



Foundation

THE CLUB'S OFFICIAL CHARITY



**LFC FOUNDATION
COMMUNITY INITIATIVES FUND,
SUPPORTED BY LIVERPOOL FC**

TERMS OF REFERENCE

INTRODUCTION

- 1.1 On 9 October 2018 The Liverpool Football Club and Athletic Grounds Limited ("LFC") secured Planning Approval (Ref: 18F/1632) to host up to six major events at Anfield Stadium in any calendar year (excluding the month of July) for a period of two years from the date of the first major event (expiring 6 June 2021).
- 1.2 LFC wishes to apply the minimum sum of £10,000 (ten thousand pounds) for each major event held at Anfield Stadium pursuant to the Planning Approval or such other greater sum representing a donation from income (if any) generated by LFC from each such major event ("Donation") to a Community Initiative ("Fund").
- 1.3 LFC wish to make the Donation to the Liverpool FC Foundation, an independent Charity, registered in England & Wales with The Charity Commission Number: 1096572 ("Foundation").
- 1.4 LFC will make the Donation(s) to the Foundation on or before 31 July each year following the occurrence of any major event(s), with the first donation being paid on or before 31 July 2019.
- 1.5 The Foundation will hold the Donation in a restricted fund to be applied by the Committee by way of grant funding to Community Initiatives in accordance with these Terms.
- 1.6 "Committee" means the Community Initiatives Committee established by the Foundation in accordance with paragraph 6 for the purposes of administering the Fund and other purposes as set out in these Terms.
- 1.7 "Community" means the Anfield and Everton Wards in the Liverpool 4, 5 and 6 areas.
- 1.8 "Community Initiative" shall mean any initiative for the benefit of the Community which meets the Committee's Objectives.
- 1.9 "Committee's Objectives" shall mean any initiative which:
- (a) compliments the objects of the Foundation;
 - (b) enhances the quality of life and wellbeing of the people (or any person(s)) in the Community;
 - (c) helps to support or deliver activities or projects based within the Community;
 - (d) promotes Community participation in healthy recreation;
 - (e) provides and assists in providing facilities for sport, recreation or such other leisure time occupation for such persons who have need for such facilities by reason of their youth, age, infirmity, disablement, poverty or social and economic circumstances in or for the Community;
 - (f) is in the interests of social welfare with the object of improving conditions of life;
 - (g) advances the education of children or other persons through such means as the Committee thinks fit;
- or
- (h) is for the general purposes of a charitable body or such other charitable purpose as the Committee may from time to time determine.
- 1.10 "**Funding**" means the award of grant funding from the Fund by the Committee on behalf of the Trustees.

ESTABLISHMENT OF THE COMMITTEE

- 2.1 The Committee is established by the Foundation subject to, and in accordance with article 23 of its articles of association.
- 2.2 Subject to paragraph 2.1 above, the Committee shall be governed by these terms of reference ("**Terms**"). Nothing in these Terms shall be inconsistent with, or shall affect or repeal, the provisions listed in the Foundation's articles of association. In such circumstances the relevant provision of these Terms shall be void.

INTERPRETATION

- 3.1 In these Terms, unless the context requires otherwise:
 - 3.1.1 **Chair** has the meaning given in paragraph 15.1;
 - 3.1.2 **LFC** means The Liverpool Football Club and Athletic Grounds Limited (Co No: 35668);
 - 3.1.3 **Fund** means the restricted fund of monies gifted by LFC to the Foundation which is operated by the Committee pursuant to the Foundation articles of association and these Terms;
 - 3.1.4 **Secretary** means the secretary of the Committee (if any) appointed from time to time in accordance with paragraph 15.3;
 - 3.1.5 **Trustees** means the trustees of the Foundation.
- 3.2 In the event of any ambiguity the Trustees shall have the power to rule on the interpretation of these Terms.

