a) to raise funds and invite and receive contributions Provided that in raising funds the Trustees shall not undertake any substantial permanent trading activity and shall conform to any relevant statutory regulations
- (b) to co-operate with other charities voluntary bodies and statutory authorities operating in furtherance of the Objects or of similar charitable purposes and to exchange information and advice with

them

- (c) to establish or support any charitable trusts associations or institutions formed for the Objects or any of them
- (d) to appoint and constitute such advisory committees as the Trustees think fit
- (e) to permit any investments comprised in the Trust Fund to be held in the name of any clearing bank any trust corporation or any stockbroking company which is a member of the Stock Exchange (or any subsidiary of such a stockbroking company) as nominee for the Trustees and to pay any such nominee reasonable and proper remuneration for acting as such
- (f) to delegate to any one or more of the Trustees the transaction of any business or the performance of any act required to be transacted or performed in the execution of the trusts of the Charity and which is within the professional or business competence of such Trustee or Trustees Provided that the Trustees shall exercise reasonable supervision over any Trustee or Trustees acting on their behalf under this provision and shall ensure that all their acts and proceedings are fully and promptly reported to them
- (g) to do all such other lawful things as are necessary for the achievement of the Objects

4. Appointment of Trustees

- (a) The body of Trustees shall consist when complete of four persons being:
 - (i) three ex-officio trustees
 - (ii) one nominated trustee and
 - (iii) no co-opted trustees
- (b) The ex-officio Trustees shall be the President the Treasurer and the Membership Secretary of the Institute of Construction Management Ltd
- (c) The nominated Trustee shall be appointed by the Executive Council of the Institute of Construction Management Ltd and shall be a governor of the said Institute Each appointment shall be made for a term of four years at a meeting convened and held according to the

ordinary practice of the appointing body The chairman of the meeting shall cause the name of each person appointed to be notified forthwith to the Trustees The person appointed may be but need not be a member of the appointing body

- (d) If for any reason trustees cannot be appointed in accordance with the foregoing provisions the statutory power of appointing new or additional trustees shall be exercisable

5. Eligibility for Trusteeship

- (a) No person shall be appointed as a Trustee:
- (i) unless he or she has attained the age of Eighteen years or
 - (ii) in circumstances such that had he or she already been a Trustee he or she would have been disqualified from office under the provisions of the following clause
- (b) 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 willingness to act in the trusts of the Charity

6. Determination of Trusteeship

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

- (a) is disqualified from acting as a trustee by virtue of Section 45 of the Charities Act 1992 (or any statutory re-enactment or modification of that provision)
- (b) becomes incapable by reason of mental disorder illness or injury of managing and administering his or her own affairs
- (c) is absent without the permission of the Trustees from all their meetings held within a period of six months and the Trustees resolve that his or her office be vacated or
- (d) notifies to the Trustees a wish to resign (but only if at least two Trustees will remain in office when the notice of resignation is to take effect)

7. Vacancies

If a vacancy occurs the Trustees shall note the fact in their minute book at their next meeting Any eligible Trustee may be re-appointed So long as there shall be fewer than two Trustees none of the powers or discretions

hereby or by law vested in the Trustees shall be exercisable except for the purpose of appointing a new Trustee or Trustees

8. Ordinary meetings

The Trustees shall hold at least two ordinary meetings in each year

9. Calling meetings

The first meeting of the Trustees shall be called by The President of the Institute of Construction Management Ltd or if no meeting has been called within three months after the date of this Deed by any two of the Trustees Subsequent meetings shall be arranged by the Trustees at their meetings or may be called at any time by the chairman or any two Trustees upon not less than ten days' notice being given to the other Trustees

10. Chairman

The Trustees at their first ordinary meeting in each year shall elect one of their number to be chairman of their meetings until the commencement of the first ordinary meeting in the following year The chairman shall always be eligible for re-election If the chairman is not present within ten minutes after the time appointed for holding a meeting or there is no chairman the Trustees present shall choose one of their number to be chairman of the meeting

