



Learning Partnerships

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Resolution by the General Council of the Charity
Change to the Memorandum & Articles of Association

Trustee Indemnity Insurance

PURPOSE

To ensure that the Charity complies with its legal obligations in respect of its decision to provide Trustee Indemnity Insurance to members of the General Council.

RESOLUTION

Members of the General Council unanimously agree to add the following two paragraphs to the current Memorandum of Association

Paragraph 3.15

To provide indemnity insurance to cover the liability of the Council of Management which by virtue of any rule of law would otherwise attach to them in respect of any negligence, default, breach of trust or breach of duty of which they may be guilty in relation to the charity: Provided that any such insurance shall not extend to any claim arising from any act or omission which the Council of Management knew to be a breach of trust or breach of duty or which was committed by the trustees in reckless disregard of whether it was a breach of trust or breach of duty or not and provided also that any such insurance shall not extend to the costs of an unsuccessful defence to a criminal prosecution against the Council of Management.

Paragraph 4.6

of any premium in respect of any indemnity insurance to cover the liability of the Council of Management which by virtue of any rule of law would otherwise attach to them in respect of any negligence, default, breach of trust or breach of duty of which they may be guilty in relation to the charity: Provided that any such insurance shall not extend to any claim arising from any act or omission which the Council of Management knew to be a breach of trust or breach of duty or which was committed by the trustee in reckless disregard of whether it was a breach of trust or breach of duty or not and provided also that any such insurance shall not extend to the costs of an unsuccessful defence to a criminal prosecution brought against the Council of Management.

Inclusion in Trustee Indemnity Insurance policy

The General Council also wish the following clause to be inserted into the Charity's Trustee Indemnity Insurance policy:

"The Insurers shall not be liable for loss arising from any act or omission which the trustee knew to be a breach of trust or breach of duty or which was committed by the trustee in reckless disregard of whether it was a breach of trust or breach of duty or not".

I hereby confirm that the above resolution was passed unanimously by the members of the General Council attending the meeting held at Primrose High School on Tuesday 6 May 2003.

Signed *Boyle* *A. M. Phelan* Chairman
On behalf of members of the General Council

Dated - 6 May 2003