PURPOSES OF THE COMMITTEE

- 4.1 In furtherance of the Foundation's charitable purposes, as set out in article 4 of its articles of association, the purpose of the Committee is to identify possible recipients of Funding for furthering the Committee's Objectives.
- 4.2 The Committee shall not further any purposes which do not fall within the purposes of the Foundation.
- 4.3 The Committee will be guided by the following principles:
 - 4.3.1 informed by local information and representations from Community residents and Ward Councillors;
 - 4.3.2 targeted to meet community needs, priorities and aspirations;
 - 4.3.3 focused to achieve maximum efficiency and effectiveness;
 - 4.3.4 enhancing community and voluntary activity;
 - 4.3.5 encouraging best practice among community and voluntary groups; and
 - 4.3.6 implemented, monitored and evaluated to ensure optimum achievement of the Committee Objectives, best use of Funding and lessons for the future.
- 4.4 In carrying out its purposes, the Committee shall arrange regular Community meetings to obtain information from the local Community as to projects and/or initiatives which may be eligible to receive funding.

POWERS AND RESPONSIBILITIES OF THE COMMITTEE

- 5.1 Subject to paragraph 4 above and to any decision or resolution of the Foundation, the Committee shall not have the power to bind the Foundation nor to make any decisions on behalf of the Foundation. Rather, the Committee shall consult with members of the local Community and make recommendations to and report back to the Trustees of the Foundation.
- 5.2 At all times, the Committee shall ensure that its actions are conducted in accordance with the objects of the Foundation and the provisions outlined in these Terms.
- 5.3 Except as provided for in these Terms, in addition to all powers hereby expressly conferred upon the Committee and without detracting from the generality of the powers delegated, the Committee shall have the following powers, namely:
 - 5.3.1 to consult with members of the Community, not for profit charities, community organisations (including nurseries, schools, colleges and other youth and adult service organisations) and Ward Councillors in relation to the identification of Community Initiatives and the award of any Funding;
 - 5.3.2 to consider eligible applications for the Funding (in whole or in part) of Community Initiatives and make representations to the Trustees in relation to the making of grant(s) from the Fund;
 - 5.3.3 to facilitate the grant of Funds on behalf of the Trustees and administer, manage and monitor any Community Initiative which receives Funding; and
 - 5.3.4 to communicate (as such times and intervals as it deems appropriate) any award of Funding with the Community residents and Ward Councillors and the progress of any Community Initiative.
- 5.4 The Committee shall not have the power to commit any Funding without the express prior written approval of the Foundation.
- 5.5 The Committee shall not have any powers which the Foundation is itself unable to lawfully delegate to it.
- 5.6 The Committee shall at all times have regard to the Trustees' Grant-Making Policy set out at Appendix 1.

COMPOSITION OF THE COMMITTEE

- 6.1 The Trustees shall appoint the Committee members. The Committee shall comprise not less than 2 Foundation Trustees, 1 LFC representative and 1 Foundation representative and (unless otherwise determined by the Trustees) shall not be subject to a maximum number.
- 6.2 No person may be appointed as a member if he or she would be disqualified from being a member under paragraph 8 below.
- 6.3 Membership of the Committee is personal and is not transferable to any other person.
- 6.4 The Trustees shall maintain a register of Committee members.

TERM OF OFFICE

- 7.1 The term of office of a Committee member shall be two years.
- 7.2 Nothing in these Terms prevents a member from being reappointed at the expiry of his or her term of office.

DISQUALIFICATION FROM OFFICE

- 8.1 A Committee member shall be disqualified from holding, or continuing to hold, office as a Committee member and shall cease to hold such office if he or she:
 - 8.1.1 becomes disqualified by law from holding office as a company director or a charity trustee;
 - 8.1.2 becomes incapable by reason of illness or injury of managing and administering his or her own affairs;
 - 8.1.3 resigns from his or her office by written notice to the Chair;
 - 8.1.4 is absent without good reason from all the meetings of the Committee held within a period of 12 months and the Committee resolves that his or her office be vacated;
 - 8.1.5 is the subject of a bankruptcy order or an order is made against him or her in individual insolvency proceedings in a jurisdiction other than England and Wales which has an effect similar to that of bankruptcy;
 - 8.1.6 makes a composition with his or her creditors generally in satisfaction of his or her debts;
 - 8.1.7 in the case of an LFC, Foundation, Community residential or Community Ward Councillor appointment, ceases to be, an employee or officer of LFC, an employee or officer of the Foundation, a Community resident or Community Ward Councillor; or
 - 8.1.8 is removed as a Committee member by a decision or resolution of the Trustees.

