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**Companies House regrets that the microfiche record for this company contain some documents which are illegible.**

**This has been noted but unfortunately steps taken to improve them were unsuccessful.**

**Companies House would like to apologise for any inconvenience this may cause.**

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### **COMPANY INFORMATION SUPPLIED BY COMPANIES HOUSE**

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## CERTIFICATE OF INCORPORATION

No. 1241032

I hereby certify that

**THE SHAP WORKING PARTY ON WORLD RELIGIONS IN EDUCATION LIMITED**

is this day incorporated under the Companies Acts 1948 to 1967 and that the Company is Limited.

Given under my hand at London the 20TH JANUARY 1976

A handwritten signature in cursive script that reads 'N Taylor'.

N. TAYLOR

*Assistant Registrar of Companies*

No. of Company.....

# THE COMPANIES ACTS 1948 TO 1967

## Declaration of Compliance

with the requirements of the Companies Act, 1948 to 1967  
on application for registration of a Company.

Pursuant to Section 15(2)

Name of Company . :

The Shap Working Party on World Religions in Education.....

**LIMITED**

Presented by

Robbins Olivey & Lake.....

York House, Pannells Court,.....

Guildford, Surrey.

MT/AJH/

**JUST AND COMPANY LTD.**  
Company Printers and Registration Agents

71 NEW OXFORD STREET  
LONDON, WC1A 1DN  
Telephone: 01-240 3242

COMPANIES REGISTRATION  
23 DEC 1975  
25 OFFICE 26

20 NOV 1975  
OFFICE

774336 Midland

I, Graham Brims Ross-Cornes  
of 218 Strand, London, WC2R 1AU

Delete words  
not applicable

Do solemnly and sincerely declare that I am [ a solicitor of the  
Supreme Court engaged in the formation ] (a) [~~a person named in the~~  
~~Articles of Association as a Director/Secretary~~ ]

of The Shap Working Party on World Religions in Education  
Limited

and That all the requirements of the Companies Act, 1948, in respect  
of matters precedent to the registration of the said Company and  
incidental thereto have been complied with, And I make this solemn  
Declaration conscientiously believing the same to be true and by  
virtue of the provisions of the "Statutory Declarations Act, 1835."

Declared at 218 Strand  
London WC2

the 3rd day of November  
one thousand nine hundred and seventy-two  
before me.

Valerie M. H. Long  
(b) A Commissioner for Oaths  
A Solicitor

Graham Brims Ross-Cornes

(a) or in Scotland 'a Solicitor engaged in the formation'  
(b) or Notary Public or Justice of the Peace.

THE COMPANIES ACTS, 1948 to 1967

Company Limited by Guarantee  
and not having a Share Capital

**Memorandum of Association**  
OF  
**The Shap Working Party on World  
Religions in Education Limited** ✓

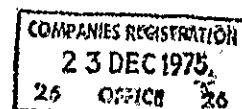
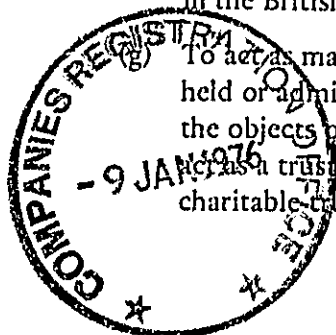
1. The name of the Company (hereinafter called "the Association") is "THE SHAP WORKING PARTY ON WORLD RELIGIONS IN EDUCATION LIMITED". ✓

2. The Registered Office of the Association will be situate in England. ✓

3. The object for which the Association is formed is the promotion of education of the public by the study of world religions. In furtherance of the foregoing object but not further or otherwise the Association shall have the following powers :-

- (a) To promote, conduct and assist in the conduct of courses for teachers and students interested in the study of World Religions.
- (b) To produce and encourage the promotion of literature concerned with the study of World Religions for the assistance of students and teachers in schools and colleges.
- (c) To encourage the development of standards of accuracy in classroom resources.
- (d) To provide an advisory service both for individual teachers and students and also for any groups that may seek guidance in the field of teaching World Religions.
- (e) To establish facilities for research and for the training of teachers in the field of World Religions in education and for the publication of the results of any such research.
- (f) To exchange information with other bodies in this field both in the British Isles and abroad.

