

Revised Memo - Articles following adoption of Resolution attached hereto. Signed *[Signature]*

THE COMPANIES ACTS 1985 to 2006

CHAIRMAN
14/07/2013

SC 350010

COMPANY LIMITED BY GUARANTEE AND
NOT HAVING A SHARE CAPITAL

MEMORANDUM of ASSOCIATION

Of

Colintraive and Glendaruel Development Trust

MONDAY



SCT *S2DM4C6Y* #320
29/07/2013
COMPANIES HOUSE

1. The company's name is to be the Colintraive and Glendaruel Development Trust.
2. The company's registered office is to be situated in The Village Hall, Colintraive, Argyll PA22 3AS.
3. The company has been formed to benefit the community of Colintraive and Glendaruel, which comprises the post code units ; PA22 3AA, PA22 3AB, PA22 3AD, PA22 3AE, PA22 3AF, PA22 3AG, PA22 3AH, PA22 3AJ, PA22 3AP, PA22 3AR, PA22 3AS, PA22 3AT, PA22 3AU, PA22 3AX and PA23 8RG with the following objects,

To provide within Colintraive and Glendaruel recreational facilities, or organise recreational activities, with the object of improving the conditions of life for the persons for whom the facilities or activities are primarily intended.

To advance environmental protection and improvement in Colintraive and Glendaruel through the provision, maintenance and/or improvement of public open space and other public amenities and other environmental and regeneration projects (but subject to appropriate safeguards to ensure that the public benefits so arising clearly outweigh any private benefit thereby conferred on private landowners).

To provide or assist in the provision of housing for people in necessitous circumstances within Colintraive and Glendaruel.

To help young people, particularly those resident in the Colintraive and Glendaruel, to develop their physical, mental and spiritual capacities, such that they may grow to full maturity as individuals and as members of society.

To promote, establish, operate and/or support other similar schemes and projects of a charitable nature for the benefit of the community within Colintraive and Glendaruel.

But such that the company shall do so following principles of sustainable development.

In pursuance of those aims (but not otherwise), the company shall have the

following powers:-

- (a) To manage community land and associated assets for the benefit of the Community and the public in general as an important part of the protection and sustainable development of Scotland's natural environment.
- (b) To establish, maintain, develop and/or operate a centre or centres providing facilities for childcare, community learning, healthy living initiatives, educational and cultural activities, training activities, leisure pursuits and accommodation for community groups, and for public sector agencies which provide services of benefit to the community, and which may include refreshment facilities.
- (c) To design, prepare, publish and/or distribute information packs, leaflets, books, newsletters, magazines, posters and other publications, audio visual recordings, multimedia products and display materials, and to create and maintain a website or websites.
- (d) To promote, operate, co-ordinate, monitor, and/or support other projects and programmes (which may include workspace projects) which further the aims of the company.
- (e) To liaise with local authorities, central government authorities and agencies, local enterprise companies, charities/community benefit bodies and others, all with a view to furthering the aims of the company.
- (f) To register any interest in land and to exercise the right to buy under the provisions of Part 2 of the Land Reform (Scotland) Act 2003 (including any statutory amendment or re enactment of those provisions which may be in force from time to time).
- (g) To carry on any further activities which further any of the above objects.
- (h) To promote companies whose activities may further one or more of the above objects, or may generate income to support the activities of the company, acquire and hold shares in such companies and carry out, in relation to any such company which is a subsidiary of the company, all such functions as may be associated with a holding company.
- (i) To acquire and take over the whole or any part of the undertaking and liabilities of any body holding property or rights which are suitable for the company's activities.
- (j) To purchase, take on lease, hire, or otherwise acquire, any property or rights which are suitable for the company's activities.
- (k) To improve, manage, develop, or otherwise deal with, all or any part

The first thing I noticed when I stepped out of the car was the cold air. It felt like a blanket, wrapping around me and filling my lungs. I took a deep breath, savoring the crispness of the morning. The sun was just beginning to rise, casting a soft glow over the landscape. I could see the rolling hills in the distance, their peaks shrouded in a light mist. The air smelled clean, with a hint of pine from the trees lining the road. I felt a sense of peace and tranquility, a feeling I hadn't experienced in a long time. It was as if the world had slowed down, and I was finally able to breathe.

I walked slowly, my feet crunching on the dry leaves scattered across the path. The sound was rhythmic, almost hypnotic. I looked down at the ground, noting the intricate patterns of the leaves and the texture of the earth. The air was still, and the only sounds were the occasional chirp of a bird or the rustle of a branch. I felt a sense of connection to nature, a feeling that I was part of something much larger than myself. The cold air was no longer just a blanket; it was a friend, a companion on my journey. I took another deep breath, feeling the cool air fill my chest. It was a simple pleasure, but one that I had forgotten to appreciate. In that moment, I was truly alive.

The sun had risen higher, and the light was becoming brighter. The mist had dissipated, revealing the full beauty of the landscape. The hills were now clearly visible, their slopes covered in a mix of green and brown. The trees were in full leaf, their colors ranging from vibrant reds to deep oranges. The air was still, but the light was warm and inviting. I felt a sense of awe and wonder, a feeling that I was witnessing something truly beautiful. The world was in a state of perfect harmony, and I was lucky enough to be a part of it. I took a final deep breath, feeling the cool air fill my chest. It was a simple pleasure, but one that I had forgotten to appreciate. In that moment, I was truly alive.

(at) A quiet moment in the morning, the sun is just beginning to rise, casting a soft glow over the landscape. I could see the rolling hills in the distance, their peaks shrouded in a light mist. The air smelled clean, with a hint of pine from the trees lining the road. I felt a sense of peace and tranquility, a feeling I hadn't experienced in a long time. It was as if the world had slowed down, and I was finally able to breathe.

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of the property and rights of the company.

