

Charity Reorganisation – Summary of Application

Type of Scheme

The Elizabeth Soutar Trust (SC028463) has applied to the Office of the Scottish Charity Regulator (OSCR) for approval of a reorganisation scheme for a variation of the constitution of the charity (whether or not in relation to its purposes) under section 42(3)(a) of the Charities and Trustee Investment (Scotland) Act 2005 (the 2005 Act).

Background

The charitable trust was established by Mrs Elizabeth Allan Soutar and others on 8 December 1998 by a deed of trust. The deed of trust makes provision for two funds to support the National Library of Scotland, George IV Bridge, Edinburgh, ('the Library') as follows:

- (FIRST) 70% of the net annual income to be known as the Magnus and Janet Soutar Fund (in memory of my father, Magnus Whyte Soutar, Boot and Shoemaker of Kirkcaldy, Fife and my mother, Janet Brown Bethune or Soutar of St Andrews, Fife) to be used for*
- (1) the acquisition (in all relevant subjects collected by the Library) of printed materials, manuscripts and maps either produced or published in Scotland, or of Scottish association and produced or published elsewhere, maintaining an appropriate balance between the acquisition of materials for addition to the historical collections and the acquisition of newly published or newly produced materials in all the relevant formats collected by the Library; and/or*
 - (2) to assist in the preservation and conservation of the Library's Scottish Collections; and/or*
 - (3) the acquisition or purchase of any Copyrights (excepting those relating to the History of Science) where deemed appropriate by the Library; and/or*
 - (4) to continue the Elizabeth Soutar Bookbinding Competition under the auspices of the National Library of Scotland (supported since 1993 by me in the name of Elizabeth A Clark of Elgin) for as long as the Library considers its maintenance viable and appropriate; and thereafter to replace it with another suitable competition, prize or award; and/or*
 - (5) to assist appropriate means of disseminating information about the Library's Scottish Collections to a wider public and*

(SECOND) 30% of the net annual income to be known as the Ronald W. Clark Fund (in memory of my husband, William Ronald Clark, otherwise known as Ronald William Clark, Biographer and Mountaineering Historian) to be used for

(1) the preservation of and the provision of access to the Ronald W. Clark Archive of manuscripts, printed materials, maps and photographs [National Library of Scotland Accession Number 9589] together with any other gifts or bequests which I may make to the Library to be included in this Archive; and/or

(2) the acquisition or purchase of manuscripts and printed and new media materials and copyrights where deemed by the Library to enhance the Library's History of Science Collection;

Reasons for reorganisation

The trustees state that the current purposes of the charity do not adequately represent the Library's current approach to managing their collections. They wish to expand the purpose of the Trust to more accurately reflect the Library's updated aim of developing collections relating to current and historical science rather than the History of Science collections as is the current purpose.

The trustees therefore seek to make the following amendment to Clause TWO (SECOND) (2) of the deed of trust to the extent that it now relates to the Library's entire science collection:

4. We amend Clause TWO (SECOND) (2) of the Trust Deed so that its terms are as follows:

"the acquisition or purchase of manuscripts and printed and new media materials and copyrights where deemed by the Library to enhance the Library's collections relating to science"

Furthermore, the trustees are currently empowered to invest the income generated by the Trust's capital fund only. The trustees feel that this is too restrictive and, having taken independent financial advice, are seeking to introduce a power to expend the capital to allow for a more flexible approach in managing the Trust's investment portfolio.

Reorganisation condition(s)

The trustees suggest that the following reorganisation conditions are met:

1. 42(2)(a)(ii) that some or all of the purposes of the charity can no longer be given effect to (whether or not in accordance with the directions or spirit of its constitution)

2. 42(2)(d) that it is desirable to introduce a provision (other than a provision setting out a new purpose) to a charity's constitution

The trustees suggest these conditions are met because:

1. The Library no longer operates the Scottish Science Library function as it now pursues different, wider objectives in respect of collections in associated fields. The trustees, therefore, state that the specific purpose of enhancing the Library's History of Science Collection can no longer be given effect to.
2. The proposed amendments will introduce new powers to expend the capital of the Trust.

Reorganisation outcomes

The trustees suggest that the following reorganisation outcome is met:

1. 39(1)(b)(i) that the proposed reorganisation scheme will enable the resources of the charity to be applied to better effect for charitable purposes consistently with the spirit of its constitution, having regard to changes in social and economic conditions since it was constituted
2. 39(1)(b)(ii) that the proposed reorganisation scheme will enable the charity to be administered more effectively.

The trustees suggest this outcome is met because:

1. Expanding the collections the Library may obtain with the Trust's fund will enable the resources of the charity to be applied to better effect, given that it will improve the Library's ability to acquire a wider spectrum of scientific literature and therefore allow the Library to achieve their aims in a more full manner.
2. The introduction of a new power to expend capital will allow the trustees to move the Trust's investment portfolio to a total return approach which will provide greater flexibility in managing the investments. The trustees feel that this is necessary in the current economic climate to allow them to adapt to changes in the market.

Further Information

Further information on this application for charity reorganisation may be made available, upon request. Please contact the Office of the Scottish Charity Regulator on 01382 220446 and ask to speak to a member of staff in the Casework Team for further details.

How to make a representation in relation to the proposed reorganisation scheme

Any person may make a representation to OSCR either supporting or opposing this proposed reorganisation scheme. Should you wish to make a representation, you may do so by writing to OSCR providing the following information:

- Your name and address
- The name of the charity concerned
- The nature of the representation and reasons for it

These are the terms of Regulation 5 of the Charities Reorganisation (Scotland) Regulations 2007).

All representations should be sent to OSCR at the following address:

OSCR – Charity Reorganisations
2nd Floor Quadrant House
Riverside Drive
Dundee
DD1 4NY

Representations can be made up to 14 days following the end of the publication period. The latest date for the receipt of representations is 3 September 2024.

A copy of any representations will be provided to the applicant charity for comment. If you do not wish the charity to be provided with your personal details, please indicate this in your representation.

Personal details will otherwise be disclosed to the applicant charity.

OSCR
23 July 2024