To act as manager or trustee of or in respect of any property held or administered for charitable purposes connected with the objects of the Association and so far as may be lawful to act as a trust corporation for the administration of any such charitable trusts.



- (h) To purchase, take on lease or in exchange, hire or otherwise acquire any real or personal property and any rights or privileges which may be necessary or convenient for the promotion of the objects of the Association, and to construct, maintain and alter any buildings or erection necessary or convenient for the work of the Association.
- (i) To sell, let, mortgage, dispose of or turn to account all or any of the property or assets of the Association as may be expedient in the promotion of its objects.
- (j) To undertake and execute any charitable trusts which may lawfully be undertaken by the Association and are conducive to the attainment of its objects.
- (k) To borrow or receive money for the purposes of the Association on such terms and on such security as may be thought fit.
- (l) To invest the moneys of the Association not immediately required for its objects in or upon such investments, securities or property as may be thought fit.
- (m) To establish and support or aid in the establishment and support of any charitable associations or institutions and to subscribe or guarantee money for charitable purposes in any way connected with the purposes of the Association or calculated to further its objects.
- (n) To do all such things as are incidental to the attainment of the above objects or any of them.

4. The income and property of the Association whencesoever derived, shall be applied solely towards the promotion of the objects of the Association as set forth in this Memorandum of Association and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit, to the members of the Association.

Provided that nothing herein shall prevent the payment in good faith of reasonable and proper remuneration to any officer or servant of the Association or to any member of the Council of the Association or to any other member of the Association in return for any services actually rendered to the Association nor prevent the payment of interest which is reasonable having regard to the market rate of interest prevailing from time to time on money lent or reasonable and proper rent for premises demised or let by any member to the Association.

5. The liability of the members is limited.

6. Every member of the Association undertakes to contribute to the assets of the Association, in the event of the same being wound up while he is a member, or within one year after he ceases to be a member for payment of the debts and liabilities of the Association contracted before he ceases to be a member, and of the costs, charges and expenses of winding up, and for

the adjustment of the rights of the contributories among themselves, such amount as may be required not exceeding £1.

7. If upon the winding up or dissolution of the Association there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Association, but shall be given or transferred to some other charitable institution or institutions having objects wholly or partly the same as the Association, and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Association under or by virtue of Clause 4 hereof, such institution or institutions to be determined by the members of the Association at or before the time of dissolution, and if and so far as effect cannot be given to such provision, then to some other charitable object.

WE, the several persons whose names and addresses are subscribed, are desirous of being formed into a Company in pursuance of this Memorandum of Association.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS.

Mr D. G. Byles.  
31, Dunelm Road, Newcastle-upon-Tyne.  
Headmaster.

Mr. Bowen Coby. 145, Gleathro Valley Road, Leeds LS7 4PL.  
College Lecturer.

Dr. G. I. Hazelwood, Silverdale, Lancs.  
Research Officer.

E. D. A. Holmes  
58 Church Way, Iffley, Oxford  
College Lecturer & Tutor

Dr. J. G. Alexander 31 Chatterhouse Road, Abingdon  
University Professor

Mrs. M. Smart Westbourne House, Westbourne Road  
Lancaster  
University Professor

Mr. P. Woodward 7 Alderbrook Road  
Sohleel  
Warwickshire  
Schools Inspector

DATED this 29<sup>th</sup> day of August 1975

WITNESS to the above signatures :-

Combermere

(VISCOUNT COMBERMERE)

46 SMITH ST.

LONDON S.W.3.