PROCEEDINGS OF THE COMMITTEE

- 9.1 The Committee will meet at least two times a year. The Committee may meet at other times during the year as agreed between the Committee members or as required.
- 9.2 The Secretary must convene meetings of the Committee and, when exercising this function, he or she must comply with any request for a meeting, or any direction given by:
- 9.2.1 the Committee;
 - 9.2.2 the Chair, so far as such direction is not inconsistent with any direction given under paragraph 9.1 above; or
 - 9.2.3 the Trustees.
- 9.3 Subject to any direction given in accordance with paragraph 9.1 above, at least seven days in advance the Secretary must give to each Committee member and to the Trustees (whether or not they are Committee members):
- 9.3.1 written notice of the meeting;
 - 9.3.2 a copy of the agenda for the meeting; and
 - 9.3.3 any reports or other papers to be considered at the meeting;
 - 9.3.4 provided that, where the chair of the Committee so determines on the ground that there are matters demanding urgent consideration, it will be sufficient if the written notice of the meeting states that fact and the notice, agenda and reports or other papers to be considered at the meeting are given within such shorter period as he or she directs.

ATTENDANCE

- 10.1 Subject to paragraph 14 below, the following persons are entitled to attend any meeting of a Committee:
- 10.1.1 any Committee member;
 - 10.1.2 any Trustee whether or not he or she is a Committee member; and
 - 10.1.3 such other persons as the Committee may determine from time to time.

QUORUM

- 11.1 The quorum for the transaction of the business of the Committee shall be 50% of the total number of Committee members from time to time and shall include at least one Trustee representative, one LFC representative, one Foundation representative and one Ward Councillor representative.
- 11.2 If it is not possible to form a quorum or take a vote on a particular matter, the matter may be referred to the Trustees for a decision.

VOTING

- 12.1 Every question to be decided at a meeting of a Committee must be determined by a majority of the votes of the Committee members present and voting on the question.
- 12.2 Where there is an equal division of votes, the person who is acting as Chair for the purposes of the meeting has a second or casting vote.
- 12.3 Subject to paragraph 12.1 above, the proceedings of the Committee are not invalidated by:
 - 12.3.1 any vacancy among its number; or
 - 12.3.2 any defect in the appointment of any Committee member.

REPORTING

- 13.1 The Committee shall provide half-yearly written reports to the Trustees, in such format as the Trustees request (acting reasonably) which shall, at a minimum, provide a summary of the Committee's activities in the preceding 6 month period together with any recommendations for Community Initiatives to which Funding could be applied.

CONFLICTS OF INTEREST

- 14.1 Where:
 - 14.1.1 in relation to any matter there may be a conflict between the duties or interests of a Committee member and the interests of the Foundation;
 - 14.1.2 there is any reasonable doubt about a Committee member's ability to act impartially in relation to any matter; or
 - 14.1.3 a Committee member (or a person connected with him or her) has a pecuniary interest in any matter, that person, if present at a meeting of the Committee at which the matter is the subject of consideration, must disclose the nature and extent of his or her duty or interest, withdraw from the meeting and (if he or she has a vote) not vote on the matter in question.
- 14.2 Nothing in this paragraph 14 shall be construed as precluding the Committee from:
 - 14.2.1 allowing a person who appears to them to be able to give evidence to attend any hearing conducted by them into any matter and to present his or her evidence; or
 - 14.2.2 hearing representations from a Committee member acting in a capacity other than that of a Committee member.
- 14.3 Where there is any dispute as to whether a Committee member is required by this paragraph 14 to withdraw from a meeting of the Committee and not vote, that question must be determined by the other Committee members present at the meeting acting reasonably and in good faith.

