

Number of }
Company }

493550

[Form No. 41.]

THE COMPANIES ACT, 1948

Declaration of Compliance

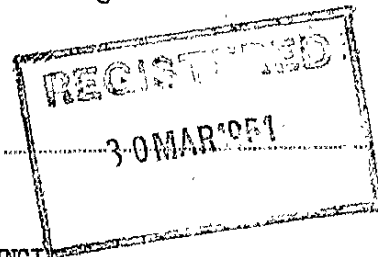


A
Companies
Registration
Fee Stamp
of 5s.
must be
impressed
here

WITH THE

REQUIREMENTS OF THE COMPANIES ACT, 1948,

pursuant to Section 15, Sub-Section (2), of The Companies Act, 1948.
on behalf of a Company proposed to be registered as



YORK COMMUNITY COUNCIL,

LIMITED

HO-85998

grams : "Certificate, Estrand, London."

Telephone No.: Holborn 0434 (6 lines).

JORDAN & SONS, LIMITED,

Company Registration Agents, Printers, and Publishers,

116 CHANCERY LANE, LONDON, W.C. 2,

and 13 BROAD STREET PLACE, E.C.2.

Presented by



IRLAND, LEEMAN & WALSTER,
16 Coney Street,
York.



J

STEPHEN WHITFIELD HARLAND

of 16 Coney Street in the City of York Solicitor.

*Here insert-
"a Solicitor
of the Su-
preme Court
(or in Scotland
"a Solicitor")
engaged in
the formation
of" or "a
person named
in the Articles
of Association
as a
Director (or
Secretary)
of."

do solemnly and sincerely declare that I am* a Solicitor of the Supreme.

Court engaged in the formation of

WORK COMMUNITY COUNCIL,

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 the City of York in the County of

the same City

the first day of March

One thousand nine hundred and fifty-one

before me,

E. B. Cooper
A Commissioner for Oaths. †

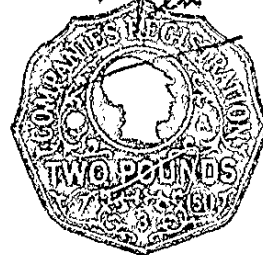
NOTE.—This margin is reserved for binding, and must not be written across.



493550/2

The Companies Act, 1948.

COMPANY LIMITED BY GUARANTEE AND NOT HAVING
A SHARE CAPITAL



Memorandum of Association
OF
YORK COMMUNITY COUNCIL, LIMITED

REGISTERED
30 MAR 1951

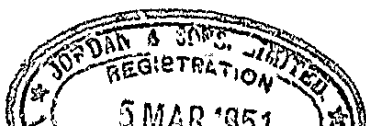
1. The Name of the Company (hereinafter called "the Council")
is "York Community Council, Limited".

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

3. The Objects for which the Council is established are the
following objects:—

I.—The Council has the following main objects so far as
such objects may be deemed by law to be charitable:—

- (A) To work for the benefit of the City of York and its
neighbourhood, and, in particular, by quickening
the spirit of fellowship and social service and under-
taking and assisting in social work and activities,
and the promotion of social welfare of every kind
in the said City and its neighbourhood.
- (B) To initiate, promote and assist any schemes, enter-
prises or activities for the benefit of the inhabitants
of the said City and its neighbourhood, or otherwise
calculated to advance the practice of good citizenship.
- (C) To promote assist and encourage the advancement
of education in the City of York and its neighbour-
hood and especially on matters concerning social
welfare.
- (D) To assist and collaborate with national, municipal,
regional, local, and other authorities, bodies, persons
or agencies doing work for the public welfare or
benefit, to facilitate co-operation and co-ordination



between such authorities, bodies, persons or agencies, and to act, on request, as the local representative or agent of, and to provide office accommodation and clerical assistance for, any such authority, body, person or agency.

- (E) To procure train and supply voluntary workers for social work of all kinds, and to assist them in doing such work, and to act as a focus for personal service for the public good.
- (F) To provide information and advice for those who may be in need of it and to act as the neighbourly counsellor and helper of any persons who may be in difficulty or distress.
- (G) To undertake and execute any trusts or obligations for the furtherance of the foregoing objects or any of them.