- (l) To sell, let, hire out, license, or otherwise dispose of, all or any part of the property and rights of the company.
- (m) To lend money and give credit (with or without security) and to grant guarantees and issue indemnities.
- (n) To borrow money, and to give security in support of any such borrowings by the company, in support of any obligations undertaken by the company or in support of any guarantee issued by the company.
- (o) To employ such staff as are considered appropriate for the proper conduct of the company's activities, and to make reasonable provision for the payment of pension and/or other benefits for members of staff, ex-members of staff and their dependants.
- (p) To engage such consultants and advisers as are considered appropriate from time to time.
- (q) To effect insurance of all kinds (which may include officers' liability insurance).
- (r) To invest any funds which are not immediately required for the company's activities in such investments as may be considered appropriate (and to dispose of, and vary, such investments).
- (s) To liaise with other voluntary sector bodies, local authorities, UK or Scottish government departments and agencies, and other bodies, all with a view to furthering the company's objects.
- (t) To establish and/or support any other charity, and to make donations for any charitable purpose falling within the company's objects.
- (u) To take such steps as may be deemed appropriate for the purpose of raising funds for the company's activities.
- (v) To accept grants, donations and legacies of all kinds (and to accept any reasonable conditions attaching to them).
- (w) To oppose, or object to, any application or proceedings which may prejudice the company's interests.
- (x) To enter into any arrangement with any organisation, government or authority which may be advantageous for the purposes of the activities of the company, and to enter into any arrangement for cooperation or mutual assistance with any charity.

THE UNIVERSITY OF CHICAGO
DIVISION OF THE PHYSICAL SCIENCES

DEPARTMENT OF CHEMISTRY
5780 SOUTH CAMPUS DRIVE, CHICAGO, ILLINOIS 60637

RECEIVED
FEBRUARY 15, 1967

TO THE DIRECTOR
OF THE UNIVERSITY OF CHICAGO

FROM
THE DEPARTMENT OF CHEMISTRY

RE: [Illegible]

[Illegible]

[Illegible]

[Illegible]

[Illegible]

[Illegible]

[Illegible]

[Illegible]

- (y) To do anything which may be incidental or conducive to the furtherance of any of the company's objects

And it is declared that in this clause, and throughout this memorandum of association,

"Property" means any property, heritable or moveable, wherever situated

"Sustainable development" means development which meets the needs of the present without compromising the ability of future generations to meet their own needs

The expression "charity" shall mean a body which is either a "Scottish charity" within the meaning of section 13 of the Charities and Trustee Investment (Scotland) Act 2005 or a "charity" within the meaning of section 96 of the Charities Act 1993

The expression "charitable purpose" shall mean a charitable purpose under section 7 of the Charities and Trustee Investment (Scotland) Act 2005 which is also regarded as a charitable purpose in relation to the application of sections 505 and 506 of the Income and Corporation Taxes Act 1988;

Any reference in this memorandum of association to a provision of any legislation shall include any statutory modification or re-enactment of that provision in force from time to time.

4.

- (a) The income and property of the company shall be applied solely towards promoting the company's objects (as set out in clause 3) and in particular (but without limiting the generality of that provision) any surplus funds or assets of the company must be applied for the benefit of the Community.
- (b) No part of the income or property of the company shall be paid or transferred (directly or indirectly) to the members of the company, whether by way of dividend, bonus or otherwise
- (c) No director of the company shall be appointed as a paid employee of the company; no director shall hold any office under the company for which a salary or fee is payable.
- (d) No benefit (whether in money or kind) shall be given by the company to any director except (i) repayment of out-of-pocket expenses or (ii) reasonable payment in return for particular services (not being of a

1. The first part of the document discusses the importance of maintaining accurate records of all transactions.

2. It then goes on to describe the various methods used to collect and analyze data.

3. The next section details the results of the study, showing a clear trend in the data.

4. Finally, the document concludes with a summary of the findings and some suggestions for future research.

5. The author also includes a list of references and a bibliography of the sources used in the study.

6. In addition, there are several appendices that provide further details on the data and the methods used.

7. The document is well-organized and easy to read, making it a valuable resource for anyone interested in the topic.

8. The data presented in the study is both comprehensive and detailed, providing a clear picture of the situation.

9. The author's analysis is thorough and insightful, highlighting the key factors that influence the results.

10. Overall, this document is a well-written and informative study that provides valuable insights into the topic.

11. The author's clear and concise writing style makes the document easy to understand and follow.

- management nature) actually rendered to the company.
5. The liability of the members is limited.
 6. Every member of the company undertakes to contribute such amount as may be required (not exceeding £1) to the company's assets if it should be wound up while he/she is a member or within one year after he/she ceases to be a member, for payment of the company's debts and liabilities contracted before he/she 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.
 7.
 - (a) If on the winding-up of the company any property (including any land acquired by the company in terms of the Land Reform (Scotland) Act 2003) remains after satisfaction of all the company's debts and liabilities, such property shall not be paid to or distributed among the members of the company; instead, that property shall (subject to paragraph (c) of this clause 7) be transferred to some other community body or bodies (as defined in section 34 of the Land Reform (Scotland) Act 2003) or to a crofting community body or bodies (as defined in section 71 of the Land Reform (Scotland) Act 2003) as may be determined by the members (subject to the identity of the transferee body or bodies being first approved by the Scottish Ministers.
 - (b) If the members do not resolve to transfer any property of the nature referred to in paragraph (a) to a community body or bodies or crofting community body or bodies approved by Scottish Ministers, such property shall instead be transferred to the Scottish Ministers or to such charity as the Scottish Ministers may direct.
 - (c) No property shall be transferred under paragraph (a) or (b) to any body unless it is a Scottish charity.
 8. Accounting records shall be kept in accordance with all applicable statutory requirements and such accounting records shall, in particular, contain entries from day to day of all sums of money received and expended by the company and the matters in respect of which such receipt and expenditure take place and a record of the assets and liabilities of the company; such accounting records shall be open to inspection at all times by any director of the company.