MISCELLANEOUS PROVISIONS

- 15.1 The Committee members may, subject to the prior approval of the Trustees, appoint one of their number to be the chair of their meetings (Chair) and may at any time remove him or her from that office.
- 15.2 Unless he or she is unwilling or unable to do so, the Chair shall preside at every meeting of the Committee at which he or she is present but, if there is no member holding that office or if the Chair is unwilling or unable to preside or is not present within ten minutes after the time appointed for the meeting, the members present may appoint one of their number to be chair of the meeting.
- 15.3 The Committee shall appoint a Secretary and may remove the Secretary from office at any time.
- 15.4 The Committee may, if the Secretary fails to attend one of its meetings, appoint any one of its Committee members to act as the Secretary for the purposes of that meeting only.
- 15.5 The Secretary shall:
- 15.5.1 convene meetings of the Committee;
 - 15.5.2 attend meetings of the Committee and ensure that minutes of the proceedings are drawn up; and
 - 15.5.3 perform any other functions determined by the Committee.
- 15.6 Minutes of the proceedings of a meeting of the Committee must be drawn up by the Secretary (or by the person acting as the Secretary for the purposes of the meeting) and must be signed (subject to the approval of the Committee) by the Chair of the next meeting of the Committee.
- 15.7 The Committee must as soon as reasonably practicable:
- 15.7.1 make available for inspection at the request of any Committee member, and
 - 15.7.2 give to the Trustees;
- a copy of the agenda and signed minutes or the draft minutes (if they have been approved by the Chair) for every meeting and any report or other paper considered at the meeting.

REVIEW

- 16.1 The Trustees shall annually or more regularly review and determine these Terms, including the constitution, terms of reference, membership of the Committee and Appendices.

Appendix 1 – GRANT MAKING POLICY

The Foundation is governed by the Trustees who have a duty, acting at all times in the best interest of the Foundation, to apply the Foundation's assets (including the Fund), to advance the Foundation's objects and have ultimate responsibility for all grant-making decisions.

The Foundation have agreed to receive Donation(s) from LFC for purposes aligned with its charitable objects and the Committee's Objectives.

The purpose of this policy is to set out the principles and procedures that guide the Trustees when they are making grants from the Fund. It also provides information about the grant making process to anyone who is applying, or would like to apply, for a grant from the Fund in relation to a Community Initiative.

1. Definitions

- 1.1 In this policy references to persons who are "connected" with a Trustee means:
- (a) a child, stepchild, grandchild, parent, brothers or sister of a Trustee;
 - (b) the spouse, unmarried partner or civil partner of a Trustee or of any person falling within paragraph (a) above;
 - (c) any person who is in a business partnership with a Trustee or any person who is in a business partnership with any person falling within paragraph (a) or (b) above; and
 - (d) any company, business, trust or organisation in which a Trustee (or any other person connected to them) has an interest as a beneficiary or through ownership, control or influence.

For the purposes of this paragraph 1 a Trustee shall be deemed to include members of the Committee.