II.—The Council has the following ancillary and subsidiary objects so far as such objects may be properly objects of a charitable body:—

- (a) To acquire the assets and assume the liabilities of the association called the York Community Council.
- (b) Subject to the provisions of section 14 of the Companies Act, 1948, to purchase, take on lease or in exchange, hire or otherwise acquire any real or personal property and any rights or privileges which the Council may think necessary or convenient for the purposes of the Council.
- (c) To sell, let, mortgage, dispose of or turn to account all or any of the property or assets of the Council as may be thought expedient for the purposes of the Council.
- (d) To construct alter pull down decorate furnish maintain fit up and improve any buildings or erections and undertake and execute any works necessary or convenient for the purposes of the Council.
- (e) To raise, expend, invest and accumulate funds, and to receive subscriptions and donations, for the purposes of the Council; provided that all moneys subject to, or representing property subject to, any charitable trusts shall be invested only in such investments as shall for the time being be authorised

for trust funds, and with such sanction (if any) as may for the time being be prescribed by law.

- (f) To borrow or raise money for the purposes of the Council on such terms and on such security as may be thought fit.
- (g) To invest the moneys of the Council not immediately required for its purposes in or upon such investments, securities or property as may be thought fit.
- (h) To procure to be written, and print, publish, issue, and circulate, gratuitously or otherwise, any periodicals, books, reports, and other documents as may be necessary or desirable for the furtherance of the main objects of the Council or any of them.
- (i) To arrange and provide for or join in arranging and providing for the holding of exhibitions meetings conferences lectures and classes calculated directly or indirectly to further the main objects of the Council or any of them and to pay the expenses of such exhibitions meetings conferences lectures or classes; and, subject to the provisions of Clause 4 hereof, to remunerate and pay the expenses of persons attending the same on the invitation of the Council for the purpose of giving expert advice or assistance.
- (j) To make grants or donations or loans or annual payments to any body or person for the furtherance of the main objects of the Council or any of them.
- (k) To enter into any arrangements with any authority supreme municipal local or of any other sort for the furtherance of any of the main objects of the Council and to obtain from any such authority any rights privileges, or concessions which it may seem desirable to obtain for the furtherance of any of the main objects of the Council and to carry out and comply with any such arrangements rights privileges and concessions.
- (l) To federate or amalgamate with affiliate or become affiliated to any body having objects similar wholly or partially to the main objects of the Council for the furtherance of the main objects of the Council

or any of them and for such purpose to acquire and undertake all or any part of the assets liabilities and engagements of any such body.

- (m) To establish and support or aid in the establishment and support of any body in pursuance of the main objects of the Council or any of them.
- (n) To promote or oppose, or join in promoting or opposing, movements and measures affecting or likely to affect any of the main objects of the Council.
- (o) Subject to the provisions hereinafter contained, to employ and pay officers, clerks, and other persons or bodies rendering services which are required or may be deemed expedient for carrying out any of the objects of the Council.
- (p) To provide for the welfare of employees or ex-employees of the Council and the wives widows families or relations of such persons by grants of money pensions or otherwise and in particular with that object to create operate contribute to or participate in a pension fund or superannuation scheme.
- (q) To do all or any of the above things as principals agents trustees or otherwise and by or through trustees agents or otherwise and either alone or in conjunction with others.
- (r) To do all such other things as are incidental or conducive to the attainment of the main objects of the Council or any of them.

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

Provided that nothing herein shall prevent the gratuitous distribution among or a sale at less than cost to members of any books pamphlets or other publications whether published by the Council or otherwise relating to all or any of its objects or prevent the payment, in good faith, of reasonable and proper remuneration to any officer or servant of the Council, or to any member of the Council, in return for any services actually rendered to the Council, nor prevent the payment of interest at a rate not exceeding 5 per centum per

annum on money lent or reasonable and proper rent for premises demised or let by any member to the Council.