## THE COMPANIES ACTS, 1948 to 1967

Company Limited by Guarantee  
and not having a Share Capital

# Articles of Association

OF

## The Shap Working Party on World Religions in Education Limited

## GENERAL.

1. In these presents the words standing in the first column of the Table next hereinafter contained shall bear the meaning set opposite to them respectively in the second column thereof, if not inconsistent with the subject or context —

WORDS	MEANINGS.
The Act	The Companies Act 1948.
These Presents	These Articles of Association and the regulations of the Association from time to time in force.
The Association	The above-named Association.
The Council	The Council of management for the time being of the Association.
The Office	The registered office of the Association.
The Seal	The common seal of the Association.
The United Kingdom	Great Britain and Northern Ireland.
Month	Calendar Month.
In writing	Written, printed or lithographed, or partly one and partly another, and other modes of representing or reproducing words in a visible form.

And words importing the singular number only shall include the plural number, and vice versa.

Words importing the masculine gender only shall include the feminine gender; and

Words importing persons shall include corporations.

Subject as aforesaid, any words or expressions defined in the Act or any statutory modification thereof in force at the date on which these presents become binding on the Association shall, if not inconsistent with the subject or context, bear the same meanings in these presents.

2. The number of members with which the Association proposes to be registered is fifty but the Council may from time to time register an increase of members.

3. The provisions of Section 110 of the Act shall be observed by the Association, and every member of the Association shall either sign a written consent to become a member or sign the register of members on becoming a member.

4. The Association is established for the objects expressed in the Memorandum of Association.

5. The subscribers to the Memorandum of Association and such other persons as the Council shall from time to time decide to admit to membership shall be members of the Association.

6. No person shall be admitted to membership unless he is first approved by the Council and the Council may in its absolute discretion and without assigning any reason decline to admit any person to membership.

7. A member shall cease to be such :

- (a) upon his death.
- (b) If by notice lodged at or sent to the office he resigns from membership.
- (c) If he is removed from membership by a resolution of the Council passed at a meeting specially convened for the purpose of which he shall have been given not less than 14 days notice and at which he shall have been given a reasonable opportunity of attending and being heard.

#### GENERAL MEETINGS.

8. The Association shall hold a General Meeting in every calendar year as its Annual General Meeting at such time and place as may be determined by the Council, and shall specify the meeting as such in the notices calling it, provided that every Annual General Meeting except the first shall be held not more than fifteen months after the holding of the last preceding Annual General Meeting and that so long as the Association holds its first Annual General Meeting within eighteen months after its incorporation it need not hold it in the year of its incorporation or in the following year.

9. All General Meetings, other than Annual General Meetings, shall be called Extraordinary General Meetings.

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10. The Council may whenever they think fit convene an Extraordinary General Meeting, and Extraordinary General Meetings shall also be convened on such requisition, or in default may be convened by such requisitionists, as is provided by Section 132 of the Act.

11. Twenty-one days' notice in writing at the least of every Annual General Meeting and of every meeting convened to pass a Special Resolution, and fourteen days' notice in writing at the least of every other General Meeting (exclusive in every case both of the day on which it is served or deemed to be served and of the day for which it is given), specifying the place, the day and the hour of meeting, and in the case of special business the general nature of that business, shall be given in manner hereinafter mentioned to such persons (including the Auditors) as are under these presents or under the Act entitled to receive such notices from the Association; but with the consent of all the members having the right to attend and vote thereat, or of such proportion of them as is prescribed by the Act in the case of meetings other than Annual General Meetings, a meeting may be convened by such notice as those members may think fit.

12. The accidental omission to give notice of a meeting to, or the non-receipt of such notice by, any person entitled to receive notice thereof shall not invalidate any resolution passed, or proceeding had, at any meeting.

#### PROCEEDINGS AT GENERAL MEETINGS.

13. All business shall be deemed special that is transacted at an Extraordinary General Meeting, and all that is transacted at an Annual General Meeting shall also be deemed special, with the exception of the consideration of the income and expenditure account and balance sheet, and the reports of the Council and of the Auditors, the election of members of the Council in the place of those retiring and the appointment of, and the fixing of the remuneration of, the Auditors.

14. No business shall be transacted at any General Meeting unless a quorum is present when the meeting proceeds to business. Save as herein otherwise provided fifteen members or one third of the members (whichever shall be the less) personally present shall be a quorum.