2. Funding Priorities

- 2.1 The Charity Trustees are keen to support activities that advance its objects in an effective way. However, they recognise that a limited amount of Funds is available to distribute each year. The Charity Trustees' current funding priorities in relation to the Fund are more particularly set out in the Committee's Objectives.
- 2.2 The Foundation will support applications from charities and other not for profit community groups or organisations whose beneficiaries are from the Community.
- 2.3 The Foundation will generally not fund:
- (a) individuals;
 - (b) projects that duplicate existing services;
 - (c) management costs;
 - (d) the purchase of vehicles and IT;
 - (e) general fundraising appeals;
 - (f) overseas trips;
 - (g) applications from social landlords; or
 - (h) funding to supplement existing public services (e.g. cleaning, security, etc.)
- 2.4 The Trustees will occasionally award grants that fall outside the priorities stated in this policy, provided that they are satisfied that the grant will further the Committee Objectives, does not conflict with the Foundation objects and is an appropriate use of the Funds.
- 2.5 The Trustees will not usually award grants to an applicant that has:
- (a) previously submitted an unsuccessful proposal or a proposal where the applicant failed the Trustees' due diligence checks and the issues identified at that time have not been addressed;
 - (b) previously received a grant from the Fund or received a grant from the Foundation at any time during the immediately preceding financial year of the Foundation; and
 - (c) any applicant who does not have a governing document and a bank account in the name of an organisation with a number of unrelated signatories.

- 2.5 The Trustees will not usually award grants to an applicant that has:
- (a) previously submitted an unsuccessful proposal or a proposal where the applicant failed the Trustees' due diligence checks and the issues identified at that time have not been addressed;
 - (b) previously received a grant from the Fund or received a grant from the Foundation at any time during the immediately preceding financial year of the Foundation; and
 - (c) any applicant who does not have a governing document and a bank account in the name of an organisation with a number of unrelated signatories.

3. What may be funded

- 3.1 The Trustees will make grants from between £5,000.00 to the total value of the Fund from time to time. The Trustees may in their absolute discretion consider awarding grants of sums lower than £5,000.00 where any application otherwise meets the Committee's Objectives.
- 3.2 All grants awarded must be used to cover costs that are directly connected to carrying out the Community Initiative that the Trustees have agreed to fund. Grants can be used either to cover costs that are directly connected to carrying out the Community Initiative or to fund expenditure on the following, by way of example:
- (a) salary costs directly associated with the Community Initiative;
 - (b) capital expenditure, provided the applicant is able to demonstrate that the expenditure is essential to the Community Initiative and that any assets acquired using Funding will be used for similar purposes after the end of the Community Initiative;
 - (c) contributions to the cost of overheads, provided that the applicant is able to demonstrate that such overhead costs are essential for, and directly linked to, the Community Initiative; and
 - (d) other costs directly associated with the Community Initiative, such as marketing costs, set up costs, facilities hire costs, etc.
- 3.3 The Trustees will award grants to fund up to 100% of the cost of a Community Initiative. However, the Trustees:
- (a) may consider funding part of the cost of a proposal where the total cost is shared with one or more other funders; and
 - (b) encourage applicants to seek matched or additional sources of funding for their proposal.
- 3.4 If a grant covers part of the cost of a proposal, the Trustees may require the applicant to provide details of the other funder(s) and the funding that they have secured or applied for (including any loans or other commercial funding).
- 3.5 All grant applications must be made in writing on the form attached as a schedule to this Appendix and/or provided during the application process or by using the online process at <https://www.liverpoolfc.com/communityinitiativesfund>
- 3.6 If the application is made by or on behalf of an organisation, the following must also be provided with the proposal:
- (a) a complete, up-to-date copy of the organisation's governing document;
 - (b) if the organisation is a UK charity:
 - its registered charity number(s) as issued by the Charity Commission for England and Wales, the Office for the Scottish Charity Regulator and/or the Charity Commission for Northern Ireland; and/or
 - if it is a charity under the law of England and Wales that is not required to register with the Charity Commission for England and Wales (because it is either an exempt or excepted charity, or has income below the registration threshold), evidence of its charitable status (such as an HMRC reference number); and
 - (c) the organisation's most recent set of accounts.
- 3.7 If the applicant is a non-charitable organisation the proposal must also:
- (a) provide evidence that the organisation has a bank account with at least two unrelated signatories; and
 - (b) demonstrate that all of the activities in the proposal will qualify as being charitable and for the public benefit.

