



National Citizen Service Trust Draft Royal Charter

Presented to Parliament
by the Minister for Civil Society
by Command of Her Majesty

October 2016



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INTRODUCTION

The National Citizen Service Trust Draft Royal Charter accompanies the National Citizen Service Bill (NCS Bill), introduced in the House of Lords on 11th October 2016.

National Citizen Service has been available since 2011 and exists to promote social cohesion, social engagement and social mobility. It is a once-in-a-lifetime opportunity that helps young people build skills for work and life, while taking on new challenges and meeting new friends. It is a two or four week programme including adventure, life skills, and social action phases which encourage 15 - 17 year olds to develop the tools and belief to unlock their potential and make a positive impact in their communities.

The benefits of NCS for young people are clear. It boosts their resilience and confidence, helps them meet new people, and supports them to engage in their local communities. The NCS Bill contains provision to honour the manifesto commitment to provide an NCS place for every young person that wants one.

The programme is currently run by the NCS Trust, a community interest company. The combination of the Bill and the Charter will create a new legal framework for NCS, incorporating the NCS Trust as a Royal Charter Body. The Bill and the Charter will ensure the Royal Charter Body is accountable to Parliament for the governance of the programme and its use of public funds.

In particular the NCS Bill includes requirements that each year the Trust publish a business plan and annual report for the Secretary of State to lay before Parliament. The Trust must also submit its accounts to the National Audit Office (NAO) to audit. The NAO must report on and certify the accounts, and lay them before Parliament.

The Royal Charter

The Royal Charter will incorporate the NCS Trust and serves as its constitutional document, laying down its governance arrangements. It also preserves the independence of the Trust to work with its partners to find innovative ways to engage young people in the NCS programme. While the Bill ensures parliamentary accountability for the NCS's governance and management of public money, the Royal Charter is intended to help the NCS Trust demonstrate its independence from government and party politics. It confers stability on the Trust, which will help it to protect its popular brand as it extends the NCS programme.

The draft Royal Charter has been published alongside the Bill to allow both Houses of Parliament the opportunity to scrutinise its provisions in connection with the Bill.

Primary Functions and Objectives

Article 3 of the Royal Charter defines the primary functions of the NCS Trust. These are to arrange for the provision of programmes which enable participants from different backgrounds to work together in communities to carry out projects for the good of society, and to enhance the life skills of young people. The Trust also has the function of promoting the programme across England.

NCS is primarily a programme for 16 and 17 year olds, but article 3.2(b) allows the NCS Trust to provide the programme to people as young as 15, or as old as 25. This ensures the programme is accessible to those who cannot take part aged 16 or 17 due to their individual circumstances.

Article 3.4 specifies objectives that the NCS Trust must advance when exercising its primary functions. For example, one aim of the Trust is to promote social cohesion, because a key aspect of NCS is that young people from different schools and backgrounds come together to complete their programme.

Article 3.5 specifies matters to which the Trust must have regard when exercising its primary functions. This ensures the NCS Trust has a clear remit on matters such as social mobility and value for money.

Appointments

Appointment of the non-executive board members will follow the Commissioner for Public Appointments Code of Practice, focussing on the core principles of merit, openness and fairness, as laid out in article 5.

The Monarch will appoint the Chair, on the recommendation of the Prime Minister, following a fair and open competition. The Chair will then run another competition for non-executive board members and recommend appointments to the Prime Minister, who will in turn advise the Monarch.

Article 5.3 provides for a government representative to be appointed as a non-executive member. This is an alternative to a requirement for direct ministerial approval in areas like pay and ensures the necessary level of government oversight is provided by someone that understands the organisation. This appointment is made in consultation with the NCS Trust's Chair.

The Chief Executive, though a board member, is an employee and is appointed under a different process. This is laid out in article 6.

Pay

The payment of executives and non-executives will be governed by a remuneration policy. Article 8 requires that a remuneration committee must approve the policy before it can be implemented. Article 8.1 provides for the government representative to sit on the committee. The pay policy can only be approved if the government representative votes to approve it. Further, in the event of a tie, the government representative will have the casting vote. This ensures proper government oversight of pay policy.

