

WE, JAMES MICHAEL SHAW of “The Park”, Forres, Morayshire, EDWARD JOHN POSEY of Eighteen Well Walk, Hampstead, London, FRANCOIS DUQUESNE, of One Hundred and Fifty Cherry Tree Road, Beaconsfield, Buckinghamshire, Lady DIANA WHITMORE, of Southfield, Leigh, Nr Tonbridge, Kent, MARIA ELISA CAPPARELLI PINHEIRO-GIBSONE and KENNETH HUGH HILLS, both of “The Park”, aforesaid, and JUDITH ANNE BONE of Station House, Findhorn, Forres, Morayshire the present trustees (they and their successors being hereinafter referred to as “the Trustees”) acting under a Trust Deed by Joan Hartnell-Beavis and Others dated First, Seventh, Eighth and Fifteenth all days of March and registered in the Books of Council and Session on Ninth May both months in the year Nineteen Hundred and Seventy Two (hereinafter referred to as “the Trust Deed”) as varied by (One) Supplementary Trust Deed by the said Joan Hartnell-Beavis and Others dated Fourth January et seq and registered in the Books of Council and Session on Seventeenth February both months in the year Nineteen Hundred and Seventy Eight; (Two) Second Supplementary Trust Deed by the said Joan Hartnell-Beavis and Others dated Seventeenth December Nineteen Hundred and Eighty et seq and registered in the Books of Council and Session on Eleventh August Nineteen Hundred and Eighty One; (Three) Third Supplemental Deed of Trust by the said Joan Hartnell-Beavis and Others dated Seventeenth February et seq and registered in the Books of Council and Session on Twenty Second April both months in the year Nineteen Hundred and Eighty Two; (Four) Fourth Supplemental Deed of Trust by Joan Hartnell-Beavis and others dated First December et seq Nineteen Hundred and Eighty Eight and registered in the Books of Council and Session on Seventeenth January Nineteen Hundred and Eighty Nine; (Five) Supplemental Deed of Trust by James Michael Shaw and Others dated Twenty Eighth April et seq and registered in the Books of Council and Session on Twenty Eighth September both months in the year Nineteen Hundred and Ninety Five; and (Six) Supplemental Deed of Trust dated Twenty Seventh April et seq and registered in the Books of Council and Session on Twenty Fifth June both months in the year Nineteen Hundred and Ninety Eight; CONSIDERING that in terms of clause (ELEVENTH) of the Trust Deed it is provided that the Trustees shall at any time be entitled to execute a Supplementary Deed of Trust for the purpose of varying or modifying the purposes therein contained and that the Trustees have resolved to consolidate the Trust Deed and the supplementary deeds which have been executed relative thereto into a single

consolidated deed and to make such consequential amendments as are necessary for this purpose; THEREFORE we hereby declare as follows:-

(FIRST) The trust hereby constituted shall be called The Findhorn Foundation (hereinafter called “the Trust”)

(SECOND) The trust funds shall comprise the whole property, investments and other assets presently held by us as trustees foresaid and such other property, heritable or moveable, investments, moneys and other assets as shall from time to time be received by us by way of bequest, donation or otherwise and the said trust funds (hereinafter called “the Fund”) and the income thereof shall be held and administered by us as trustees foresaid for the purposes of the Trust as hereinafter specified.

(THIRD) The Trust is constituted for charitable purposes only and subject thereto the purposes and objects of the Trust are:-

(ONE) the advancement of religion and religious studies and practices in any part of the world by teaching example and demonstration of the validity of the essential truths of all religious and spiritual teaching and by such means to encourage and help those who sincerely seek by the increase of their knowledge and the development of their being to achieve a greater understanding of the purpose and meaning of life and its relationship to God’s universal plan;

(TWO) in recognition of the intrinsic presence of the spirit within nature to further the conservation and

preservation of the natural world by such means as the Trustees shall in their discretion think fit including teaching example and demonstration of the harmonious relationship between humanity and all other forms of life;

(THREE) the relief of poverty and distress throughout the world in such manner and way as the Trustees may in their discretion think appropriate; and

(FOUR) any other purpose which is charitable in law and beneficial to the general public or any section thereof as the Trustees may in their absolute discretion determine

AND in furtherance of the foregoing objects the Trustees shall have the following powers:-

(a) to maintain at Findhorn, Morayshire, or elsewhere and as and when expedient to establish elsewhere in any part of the world, a college or teaching centre and provide residential accommodation for persons attending such college or other teaching centre;