4. How we make decisions about grants

- 4.1 The Trustees have ultimate responsibility for all grant-making decisions and for ensuring that all Funds awarded are used to advance the Committee Objectives.
- 4.2 The Trustees and any Committee member must declare the nature and extent of any interest, direct or indirect, which could, or could be seen to, prevent them from making a grant decision only in the best interests of the Foundation. Any such conflict of interest must be declared and managed by the Trustees in accordance with the Foundation's conflicts of interest policy.
- 4.3 The Trustees may delegate certain decision-making responsibilities. In particular, the Trustees have appointed a Committee to review grant proposals and make recommendations to them.
- 4.4 In all cases where a recommendation is made to the Trustees to award a grant, the Trustees may (in their absolute discretion) refuse to approve that recommendation, particularly if they consider that a grant would not be an effective way to further the Committee Objectives or would conflict with the Foundation's policies or interests.
- 4.5 The Charity Trustees will endeavour to take no longer than six weeks to consider grant proposals and decide if they will award a grant or not.
- 4.6 The Trustees will inform applicants of their decision in writing via the Committee.
- 4.7 If an applicant is awarded a grant, the Committee will:
- (a) set out the key terms of the grant and any conditions that are attached to it in a grant letter; and
 - (b) ask the applicant to sign the grant letter to indicate that they accept the terms and conditions.
- 4.8 If the Trustees decide not to award a grant for a proposal the Trustees may, if requested by the applicant, give the applicant such written feedback on the reasons for their decision as they consider appropriate.
- 4.9 The Trustees' decision whether to award a grant is final and there is no appeal or escalation process in relation to the Fund.

5. Grants to charity trustees or connected persons

- 5.1 If an application for a grant is made to the Foundation by a Trustee, Committee member or a person connected to them, the non-conflicted Trustees must either:
- (a) reject the application; or
 - (b) if they consider that it is in the best interests of the Foundation to make the grant, seek authorisation from the Charity Commission before making it.
- 5.2 If a Trustee or a person connected to them, applies for a grant the conflicted Trustee must:
- (a) absent themselves from any discussion of the grant application by the non-conflicted Trustees; and
 - (b) have no vote and not be counted as part of the quorum in any decision of the non-conflicted Trustees on the grant.

POWERS AND RESPONSIBILITIES OF THE COMMITTEE

- 5.1 Subject to paragraph 4 above and to any decision or resolution of the Foundation, the Committee shall not have the power to bind the Foundation nor to make any decisions on behalf of the Foundation. Rather, the Committee shall consult with members of the local Community and make recommendations to and report back to the Trustees of the Foundation.
- 5.2 At all times, the Committee shall ensure that its actions are conducted in accordance with the objects of the Foundation and the provisions outlined in these Terms.
- 5.3 Except as provided for in these Terms, in addition to all powers hereby expressly conferred upon the Committee and without detracting from the generality of the powers delegated, the Committee shall have the following powers, namely:
- 5.3.1 to consult with members of the Community, not for profit charities, community organisations (including nurseries, schools, colleges and other youth and adult service organisations) and Ward Councillors in relation to the identification of Community Initiatives and the award of any Funding;
 - 5.3.2 to consider eligible applications for the Funding (in whole or in part) of Community Initiatives and make representations to the Trustees in relation to the making of grant(s) from the Fund;
 - 5.3.3 to facilitate the grant of Funds on behalf of the Trustees and administer, manage and monitor any Community Initiative which receives Funding; and
 - 5.3.4 to communicate (as such times and intervals as it deems appropriate) any award of Funding with the Community residents and Ward Councillors and the progress of any Community Initiative.
- 5.4 The Committee shall not have the power to commit any Funding without the express prior written approval of the Foundation.
- 5.5 The Committee shall not have any powers which the Foundation is itself unable to lawfully delegate to it.
- 5.6 The Committee shall at all times have regard to the Trustees' Grant-Making Policy set out at Appendix 1.