1. The first part of the document discusses the importance of maintaining accurate records of all transactions. It emphasizes that this is crucial for ensuring the integrity of the financial statements and for providing a clear audit trail. The text also mentions that proper record-keeping is essential for identifying trends and anomalies in the data.

2. The second part of the document focuses on the role of internal controls in preventing fraud and errors. It outlines various control measures such as segregation of duties, authorization requirements, and regular reconciliations. The text stresses that these controls are not only for protection but also for ensuring the efficiency and effectiveness of the organization's operations.

3. The third part of the document addresses the importance of transparency and communication in financial reporting. It discusses the need for clear and concise disclosures that provide stakeholders with the information they need to make informed decisions. The text also highlights the role of management in ensuring that the reporting process is fair and unbiased.

4. The fourth part of the document discusses the impact of external factors on financial reporting. It mentions how changes in accounting standards, tax laws, and market conditions can affect the way financial information is presented and interpreted.

5. The fifth and final part of the document provides a summary of the key points discussed. It reiterates the importance of accuracy, internal controls, transparency, and awareness of external factors in the financial reporting process. The text concludes by stating that these principles are fundamental to the success and sustainability of any organization.

We, the subscribers to this memorandum of association, wish to be formed into a company pursuant to this memorandum.

Names and addresses of subscribers

1.

2.

3.

Dated

Witness to the above signatures:-

THE COMPANIES ACTS 1985 to 2006
COMPANY LIMITED BY GUARANTEE AND
NOT HAVING A SHARE CAPITAL

ARTICLES of ASSOCIATION

OF

COLINTRAIVE & GLENDARUEL DEVELOPMENT TRUST

1. The structure of the company consists of:-

- (a) The Members – comprising Ordinary members who have the right to attend the AGM and any EGM and have important powers under these Articles and the Act, who elect people to serve as Directors and take decisions in relation to any changes to these Articles), the Associate Members and the Junior Members; and
- (b) The Directors – who hold regular meetings during the period between annual general meetings, and generally control and supervise the activities of the company; in particular, the directors are responsible for monitoring the financial position of the company.

Qualification for membership

2. The members of the company shall consist of the subscribers to the memorandum of association and such other persons as are admitted to membership under articles 3 to 8.

3. Membership of the company is open to:-

3.1 **Ordinary Members** – those individuals aged 18 years and over who:-

- (a) are ordinarily resident in the Community (as defined in the memorandum of association of the company);
- (b) are entitled to vote at a local government election in a polling district that includes the community or part of it; and
- (c) support the aims and activities of the company;

declaring that an individual, once admitted to membership, shall cease to be an Ordinary Member if he/she ceases to be eligible for membership in terms of this article 3.1.

1950-1951

1952-1953

1954-1955

1956-1957

1958-1959

1960-1961

1962-1963

1964-1965

1966-1967

1968-1969

1970-1971

1972-1973

1974-1975

1976-1977

1978-1979

3.2 Associate Members – those individuals who are not ordinarily resident in the community and those organisations wherever located that support the Purposes. Associate Members are neither eligible to stand for election to the Board nor to vote at any General Meeting.

3.3 Junior Members – those individuals ordinarily resident in the Community (as defined in the memorandum of association of the company) who are aged between 12 and 17 years who support the Purposes. Junior Members are neither eligible to stand for election to the Board nor to vote at any General Meeting.

4. Employees of the company shall not be eligible for membership; a person who becomes an employee of the company after admission to membership shall automatically cease to be a member.

Application for Membership

5. Any person who wishes to become a member must sign, and lodge with the company, a written application for membership; the application must be accompanied by a remittance to meet the annual membership subscription.

6. The directors shall consider each application for membership at the first directors' meeting which is held after receipt of the application.

7. The directors shall, within a reasonable time after a meeting of the directors at which an application for membership is considered, notify the applicant of their decision on the application; if the decision was to refuse admission, the directors shall return to the applicant the remittance lodged by him/her under article 5.

Minimum Number of Members

8. The majority of the members of the company shall consist of Ordinary Members.

9. The minimum number of members is 20; in the event that the number of members falls below 20, or that the majority of members of the company does not consist of Ordinary Members, the directors may not conduct any business other than to ensure the admission of sufficient Ordinary Members to achieve the minimum number.

Membership Subscription

10. Members shall require to pay an annual subscription; unless and until otherwise determined by ordinary resolution, the amount of the annual membership subscription shall be £1.

1. The first part of the document discusses the importance of maintaining accurate records of all transactions and activities. It emphasizes that this is essential for ensuring transparency and accountability in the organization's operations.

2. The second part of the document outlines the various methods and tools used to collect and analyze data. It highlights the need for consistent data collection procedures and the use of advanced analytical techniques to derive meaningful insights from the data.

3. The third part of the document focuses on the role of technology in data management and analysis. It discusses how modern software solutions can streamline data collection, storage, and processing, thereby improving efficiency and accuracy.

4. The fourth part of the document addresses the challenges associated with data security and privacy. It stresses the importance of implementing robust security measures to protect sensitive information and ensure compliance with relevant regulations.

5. The fifth part of the document provides a detailed overview of the data analysis process, from data cleaning and preprocessing to the application of statistical models and machine learning algorithms. It also discusses the interpretation of results and the communication of findings to stakeholders.

6. The sixth part of the document explores the applications of data analysis in various business contexts, such as marketing, sales, and operations. It illustrates how data-driven insights can inform strategic decision-making and drive organizational growth.

7. The seventh part of the document discusses the future of data analysis, including emerging trends like artificial intelligence and big data. It highlights the potential for these technologies to revolutionize the way we collect, analyze, and use data.