(b) to promote the objects of the Trust by lectures, talks, discussion or other teaching techniques, by practical demonstration or by the provision of facilities not only for study and meditation but for all such activities as shall help in any way to forward the foregoing purposes;

- (c) to promote all or any of the objects of the Trust by the support, including the giving of practical and financial assistance, of other individuals, organisations and bodies whose aims and work further all or any of the objects of the Trust;
- (d) to publish or promote the publication and circulation of literature, films, recordings or other methods from time to time available for the dissemination of information; and
- (e) to promote research in the fields of religious and spiritual studies (not necessarily restricted to Christianity) and environmental and conservation studies and in the discretion of the Trustees to make grants of money for the purposes of assisting any person or persons to pursue at universities, colleges or elsewhere in the community such studies or research.

(FOURTH) In pursuance of the objects of the Trust and the management of the Fund the Trustees shall in addition to all the powers, privileges and immunities conferred and which may be conferred on trustees by law have the following powers, privileges and immunities, videlicet:-

- 1) from time to time at their absolute discretion to pay or apply the income of the Fund in furtherance of the objects of the Trust and to accumulate any income not so applied along with the capital of the Fund and if the Trustees shall in their

absolute discretion so think fit to pay or apply any part or parts or even the whole of the capital of the Fund in any manner in which they may pay or apply the income thereof;

- 2) to retain any property or investments of whatever nature from time to time comprised in the Fund and to invest the Fund in such stocks, funds, shares (with or without uncalled liability) securities or other investments of every description or in heritable, real or leasehold property of whatsoever nature and wheresoever situate in any part of the world as the Trustees shall in their absolute discretion think fit and without prejudice to the generality of the foregoing powers to purchase, feu, lease, exchange or otherwise acquire any heritable, real or leasehold property in any part of the world for the purpose of using the said property as a college or other teaching centre or for administrative, residential or other purposes in the opinion of the Trustees conducive to the furthering of the objects of the Trust with power to sell, lease or otherwise dispose of the same or any other such property at any time forming part of the Fund should it at any time in the sole opinion of the Trustees become unsuitable or be not required for the purposes of the trust and to equip, maintain, repair, insure, when necessary reconstruct, and generally upkeep any buildings comprised in such property. Investments in which the Fund may at any time be invested may be taken in the name of a bank or other nominees and any

funds not at any time invested may be retained by the Trustees on deposit or on current account and the Trustees may at any time sell, vary and transfer any investments forming part of the Fund.

- 3) to promote any limited company incorporated by guarantee or having a share capital if it shall seem to the Trustees expedient so to do in furtherance of the purposes of the Trust and to pay out of the Fund all expenses in connection with the formation and management of such company.
- 4) to borrow money for such purpose and for such period or periods of time as the Trustees shall think fit and to grant security therefor over any asset or assets for the time being forming part of the Fund.
- 5) to pay out of the Fund any Government Duties which may become exigible in respect of the Fund or any part thereof.
- 6) to appoint solicitors, agents, factors, brokers, accountants and other professional advisers and to pay such persons whether of their own number or not the usual professional remuneration in respect of their services including remuneration for acts which a trustee (not being in any profession, business or trade) could have done personally; and further to employ administrative, domestic or other staff whether of their own number or not by their own decision or by decision of the Committee of Management established pursuant to Clause (FIFTH) hereof; Declaring however with reference to the

foregoing powers that no trustee so appointed or employed or proposed to be so appointed or employed shall (a) participate in taking any decision by the Trustees or as a member of the said Committee of Management relating to appointments and dismissals and the terms and conditions of appointment or employment of persons engaged or employed by the Trust, or (b) be appointed or employed on terms and conditions any more favourable than others not being a trustee holding the same or comparable appointments or posts have been or would be employed; And further that at all times a majority of the Trustees must be persons not so appointed or employed and that no such trustee may be remunerated for services rendered as a trustee but shall be entitled to reimbursement of expenses properly incurred in a performance of duties as a trustee including expenses of attendance at meetings.

- 7) to delegate any of their discretions or other functions to any one or more of their number, to decide what receipts should be treated as capital of the Fund and what as income, to decide what payments shall be treated as charges on the income and what payments shall be treated as charges on the capital of the Fund including, without prejudice to the foregoing generality, power to write off capital premiums out of income and generally to do everything necessary for the proper management of the affairs of the Fund.

