



*At the Court at Buckingham Palace*

THE 5th DAY OF FEBRUARY 2025

PRESENT,

THE KING'S MOST EXCELLENT MAJESTY  
IN COUNCIL

His Majesty has allowed the amendments to the Charter of The Legal Education Foundation as set out in the Schedule to this Order.

*Richard Tilbrook, CVO*

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*SCHEDULE*

AMENDMENTS TO THE CHARTER OF THE LEGAL EDUCATION FOUNDATION

1. In Article 1:
  - (i) *delete* “membership” and *substitute* “Trusteeship”;
  - (ii) *delete* “such members” and *substitute* “Trustees”.
2. In Article 3 *delete* “There shall be a Board of Governors of the Foundation consisting of such number of members” and *substitute* “The Board of Trustees of the Foundation shall consist of such number of individuals”.
3. *Delete* Articles 4 and 6.
4. *Renumber* Article 5 as 4.
5. *Renumber* Articles 7 to 14 as 5 to 12.
6. In Article 4 as renumbered *delete* “Governors” and *substitute* “Trustees” wherever it occurs.

6. **Delete** Article 6 as renumbered and **substitute**:

“6. The Trustees of the Foundation shall not have any personal claim on the property of the Foundation and no portion of such property shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit to the Trustees of the Foundation, provided that nothing herein contained shall prevent any payment in good faith by the Foundation:

- (a) to any Trustee of the Foundation of reasonable out of pocket expenses properly incurred in the service of the Foundation; or
- (b) of reasonable premiums in respect of trustee indemnity insurance purchased by the Foundation in pursuance of Article 6A; or
- (c) of professional charges to any firm or company in which a Trustee of the Foundation may be beneficially interested; or
- (d) of payments authorised by Articles 6A or 6B, or such other remuneration or benefits to Trustees as the courts or the Charity Commission for England and Wales may from time to time authorise,

on condition that the provisions in Article 7 for managing conflicts of interest are complied with.”.

7. **Delete** Articles 6A, 6B and 6C as renumbered and **substitute**:

“6A The Foundation may indemnify the Trustees in respect of any liability properly incurred in the course of the performance of their duties for the Foundation (provided that such indemnity shall not extend to liability in respect of loss resulting from an act or omission which a Trustee knew to be a breach of duty or trust or was done or made in reckless disregard of such trust or duty nor to the costs of an unsuccessful defence to a criminal prosecution brought against such Trustees in their capacity as trustees), and may purchase insurance for the purpose of providing such indemnity.

6B The Foundation may enter into a contract with a Trustee or a connected person for the supply of services and/or goods to the Foundation where that is permitted in accordance with, and subject to the conditions in, sections 185 to 188 of the Charities Act 2011 (or any statutory reenactment or modification of that provision).

6C In Article 6B, “connected person” has the meaning set out in sections 188(1)(a)-(e) and 188(2) of the Charities Act 2011.”.

8. **Delete** Article 7 as renumbered and **substitute**:

“7. A Trustee must:

- (a) declare the nature and extent of any interest, direct or indirect, which they have in a proposed transaction or arrangement with the Foundation or in any transaction

or arrangement entered into by the Foundation which has not previously been declared; and

- (b) absent themselves from any discussions of the Trustees in which it is possible that a conflict of interest will arise between their duty to act solely in the interests of the Foundation and any personal interest (including but not limited to any financial interest).

Any Trustee absenting themselves from any discussions in accordance with this Article 7 must not vote or be counted as part of the quorum in any decision of the Trustees on the matter.”.

9. **Delete** Article 8 as renumbered and **substitute**:

“8. The By-laws may make provision for the appointment of the Trustees and the delegation of powers to committees, officers and staff, and such other matters as may be desirable for the management of the Foundation and its affairs.”.

10. In Article 9 as renumbered:

- (i) **delete** “General Meeting of the Members” and **substitute** “meeting of the Trustees”;
- (ii) **delete** “Members” and **substitute** “Trustees”;
- (iii) **delete** “, its members and” and **substitute** “and its”.

11. In Article 10 as renumbered:

- (i) **delete** “Governors” and **substitute** “Trustees” wherever it occurs;
- (ii) **delete** “and confirmed at a General Meeting of the Foundation held not less than one month afterwards by not less than two-thirds of the members present and voting thereon”.

12. In Article 11 as renumbered:

- (i) **delete** “Governors” and **substitute** “Trustees”;
- (ii) **delete** “and confirmed”;
- (iii) **delete** “12” and **substitute** “10”.