11. Special meetings

A special meeting may be called at any time by the chairman or any two Trustees upon not less than four days' notice being given to the other Trustees of the matters to be discussed but if the matters include an appointment of a Trustee or a proposal to amend any of the trusts of this Deed then upon not less than twenty-one days' notice being so given A special meeting may be called to take place immediately after or before an ordinary meeting

12. Quorum

There shall be a quorum when at least one third of the number of Trustees for the time being or two Trustees whichever is the greater are present at a meeting

13. Voting

Every matter shall be determined by a majority of votes of the Trustees present and voting on the question The chairman of the meeting shall have

a casting vote whether he or she has or has not voted previously on the same question but no Trustee in any other circumstances shall give more than one vote

14. Minutes

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

15. Accounts

The Trustees shall comply with their obligations under the Charities Act 1992 (or any statutory re-enactment or modification of that Act) with regard to:

- (a) the keeping of accounting records for the Charity
- (b) the preparation of annual statements of account for the Charity
- (c) the auditing or independent examination of the statements of account of the Charity and
- (d) the transmission of the statements of account of the Charity to the Commissioners

16. Annual Report

The Trustees shall comply with their obligations under the Charities Act 1992 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual report and its transmission to the Commissioners

17. Annual Return

The Trustees shall comply with their obligations under the Charities Act 1992 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual return and its transmission to the Commissioners

18. General power to make regulations

Within the limits of this Deed 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 calling of meetings the deposit of money at a bank and the custody of documents

19. Bank account

Any bank account in which any part of the Trust Fund is deposited shall be operated by the Trustees and shall be held in the name of the Charity All

cheques and orders for the payment of money from such an account shall be signed by at least two Trustees

20. Trustees not to be personally interested

No Trustee shall acquire any interest in property belonging to the Charity (otherwise than as a Trustee for the Charity) or receive any remuneration or be interested (otherwise than as a Trustee) in any contract entered into by the Trustees

21. Amendment of Trust Deed


- (a) The Trustees may amend the provisions of this Deed provided that:
- (i) no amendment may be made to Clause 2 (the Objects clause) unless it appears to the Trustees that the Objects can no longer provide a suitable and effective method of using the Trust Fund
 - (ii) no amendment may be made to Clause 2 (the Objects clause) Clause 20 (Trustees not to be personally interested clause) or this clause without the prior consent in writing of the Commissioners and
 - (iii) no amendment may be made which has the effect of the Charity ceasing to be a charity at law
- (b) Any amendment shall be made by Deed under the authority of a resolution passed at a special meeting of the Trustees
- (c) The Trustees should promptly send to the Commissioners a copy of any amendment made under this Clause

IN WITNESS whereof the parties have hereunto set their respective hands the day and year first before written

SIGNED as a Deed by the said)
MICHAEL DOUGLAS WILKINSON)
in the presence of)



Witness
Signature:
Name:
Address:


P J SMITH
4 LONGWOOD WAY
LEADS LS17 8SS.

SIGNED as a Deed by the said)
CYRIL JOHN SINFIELD)
in the presence of)

C. J. Sinfield

Witness
Signature:
Name:
Address:

P. Lovett
P. LOVETT
13, ALLENBY RD,
BIRCH HILL,
KENT. TN16 3LH.

SIGNED as a Deed by the said)
KENETH JOHN DENIS WATTS)
in the presence of)

K. J. D. Watts

Witness
Signature:
Name:
Address:

J. R. Lakin
J. R. LAKIN
84A CRESCENT DRIVE SOUTH
WOODINGDEAN
BRIGHTON
SUSSEX.

SIGNED as a Deed by the said)
THOMAS JOHN EBDON)
in the presence of)

T. Ebdon

Witness
Signature:
Name:
Address:

Ann Hamilton Price
Ann Hamilton Price
15 Cantax.
Hrsham
West Sussex RH12 1D7.