15. If within half an hour from the time appointed for the holding of a General Meeting a quorum is not present, the meeting, if convened on the requisition of members, shall be dissolved. In any other case it shall stand adjourned to the same day in the next week, at the same time and place, or at such other place as the Council may determine, and if at such adjourned meeting a quorum is not present within half an hour from the time appointed for holding the meeting the members present shall be a quorum.

16. The Chairman (if any) of the Council shall preside as Chairman at every General Meeting, but if there be no such Chairman, or if at any meeting he shall not be present within fifteen minutes after the time appointed for

holding the same, or shall be unwilling to preside, the members present shall choose some member of the Council, or if no such member be present, or if all the members of the Council present decline to take the chair, they shall choose some member of the Association who shall be present to preside.

17. The Chairman may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time, and from place to place, but no business shall be transacted at any adjourned meeting other than the business which might have been transacted at the meeting from which the adjournment took place. Whenever a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given in the same manner as of an original meeting. Save as aforesaid, the members shall not be entitled to any notice of an adjournment, or of the business to be transacted at an adjourned meeting.

18. At any General Meeting a resolution put to the vote of the meeting shall be decided on a show of hands, unless a poll is before or upon the declaration of the result of the show of hands, demanded by the Chairman, or by at least three members present in person or by proxy, or by a member or members present in person or by proxy and representing one-tenth of the total voting rights of all the members having the right to vote at the meeting, and unless a poll be so demanded a declaration by the Chairman of the meeting that a resolution has been carried, or carried unanimously or by a particular majority, or lost, or not carried by a particular majority, and an entry to that effect in the minute book of the Association shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution. The demand for a poll may be withdrawn.

19. Subject to the provisions of Article 20, if a poll be demanded in manner aforesaid, it shall be taken at such time and place, and in such manner as the Chairman of the meeting shall direct, and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.

20. No poll shall be demanded on the election of a Chairman of a meeting, or on any question of adjournment.

21. In the case of equality of votes, whether on a show of hands or on a poll, the Chairman of the meeting shall be entitled to a second or casting vote.

22. The demand of a poll shall not prevent the continuance of a meeting for the transaction of any business other than the question on which a poll has been demanded.

#### VOTES OF MEMBERS.

23. Subject as hereinafter provided, every member shall have one vote.

24. Save as herein expressly provided, no member other than a member duly registered, who shall have paid every sum which shall be due and payable to the Association in respect of his membership, shall be entitled to vote on any question either personally or by proxy, or as proxy for another member, at any General Meeting.

25. Votes may be given on a poll either personally or by proxy. On a show of hands a member present only by proxy shall have no vote, but a proxy for a corporation may vote on a show of hands. A corporation may vote by its duly authorised representative as provided by Section 139 of the Act. A proxy must be a member.

26. The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing, or if such appointor is a corporation under its common seal, if any, and, if none, then under the hand of some officer duly authorised in that behalf.

27. The instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed or a notarially certified or office copy thereof shall be deposited at the office not less than forty eight hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or in the case of a poll not less than twenty four hours before the time appointed for the taking of the poll, and in default the instrument of proxy shall not be treated as valid. No instrument appointing a proxy shall be valid after the expiration of twelve months from the date of its execution.

28. A vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the previous death or insanity of the principal or revocation of the proxy or of the authority under which the proxy was executed, provided that no intimation in writing of the death, insanity or revocation as aforesaid shall have been received at the office before the commencement of the meeting or adjourned meeting at which the proxy is used.

29. Any instrument appointing a proxy shall be in the following form or as near thereto as circumstances will admit :

THE SHAP WORKING PARTY ON WORLD RELIGIONS IN EDUCATION  
LIMITED

"I  
"of  
"a member of  
"hereby appoint  
"of  
"and failing him  
"of

... as the Board of Directors of the Association or  
authorized as the Board may by special meeting of the Association  
at its next meeting. Day of 1917  
at the office of the Secretary

At witness my hand this Day of 1917

The instrument appointing a proxy shall be deemed to confer authority  
to demand or join in demanding a poll.