Powers

The NCS Trust has delivered NCS as a community interest company since 2013 through a network of regional and local providers. The powers and processes set out in the Royal Charter ensure that the Trust can continue to work independently and innovatively; equally, it must adhere to government policy on transparency and openness. Article 9.4 ensures that government retains control over any proposal to pay a non-executive member remuneration that exceeds that of the Prime Minister. Article 10.4 extends this policy to employees of the NCS Trust.

While the Trust has the right to pay non-executive members, article 9.5 provides for this information to be published on an anonymous basis at the end of each financial year. This complements provisions in the NCS Bill for the publication of the NCS Trust's annual accounts.

The Royal Charter provides the NCS Trust with a high degree of procedural autonomy. It allows the Trust to set up committees and subcommittees and determine their procedure. This includes power to set up joint committees with any other person, such as its delivery or commercial partners. The NCS Trust contracts with a range of providers to deliver the programme. Article 14 provides the Trust with power to work flexibly in order to carry out its primary functions. In particular the Trust may enter into agreements, deal with land and make investments. However, the Trust may not borrow money: it must remain financially sound.

Amendments

Article 15 specifies how the Charter may be amended once it has been granted. The monarch may amend any element of the Royal Charter providing no amendment contradicts the NCS Bill once that has gained Royal Assent.

Article 15.2 gives the Trust power to request an amendment to the Royal Charter. This will also be subject to the requirement to not contradict the NCS Act. Any amendment that is proposed by the Trust requires the monarch's approval, on the advice of the Privy Council. This is normal practice for Royal

Charters as they are granted as an executive order of the monarch and so require the monarch's approval to be amended.

Conclusion

The Charter and the Bill will together provide a robust new legal framework for the Trust. The Charter will underpin the long-term prestige of the NCS brand by striking a balance between the Trust's autonomy and the need for proper oversight of its governance and management of public money.

DRAFT ROYAL CHARTER FOR THE NATIONAL CITIZEN SERVICE TRUST

ELIZABETH THE SECOND by the Grace of God of the United Kingdom of Great Britain and Northern Ireland and of Our other Realms and Territories Queen, Head of the Commonwealth, Defender of the Faith:

TO ALL TO WHOM THESE PRESENTS SHALL COME, GREETING!

WHEREAS matters relating to the skills, life-chances and community involvement of young people in England are the concern of Departments of Our Government:

AND WHEREAS it has been represented to Us that the National Citizen Service Trust was incorporated as a community interest company under the Companies Act 2006 in accordance with the requirements of the Companies (Audit, Investigations and Community Enterprise) Act 2004 in the year of Our Lord 2013 (hereinafter called the "Community Interest Company"):

AND WHEREAS the Community Interest Company has as its objects creating a new national institution to bring young people in England from all backgrounds together, enhancing their life-chances by helping them to learn new skills and supporting them to engage in local communities in order to enrich civic society:

AND WHEREAS it has been represented unto Us that for the purpose of carrying out the said object it is expedient that the Community Interest Company should be incorporated under a Charter:

AND WHEREAS it has been represented to Us that it is desirable to provide volunteering opportunities to young people in England who would not otherwise have access to such opportunities:

AND WHEREAS We having taken the said representations into Our Royal Consideration are minded to grant a Charter containing such provisions as seem to Us right and suitable:

NOW KNOW YE THAT WE, by virtue of Our Prerogative Royal and of Our special grace, certain knowledge and mere motion have willed and ordained and by these Presents for Us, Our Heirs and Successors will and ordain as follows:

1. Incorporation

A body corporate called the National Citizen Service Trust ("the NCS Trust") is established.

2. Term of Charter

1. Article 4 (*membership*) (save for article 4.1.b) and article 5 (*appointment of the non-executive members*) take effect on the day following the date the Charter is sealed.
2. The remainder of this Charter takes effect on the day after the date by which the chair and at least eight other non-executive members of the NCS Trust, including a representative of Our Government,

have been appointed, and the NCS Trust is duly established on that day.