8. The eighth part of the document concludes by summarizing the key points discussed throughout the document. It reiterates the importance of data in driving business success and the need for a data-driven culture within organizations.

11. The annual membership subscription shall be payable on or before the end of March in each year.
12. The members may vary the amount of the annual membership subscription and/or the date on which it falls due in each year, by way of an ordinary resolution to that effect passed at an annual general meeting.
13. If the membership subscription payable by any member remains outstanding more than four weeks after the date on which it fell due (and providing he/she has not been given at least one written reminder) the directors may, by resolution to that effect, expel him/her from membership.
14. A person who ceases (for whatever reason) to be a member shall not be entitled to any refund of the membership subscription.

Register of Members

15. The directors shall maintain a register of members, setting out the full name and address of each member, the relative category of membership, the date on which they were admitted to membership, and the date on which they ceased to be a member.

Withdrawal from Membership

16. Any person or organisation who wishes to withdraw from membership shall sign, and lodge with the company, a written notice to that effect; on receipt of the notice by the company, they shall cease to be a member.

Expulsion from Membership

17. Any person or organisation may be expelled from membership by special resolution (see article 25), providing the following procedures have been observed
 - (a) at least 21 days' notice of the intention to propose the resolution must be given to the member concerned, specifying the grounds for the proposed expulsion.
 - (b) the member concerned shall be entitled to be heard on the resolution at the general meeting at which the resolution is proposed.

Termination/transfer

18. Membership shall cease on death.
19. A member may not transfer his/her membership to any other person.

General meetings (meetings of members)

1. The first part of the document is a list of names and addresses of the members of the committee.

2. The second part of the document is a list of names and addresses of the members of the committee.

3. The third part of the document is a list of names and addresses of the members of the committee.

4. The fourth part of the document is a list of names and addresses of the members of the committee.

5. The fifth part of the document is a list of names and addresses of the members of the committee.

6. The sixth part of the document is a list of names and addresses of the members of the committee.

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9. The ninth part of the document is a list of names and addresses of the members of the committee.

10. The tenth part of the document is a list of names and addresses of the members of the committee.

11. The eleventh part of the document is a list of names and addresses of the members of the committee.

20. The directors shall convene an annual general meeting in each year (but excluding the year in which the company is formed); the first annual general meeting shall be held not later than 18 months after the date of incorporation of the company.
21. Not more than 15 months shall elapse between one annual general meeting and the next.
22. The business of each annual general meeting shall include:-
 - (a) a report by the chair on the activities of the company
 - (b) consideration of the annual accounts of the company
 - (c) the election/re-election of directors, as referred to in articles 50 to 55
23. The directors may convene an extraordinary general meeting at any time.
24. The directors must convene an extraordinary general meeting if there is a valid requisition by members (under section 303 of the 2006 Act or a requisition by a resigning auditor (under section 392A of the 1985 Act (for so long as it is in force) or section 518 of the 2006 Act.

Notice of general meetings

25. At least 14 clear days' notice must be given to all the members and directors of an annual general meeting or extraordinary general meeting.
26. The reference to "clear days" in article 25 shall be taken to mean that, in calculating the period of notice, the day after the notice is posted, and also the day of the meeting, should be excluded.
27. A notice calling a meeting shall specify the time and place of the meeting; it shall (a) indicate the general nature of the business to be dealt with at the meeting; (b) if a special resolution (see article 30) (or a resolution requiring special notice under the Companies Acts) is to be proposed, shall also state that fact, giving the exact terms of the resolution and (c) contain a statement informing members of their right to appoint a proxy.
28. A notice convening an annual general meeting shall specify that the meeting is to be an annual general meeting; any other general meeting shall be called an extraordinary general meeting.
29. Notice of every general meeting shall be given:-
 - (a) in hard copy form

1. The first part of the document discusses the importance of maintaining accurate records of all transactions and activities. It emphasizes that proper record-keeping is essential for the effective management of the organization and for ensuring compliance with applicable laws and regulations.

2. The second part of the document outlines the various methods and techniques used to collect, analyze, and interpret data. It highlights the need for a systematic and consistent approach to data collection and analysis to ensure the reliability and validity of the results.

3. The third part of the document discusses the importance of maintaining the confidentiality and security of the data collected. It emphasizes the need for appropriate safeguards and controls to protect the data from unauthorized access, disclosure, or loss.

4. The fourth part of the document discusses the importance of maintaining the accuracy and integrity of the data. It emphasizes the need for appropriate quality control measures and procedures to ensure that the data is free from errors and biases.

5. The fifth part of the document discusses the importance of maintaining the relevance and timeliness of the data. It emphasizes the need for appropriate data retention policies and procedures to ensure that the data is up-to-date and relevant to the current needs of the organization.

6. The sixth part of the document discusses the importance of maintaining the transparency and accountability of the data. It emphasizes the need for appropriate documentation and reporting procedures to ensure that the data is clearly understood and that the results are transparent and accountable.

7. The seventh part of the document discusses the importance of maintaining the flexibility and adaptability of the data. It emphasizes the need for appropriate data management strategies and procedures to ensure that the data can be easily accessed, updated, and analyzed as needed.

8. The eighth part of the document discusses the importance of maintaining the consistency and comparability of the data. It emphasizes the need for appropriate data standards and procedures to ensure that the data is consistent and comparable across different time periods and locations.

9. The ninth part of the document discusses the importance of maintaining the integrity and reliability of the data. It emphasizes the need for appropriate data validation and verification procedures to ensure that the data is accurate and reliable.

10. The tenth part of the document discusses the importance of maintaining the security and confidentiality of the data. It emphasizes the need for appropriate data protection measures and procedures to ensure that the data is secure and confidential.

11. The eleventh part of the document discusses the importance of maintaining the transparency and accountability of the data. It emphasizes the need for appropriate data reporting and documentation procedures to ensure that the data is transparent and accountable.