- 8) to enter into guarantees in respect of the debts and obligations of limited companies promoted by the Trustees and of other third parties where necessary or expedient to do so in furtherance of the objects of the Trust.

(FIFTH) The general management and control of any heritable, real or leasehold property and the contents thereof forming part of the Fund and used as a teaching centre or college or for administrative, residential or other purposes shall be vested in a Committee of Management whose constitution, powers and procedure shall be regulated by Rules to be made by the Trustees.

(SIXTH) The Trustees shall not be liable for depreciation in the value of investments made by them or by investments retained by them as aforesaid nor for omissions nor for neglect in management nor for the insolvency of debtors or for the acts, omissions, neglects or defaults of each other or of any banker, solicitor, factor or other person employed by them.

(SEVENTH) The Trustees shall be entitled in their sole discretion to absorb into the Fund any other trust fund or body having objects similar or related to the objects of the Trust or to amalgamate with any such trust fund or body provided that any such trust fund or body shall be established for charitable purposes only and shall be so recognised by the Commissioners of Inland Revenue.

(EIGHTH) There shall at all times be not less than two nor more than twelve trustees and in the event of the number of Trustees falling at any

time to one such sole trustee will not be entitled to exercise any of the functions or powers of the Trustees except for the purpose of assuming an additional trustee or trustees.

(NINTH) The Trustees shall have power to make such regulations as they shall think fit for carrying out any of the purposes of the Trust and to vary or rescind any such regulations and any of the rules referred to in Clause (FIFTH) hereof as they shall think fit. They shall meet as often as may be necessary for the conduct of the business of the Trust and the administration of the Fund and shall appoint one of their number as Chairman to preside at such meetings. Two trustees shall be a quorum and the Chairman shall have a casting as well as a deliberative vote.

(TENTH) The Fund may be wound up by a resolution of the Trustees to that effect if in their absolute discretion the Trustees are at any time of opinion that the objects of the Trust can no longer be achieved by the continuance of the Fund or can more usefully be achieved in some other manner or that the assets of the Fund can be otherwise used with greater advantage to achieve the objects of the Trust. If the Fund shall be wound up as aforesaid the Trustees shall have power to transfer the Fund to any other trusts, institutions or bodies which in the opinion of the Trustees shall have or include among their objects all or any of the objects of the Trust as set out in Clause (THIRD) hereof, in such proportions as the Trustees shall determine in their absolute discretion, provided that such trusts, institutions or

bodies are established for charitable purposes only and are so recognised by the Commissioners of Inland Revenue.

(ELEVENTH) The Trustees shall at any time be entitled to execute a Supplementary Deed of Trust for the purpose of varying or modifying the purposes herein contained, but so that no provision of this Trust Deed or of any Supplementary Trust Deed shall be varied or modified so as to cause the Trust hereby constituted to be a trust for purposes which are not solely charitable or cause the trust hereby constituted to cease to be recognised as a charitable trust by the Commissioners of Inland Revenue.

(TWELFTH) The Trustees may by Deed of Appointment appoint any person or company or fluctuating body of persons (whether or not one of the Trustees to be a Custodian Trustee or Custodian Trustees for the purpose of holding in his, its or their names the property, investments and other assets from time to time comprised in the Fund or any part or parts thereof and by such Deed of Appointment the Trustees may define the duties and discretions of such Custodian Trustee or Custodian Trustees and if such Custodian Trustee or Custodian Trustees shall be a Trust Corporation provide for the remuneration thereof. The Custodian Trustee or Custodian Trustees (if any) shall concur in and perform all acts necessary or expedient to enable the Trustees to exercise their powers of management or any other powers or discretions by this deed or any deed supplementary hereto vested in them and shall deal with the said

assets and the income thereof as the Trustees shall from time to time direct but the Custodian Trustee or Custodian Trustees shall not be placed under any liability whatsoever for making any sale or investment of or otherwise dealing with the said assets or the income thereof as directed by the Trustees but so that nothing herein contained shall relieve any Custodian Trustee who shall also be one of the Trustees from his or her responsibility as such a trustee;

(THIRTEENTH) This deed shall come into effect from Thursday Third December Nineteen Hundred and Ninety Eight at 8.20 a.m. at Findhorn: IN WITNESS WHEREOF

THE FINDHORN FOUNDATION

RULES made by the Trustees under Clause Fifth of the Trust Deed governing the constitution, powers and procedure of the Committee of Management