3. This Charter is to continue to have effect unless and until it is revoked by Us, Our Heirs and Successors in Council, on the advice of the Privy Council.

3. Functions of the NCS Trust

1. The primary functions of the NCS Trust, to be exercised in accordance with the terms of this Charter, are:
 - a. to provide or arrange for the provision of programmes for young people in England with the purpose of-
 - i. enabling participants from different backgrounds to work together in local communities to participate in projects to benefit society, and
 - ii. enhancing communication, leadership and team-working skills of participants, and
 - b. to promote the programmes to-
 - i. young people in England,
 - ii. parents and carers of young people in England,
 - iii. schools and other educational bodies, and
 - iv. local authorities and other public bodies.
2. For the purposes of paragraph 1-
 - a. “young people in England” means 16 and 17 year olds, but
 - b. the NCS Trust may, from time to time, determine that “young people” also includes one or more of the following-
 - i. 15 year olds;
 - ii. any person who has attained the age of 18 and is under the age of 25;
 - iii. any person of a particular age falling within the range described in sub-paragraph ii.
3. For the purposes of paragraph 1, young people are “in England” if they are resident in England, or receive education or training there.
4. In exercising its primary functions, the objectives of the NCS Trust are-
 - a. to promote social cohesion by ensuring equality of access to the programmes by participants regardless of their background or circumstances, and
 - b. to seek to expand the number of participants.
5. In exercising its primary functions, the NCS Trust must-

- a. treat the need to safeguard and promote the wellbeing of participants as the paramount consideration, and
- b. have regard to the desirability of-
 - i. promoting social mobility,
 - ii. promoting the personal and social development of participants,
 - iii. promoting the employment prospects of participants by equipping them with relevant practical skills,
 - iv. encouraging participants to take an interest in debate on matters of local or national political interest, and promoting their understanding of how to participate in national and local elections, and
 - v. ensuring value for money.

4. Membership

1. The NCS Trust is to consist of—
 - a. the chair (see article 5),
 - b. the chief executive (see article 6), and
 - c. at least 8, but not more than 10, other members (see article 5).
2. The chair and the members within paragraph 1.c are referred to in this Charter as the “non-executive members”.

5. Appointment of the non-executive members

1. The chair will be appointed, for a term not exceeding three years, by Us, Our Heirs and Successors in Council, on the advice of the Privy Council and on a recommendation from Our Prime Minister.
2. Before making the recommendation Our Prime Minister must conduct a fair, open and merit-based competition.
3. Of the non-executive members within article 4.1.c, one will be a representative of Our Government, appointed by Our Secretary of State for a term not exceeding three years.
4. Before making an appointment under paragraph 3, Our Secretary of State must consult the chair.
5. The other non-executive members within article 4.1.c will be appointed, for a term not exceeding three years, by Us, Our Heirs and Successors in Council-
 - a. on the advice of the Privy Council, and

- b. on a recommendation from Our Prime Minister following the process described in paragraph 6.
6. The chair must make recommendations on appointments to Our Prime Minister following a fair, open and merit-based competition. The chair should provide Our Prime Minister with a choice of appointable candidates whose skills, experience and qualities meet the needs, as determined by Our Secretary of State and the chair, of the role. The competition process must be approved by Our Secretary of State. Recommendations on appointments made by the chair must specify the recommended term of the appointment.
7. The procedure for re-appointment of non-executive members is the same as for appointment.
8. A person may be re-appointed as a non-executive member once only.
9. An employee of the NCS Trust may not be appointed as a non-executive member, and a non-executive member who becomes an employee ceases to be a non-executive member.

6. Chief executive

1. There is to be an employee of the NCS Trust known as the chief executive.
2. Before making an appointment of a person as the chief executive, the NCS Trust must establish a nominations committee consisting of at least three non-executive members, one of whom must be made chair of the committee.
3. The purpose of the nominations committee is to make recommendations to the NCS Trust about the appointment of the chief executive.
4. Before making recommendations under this article, the nominations committee must conduct a fair, open and merit-based competition.
5. Paragraphs 2 to 4 are subject to any provision about the appointment of the first chief executive made by a scheme under Schedule 1 to the National Citizen Service Act 2016 (transfer of staff etc from the NCS Trust Community Interest Company).