5. The liability of the members is limited.

6. Every member of the Council undertakes to contribute to the assets of the Council, 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 Council 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 five shillings.

7. If upon the winding up or dissolution of the Council 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 Council, but shall be given or transferred to some other body or bodies having objects similar wholly or partially to the main objects of the Council, such body or bodies to be determined by the members of the Council at or before the time of dissolution, and if and so far as effect cannot be given to this provision, then to some charitable object.

8. Throughout this Memorandum of Association the word "body" includes any association, institution, firm or aggregate of persons whether incorporated or unincorporated.

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

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS

Hugh Reece Percival Gamon
The Lodge 21 Front Street, York County, New York

Fredrick Subalms
The Cottage, Bishopthorpe, York. Banker.

Leslie Edgar Wainstone,
1 Rawcliffe Grove, York. Housing Trust Executive Officer.

Arthur Lawrence Wallbank
Hall Gardens, Auster Maltby, York. Bank manager.

Oliver Ernest Benton
24 Campbell Avenue, Holgate, York. Railway Clerk.

Donald Mackenzie Fraser
The Settlement, Holgate Hill, York, Settlement Warden.

John Dunlop Kenne, 13. St Marys York
W.V.B. Organiser

Dated this 27th day of February 1951.

Witness to the above Signatures—

Stephen Hammett

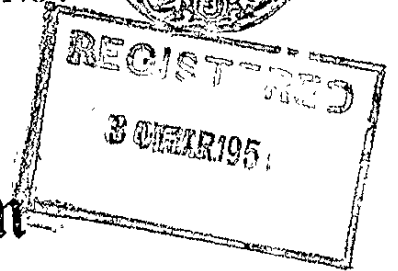
Solicitor

York,

The Companies Act, 1948.



COMPANY LIMITED BY GUARANTEE AND NOT
HAVING A SHARE CAPITAL.



Articles of Association

OF

YORK COMMUNITY COUNCIL, LIMITED

GENERAL.

1. In the Articles 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 Articles ..	The Articles of Association of the Council for any time being in force.
The Council ..	The above-named Council.
The Board ..	The Board of Management for any time being of the Council.
The Secretary ..	The person for any time being authorised to perform the duties of the Secretary of the Council.
The Office ..	The registered office of the Council.
The Seal ..	The common seal of the Council.
Council Orders ..	Any rules or directions by way of regulation restriction or otherwise prescribed or given by any resolution passed by the Council in General Meeting and for any time being in force.
Council's Year ..	The period starting on the 1st April in one year and ending on the 31st March in the next year.

WORDS.	MEANINGS.
The Act	The Companies Act, 1948.
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.
Body	Any association, institution, firm or aggregate of persons whether incorporated or not.

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 for any time being in force shall, if not inconsistent with the subject or context, bear the same meanings in the Articles.

MEMBERS.

2. The number of members with which the Council proposes to be registered is 500, but the Board may from time to time (subject to Council Orders) register an increase of members.

3. The subscribers to the Memorandum of Association and such other persons as shall be admitted to membership in accordance with the provisions hereinafter contained shall be members of the Council.

4. The power of admitting members of the Council shall (subject to Council Orders) be vested in the Board with liberty to authorise the Secretary to exercise such power on behalf of the Board, subject to any such conditions or restrictions as the Board may think fit and to the right of the Board to revoke such authority at any time.

5. The Board (subject to Council Orders) may admit as a member any person nominated by any body to represent such body as a member of the Council. Any member so admitted shall be deemed to be a member in his own right only, and shall have the same rights and obligations as any other member.

6. Every person admitted to be a member of the Council shall be enrolled in a Register of Members to be kept by the Secretary.

7. Every member shall be liable to pay an annual subscription of not less than 2/6d which shall become due in the first instance on his admission and subsequently on each succeeding 1st April for the Council's year commencing on that date.

8. Any member of the Council shall forthwith cease to be a member:—

- (a) If he shall die.
- (b) If he shall resign by giving a notice in writing to that effect to the Council.
- (c) If he shall fail to pay his annual subscription for any Council's year before the expiration of six months after the end of such year.
- (d) If he shall be removed from membership by a resolution passed by a majority of not less than three fourths of the members present and voting at a General Meeting of the Council.

