

From: RTN Registration Applications
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Sent: 05 September 2011 17:15
To: Jonathan Burchfield
Cc: Tom Murdoch
Subject: Wiki UK Limited - our ref: ME/5005466/C-332018/RTN CC:01720956

Dear Jonathan

I'm writing further to your e-mail of 26 July and subsequent e-mails/telephone conversations.

Firstly, please accept my apologies for the delay in getting back to you. This has been due to a combination of annual leave during the current holiday period and the need to discuss the issues with senior colleagues.

From what you have told us we think there is scope to consider that the purpose of Wiki UK is to provide a general public utility. We do however require some more information and clarification, which I have set out below.

Although we note that a meeting has been suggested, we don't think that at this stage this would take us any further forward. Hopefully the additional information requested will enable us to make a decision on the application.

Charitable purpose

In the submission put to us it has been argued that the purpose of Wiki UK is to provide a general public utility. An argument has also been put that additional purposes might be the advancement of education and the advancement of heritage.

We have difficulty seeing that the purpose of Wiki UK is the advancement of education, for the same reasons as set out in my previous e-mail of 5 May 2010. You'll doubtless be aware of the recent First Tier Tribunal (Charity) decision in the case of Full Fact. This confirmed the need for requisite standards to be met for activities to be capable of advancing education in charity law. Our view remains that Wiki UK will struggle to show that it meets these requisite standards. On the basis of the information before us to date, we cannot be satisfied that the content of the information or processes in collating the information have sufficient educational value so as to be educational in charity law.

Turning to the advancement of heritage, again it's difficult to see a link between the activities and this purpose. We think the trustees would have difficulty in demonstrating that this is a purpose of Wiki UK.

We are however willing to consider whether the purpose of Wiki UK is to provide a general public utility. In the submission it is argued that the activities are analogous to the provision of a reading room or a library, and you say you would like to explore this with us further. Certainly, on the basis of the information provided to date and taking into account the case put forward, we think that there is scope to consider this to be a purpose of Wiki UK.

Although there is a potential analogy with the provision of a library, a distinction may be drawn on the grounds that libraries exercise complete control over the material and information held and distributed. Similarly, reading rooms generally exercise some degree

of control over the material provided to the public.

On the other hand, Wiki UK provides a facility that allows people to add to the material and information, albeit with some controls introduced by the verifiability and neutrality policies and conflicts of interest behavioural guidelines.

In order that we might be able to come to a decision on this application, please can you provide the following information.

Objects

In order to be charitable the objects of the company would need to be clarified so they are sufficiently clear and unambiguous. As you are aware, it is important to have charitable purposes clearly expressed.

The company's current objects, in clause 3 of its Memorandum of Association, and those proposed in para 5.4 of the submission, are not sufficiently certain and unambiguous so as to be satisfied that the purposes are unequivocally charitable. The proposed object (a), as drafted, doesn't make clear whether the purpose is the advancement of education or the provision of a public utility.

We should be grateful if you could clarify object (a) so that it expresses the charitable purpose.

The suggested object (b) is a "general charitable purposes" object. It isn't clear why this has been included and what other charitable purposes might be furthered by Wiki UK. If the trustees wish to include this additional object they will need to be able to demonstrate the link between the company's activities and furthering other charitable purposes.

Public Benefit

As you are of course aware, in order to be capable of becoming a charity an applicant needs to be able to meet the public benefit requirement. In order to do so they should be able to identify and demonstrate what the benefits are.

You'll be aware that principle 1 of public benefit is that there must be an identifiable benefit or benefits. In particular:

- .. Principle 1a – It must be clear what the benefits are
- .. Principle 1b – The benefits must be related to the aims
- .. Principle 1c – Benefits must be balanced against any detriment or harm.

From the information we have it isn't really clear how these three aspects of public benefit are met.

We should be grateful for the trustees' comments on how Wiki UK does this. We would encourage the trustees to make as full a case as possible – in particular, they need to identify and demonstrate what the benefits are, and explain how they are related to the aim of providing a general public utility.

Control over the facility

The trustees need to demonstrate that they are in a position to exercise control over the provision of the facility so as to ensure that it is consistent with exclusively charitable purposes, and not for some other purpose, and so that they are not seen to be simply representing the views of the users.

We therefore need to know what actual controls are in place to ensure this.

Exercise of trustees' discretion

You have told us in the submission that Wiki UK assesses and determines whether specific Wikimedia Foundation projects and activities are within its remit, and that it does not provide support without restriction.

We do need to be satisfied that the trustees are exercising their discretion in making independent decisions in furtherance of exclusively charitable purposes. Is there any specific evidence you are able to provide that would support this?

Once we have your responses to the above we should hopefully be in a position to make a decision on this application.

I would also just mention that I shall be out of the office between Monday 26th and Friday 30th September, returning on Monday 3rd October. If you are able to get a response to me before Friday 23rd then obviously I can ensure that my senior colleagues are aware of it and can begin the considerative process. But, if not, please let me know and hopefully I can arrange for a colleague to deal with this in my absence.

I look forward to hearing from you.

Kind regards

(CC sender's details omitted)