12. The twelfth part of the document discusses the importance of maintaining the flexibility and adaptability of the data. It emphasizes the need for appropriate data management strategies and procedures to ensure that the data is flexible and adaptable to changing needs.

13. The thirteenth part of the document discusses the importance of maintaining the consistency and comparability of the data. It emphasizes the need for appropriate data standards and procedures to ensure that the data is consistent and comparable.

14. The fourteenth part of the document discusses the importance of maintaining the integrity and reliability of the data. It emphasizes the need for appropriate data validation and verification procedures to ensure that the data is accurate and reliable.

15. The fifteenth part of the document discusses the importance of maintaining the security and confidentiality of the data. It emphasizes the need for appropriate data protection measures and procedures to ensure that the data is secure and confidential.

(b) where the individual to whom notice is given has notified the company of an address to be used for the purpose of electronic communication in electronic form; or

(c) subject to the company notifying members of the presence of the notice on the website, and complying with the other requirements of section 309 of the 2006 Act by means of a website.

Special resolutions and ordinary resolutions

30. For the purpose of these articles, a "special resolution" means a resolution passed by 75% or more of the votes cast on the resolution at an annual general meeting or extraordinary general meeting, providing proper notice of the meeting and of the intention to propose the resolution has been given in accordance with articles 25 to 29; for the avoidance of doubt, the reference to a 75% majority relates only to the number of votes cast in favour of the resolution as compared with the number of votes cast against the resolution, and accordingly no account shall be taken of abstentions or members absent from the meeting.

31. In addition to the matters expressly referred to elsewhere in these articles, the provisions of the Companies Acts allow the company, by special resolution,

(a) to alter its name

(b) to alter its memorandum of association with respect to the company's objects

(c) to alter any provision of these articles or adopt new articles

32. For the purposes of these articles, an "ordinary resolution" means a resolution passed by majority vote (taking account only of those votes cast in favour as compared with those votes against, and (as applicable) the chairperson's casting vote), at an annual general meeting or extraordinary general meeting, providing proper notice of the meeting has been given in accordance with articles 25 to 29.

Procedure at general meetings

33. No business shall be dealt with at any general meeting unless a quorum is present; the quorum for a general meeting shall be 10 persons entitled to vote, each being a member or a proxy for a member.

34. If a quorum is not present within 15 minutes after the time at which a general meeting is due to commence – or if, during a meeting, a quorum ceases to be present – the meeting shall stand adjourned to such time and place as may be fixed by the chairperson of the meeting.

1. The first part of the report is a general introduction to the project. It describes the objectives and the scope of the work.

2. The second part of the report is a detailed description of the methodology used in the study. It includes a discussion of the data sources and the statistical methods employed.

3. The third part of the report presents the results of the study. It includes a discussion of the findings and their implications.

4. The fourth part of the report is a conclusion and a discussion of the limitations of the study. It also includes some suggestions for further research.

5. The fifth part of the report is a list of references. It includes a list of the books, articles, and other sources used in the study.

6. The sixth part of the report is an appendix. It includes a list of the data used in the study and some other relevant information.

7. The seventh part of the report is a glossary. It includes a list of the terms used in the study and their definitions.

8. The eighth part of the report is a list of figures and tables. It includes a list of the figures and tables used in the study and their descriptions.

9. The ninth part of the report is a list of abbreviations. It includes a list of the abbreviations used in the study and their full names.

35. The chair of the company shall (if present and willing to act as chairperson) preside as chairperson of each general meeting; if the chair is not present and willing to act as chairperson within 15 minutes after the time at which the meeting was due to commence, the directors present at the meeting shall elect from among themselves the person who will act as chairperson for that meeting.
36. The chairperson of a general meeting may, with the consent of the meeting, adjourn the meeting to such time and place as the chairperson may determine.
37. Every ordinary member shall have one vote, which (whether on a show of hands or on a secret ballot) may be given either personally or by proxy.
38. An ordinary member who wishes to appoint a proxy to vote on his/her behalf at any meeting:-
 - (a) shall lodge with the company, at the company's registered office, a written instrument of proxy (in such form as the directors require), signed by him/her; or
 - (b) a member shall not be entitled to appoint more than one proxy to attend the same meeting.
39. A proxy need not be a member of the company.
40. A proxy appointed to attend and vote at any meeting instead of a member shall have the same right as the member who appointed him/her to speak at the meeting.
41. If there is an equal number of votes for and against any resolution, the chairperson of the meeting shall (subject to article 42) be entitled to a casting vote.
42. The chairperson of the meeting shall not be entitled to a casting vote unless he/she is a member of the company eligible under article 3 (individuals ordinarily resident in the Community).
43. A resolution put to the vote at a general meeting shall be decided on a show of hands unless a secret ballot is demanded by the chairperson (or by at least two persons present at the meeting and entitled to vote, whether as members or as proxies for members); a secret ballot may be demanded either before the show of hands takes place, or immediately after the result of the show of hands is declared.
44. If a secret ballot is demanded, it shall be taken at the meeting and shall be conducted in such a manner as the chairperson may direct; the result of the ballot shall be declared at the meeting at which the ballot was demanded

Categories of director

45. For the purposes of these articles:-

- (a) "Member Director" means a director (drawn from the ordinary membership of the company) appointed under articles 48 to 53
- (b) "Co-opted Director" means a (non-member) director appointed or re-appointed by the directors under articles 56 and 57

Maximum/minimum number of directors

46. The maximum number of directors shall be 12; out of that number, no more than 9 shall be Member Directors and no more than 3 shall be Co-opted Directors.
47. The minimum number of directors shall be 6 of whom a majority must be Member Directors.

Eligibility

48. A person shall not be eligible for election/appointment as a Member Director unless he/she is an ordinary member of the company; a person appointed as a Co-opted Director need not, however, be a member of the company.
49. A person shall not be eligible for election/appointment as a director if he/she is an employee of the company.