Affiliated Bodies

9. The Board may (subject to Council Orders) permit to become affiliated to the Council any such bodies on such terms for such periods and in such manner as the Board shall think fit.

GENERAL MEETINGS.

10. The Council shall hold a General Meeting in the year 1952 and in every succeeding year as its Annual General Meeting at such time and place as may be determined by the Board, and shall specify the meeting as such in the notices calling it, provided that every General Meeting except the first shall be held not more than fifteen months after the holding of the last preceding meeting.

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

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

13. 'Twenty-one days' notice at the least of every Annual General Meeting and of every meeting convened to pass a Special Resolution, and fourteen days' notice 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 the Articles or under the Act entitled to receive such notices from the Council; but with the consent of all the members entitled to receive notices thereof, or of such proportion thereof 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.

14. 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.

15. The Board may (subject to Council Orders) from time to time invite any person (whether a member of the Council or not) to preside at any particular General Meeting of the Council and such General Meeting shall be presided over by the person so invited if and while he shall be present and willing. Subject as aforesaid every General Meeting shall be presided over by the Chairman if and while he be present and willing and failing him by the Deputy Chairman if and while he be present and willing and otherwise by one of the members present chosen by them to preside at the meeting.

16. All business shall be deemed special that is transacted at an Extraordinary 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 Board and of the Auditors, the election of members of the Board in the place of those retiring and the appointment of, and the fixing of the remuneration of, the Auditors.

17. 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 10 members personally present shall be a quorum.

18. 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 Chairman shall appoint, 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.

19. The Chairman of any meeting may, with the consent of such meeting at which a quorum is present (and shall if so directed by the meeting) adjourn a meeting from time to time, and from place to place, but no business shall be transacted at any adjourned meeting other than 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.

20. At all General Meetings a resolution put to the vote of the meeting shall be decided on a show of hands by a majority of the members present in person and entitled to vote, 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 five members, 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 Council shall be conclusive evidence of the fact with out proof of the number or proportion of the votes recorded in favour of or against that resolution.

21. Subject to the provisions of Article 22, 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.

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

23. 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.

24. Votes shall be given personally whether on a show of hands or on a poll, every member being entitled to one vote.

25. In the case of an 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.

HONORARY OFFICERS

26. The Council shall appoint at every Annual General Meeting from among the members of the Council, a Chairman, Deputy Chairman, Hon. Treasurer and Hon. Secretary of the Council, and any other Honorary Officers as it may think fit to hold office till the end of the next Annual General Meeting, but to be eligible for re-appointment at such meeting.

27. The Board may fill up any casual vacancy in such honorary offices and may (subject to Council Orders) appoint from among the members of the Council any such Honorary Officers as it may think fit.

BOARD OF MANAGEMENT.

28. There shall be a Board consisting of the Honorary Officers for any time being *ex-officio* and (subject to Council Orders) not less than 10 nor more than 30 other ordinary members and not more than 10 other extraordinary members.

29. The first members of the Board shall be the following ordinary members

Ex-officio Members

Hugh Reece Percival Gamon	(President)
Frederic Seebohm	(Chairman)
Lewis Edgar Waddilove	(Vice-Chairman)
Arthur Lawrence Walker	(Honorary Treasurer)

Other Ordinary Members

Joyce Hope Aspden; Charles Ernest Benton; Walter George Birch; Fred Broderick; Alma Mary Holland De Burgh; Henry Elwick; Donald Mackenzie Frazer; Robert Johnston Hall; Ernest Harwood; Cyril Charles Holt; Gilbert Yorke Johnson; George William Johnson; Maud Elizabeth Kaye; Eva Dorothy Kenny; Laura Seaver Naish; Jane Sylvia Gertrude Pontefract; Marjorie Rix; Christopher John Rowntree; William Kaye Sessions; Basil Alec Smith; Frank Smithson; Reginald Mervyn Stubbs; Tom Ernest Sumpton; William Percival Swann; Sybil Mary Ryland Thompson; George Frederick Townley; James Edward Trendal; George Wilfred Ward; Marjorie White; Ralph Wilkinson.