### COUNCIL OF MANAGERS.

30. Until otherwise determined by a General Meeting the Council shall consist of not less than 8 or more than 40 members.

31. The first members of the Council shall be the subscribers to the Memorandum of Association.

32. The Council may from time to time and at any time appoint any member of the Association as a member of the Council, either to fill a casual vacancy or by way of addition to the Council, provided that the prescribed maximum be not thereby exceeded. Any member so appointed shall assume his office only until the next Annual General Meeting, but he shall then be eligible for re-election.

33. No person who is not a member of the Association shall in any circumstances be eligible to hold office as a member of the Council.

34. No person shall be incapable of being appointed a member of the Council by reason of his having attained the age of seventy years or any other age, nor shall any member of the Council vacate his office by reason of his having attained the age of seventy years or any other age, nor shall any special notice or other formalities be required in connection with the election or re-election of any member of the Council over the age of seventy years.

### POWERS OF THE COUNCIL.

35. The business of the Association shall be managed by the Council, who may pay all such expenses of, and preliminary and incidental to, the promotion, formation, establishment and registration of the Association as they think fit, and may exercise all such powers of the Association and do on behalf of the Association all such acts as may be exercised and done by the Association, and as are not by Statute or by these presents required to be exercised or done by the Association in General Meeting, subject nevertheless to any regulations of these presents, to the provisions of the Statutes for the time being in force and affecting the Association, and to such regulations, being not inconsistent with the aforesaid regulations or provisions, as may be prescribed by the Association in General Meeting by a regulation

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made by the Association in General Meeting shall invalidate any prior act of the Council which would have been valid if such regulation had not been made.

36. The members of the Council for the time being may act notwithstanding any vacancy in their body; provided always that in case the members of the Council shall at any time be reduced in number to less than the minimum number prescribed by or in accordance with these presents, it shall be lawful for them to act as the Council for the purpose of admitting persons to membership of the Association, filling up vacancies of their body, or of summoning a General Meeting, but not for any other purpose.

#### SECRETARY.

37. The Secretary shall be appointed by the Council for such time, at such remuneration and upon such conditions as they may think fit, and any Secretary so appointed may be removed by them. The provisions of Sections 177 and 179 of the Act shall apply and be observed. The Council may from time to time by resolution appoint an assistant or deputy Secretary, and any person so appointed may act in place of the Secretary if there be no Secretary or no Secretary capable of acting.

#### THE SEAL.

38. The seal of the Association shall not be affixed to any instrument except by the authority of a resolution of the Council, and in the presence of at least two members of the Council and of the Secretary, and the said members of the Council and Secretary shall sign every instrument to which the seal shall be so affixed in their presence, and in favour of any purchaser or person bona fide dealing with the Association such signatures shall be conclusive evidence of the fact that the seal has been properly affixed.

#### DISQUALIFICATION OF MEMBERS OF THE COUNCIL.

39. The office of member of the Council shall be vacated :—

- (a) If a receiving order is made against him or he makes any arrangement or composition with his creditors.
- (b) If he becomes of unsound mind.
- (c) If he ceases to be a member of the Association.
- (d) If by notice in writing to the Association he resigns his office.
- (e) If he ceases to hold office by reason of any order made under Section 188 of the Act.
- (f) If he is removed from office by a resolution duly passed pursuant to Section 184 of the Act.

## ELECTION OF MEMBERS OF THE COUNCIL.

40. At the first Annual General Meeting and at the Annual General Meeting to be held in every subsequent year, one-third of the members of the Council for the time being, or if their number is not a multiple of three then the number nearest to one-third shall retire from office. Any member retiring under the provisions of Article 42 shall be additional to the number of members retiring under the provisions of this Article.

41. The members of the Council to retire shall be those who have been longest in office since their last election or appointment. As between members of equal seniority the members to retire shall in the absence of agreement be selected from among them by lot. The length of time a member has been in office shall be computed from his last election or appointment. A retiring member of the Council shall be eligible for re-election.