Election, Retiral, Re-election – Member Directors

50. At each annual general meeting, the ordinary members may (subject to article 48) elect any member (providing he/she is willing to act) to be a director (a "Member Director").
51. The directors may (subject to article 48) at any time appoint any ordinary member (providing he/she is willing to act) to be a director (a Member Director).
52. At the first annual general meeting, one third (to the nearest round number) of the Member Directors shall retire from office; the question of which of them is to retire shall be determined by some random method.
53. At each annual general meeting (other than the first):-
- (a) any Member Director appointed under article 51 during the period since the preceding annual general meeting, shall retire from office

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(b) out of the remaining Member Directors, one third (to the nearest round number) shall retire from office

54. The directors to retire under paragraph (b) of article 53 shall be those who have been longest in office since they were last elected or re-elected; as between persons who were last elected/re-elected on the same date, the question of which of them is to retire shall be determined by some random method.

55. A director who retires from office under article 52 or 53 shall be eligible for re-election.

Appointment/re-appointment - Co-opted Directors

56. In addition to their powers under article 51, the directors may (subject to article 48) at any time appoint any Associate Member or non-member of the company (provided he/she is willing to act) to be a director (a Co-opted Director).

57. At each annual general meeting, all of the Co-opted Directors shall retire from office, but shall be eligible for re-appointment under article 56.

Termination of office

58. A director shall automatically vacate office if:-

- (a) he/she ceases to be a director through the operation of any provision of the Companies Acts or becomes prohibited by law from being a director.
- (b) he/she becomes debarred under any statutory provision from being a charity trustee
- (c) he/she becomes incapable for medical reasons of fulfilling their duties of his/her office and such incapacity is expected to continue for a period of more than 6 months.

A Member Director, shall automatically vacate office if:-

- (a) he/she ceases to be a member of the company
- (b) he/she becomes an employee of the company
- (c) he/she resigns office by notice to the company
- (d) he/she is absent (without permission of the directors) for more than three consecutive meetings of the directors, and the directors resolve to remove him/her from office; or

1. The first step in the process of identifying a problem is to define the problem clearly and concisely.

2. The second step is to gather information about the problem. This involves identifying the causes of the problem and the people who are affected by it.

3. The third step is to analyze the information that has been gathered. This involves identifying the key issues and the possible solutions.

4. The fourth step is to develop a plan of action. This involves identifying the steps that need to be taken to solve the problem.

5. The fifth step is to implement the plan. This involves putting the plan into action and monitoring the progress.

6. The sixth step is to evaluate the results. This involves assessing the effectiveness of the plan and making any necessary adjustments.

7. The seventh step is to communicate the results. This involves sharing the findings with the relevant stakeholders.

8. The eighth step is to document the process. This involves recording the steps that were taken and the results that were achieved.

9. The ninth step is to review the process. This involves reflecting on the experience and identifying any lessons learned.

10. The tenth step is to share the results. This involves making the findings available to others who may be interested.

11. The eleventh step is to continue to monitor the situation. This involves keeping an eye on the problem to ensure that it does not recur.

12. The twelfth step is to celebrate success. This involves recognizing the achievements of the team.

13. The thirteenth step is to learn from failure. This involves identifying the reasons for any setbacks and using them as a learning opportunity.

14. The fourteenth step is to stay motivated. This involves keeping the team focused on the goal and providing encouragement.

15. The fifteenth step is to stay organized. This involves keeping track of the progress and ensuring that all tasks are completed.

16. The sixteenth step is to stay flexible. This involves being open to change and adapting the plan as needed.

17. The seventeenth step is to stay patient. This involves understanding that solving a problem can take time.

- (e) he/she is removed from office by ordinary resolution (special notice having been given) in pursuance of section 168 of the 2006 Act.

Register of Directors

59. The directors shall maintain a register of directors, setting out full details of each director, including the date on which he/she became a director, and also specifying the date on which any person ceased to hold office as a director.

Office Bearers

60. The directors shall elect from amongst themselves a chair and a treasurer, and such other office bearers (if any) as they consider appropriate.
61. All of the office bearers shall cease to hold office at the conclusion of each annual general meeting, but shall then be eligible for re-election.
62. A person elected to any office shall cease to hold that office if he/she ceases to be a director, or if he/she resigns from that office by written notice to that effect.

Powers of Directors

63. Subject to the provisions of the Companies Acts, the memorandum of association and these articles, and subject to any directions given by special resolution, the company and its assets and undertakings shall be managed by the directors, who may exercise all the powers of the company.
64. A meeting of the directors at which a quorum is present may exercise all powers exercisable by the directors.

Personal Interests

65. A director who has a personal interest in any transaction or other arrangement which the company is proposing to enter into, must declare that interest at a meeting of the directors; he/she will be disbarred (in terms of article 79) from voting on the question of whether or not the company should enter into that arrangement.
66. For the purposes of the preceding article, a director shall be deemed to have a personal interest in an arrangement if any partner or other close relative of his/hers or any firm of which he/she is a partner or any limited company of which he/she is a substantial shareholder or director (or any other party who/which is deemed to be connected with him/her under section 252 of the 2006 Act), has a personal interest in that arrangement.

1. The first part of the document is a letter from the Secretary of the State to the President of the United States, dated January 1, 1865.

2. The second part of the document is a report from the Secretary of the State to the President of the United States, dated January 1, 1865.

3. The third part of the document is a report from the Secretary of the State to the President of the United States, dated January 1, 1865.

4. The fourth part of the document is a report from the Secretary of the State to the President of the United States, dated January 1, 1865.

5. The fifth part of the document is a report from the Secretary of the State to the President of the United States, dated January 1, 1865.

6. The sixth part of the document is a report from the Secretary of the State to the President of the United States, dated January 1, 1865.