30. Every person appointed to be a member of the Board shall, if not already a member of the Council, become a member of the Council within 3 months after such appointment.

31. No person shall be incapable of being appointed a member of the Board by reason only of his having attained the age of seventy years or any other age, nor shall any member of the Board vacate his office by reason only of his attaining or having attained the age of seventy years or any other age; and the provisions of Sub-Sections (1) to (6) inclusive of Section 185 of the Act shall be excluded from applying to the Council.

DISQUALIFICATION OF MEMBERS OF THE BOARD

32. The office of a member of the Board 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 Council or not being a member of the Council at the time of his appointment to the Board fails to become a member of the Council within 3 months thereafter.
- (D) If by notice in writing to the Council 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.
- (G) If he is removed from office by an extraordinary resolution of the Council.

CHANGES OF MEMBERSHIP OF THE BOARD.

33. At the first Annual General Meeting in 1952 and at every subsequent Annual General Meeting the number nearest to but not exceeding one third of the continuing ordinary members of the Board (besides the Honorary Officers), shall retire but so that any such retiring member shall be eligible for re-election forthwith.

34. At any Annual General Meeting the ordinary members to retire shall be those who have had a longer tenure of office before those who have had a shorter tenure, and as between those who have had the same length of tenure shall be determined by lot, each ordinary member's tenure of office being treated as having run from the date

of his last appointment or election and the original members of the Board being treated at the first Annual General Meeting as having had the same length of tenure of office.

35. At each Annual General Meeting the Council shall elect as many ordinary members to the Board as it may think fit, but so that the full complement of ordinary members of the Board be not exceeded.

36. The Board may (subject to Council Orders) fill up any vacancy in the full complement of ordinary members by appointing a person thereto to hold office till the end of the next Annual General Meeting, but then to be eligible for election to the Board forthwith.

37. The Board may (subject to Council Orders) from time to time appoint any such person as it may think fit to be an extraordinary member of the Board to hold office for any such period as it may think fit not exceeding one year but so that such person at the expiration of such period shall be eligible for reappointment forthwith provided that the full complement of extraordinary members of the Board shall not be exceeded.

38. The Board may continue to act notwithstanding any vacancy in its body.

POWERS OF THE BOARD.

39. The Board may (subject to Council Orders) exercise all such powers and do all such acts and things as may be exercised or done by the Council and are not by Statute or the Articles expressly directed or required to be exercised by the Council in General Meeting subject nevertheless to any provisions of any Statute or the Articles.

40. The Board may (subject to Council Orders) appoint and at its discretion remove a general secretary and such other officers (except Honorary Officers) agents and servants for permanent, temporary or special services as it may from time to time think fit, and may determine their powers and duties and fix their salaries and emoluments.

41. The Council in General Meeting and the Board respectively may (subject to Council Orders) from time to time make such regulations in the form of bye laws, standing orders or otherwise, as it may think fit for the management and conduct of the affairs of the Council and the proceedings of the Board or any other Committee.

42. The property and funds of the Council shall (subject to Council Orders) be dealt with as the Board shall direct.

SPECIAL COMMITTEES.

43. The Council in General Meeting and (subject to Council Orders) the Board respectively may appoint special committees consisting of three or more persons with or without power to co-opt any other persons and may delegate any of their powers to such Special Committee upon such terms and conditions in all respects as they may think fit and annul or vary any such delegation.

44. Persons who are not members of the Council may be elected or co-opted to serve on any such Special Committee but so that the number of such persons on any such Committee shall never exceed one third of the total number of persons serving on that Committee, whether elected or co-opted.

PROCEEDINGS AT BOARD AND COMMITTEE MEETINGS.

45. Subject as aforesaid the quorum at a meeting of the Board shall be 5, and at a meeting of any other Committee shall be 2.

46. Subject as aforesaid the proceedings of the Board and any other Committee shall be governed by the provisions regulating the proceedings at General Meetings of the Council so far as the same may be applicable thereto.