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TERM OF OFFICE

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 - 8.1.3 resigns from his or her office by written notice to the Chair;
 - 8.1.4 is absent without good reason from all the meetings of the Committee held within a period of 12 months and the Committee resolves that his or her office be vacated;
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 - 8.1.6 makes a composition with his or her creditors generally in satisfaction of his or her debts;
 - 8.1.7 in the case of an LFC, Foundation, Community residential or Community Ward Councillor appointment, ceases to be, an employee or officer of LFC, an employee or officer of the Foundation, a Community resident or Community Ward Councillor; or
 - 8.1.8 is removed as a Committee member by a decision or resolution of the Trustees.

PROCEEDINGS OF THE COMMITTEE

- 9.1 The Committee will meet at least two times a year. The Committee may meet at other times during the year as agreed between the Committee members or as required.
- 9.2 The Secretary must convene meetings of the Committee and, when exercising this function, he or she must comply with any request for a meeting, or any direction given by:
- 9.2.1 the Committee;
 - 9.2.2 the Chair, so far as such direction is not inconsistent with any direction given under paragraph 9.1 above; or
 - 9.2.3 the Trustees.
- 9.3 Subject to any direction given in accordance with paragraph 9.1 above, at least seven days in advance the Secretary must give to each Committee member and to the Trustees (whether or not they are Committee members):
- 9.3.1 written notice of the meeting;
 - 9.3.2 a copy of the agenda for the meeting; and
 - 9.3.3 any reports or other papers to be considered at the meeting;
 - 9.3.4 provided that, where the chair of the Committee so determines on the ground that there are matters demanding urgent consideration, it will be sufficient if the written notice of the meeting states that fact and the notice, agenda and reports or other papers to be considered at the meeting are given within such shorter period as he or she directs.

ATTENDANCE

10.1 Subject to paragraph 14 below, the following persons are entitled to attend any meeting of a Committee:

10.1.1 any Committee member;

10.1.2 any Trustee whether or not he or she is a Committee member; and

10.1.3 such other persons as the Committee may determine from time to time.

QUORUM

11.1 The quorum for the transaction of the business of the Committee shall be 50% of the total number of Committee members from time to time and shall include at least one Trustee representative, one LFC representative, one Foundation representative and one Ward Councillor representative.

11.2 If it is not possible to form a quorum or take a vote on a particular matter, the matter may be referred to the Trustees for a decision.

VOTING

12.1 Every question to be decided at a meeting of a Committee must be determined by a majority of the votes of the Committee members present and voting on the question.

12.2 Where there is an equal division of votes, the person who is acting as Chair for the purposes of the meeting has a second or casting vote.

12.3 Subject to paragraph 12.1 above, the proceedings of the Committee are not invalidated by:

12.3.1 any vacancy among its number; or

12.3.2 any defect in the appointment of any Committee member.

REPORTING

13.1 The Committee shall provide half-yearly written reports to the Trustees, in such format as the Trustees request (acting reasonably) which shall, at a minimum, provide a summary of the Committee's activities in the preceding 6 month period together with any recommendations for Community Initiatives to which Funding could be applied.

CONFLICTS OF INTEREST

14.1 Where:

14.1.1 in relation to any matter there may be a conflict between the duties or interests of a Committee member and the interests of the Foundation;

14.1.2 there is any reasonable doubt about a Committee member's ability to act impartially in relation to any matter; or

14.1.3 a Committee member (or a person connected with him or her) has a pecuniary interest in any matter,

that person, if present at a meeting of the Committee at which the matter is the subject of consideration, must disclose the nature and extent of his or her duty or interest, withdraw from the meeting and (if he or she has a vote) not vote on the matter in question.

14.2 Nothing in this paragraph 14 shall be construed as precluding the Committee from:

14.2.1 allowing a person who appears to them to be able to give evidence to attend any hearing conducted by them into any matter and to present his or her evidence; or

14.2.2 hearing representations from a Committee member acting in a capacity other than that of a Committee member.