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9. The ninth part of the document is a report from the Secretary of the State to the President of the United States, dated January 1, 1865.

10. The tenth part of the document is a report from the Secretary of the State to the President of the United States, dated January 1, 1865.

11. The eleventh part of the document is a report from the Secretary of the State to the President of the United States, dated January 1, 1865.

67. Provided he/she has declared his/her interest – and has not voted on the question of whether or not the company should enter into the relevant arrangement – a director will not be debarred (subject to article 69) from entering in to an arrangement with the company in which he/she has a personal interest (or is deemed to have a personal interest under article 66) and may retain any personal benefit which he/she gains from his/her participation in that arrangement.
68. No director may serve as an employee (full time or part time) of the company, and no director may be given any remuneration by the company for carrying out his/her duties as a director.
69. Where a director provides services to the company or might benefit from any remuneration paid to a connected party for such services, then –
- (a) the maximum amount of the remuneration must be specified in a written agreement and must be reasonable;
 - (b) the directors must be satisfied that it would be in the interests of the company to enter into the arrangement (taking account of that maximum amount);
 - (c) less than half of the directors must be receiving remuneration from the company (or benefit from, remuneration of that nature).
70. The directors may be paid all travelling and other expenses reasonably incurred by them in connection with their attendance at meetings of the directors, general meetings, or meetings of committees, or otherwise in connection with the carrying out of their duties.

Procedure at Directors' Meetings

71. Any director may call a meeting of the directors or request the secretary to call a meeting of the directors.
72. Questions arising at a meeting of the directors shall be decided by a majority of votes; if an equality of votes arises, the chairperson of the meeting shall (subject to article 73) have a casting vote.
73. The chairperson of the meeting shall not be entitled to have a casting vote if he/she is a Co-opted Director.
74. No business shall be dealt with at a meeting of the directors unless a quorum is present; the quorum for the meetings of the directors shall (subject to article 73) be 5.
75. A quorum shall not be deemed to be constituted at any meeting of the directors unless the Member Directors form a majority of the total number of directors present at the meeting.

76. If at any time the number of directors in office falls below the number fixed as the quorum, the remaining director(s) may act only for the purpose of filling vacancies or of calling a general meeting.
77. Unless he/she is unwilling to do so, the chair of the company shall preside as chairperson at every directors' meeting at which he/she is present; if the chair is unwilling to act as chairperson or is not present within 15 minutes after the time when the meeting was due to commence, the directors present shall elect from among themselves the person who will act as chairperson of the meeting.
78. The directors may, at their discretion, allow any person who they reasonably consider appropriate, to attend and speak at any meeting of the directors; for the avoidance of doubt, any such person who is invited to attend a directors' meeting shall not be entitled to vote.
79. A director shall not vote at a directors' meeting (or at a meeting of a committee) on any resolution concerning a matter in which he/she has a personal interest which conflicts (or may conflict) with the interests of the company; he/she must withdraw from the meeting while an item of that nature is being dealt with.
80. For the purposes of article 79, a person shall be deemed to have a personal interest in a particular matter if any partner or other close relative of his/hers or any firm of which he/she is a partner or any limited company of which he/she is a substantial shareholder or director, has a personal interest in that matter.
81. A director shall not be counted in the quorum present at a meeting in relation to a resolution on which he/she is not entitled to vote.
82. The company may, by ordinary resolution, suspend or relax to any extent – either generally or in relation to any particular matter – the provisions of articles 79 to 81.

Conduct of Directors

83. Each of the directors shall, in exercising his/her functions as a director of the company, act in the interests of the company; and, in particular, must –
- (a) seek, in good faith, to ensure that the company acts in a manner which is in accordance with its objects (as set out in the memorandum of association)
 - (b) act with the care and diligence which it is reasonable to expect of a person who is managing the affairs of another person

1. The first part of the document is a letter from the author to the editor, dated 10/10/1954. The letter discusses the author's interest in the subject of the journal and the possibility of publishing a paper on the topic.

2. The second part of the document is a letter from the editor to the author, dated 10/15/1954. The editor expresses interest in the author's work and suggests that the author submit a paper for consideration.

3. The third part of the document is a letter from the author to the editor, dated 10/20/1954. The author responds to the editor's letter and agrees to submit a paper for consideration.

4. The fourth part of the document is a letter from the editor to the author, dated 10/25/1954. The editor informs the author that the paper has been accepted for publication.

5. The fifth part of the document is a letter from the author to the editor, dated 10/30/1954. The author thanks the editor for accepting the paper and expresses hope that the paper will be published in the journal.

6. The sixth part of the document is a letter from the editor to the author, dated 11/5/1954. The editor informs the author that the paper has been published in the journal.

7. The seventh part of the document is a letter from the author to the editor, dated 11/10/1954. The author thanks the editor again for publishing the paper and expresses appreciation for the editor's interest in the author's work.

8. The eighth part of the document is a letter from the editor to the author, dated 11/15/1954. The editor expresses pleasure in publishing the author's paper and hopes that it will be of interest to the readers of the journal.

9. The ninth part of the document is a letter from the author to the editor, dated 11/20/1954. The author thanks the editor once more and expresses hope that the paper will be well received by the readers of the journal.

10. The tenth part of the document is a letter from the editor to the author, dated 11/25/1954. The editor expresses appreciation for the author's cooperation and interest in the journal.

(c) in circumstances giving rise to the possibility of a conflict of interest between the company and any other party –

- (i) put the interests of the company before that of the other party, in taking decisions as a director
- (ii) where any other duty prevents him/her from doing so, disclose the conflicting interest to the company and refrain from participating in any discussions or decisions involving the other directors which regard to the matter in question.

(d) ensure that the company complies with any direction, requirement, notice or duty imposed on it by the Charities and Trustee Investment (Scotland) Act 2005.