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

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

RETIREMENT OF OFFICERS.

49. Any officer of the Council or member of the Board or any other Committee may at any time (a) resign his office by notice in writing to that effect to the Council or (b) be removed from office by an extraordinary Resolution of the Council.

MINUTES.

50. The Board shall cause proper minutes to be made of all appointments of officers made by the Council or by the Board and of the proceedings of all meetings of the Council and of the Board and of any committees appointed by the Board or by 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.

THE SEAL.

51. The seal of the Council shall not be affixed to any instrument except by the authority of a resolution of the Board, and in the presence of at least two members of the Board and of the Secretary or such other person as the Board may appoint for the purpose and those two members and Secretary or other person as aforesaid 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 Council such signatures shall be conclusive evidence of the fact that the seal has been properly affixed.

CHEQUES.

52. Cheques on the Council's bankers shall be signed in such manner as the Board may from time to time resolve. The banking account or accounts of the Council shall be kept with such banker or bankers as the Board shall from time to time determine.

ACCOUNTS

53. The Board shall cause proper books of account to be kept with respect to—

- (A) The assets and liabilities of the Council.
- (B) All sums of money received and expended by the Council and the matters in respect of which such receipts and expenditure take place; and
- (C) All sales and purchases of goods by the Council.

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

54. The books of accounts shall be kept at the office, or, subject to section 147 (3) of the Act, at such other place or places as the Board shall think fit.

55. The Council in General Meeting may from time to time make reasonable conditions and regulations as to the time and manner of the inspection by the members of the Council of the accounts and books of the Council, or any of them, and subject to such conditions and regulations the accounts and books of the Council shall be open to the inspection of members of the Council at all reasonable times during business hours.

56. At the Annual General Meeting in every year the Board shall lay before the Council 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 Council) made up to a date not more than six 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 Board 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 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.

57. Once at least in every year the accounts of the Council 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.

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

NOTICES.

59. Any notice may be served by the Council 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.

60. Any member described in the register of members by an address not within the United Kingdom, who shall from time to time give the Council 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 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 Council.

61. 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 was 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.

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

INDEMNITY.

63. Subject to the provisions of sec. 205 of the Act any officer or trustee of the Council, or member of the Board or any other committee shall be

- (A) Indemnified out of the funds of the Council from all losses and expenses properly incurred in the discharge of his duties.
- (B) Chargeable only for so much money or property as he shall actually receive for the Council.
- (C) Answerable only for his own acts or defaults and not for those of any other person or body nor for any loss or damage of any kind which may happen in the execution of his duties.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS.

Hugh Reese Brewer Gamon. County Court Judge
 The Lodge 2 Front Street North York
 Ludlow Leoburn

The Cottage, Bishopthorpe, York. Banker.

Lewis Edgar Waddell, Housing Trust - Executive Officer
 1 Rawcliffe Green, York.

Arthur Lawrence Walker, Bank Manager
 Hall Garth, acaster moles York.

Charles Ernest Benton, Railway Clerk
 24 Campbell Avenue, Holgate, York.

Donald Mackenzie Fraser
 The Settlement, Holgate Hill, York. Settlement Warden

Eva Dorothy Kenny. 13 St Marys York
 WVS organiser

Dated this 27th day of February 1951

Witness to the above Signatures—

Stephen Howard
 Solicitor

York.

DUPLICATE FOR THE FILE.

No. 493550



Certificate of Incorporation

I Hereby Certify, That

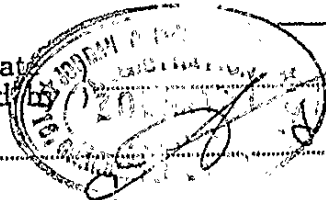
YORK COMMUNITY COUNCIL, LIMITED

is this day Incorporated under the Companies Act, 1948, and that the Company is Limited.

Given under my hand at London this Thirtieth day of March One Thousand Nine Hundred and Fifty-one

[Signature]
Registrar of Companies.

Certificate
received by



Date