1. The Committee of Management shall consist of not less than six persons.
2. The first members of the Committee of Management shall be the following:-
Peter Caddy, General Administrator of the Findhorn Community and College, David Spangler and Mrs Myrtle Glines, Joint Principals of the Findhorn College, Miss Joan Hartnell-Beavis, Honorary Treasurer and Miss Dorothy MacLean, Honorary Secretary, both of The Findhorn Foundation, John Alfred Hilton and Anthony Lusher; all of whom shall serve during their respective lives subject to their right to retire at any time or to their being removed from office by a resolution passed by a majority of the remaining members of the Committee of Management.
3. New members to fill the places of those dying or retiring or being removed from office as aforesaid or to increase the number of members shall be elected by a resolution passed by a majority of the remaining members of the Committee of Management and such new members shall hold office for life subject to their right to retire at any time or to their being removed from office as aforesaid.
4. The first Chairman of the Committee of Management shall be Peter Caddy. On his death or retirement a new Chairman shall be elected by a resolution passed by the Committee of Management who shall hold office for such period as the Committee of Management shall determine. In the event of absence of the

Chairman from any Meeting the members present shall elect one of their own number as Interim Chairman for that Meeting.

5. The Committee of Management shall be responsible for the general management, administration and control of The Findhorn Community and Findhorn College and any other college or teaching centre (including any administrative or residential accommodation associated therewith) (subject to the right of the Trustees to appoint a separate Committee of Management for any such other college or teaching centre) and of all land and buildings and the furniture and equipment thereof for the time being vested in the Trustees and used for the purposes of the Trust subject to the terms of the foregoing Trust Deed provided that the Committee of Management may at any time and from time to time delegate to any one or more of their number (so far as such delegation is not inconsistent with any of the provisions of the Trust Deed or of these Rules) all or any of the following functions hereby vested in the Committee of Management with right to re-imbusement out of the Fund or the income thereof of all expenses or liabilities reasonably and necessarily incurred in or about the exercise of such functions THAT is to say:
 - a) The acceptance of applicants for admission to Findhorn College or any other college or teaching centre belonging to the Trust;
 - b) The determination of fees to be charged in any such college or teaching centre with power to vary, reduce or waive such fees in any particular case;
 - c) The planning and carrying out of the Syllabus of any such college or teaching centre;

- d) The employment, management, remuneration and dismissal of teaching, administrative, domestic or other staff;
- e) The payment of all rent, rates, taxes and other outgoings;
- f) The insurance of any property from time to time under the administration of the Committee of Management and all furniture, effects and equipment therein and in the effecting and maintaining of all other insurances deemed to be necessary or desirable;
- g) The carrying out of any routine or emergency repairs which may be necessary to the said property or any part thereof or to the said furniture, effects and equipment, but so that no major repair not being of an emergency nature shall be carried out at a cost exceeding such sum as shall from time to time be determined by the Trustees;
- h) The provision and replacement of furniture or other equipment but so that the maximum sum to be expended in any year for such purposes shall be such sum as may from time to time be determined by the Trustees;
- i) The arrangement of lectures, talks, group discussions and similar and related activities;
- j) The publication and circulation of news letters, pamphlets, books and other forms of literary matter, the making and distribution of photographs and films, the making and distribution of recordings and generally all arrangements relative to the dissemination of information;
- k) Any other matters concerning the day to day management of the College and the Community associated therewith:

Any person or persons to whom any of the foregoing matters are delegated shall from time to time as required by the Committee of Management report to the

said Committee upon the exercise by such person or persons of any functions so delegated.

7. The Committee of Management may from time to time make, vary or rescind any rules and regulations for the management of any college or teaching centre for the time being under their management, but so that no rule or regulation so made shall be at variance with the provisions of the Trust Deed or of these Rules.
8. Meetings of the Committee of Management shall be held at such times as the Chairman shall determine but not less often than once in every calendar month.
 - a) Four members of the Committee of Management present in person shall form a quorum;
 - b) Save as herein otherwise provided a Resolution of the Committee of Management shall be duly carried if it is passed by a majority of the members present;
 - c) If at any Meeting there shall be an equality of votes cast upon any Resolution the Chairman of that Meeting shall have a second or casting vote;
 - d) The Chairman may invite any person who is not a member of the Committee of Management to attend any Meeting thereof in an advisory capacity;
 - e) A written record shall be kept by the Committee of Management of all Resolutions passed and decisions made by the said Committee.

CONSOLIDATED DEED OF TRUST
constituting
THE FINDHORN FOUNDATION

1998
DML.F113



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