42. A member of the Council attaining the age of 70 years shall retire at the Annual General Meeting next following his attaining that age, but shall be eligible for re-election.

43. The Association may, at the meeting at which a member of the Council retires in manner aforesaid, fill up the vacated office by electing a person thereto, and in default the retiring member shall if offering himself for re-election be deemed to have been re-elected unless at such meeting it is expressly resolved not to fill such vacated office, or unless a resolution for the re-election of such member shall have been put to the meeting and lost.

44. No persons not being a member of the Council retiring at the meeting, shall, unless recommended by the Council for election, be eligible for election to membership of the Council at any General Meeting, unless within the prescribed time before the day appointed for the meeting there shall have been given to the Secretary notice in writing by some member duly qualified to be present and vote at the meeting for which such notice is given, of his intention to propose such person for election, and also notice in writing signed by the person to be proposed, of his willingness to be elected. The prescribed time above mentioned shall be such that, between the date when the notice is served, or deemed to be served, and the day appointed for the meeting, there shall be not less than four nor more than twenty-eight intervening days.

45. The Association may from time to time in General Meeting increase or reduce the number of members of the Council, and may make the appointments necessary for effecting any such increase.

46. In addition and without prejudice to the provisions of Section 184 of the Act, the Association may by Extraordinary Resolution remove any member of the Council before the expiration of his period of office, and may by an Ordinary Resolution appoint another qualified member in his stead; but any person so appointed shall retain his office so long only as



the member of the Council in whose place he is appointed would have held the same if he had not been removed.

#### PROCEEDINGS OF THE COUNCIL.

47. The Council may invite to its Meetings a representative of the Secretary of State for Education and Science and such other persons as they may think fit.

48. The Council may meet together for the despatch of business, adjourn and otherwise regulate their meetings as they think fit, and determine the quorum necessary for the transaction of business. Unless otherwise determined ten or two-thirds of the membership of the Council (whichever shall be the less) shall be a quorum. Questions arising at any meeting shall be decided by a majority of votes. In case of an equality of votes the Chairman shall have a second or casting vote.

49. Three members of the Council may, and on the request of three members of the Council the Secretary shall, at any time summon a meeting of the Council by notice served upon the several members of the Council. A member of the Council who is absent from the United Kingdom shall not be entitled to notice of a meeting.

50. The Council shall from time to time elect a Chairman who shall hold office for two years and on retirement therefrom shall be eligible for re-election. The Chairman shall be entitled to preside at all meetings of the Council at which he shall be present. If no such Chairman be elected, or if at any meeting the Chairman be not present within five minutes after the time appointed for holding the meeting and willing to preside, the members of the Council present shall choose one of their number to be Chairman of the meeting.

51. A meeting of the Council at which a quorum is present shall be competent to exercise all the authorities, powers and discretions by or under the regulations of the Association for the time being vested in the Council generally.

52. The Council may delegate any of their powers to committees consisting of such members of the Council as they think fit, and any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations imposed on it by the Council. The meetings and proceedings of any such committee shall be governed by the provisions of these presents for regulating the meetings and proceedings of the Council so far as applicable and so far as the same shall not be superseded by any regulations made by the Council.

53. All acts bona fide done by any meeting of the Council or of any committee of the Council, or by any person acting as a member of the Council, shall, notwithstanding, it be afterwards discovered that there was some defect in the appointment or continuance in office of any such member

or person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such person had been duly appointed or had duly continued in office and was qualified to be a member of the Council.

54. The Council shall cause proper minutes to be made of all appointments of officers made by the Council and of the proceedings of all meetings of the Association and of the Council and of committees of the Council, and all business transacted at such meetings, and any such minutes of any meeting, if purporting to be signed by the Chairman of such meeting, or by the Chairman of the next succeeding meeting, shall be sufficient evidence without any further proof of the facts therein stated.

55. A resolution in writing signed by all the members of the Council for the time being or of any committee of the Council who are entitled to receive notice of a meeting of the Council or of such committee shall be as valid and effectual as if it had been passed at a meeting of the Council or of such committee duly convened and constituted.

