



2008 CHAPTER 12

PART 14

MISCELLANEOUS AND SUPPLEMENTARY

*Merger of charities*

**Register of charity mergers**

**161.**—(1) The Commission shall establish and maintain a register of charity mergers.

(2) The register shall be kept by the Commission in such manner as it thinks fit.

(3) The register shall contain an entry in respect of every relevant charity merger which is notified to the Commission in accordance with subsections (6) to (9) and such procedures as it may determine.

(4) In this section “relevant charity merger” means—

- (a) a merger of two or more charities in connection with which one of them (“the transferee”) has transferred to it all the property of the other or others, each of which (a “transferor”) ceases to exist, or is to cease to exist, on or after the transfer of its property to the transferee, or
- (b) a merger of two or more charities (“transferors”) in connection with which both or all of them cease to exist, or are to cease to exist, on or after the transfer of all of their property to a new charity (“the transferee”).

(5) In the case of a merger involving the transfer of property of any charity which has both a permanent endowment and other property (“unrestricted

property”) and whose trusts do not contain provision for the termination of the charity, subsection (4)(a) or (b) applies in relation to any such charity as if—

- (a) the reference to all of its property were a reference to all of its unrestricted property, and
- (b) any reference to its ceasing to exist were omitted.

(6) A notification under subsection (3) may be given in respect of a relevant charity merger at any time after—

- (a) the transfer of property involved in the merger has taken place, or
- (b) (if more than one transfer of property is so involved) the last of those transfers has taken place.

(7) If a vesting declaration is made in connection with a relevant charity merger, a notification under subsection (3) must be given in respect of the merger once the transfer, or the last of the transfers, mentioned in subsection (6) has taken place.

(8) A notification under subsection (3) is to be given by the charity trustees of the transferee and must—

- (a) specify the transfer or transfers of property involved in the merger and the date or dates on which it or they took place;
- (b) include a statement that appropriate arrangements have been made with respect to the discharge of any liabilities of the transferor charity or charities; and
- (c) in the case of a notification required by subsection (7), set out the matters mentioned in subsection (9).

(9) The matters are—

- (a) the fact that the vesting declaration in question has been made;
- (b) the date when the declaration was made; and
- (c) the date on which the vesting of title under the declaration took place by virtue of section 163(2).

(10) In this section and section 162—

- (a) any reference to a transfer of property includes a transfer effected by a vesting declaration; and
- (b) “vesting declaration” means a declaration to which section 163(2) applies.

(11) Nothing in this section or section 163 or 164 applies in a case where section 116 (amalgamation of CIOs) or 118 (transfer of CIO’s undertaking) applies.