7. Termination of appointments: non-executive members

1. A non-executive member of the NCS Trust may resign by giving written notice to Our Secretary of State.
2. Our Secretary of State may terminate the appointment of a non-executive member of the NCS Trust by giving the member written notice if-
 - a. the member has been absent from three consecutive meetings of the NCS Trust without permission from the NCS Trust, or
 - b. the member is unable, unfit or unwilling to carry out the member's functions.
3. Before terminating an appointment of a non-executive member (other than the chair) under paragraph 2, Our Secretary of State must consult the chair.

8. The remuneration committee and remuneration policy

1. The NCS Trust must establish a remuneration committee under article 11, consisting of-
 - a. the non-executive member who is a representative of Our Government, and
 - b. at least two other non-executive members,and make one member of the committee its chair.
2. It is the function of the remuneration committee to-
 - a. make recommendations to the NCS Trust about its remuneration policy (but not about individual pay decisions), and
 - b. determine whether or not to approve a remuneration policy prepared by the NCS Trust and submitted by it to the committee for approval.
3. Where the NCS Trust submits a remuneration policy to the remuneration committee for approval-
 - a. a simple majority of the members of the committee present and entitled to vote is required to approve the policy, but
 - b. the policy is not approved unless the non-executive member who is a representative of Our Government votes to approve the policy.

In the event of a tie, the non-executive member who is a representative of Our Government has a casting vote.

9. Pay: non-executive members

1. The NCS Trust may pay its non-executive members such remuneration as it decides.
2. The NCS Trust may pay, or provide for the payment of, such allowances or gratuities as it decides, to a person who is or has been a non-executive member.
3. Decisions under paragraphs 1 and 2 must be made in accordance with a remuneration policy prepared by the NCS Trust and approved by the remuneration committee.
4. A decision to pay an individual the same or more than Our Prime Minister cannot be made without the approval of Our Chief Secretary to Our Treasury.
5. As soon as reasonably practicable after the end of each financial year, the NCS Trust must-
 - a. publish the amount of remuneration, if any, paid under paragraph 1 in respect of each non-executive member for that year (without identifying the member to which any particular amount relates), and
 - b. publish the total amount of payments made under paragraph 2 for that year.

10. Pay: employees

1. The NCS Trust may pay its employees such remuneration as it decides.
2. The NCS Trust may pay, or provide for the payment of, such pensions, allowances or gratuities as it decides, to or in respect of a person who is or has been an employee of the NCS Trust.
3. Decisions under paragraphs 1 and 2 must be made in accordance with a remuneration policy prepared by the NCS Trust and approved by the remuneration committee.
4. A decision to pay an individual the same or more than Our Prime Minister cannot be made without the approval of Our Chief Secretary to Our Treasury.

11. Committees and sub-committees

1. The NCS Trust may establish committees of the NCS Trust, and those committees may establish sub-committees.
2. The NCS Trust may establish a committee jointly with any other person, but those committees may not establish sub-committees.
3. Subject to article 8 (*remuneration committee*), the number, remit and composition of a committee or sub-committee established under paragraph 1 or 2 are a matter for the NCS Trust but each committee or sub-committee must include at least one member or employee of the NCS Trust.
4. The NCS Trust may arrange for the payment of remuneration, allowances and expenses to any person who-
 - a. is a member of a committee or sub-committee established under this article, but
 - b. is not a member or employee of the NCS Trust.
5. Decisions under paragraph 4 must be made in accordance with a remuneration policy prepared by the NCS Trust and approved by the remuneration committee.

12. Delegation

1. The NCS Trust may delegate any of its functions, on such terms and conditions as it thinks fit, to-
 - a. an employee of the NCS Trust, or
 - b. a committee established by it.
2. A committee may delegate any of its functions to a sub-committee, on such terms and conditions as the NCS Trust thinks fit.