#### ACCOUNTS.

56. The Council shall cause proper books of account to be kept with respect to :

- (a) all sums of money received and expended by the Association and the matters in respect of which such receipts and expenditure take place;
- (b) all sales and purchases of goods by the Association; and
- (c) the assets and liabilities of the Association.

Proper books shall not be deemed to be kept if there are not kept such books of account as are necessary to give a true and fair view of the state of the affairs of the Association and to explain its transactions.

57. The books of account shall be kept at the office, or, subject to Section 147 (3) of the Act, at such other place or places as the Council shall think fit, and shall always be open to the inspection of the members of the Council.

58. The Association in General Meeting may from time to time impose reasonable restrictions as to the time and manner of the inspection by the members, other than members of the Council, of the accounts and books of the Association, or any of them, and subject to such restrictions the accounts and books of the Association shall be open to the inspection of such members at all reasonable times during business hours.

59. At the Annual General Meeting in every year the Council shall lay before the Association a proper income and expenditure account for the period since the last preceding account (or in the case of the first account

since the incorporation of the Association) made up to a date not more than nine months before such meeting, together with a proper balance sheet made up as at the same date. Every such balance sheet shall be accompanied by proper reports of the Council and the Auditors, and copies of such account, balance sheet and reports (all of which shall be framed in accordance with any statutory requirements for the time being in force) and of any other documents required by law to be annexed or attached thereto or to accompany the same shall not less than twenty-one clear days before the date of the meeting, subject nevertheless to the provisions of Section 158 (1) (c) of the Act, be sent to the Auditors and to all other persons entitled to receive notices of General Meetings in the manner in which notices are hereinafter directed to be served. The auditors' report shall be open to inspection and be read before the meeting as required by Section 162 of the Act.

#### AUDIT.

60. Once at least in every year the accounts of the Association shall be examined and the correctness of the income and expenditure account and balance sheet ascertained by one or more properly qualified Auditor or Auditors.

61. Auditors shall be appointed and their duties regulated in accordance with sections 159 to 162 of the Act, the members of the Council being treated as the Directors mentioned in those sections.

#### NOTICES.

62. A notice may be served by the Association upon any member, either personally or by sending it through the post in a prepaid letter, addressed to such member at his registered address as appearing in the register of members.

63. Any member described in the register of members by an address not within the United Kingdom, who shall from time to time give the Association an address within the United Kingdom at which notices may be served upon him, shall be entitled to have notices served upon him at such address, but, save as aforesaid and as provided by the Act, only those members who are described in the register of members by an address within the United Kingdom shall be entitled to receive notices from the Association.

64. Any notice, if served by post, shall be deemed to have been served on the day following that on which the letter containing the same is put into the post, and in proving such service it shall be sufficient to prove that the letter containing the notice was properly addressed and put into the Post Office as a prepaid letter.

#### DISSOLUTION.

65. Clause 7 of the Memorandum of Association of the Association relating to the winding up and dissolution of the Association shall have effect as if the provisions thereof were repeated in these Articles.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS.

✓ Mr J.E. Bulew  
31, Duholme Road, Newcastle-upon-Tyne,  
Headmaster.

W. Giver Gt 145, Alabon Valley Road, Leeds W74TH  
College Lecturer.

✓ Donald Horder, 1 Hazelwood, Silverdale, Lancs  
Research Officer.

E.D.A. Hulmes, 58 Church Way,  
Iffley, Oxford.  
College Lecturer & Tutor.

✓ J. J. Spindler 31 Charterhouse Road, Oxford  
University Professor

W.S. Nisam Smart Westborne House Westborne Road  
Lancaster University Professor

✓ Peter Woodward 7 Alderbrook Road,  
Solihull  
Warwickshire  
Schools Inspector

DATED this 29<sup>th</sup> day of August 1975

WITNESS to the above signatures :-

*Combermere*  
VISCOUNT COMBERMERE  
46 SMITH ST,  
LONDON SW3.