14.3 Where there is any dispute as to whether a Committee member is required by this paragraph 14 to withdraw from a meeting of the Committee and not vote, that question must be determined by the other Committee members present at the meeting acting reasonably and in good faith.

MISCELLANEOUS PROVISIONS

15.1 The Committee members may, subject to the prior approval of the Trustees, appoint one of their number to be the chair of their meetings (Chair) and may at any time remove him or her from that office.

15.2 Unless he or she is unwilling or unable to do so, the Chair shall preside at every meeting of the Committee at which he or she is present but, if there is no member holding that office or if the Chair is unwilling or unable to preside or is not present within ten minutes after the time appointed for the meeting, the members present may appoint one of their number to be chair of the meeting.

15.3 The Committee shall appoint a Secretary and may remove the Secretary from office at any time.

15.4 The Committee may, if the Secretary fails to attend one of its meetings, appoint any one of its Committee members to act as the Secretary for the purposes of that meeting only.

15.5 The Secretary shall:

15.5.1 convene meetings of the Committee;

15.5.2 attend meetings of the Committee and ensure that minutes of the proceedings are drawn up; and

15.5.3 perform any other functions determined by the Committee.

15.6 Minutes of the proceedings of a meeting of the Committee must be drawn up by the Secretary (or by the person acting as the Secretary for the purposes of the meeting) and must be signed (subject to the approval of the Committee) by the Chair of the next meeting of the Committee.

15.7 The Committee must as soon as reasonably practicable:

15.7.1 make available for inspection at the request of any Committee member, and

15.7.2 give to the Trustees;

a copy of the agenda and signed minutes or the draft minutes (if they have been approved by the Chair) for every meeting and any report or other paper considered at the meeting.

REVIEW

16.1 The Trustees shall annually or more regularly review and determine these Terms, including the constitution, terms of reference, membership of the Committee and Appendices.



Foundation

THE CLUB'S OFFICIAL CHARITY

LFC Foundation Community Initiatives Fund (supported by Liverpool Football Club)



Please complete this form and return it in accordance with the instructions provided.
Please use continuations sheet(s) as necessary.

Contact Person

Name of Organisation

Organisation Address

Main Contact Number

Mobile Number

Email Address

Project Name

Total Amount Requested

Initiative Start Date

Initiative End Date

Please provide an overview of the Community Initiative

How does the Community Initiative meet the Committee's Objectives?

Who and how many people will benefit from the Initiative? Will it benefit a particular group of people (e.g. children, teenagers, families, the elderly)?

Where will it take place/be situated?

Who will be involved in managing/running the initiative and what will be their roles? Are any such people volunteers?

Have you received any funding previously from this Community Initiative Fund or the Liverpool FC Foundation? If so, please provide details including the amounts, dates and purpose of such funding.

Are any of the people involved in the Community Initiative employees or volunteers from Liverpool FC, Liverpool FC Foundation, Liverpool City Council, Ward Councillors or residents of the L4, L5 or L6 Community? If so, please provide details.

Please confirm if your organisation has the following documents and where applicable please provide copies. Please also provide any additional documents or supporting information which you feel is relevant to your application.

	Yes	No	N/A or Comments
A governing document			
A business plan for the Initiative			
Risk assessment(s) relating to the Initiative			
A sustainability plan			
A bank account in the name of the organisation (with two unrelated signatories)			
Valid insurance (e.g. public liability and employer's liability)			
Safeguarding Policies (where relevant)			
Equal Opportunities Policy			
Health and Safety Policy			
Conflicts of Interest Policy			

Are you receiving funding, goods or services for this Initiative from any other party? If so, please provide details. Are you working with any other groups in terms of the delivery of this Initiative? If so, please provide details.

Declaration

On behalf of the organisation, we confirm that the information contained in this application is true and complete to the best of our knowledge and belief. We are/have been duly authorised by the organisation to submit this application.

Printed Name 1	
Signed Name 1	
Position in Organisation	
Printed Name 2	
Signed Name 2	
Position in Organisation	
Date	