13. Procedure

1. The NCS Trust may regulate its own proceedings (including quorum), and the procedure (including quorum) of any committees or sub-committees.
2. The validity of proceedings of the NCS Trust, or of any committee or sub-committee, is not affected by-
 - a. a vacancy, or
 - b. a defective appointment.
3. This article is subject to article 8 (*remuneration committee*).

14. Powers

1. Subject to paragraph 3, the NCS Trust may do anything calculated to facilitate, or incidental or conducive to, the carrying out of any of its functions.
2. In particular, the NCS Trust may-
 - a. enter into agreements;
 - b. acquire or dispose of land or other property;
 - c. invest money;
 - d. accept gifts of money, land or other property and apply it, or hold and administer it on trust, for the purposes of carrying out any of its functions.
3. The NCS Trust may not borrow money.

15. Charter Amendment

1. Any provision of this Charter may be added to, supplemented, varied or omitted (in whole or in part) by Us, Our Heirs or Successors in Council, on the advice of the Privy Council, upon such terms as We consider fit, subject to the requirement that the effect of a change is, where relevant, in accordance with the National Citizen Service Act 2016.
2. The NCS Trust may propose to add, supplement, vary or omit (in whole or part) a provision of this Charter (“a proposal for change”), subject to-
 - a. the requirement in paragraph 1, and
 - b. the restrictions in paragraphs 3 and 4.
3. The NCS Trust may not make a proposal for change in relation to the following provisions of this Charter: article 1 (*Incorporation*), article 2 (*Term of Charter*), this article (*Charter Amendment*) and article 18 (*Legal nature of the NCS Trust*).
4. The NCS Trust may not make a proposal for change unless a resolution is passed in favour of the proposal by a majority of not less than three-quarters of the members present and entitled to vote at a meeting duly convened for that purpose. The three-quarters majority must also represent a simple majority of the total number of members of the NCS Trust.

5. A proposal for change by the NCS Trust is subject to approval by Us, Our Heirs or Successors in Council, on the advice of the Privy Council.
6. A change, whether initiated under paragraph 1 or proposed by the NCS Trust, becomes effective when approved by Us, Our Heirs or Successors in Council, on the advice of the Privy Council.

16. Surrender and winding up etc.

1. Subject to paragraphs 2 and 3, the NCS Trust may propose to surrender this Charter and wind up or otherwise deal with the affairs of the NCS Trust in such a manner as the NCS Trust consider fit, provided that all remaining funds (which remain once the debts of the NCS Trust have been paid in full) together with the proceeds from the sale of any assets belonging to the NCS Trust are to be paid to the Consolidated Fund.
2. A proposal to surrender this Charter and wind up or otherwise deal with the affairs of the NCS Trust may not be made unless a resolution is passed in favour of the proposal by a majority of not less than three-quarters of the members of the NCS Trust present and entitled to vote at a meeting duly convened for that purpose. The three-quarters majority must also represent a simple majority of the total number of members of the NCS Trust.
3. A proposal by the NCS Trust under this article is subject to approval by Us, Our Heirs or Successors in Council, on the advice of the Privy Council and upon such terms as We consider fit.

17. General

1. The NCS Trust has perpetual succession, and continues to exist as a legal person, regardless of the changes in its composition which occur when particular individuals cease to be members and are succeeded by other individuals.
2. The NCS Trust has the capacity and powers of a natural person, and in particular, has the capacity to sue and be sued.
3. However the NCS Trust may use these general powers only for the purposes of the other functions set out in this Charter, or the functions conferred by or under the National Citizen Service Act 2016 or any other Act.

18. Legal nature of the NCS Trust

The word “trust” is used in the name of the NCS Trust in a colloquial sense, to suggest a body which discharges a public trust in the exercise of a service to the public. The word is not used in its technical legal sense, and it is not intended to imply that members of the Trust are to be treated as trustees of property or to be subject to the law relating to trusts or trustees.

19. Status

1. Neither the NCS Trust nor any of its members or employees is to be regarded as the servant or agent of the Crown, or as enjoying any status, immunity or privilege of the Crown.
2. The NCS Trust’s property is not to be regarded as property of, or held on behalf of, the Crown.

IN WITNESS whereof.....

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