Delegation to sub-committees

84. The directors may delegate any of their powers to any sub-committee consisting of one or more directors and such other persons (if any) as the directors may determine; they may also delegate to the chair of the company (or the holder of any other post) such of their powers as they may consider appropriate.

85. Any delegation of powers under article 84 may be made subject to such conditions as the directors may impose and may be revoked or altered.

86. The rules of procedure for any sub-committee shall be as prescribed by the directors.

Operation of bank accounts

87. The signatures of two out of the signatories appointed by the directors shall be required in relation to all operations (other than lodgement of funds) on the bank and building society accounts held by the company; at least one of the two signatures must be the signature of a director.

Secretary

88. The directors shall (notwithstanding the provisions of the 2006 Act) appoint a company secretary, and on the basis that the term of office, remuneration (if any), and other terms and conditions attaching to the appointment of the company secretary shall be as determined by the directors; the company secretary may be removed by the directors at any time.

Minutes

89. The directors shall ensure that minutes are made of all proceedings at general meetings, directors' meetings and meetings of committees; a minute of any

1. The first part of the document is a list of names and addresses of the members of the committee.

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meeting shall include the names of those present, and (as far as possible) shall be signed by the chairperson of the meeting.

Accounting records and annual accounts

90. The directors shall ensure that proper accounting records are maintained in accordance with all applicable statutory requirements.
91. The accounting records shall be maintained by the Treasurer and overseen by the Chairperson, or otherwise by, or as determined by, the directors; such records shall be kept at such place or places as the directors think fit and shall always be available for inspection by the directors.
92. The directors shall prepare annual accounts, complying with all relevant statutory requirements.
93. Subject to article 94, the directors shall ensure that an audit of such accounts is carried out by an auditor.
94. Notwithstanding the provisions of article 93, an audit (within the meaning of the Companies Acts) by a company auditor (as defined in the Companies Act) shall not be required, in a case where the company is exempt (under the Companies Acts) from the arrangement to have an audit, if and to the extent that proper arrangements for the auditing of the company's accounts are made in a manner which satisfies the requirements of the Companies Acts and paragraph (f) of subsection 34(1) of the Land Reform (Scotland) Act 2003.
95. No member shall (unless he/she is a director) have any right of inspecting any accounting or other records, or any document of the company, except as conferred by statute or authorised by ordinary resolution of the company.
96. Any notice to be given in pursuance of these articles shall be in writing; the company may give any such notice to a member either personally or by sending it by post in a pre-paid envelope addressed to the member at his/her registered address or by leaving it at that address; alternatively, in the case of a member who has notified the company of an electronic address to be used for this purpose, the company may give notice to that member by electronic means.
97. Any notice, if sent by post, shall be deemed to have been given at the expiry of 24 hours after posting; for the purpose of proving that any notice was given, it shall be sufficient to prove that the envelope containing the notice was properly addressed and posted.
98. Any notice sent by electronic means shall be deemed to have been given at the expiry of 24 hours after it is sent; for the purpose of proving that any notice sent by electronic means was indeed sent, it shall be sufficient to provide any of the evidence referred to in the relevant guidance issued from time to time by the Chartered Institute of Secretaries and Administrators.

1. The first part of the document discusses the importance of maintaining accurate records of all transactions and activities.

2. This section outlines the various methods used to collect and analyze data, including surveys, interviews, and focus groups.

3. The following table provides a detailed breakdown of the results obtained from the data analysis, showing trends and patterns over time.

4. In addition to the quantitative data, qualitative feedback from participants was also collected and analyzed to gain deeper insights into their experiences and perceptions.

5. The findings of this study have significant implications for the development of more effective programs and services, particularly in the area of community support.

6. It is recommended that future research continue to explore these issues in greater depth, with a focus on identifying best practices and innovative solutions.

7. The data collected during the study indicates a strong correlation between the variables being measured, suggesting a clear relationship between the factors being investigated.

8. The results of the analysis also highlight the need for continued monitoring and evaluation of the programs being implemented, to ensure they remain effective and relevant.

9. The study concludes that the information gathered is valuable for informing decision-making and improving the overall quality of the services provided.

10. The authors express their appreciation to the participants and staff who made this study possible, and to the funding agencies that supported the research.

11. The final section of the document provides a summary of the key findings and offers recommendations for further action based on the study's conclusions.

Winding-up

99. If the company is wound up, the liquidator shall give effect to the provision of Clause 7 of the memorandum of association.

Indemnity

100. Every director or other officer or auditor of the company shall be indemnified out of the assets of the company (to the extent permitted by section 310 of the 1985 Act (for so long as it is in force) and sections 232, 234, 235, 532 and 533 of the 2006 Act) against any loss or liability which he/she may sustain or incur in connection with the execution of the duties of his/her office; that may include, without prejudice to that generality (but only to the extent permitted by those sections of the 2006 Act), any liability incurred by him/her in defending any proceedings (whether civil or criminal) in which judgement is given in his/her favour or in which he/she is acquitted or any liability in connection with an application in which relief is granted to him/her by the court from liability for negligence, default or breach of trust in relation to the affairs of the company.

101. For the avoidance of doubt, the company shall be entitled to purchase and maintain for any director insurance against any loss or liability which he/she may sustain or incur in connection with the execution of the duties of his/her office, and such insurance may extend to liabilities of the nature referred to in section 232(2) of the 2006 Act (negligence etc. of a director).

Interpretation

103. In these articles:-

“the 1985 Act” means the Companies Act 1985

“the 2006 Act” means the Companies Act 2006

105. Any reference in these articles to a statutory provision 2006 Act shall be taken to include any statutory modification or re-enactment of that provision which is in force at the time.

106. Reference in these articles to the singular shall be deemed to include the plural.

Names and addresses of subscribers

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Dated

Witness to the above signatures: