"THE COMPANIES ACTS, 1908 to 1917."

Declaration of Compliance



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impressed
here.

WITH THE

REQUIREMENTS OF THE COMORNIESD (CONSOLIDATION) ACT, 1908UN 1944

Made pursuant to Section 17, Sub-Section 2, of The Companies (Consolidation)

Act, 1908, on behalf of a Company proposed to be Registered as

INTER-VARSITY FELLOWSHIP TRUST

LIMITED.

(See Page 2 of this Form.)

or, 6154

26 MAY 194

TELEGRAMS: "CERTIFICATE, FLEET, LONDON."

TELEPHONE: HOLBORN 0484 (2 LINES).

JORDAN & SONS, LIMITEDJETA Company Registration Agents, Printers, and Publishers 116 to 118 Chancery Lane, LONDON W.C. 2, and 13 BROAD STREET PLACE, E.C. 2

Presented for filing by

Francis Coningsby & BLAKE LTD.

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COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL.

REGISTERED

-1 JUN 1944

Memorandum of Association

OF ---

Inter-Varsity Fellowship Trust Limited

- 1. The name of the Company is the "INTER-VARSITY FELLOWSHIP TRUST LIMITED" which is hereinafter referred to as "the Trust".
- 2. The Registered Office of the Trust will be situate in England.
- 3. The objects for which the Trust is established are as follows:-
 - (a) To advance the Evangelical Christian Faith particularly in the Universities and amongst Theological Students. The phrase "Evangelical Christian Faith" shall be interpreted in this Memorandum of Association and in the Articles of Association hereof as the fundamental truths of Christianity, including:
 - (i) The divine inspiration and infallibility or Holy Scripture, as originally given, and its supreme authority in all matters of faith and conduct.
 - (ii) The unity of the Father, the Son and the Holy Spirit in the Godhead.
 - (iii) The universal sinfulness and guilt of human nature since the fall, rendering man subject to God's wrath and condemnation.
 - (iv) Redemption from the guilt, penalty and power of sin only through the sacrificial death (as our Representative and Substitute) of Jesus Christ, the Incarnate Son of God.

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- (v) The Resurrection of Jesus Christ from the dead.
- (vi) The necessity of the work of the Holy Spirit to make the death of Jesus Christ effective to the Individual sinner, granting him repentance toward God and faith in Jesus Christ.
- (vii) The indwelling and work of the Holy Spirit in the believer,
- (viii) The expectation of the personal return of the Lord Jesus Christ.
- (b) Generally to seek to stimulate personal faith in the Lord Jesus Christ and to further evangelistic work amongst University students both in the Eritish Isles and elsewhere consistently with the Evangelical Christian Faith and on such terms and conditions as the Trust may deem fit and in particular:-
- (c) To promote Biblical Scholarship and Research, by such means as:-
 - (i) providing fees for two lectures annually known as the Tyndale Lectures, the one on the Old Testament and the other on the New Testament;
 - (ii) providing and maintaining lectures and assisting research in those subjects which bear upon the right understanding of the Holy Scriptures;
 - (iii) providing and maintaining a Research Library for those seeking to do Biblical Research;
 - (iv) subsidising publications which are in accordance with the objects of the Trust.
- (d) To institute, take over, or promote and to assist or carry on any charitable Institution or work which shall have objects similar to those of the Trust. Provided that the Trust shall not carry on any trades or industries except so far as may appear to be necessary or expedient for carrying out the principal objects of the Trust.
- (e) For the purposes of the Trust to take over purchase take on lease or in exchange hire or otherwise acquire and hold any real or personal property and any rights or privileges which the Trust may think desirable for its purpose, but subject as to land to the provisions of Section 14 of the Companies Act 1929. To receive by way of gift, grant, devise or bequest any land either in England or elsewhere of any tenure and for any estate or interest therein and either with or without buildings thereon and to purchase with or without conditions and hold the same. To receive by way of gift, grant, devise or bequest

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money, stocks, shares, funds, securities, movable chattels and effects capable of being used or converted so as to be used in the furtherance of the objects of the Trust and to use the same or the proceeds thereof (subject to any terms and conditions or any special directions which may have been imposed by the Grantors, Donors or Testators giving the same) in the manner deemed best for carrying out the objects contemplated by these presents but so that the Trust may nevertheless decline to accept any gift or donation or to take over any property which has annexed to it any condition or obligation not approved by the Trust.

- (f) To collect and receive monies and funds by voluntary contributions offertories collections donations legacies payments or by any other lawful means.
- (g) To borrow and raise money in such manner and upon such security as the Trust may think fit.
- (h) To amalgamate with or affiliate to this Trust or cause this Trust to be amalgamated with or affiliated to any Institution or Society which shall be similar in character and principles to this Trust and to lend the money of this Trust to any other such Institution or Society with or without interest.
- (i) To construct, maintain, alter and repair any building or buildings or works mecessary or convenient for the purposes of the Trust. To let on lease or annual tenancy or for any other term any real or leasehold property to any person or persons or Company or Companies for a rent nominal or actual and subject to such terms as may be determined by the Trust. To sell, improve, manage, develop, lease, mortgage, exchange, dispose of or turn to account or otherwise deal with all or any part of the property or with the rights of the Trust therein for the time being.
- (j) To undertake the Office of Trustee, Executor, Administrator, Attorney, Substitute Treasurer, or any office of Trust in any matter having direct or indirect relation wholly or in part to the objects of the Trust.
- (k) To use any of the properties or investments for the time being of the Trust and the proceeds of sale of such properties and investments and any other monies as income of the Trust and for the general purposes of the Trust that is to say for such charitable objects as the Trust may think fit, or for such charitable objects aforesaid, as the Trust may be directed to use the same under any special trust, but entirely unconnected with and separate and apart from any political ends.

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(1) To do all such other lawful things as are incidental or conducive to the attainment of the above objects of the Trust or any of them as principals trustees agents or otherwise and either alone or in conjunction with any other Company undertaking or person and either by or through Agents Trustees or otherwise. Provided that the Trust shall not support with its funds any object or endeavour to impose on or procure to be observed by its members or others any regulation restriction or condition which if an object of the Trust would make it a Trade Union.

Provided also that in case the Trust shall take or hold any property subject to the jurisdiction of the Charity Commissioners for England and Wales or Board of Education the Trust shall not sell mortgage charge or lease the same without such consent as may be required by law and as regards any such property the Managers or Trustees of the Trust shall be chargeable for such property as may come into their hands and shall be answerable and accountable for their acts, receipts, neglects and defaults, and for the due administration of such property in the same manner and to the same extent as they would as such managers or Trustees have been if no Incorporation of the Trust had been effected and the Incorporation of the Trust shall not diminish or impair any control or authority exercisable by the Chancery Division or the Charity Commissioners or Board of Education over such Managers or Trustees but they shall as regards any such property be subject jointly and severally to such control as if the Trust were not incorporated. In case the Trust shall take or hold any property which may be subject to any trusts the Trust shall only deal with the same in such manner as allowed by law having regard to such trusts.

4. The income and property of the Trust whencesoever derived shall be applied solely towards the promotion of the objects of the Trust, 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 Trust.

Provided that nothing herein contained shall prevent the payment in good faith of reasonable and proper remuneration to any officers or servants of the Trust or to any member of the Trust in return for any services actually rendered to the Trust nor prevent the payment of reasonable and proper rent for premises demised or let to the Trust or the payment of interest at a rate not exceeding 6 per centum per annum on money borrowed from any member of the Trust nor prevent any reasonable and proper payment bona fide made pursuant to sub-clauses (g) and (i) of Clause 3

Provided that this provision shall not apply to any payment to any Railway, Gas, Electric Lighting, Water, Cable or Telephone Company, of which a member of the Committee of Management or Governing Body may be a member or any other Company in which such member shall not hold more than

one hundredth part of the capital, and such member shall not be bound to account for any share of profit he may receive in respect of such payment.

- 5. The liability of the members is limited.
- 6. Each member of the Trust undertakes to contribute to the assets of the Trust in the event of the same being wound up during the time he is a member, or within one year afterwards for the payment of the debts and liabilities of the Trust contracted before the time at which he ceases to be a member, and of the costs, charges and expenses of winding up the Trust and for the adjustment of the rights of the Contributories amongst themselves such amount as may be required, not exceeding Five pounds.
- 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 Trust but if and so far as effect can be given to the following provisions shall be given or transferred to some other Institution or Institutions having objects similar to the objects of this Trust and which shall prohibit the distribution of its or their income and property amongst its or their members to an extent at least as great as is imposed on the Trust under or by virtue of Clause 4 hereof such Institution or Institutions to be determined by the members of the Trust at or before the time of dissolution or in default thereof by such Judge of the High Court of Justice as may have or acquire jurisdiction in the matter, and if and so far as effect cannot be given to the aforesaid provisions then to some other charitable object.
- 8. True accounts shall be kept of the sums of money received and expended by the Trust, and the matters in respect of which such receipt and expenditure take place, and of the property credits and liabilities of the Trust, and subject to any reasonable restriction as to the time and manner of inspecting the same that may be imposed in accordance with the regulations of the Trust for the time being shall be open to inspection of the members: Once at least in every year the accounts of the Trust shall be examined and the correctness of the Balance Sheet certified by one or more properly qualified Auditor or Auditors.

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

SUBSCRIEERS DESCRIPTIONS AND ADDRESSES NAMES, John J. Aithen University College, Lowdow. Registered breduced Coalthours Basil F. C. Atlanson College House, Grange Road, Combridge Librarion Oliver R. Barday Turnity College, Cambridge, An Cunch dals orchetic orkung.
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DATED this link day of july 1944.

Above
WITNESS to the signatures of: Olive B Hitleory Spinster, its St. Demotaris Avenue.

Octor: Louise W.3



COMPANIES ACT 1929.



COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL.

REGISTERED

Articles of Association

-- OF ---

Inter-Varsity Fellowship Trust Limited

- 1. The Articles shall be construed with reference to the provisions of the Companies Act 1929 and terms used in these Articles shall be taken as having the same respective meanings as they have when used in that Act.
- 2. In these Articles unless there be something in the subject or context inconsistent therewith :-

"The Trust" means the above named "INTER-VARSITY FEILOWSHIP TRUST LIMITED".

"The Committee" means the Directorate or Management of the Trust for the time being.

"In writing" means written, typed or printed, or partly written, typed or printed, or other substitute for writing.

MEMBERSHIP

- 3. For the purpose of registration the number of the Members of the Trust is declared to be 18 but the Committee may from time to time register an increase of Members.
- 4. The first members of the Trust shall be the persons who are subscribers to the Memorandum and Articles of Association. Future members shall be such persons as the Committee may from time to time elect from nominations submitted by the Executive Committee of the Inter-Varsity Fellowship of Evangelical Unions, with the concurrence of its Advisory Committees. Provided that every member of the Trust including the first members must on becoming a member sign the Doctrinal Basis of the Trust as specified in Clause 3 (a) of the Memorandum of Association.
- 5. Every member shall sign each year when called upon to do so the Doctrinal Basis as aforesaid.

- 6. Any member may withdraw from the Trust by giving one calendar month's notice in writing to the Secretary addressed to the registered office of the Trust of his intention so to do. At the expiration of such notice such member shall cease to be a member.
- 7. In the event of any member dying, resigning or becoming insolvent or bankrupt or lunatic or being requested to retire under the provisions of these Articles he shall thereby cease to be a Member and such other member or members shall be added as the Committee may elect. If at any time any member, whether a member of the Committee or not, is requested in writing by three fourths of the other members to retire he shall ipso facto cease to be a member. The interest of a member in the Trust is to be considered personal and a member resigning or retiring under the provisions of these Articles or the representatives of a deceased member or the creditors or trustees for creditors of members becoming bankrupt or insolvent or Committee of a lunatic member shall have no interest in the property or affairs of the Trust or any voice in the administration thereof.

GENERAL MEETINGS

- 8. The first General Meeting shall be held within a period of not less than one calendar month nor more than three calendar months after the Registration of the Memorandum of Association and at such place as the Committee may determine. Subsequent General Meetings shall be held once in every year at such time not being more than 15 months after the holding of the preceding General Meeting and at such place as may be determined by the Committee.
- 9. The above-named General Meetings shall be called Ordinary General Meetings and all other General Meetings shall be called Extraordinary.

PROCEEDINGS AT GENERAL MEETINGS

- 10. At least seven days' notice of every General Meeting shall be given to all members of the Trust in manner hereinafter mentioned but the non-receipt of such notice by any member shall not invalidate the proceedings at any General Meeting.
- ll. The business of an Ordinary General Meeting (other than the first) shall be to receive and consider the Report of the Committee as to the work done, the financial position of the Trust and the Report of the Auditor or Auditors to elect (if and when necessary under these Articles) Members of the Committee and Treasurer and to appoint an Auditor or Auditors and fix the remuneration of the Auditors. All other business than as aforesaid transacted at an Ordinary General Meeting and all business transacted at an Extraordinary General Meeting shall be deemed special.
- 12. Six members personally present shall be a quorum for a General Meeting.

- 13. At every General Meeting the Chairman of the Committee if present shall preside but if he is absent the members of the Committee shall choose one of themselves to be the Chairman of the Meeting.
- 14. The Chairman may with the consent of the Meeting adjourn any General Meeting from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the Meeting at which the adjournment took place.
- 15. All questions at General Meetings shall be decided by a three-quarter's majority by the members present each member present having one vote and the Chairman having a casting vote in addition to his vote as a member.

NOTICES

member either personally or by sending it through the post in a prepaid letter addressed to such member at his registered place of abode. Any notice if served by post shall be deemed to have been served at the time when the letter containing the same would be delivered in the ordinary course of 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.

THE COMMITTEE

- 17. The first members of the Committee shall be the subscribers hereto and each of them and every other member of the Committee who may hereafter be appointed shall hold office during his life or until he ceases to be a member or desires to be discharged from his office or refuses to act therein or to sign the Doctrinal Basis as provided for act therein or to sign the Doctrinal Basis as provided for by Clause 5 hereof or becomes bankrupt or insolvent or a by Clause 5 hereof or becomes bankrupt of the other lunatic, or is requested by three-fourths of the other members of the Committee to retire.
- 18. The members of the Committee shall have power from time to time and at any time to appoint any members of the Trust to be members of the Committee either in addition to, or in substitution for the persons above addition to, but so that the total number of members of referred to, but so that the total number of members of the Committee shall not at any time exceed twenty.
- 19. Every member of the Committee shall be eligible for re-election unless otherwise disqualified.

POWERS OF THE COMMITTEE

20. A Meeting of the Committee duly convened at which a quorum of five is present shall be competent to exercise all or any of the authorities powers and discretions by all or any of the authorities powers for the time being or under the regulations of the Trust for the time being or under the regulations of the members of the Committee tested in or exercisable by the members of the Committee generally.

- be vested in the members of the Committee who may exercise all such powers of the Trust and carry out such operations required for the business thereof and do all such acts and things as may be exercised or done by the Trust as are not hereby or by statute specifically directed or required to be exercised or done by the Trust in General Meeting.
 - 22. Without prejudice to the general powers conferred by the last preceding clause and the other powers conferred by these presents it is hereby expressly declared that the Committee shall have the following powers:
 - (1) From time to time and at any time from amongst themselves and the members of the Trust to establish such Sub-Committees as they may deem necessary and any local board or agency for managing the affairs of the Trust in any part of the world and to appoint any persons to be members of such Sub-Committees and local boards or managers or Agents, and to fix the remuneration if any, and from time to time and at any time to delegate to any person or persons so appointed any of the powers authorities and discretions for the time being vested in the Committee and to authorise the members for the time being of such Sub-Committees or of such local boards or any of them to fill any vacancies therein and to act notwithstanding vacancies such appointment or delegation to be made on such terms and subject to such conditions as the Committee may think fit and the Committee at any time to have power to remove any person or persons so appointed and to annul or vary such delegation.
 - (2) To take all such steps and proceedings as the Committee may think fit for the purposes of acquiring and vesting in the Trust (or if deemed desirable in any three or more members of the Committee as Trustees for the Trust) any real and personal property.
 - (3) To pay the costs, charges and expenses of the transfer to the Trust or to the Trustees aforesaid of any real or personal property as aforesaid.
 - Association to purchase or otherwise acquire for the Trust any property rights or privileges which the Trust is authorised to acquire at such price, and generally on such terms and conditions as the Committee may think fit, and to sell, improve, manage, develop, lease, mortgage, exchange or dispose of, turn to account, or otherwise deal with all or any part of the Trust.
 - (5) To raise and borrow any sum or sums of money which the Committee may think necessary or expedient for the purposes of the Trust and to

secure by Promissory Note, Bond or Debenture, or by Mortgage, or charge of the whole or any part of the property of the Trust, the repayment of such moneys in such manner and upon such terms and conditions in all respects as the Committee may think fit.

- (6) To pay for any property rights and privileges acquired by the Trust either wholly or partially in cash, bonds, debentures, stocks, or other securities of the Trust.
- (7) To appoint, and at their discretion, remove or suspend such secretaries, Managers, Officers, Clerks, Agents, Servants and Employees, for permanent, temporary and special services, as the Committee may from time to time think fit, and to determine their powers and duties, and to fix their salaries and remuneration.
- (8) To invest upon such securities and deal with any of the moneys of the Trust not immediately required for the purposes of the Trust in such manner as the Committee may think fit, but so that no monies subject or representing property subject to the jurisdiction of the Charity Commissioners or Board of Education shall be invested otherwise than in or upon investments authorised by law for the investment of trust funds, and from time to time to vary or realise such investments.
 - (9) To determine who shall be entitled to sign, on behalf of the Trust, cheques, endorsements, bills, notes, acceptances contracts and documents, and to provide for the management and carrying on of the work of the Trust.
 - (10) To enter into all such negotiations and contracts, and rescind and vary all such contracts, and execute and do all such deeds and things in the name and on behalf of the Trust as they may consider expedient for or in relation to any of the matters aforesaid and otherwise for the purposes of the Trust.
- 23. Notwithstending anything herein contained the continuing members of the Committee shall be entitled to act and shall have and may exercise all the powers, authorities and discretions of these presents vested in the Committee during and notwithstanding any vacancy existing in their body.

PROCEEDINGS OF COMMITTEE

24. The Committee may meet for the dispatch of business, adjourn and otherwise regulate their Meetings as they shall think fit. At Meetings of the Committee five shall be the quorum necessary for the transaction of business and no decision shall be reached without a three quarters majority of those present.

. 25. The Committee may elect a Chairman of their Meetings and determine the period for which he is to hold office.

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- 26. The Committee may delegate any of their powers to a Sub-Committee, consisting of one or more members of their body as they shall think fit.
- 27. All acts done by any Meeting of the Committee or of a Sub-Committee, acting on behalf of the Committee, shall, notwithstanding that it be afterwards discovered that there was some defect in the appointment of any such person acting as aforesaid or that he was disqualified, be as valid as if every such person had been duly appointed and was qualified to be a member of the Committee or Sub-Committee.
- 28. A Resolution in writing signed by all the members of the Committee or a Sub-Committee shall be valid and effectual as if it had been passed at a Meeting of the Committee or Sub-Committee (as the case may be) duly called and constituted.

SEAL

of the Seal, and the Seal shall never be used except in pursuance of a previous resolution of the Committee or Sub-Committee duly authorised in that behalf and except in the presence of two members of the Committee at least or said Sub-Committee and of the Secretary or any other person appointed in his place.

ACCOUNTS

- 30. All monies received shall forthwith be paid to the credit of the Trust's Bankers and the Committee shall cause true accounts to be kept of the sums of money received and expended by the Trust and the matters in respect of which such receipts and expenditure take place, and of the assets, credits, and liabilities of the Trust.
- 31. At the Ordinary Meeting in the year 1944 and every subsequent year, the Committee shall lay before the Trust a Statement of the income and expenditure and a Balance Sheet containing a summary of the property and liabilities of the Trust made up to a date not more than six months before the Meeting from the time when the last preceding statement was made, or in the case of the first statement from the Incorporation of the Trust.
- 32. Every such statement and Balance Sheet shall be accompanied by a report of the Committee as to the working of the Trust during the last preceding year.

AUDIT

33. Once at least in every year, the accounts of the Trust shall be examined and the correctness thereof certified by one or more Auditor or Auditors.

34. The provision of the Companies Act 1929 or any amendment thereof for the time being in force in regard to Auditors shall apply, the Meeting to be held within three calendar months after the incorporation of the Trust being treated as the Statutory Meeting the Committee being treated as the Directors and the Members as the Shareholders mentioned in such Act.

INDEMNITY

35. Every Member of the Committee, and Officer or Servant of the Trust, shall be indemnified by the Trust and it shall be the duty of the Committee, out of the funds of the Trust, to pay all costs, losses and expenses, which any such Member of the Committee, Officer or Servant may incur or become liable to by reason of any contract entered into, or act, or thing done by him in good faith as such Officer or Servant, and in any way in discharge or supposed discharge of his duties, including travelling and personal expenses incurred on the business of the Trust, and the Committee may give to any Officer or Servant of the Trust, or other person who has incurred, or may be about to incur, any liability at the request or for the benefit of the Trust such security by way of indemnity as may seem expedient.

NAMES, ADDRESSES, AND DESCRIPTIONS John J. Rithen, University College, Lundow. Registered to becal Collège House Grange Rood, Cambridge Librarian Basil F.C. Atkinson Oliver R. Bardon Trumity College, Continologe Gentleron Nov Cronch Idaho, orche his artime. Gerrardo Cross Company Durchet J. W. amg hash Kane Contractor brill Hills My?

S. party Hope June Military Winter of Party Hope June Military William W-13 The Form house, Clark in Holy Orders. Oak Hill College N.14 a.M. Stibbs.

DATED this tenth day of May 1944.

WITNESS to the above signatures :- Ohve B. Hilchcock Spinster

106 St. Dunolan's avenue,

acton, London 4.3

[Duplicate for the Pile]

No. 387932

I HEREBY CERTIFY, that

INTER-VARGITY PELLOSCHIP TRUST LIETTIN

is this dry Incomparated under the Companies Act, 1920, and that the Company is Timber.

Given under my hand at xxxxx this first

One Thousand mino hundred and

forty-four.

day of June

Registrar of Companies.

certificate) Linu Blake IId hlanderhooms R

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