

The Companies Acts 1948 to 1989

Company Limited by Guarantee and not having
a Share Capital

*NEW ARTICLES OF ASSOCIATION

of

PLYMOUTH CHAMBER OF COMMERCE AND INDUSTRY

INTERPRETATION

1. In these Articles:

"the Act" means the Companies Act 1985 including any statutory modification or re-enactment thereof for the time being

"the Acts" means every statute from time to time in force concerning companies insofar as the same applies to the Chamber

"the Articles" means the Articles of Association of the Chamber for the time being

"Bye-Law" means any bye-law from time to time in force which has been duly made by the Council pursuant to these Articles or any of them

"the Chamber" means Plymouth Chamber of Commerce and Industry

"the Chairman" means the chairman of the Chamber



* Adopted pursuant to a special resolution of the Company passed on 12 June 1995.

"the Chief Executive" means any person for the time being appointed to perform the duties of Chief Executive of the Chamber

"Committee" means any committee, sub-committee, panel, working party or other similar body of the Council as the case may be and however named

"connected with a Member" means an individual who is a partner director or employee of or consultant to a Member

"the Council" means the Council of the Chamber (howsoever designated from time to time)

"Councillor" means a member of the Council

"the Constitution" means the Memorandum and Articles of Association of the Chamber and any Bye-Laws from time to time in force

"Division" means any of the following principal committees of the Council:
Members Relations Division Business Development Division International Division
and City Centre Division together with such other principal committees of the Council as may from time to time be constituted as Divisions by Majority Resolution

"Honorary Member" means an individual who has been admitted to Honorary Membership pursuant to Article 4

"the locality" means the area so described in clause 3 of the Memorandum of Association

"Majority Resolution" means a resolution of the Council passed by a majority of two-thirds of the members of the Council present and entitled to vote on the resolution

"Member" means a member for the time being of the Chamber other than an Honorary Member

"President" means the president of the Chamber

"the Seal" means the common seal of the Chamber

"the Secretary" means any person appointed from time to time to perform the duties of the Secretary of the Chamber

"Subscriber" means an individual who has subscribed to the Memorandum of Association and to these Articles

"Vice-Chairman" means the vice-chairman of the Chamber

"Vice-President" means a vice-president of the Chamber

"Year" where the context so admits means a calendar year from 1st January to 31st December

Expressions referring to writing shall, unless the contrary intention appears, be construed as including references to printing, lithography, photography, facsimile and electronic mail and other methods of representation or reproducing words in visible form. References to a gender shall include the other gender and neuter.

Unless the context otherwise requires, words or expressions contained in these Articles shall bear the same meaning as in the Act or any statutory modification thereof in force at the date at which these Articles become binding on the Chamber.

MEMBERSHIP

2. The number of Members is unlimited.
3. Membership shall be open to:-
 - (a) individuals who are in business on their own account
 - (b) companies, corporations, partnerships and other organisations engaged or interested in commerce, industry, trade and transport
 - (c) members of professions who have an interest in commerce, industry, trade and transport
 - (d) any other individuals, companies, corporations, partnerships or other organisations whom the Council may in its absolute discretion admit to membership

Provided that, with the exception of individuals who are Members at the date of adoption of these Articles, no person shall be admitted as a Member, except under Article 4, unless he shall be engaged in employment.

4. The Council may admit to Honorary Membership of the Chamber for such period as it may determine:-

- (a) individuals whom the Council considers are distinguished in statesmanship, diplomacy, commerce, finance, industry, trade or transport
- (b) individuals whom the Council considers have rendered special service to the Chamber, or to the Chamber movement

5. An Honorary Member shall receive notice of and shall be entitled to attend all General Meetings to speak but not vote. An Honorary Member shall not be required to sign any application for membership or to pay any fees or subscriptions, nor shall he be or be deemed to be a Member liable to contribute any amount on the winding-up of the Chamber

6. All applications for membership shall be made in writing in such form (containing an undertaking to be bound by the Constitution of the Chamber if elected) as the Council may in its absolute discretion from time to time prescribe

7. The election of Members shall be by resolution of the Council which (save as hereinafter mentioned) may refuse any application without giving reasons. Delivery of the application to the Chamber shall be accompanied by the amount of the entrance fee (if any) from time to time determined by the Council unless the Council determines that this amount may be paid at a later date. The Council may determine different entrance fees for different classes. The decision of the Council shall be notified to each applicant and, if elected, the Member shall pay to the Chamber within twenty-eight days of notification the Member's first subscription

8. A Member may terminate membership by giving notice in writing not later than the day before the day when his subscription shall next be due. If no such notice is received the Member shall be liable for the subscription for the ensuing year which shall be a debt due to and legally

recoverable by the Chamber

9. Unless the Council shall suspend the operation of this Article from time to time for a period either generally or in any specific case or cases a Member shall automatically cease to be a Member:-

- (a) if being a company an order shall be made or resolution passed for winding up otherwise than for the purpose of reconstruction
- (b) if being an individual he is adjudicated bankrupt
- (c) if suspending payment or compounding with creditors
- (d) if being an individual he is or may be suffering from mental disorder and either:-
 - (i) he is admitted to hospital in pursuance of an application for admission for treatment under the Mental Health Act 1983 or, in Scotland, an application for admission under the Mental Health (Scotland) Act 1960, or
 - (ii) an order is made by a court having jurisdiction (whether in the United Kingdom or elsewhere) in matters concerning mental disorder for his detention or for the appointment of a receiver, curator bonis or other person to exercise powers with respect to his property or affairs
- (e) if failing to pay the prescribed subscription within two months of the due date

10. The Council may by Majority Resolution expel any Member at any time provided that:-

- (a) not less than twenty-one days' notice of the proposed resolution and of the matters giving rise to the proposed resolution have been given to the Member concerned; and
- (b) the Member concerned has been given a reasonable opportunity to make

representations and to attend or be represented at the meeting of the Council at which the case is considered and to be heard in defence

Any Member so expelled shall lose all privileges of membership without prejudice to any claims that the Chamber may have, but the Council by resolution may re-admit to membership any Member so expelled at such time and on such terms as it may determine

11. The annual subscription to the Chamber shall be at such rates as may from time to time be fixed by the Council and shall become due and payable in advance on such date or dates as the Council may from time to time determine

12. For the purpose of fixing the annual subscriptions the Council may by Bye-Law or otherwise from time to time divide Members into categories and fix different rates of subscription for different categories

13. The interest and rights of a Member are personal only and not transferable or transmissible on death, bankruptcy or dissolution

14. Members shall be entitled to vote at meetings of the Chamber in accordance with the subsequent provisions of these Articles

GENERAL MEETINGS OF MEMBERS

15. The Chamber shall hold a general meeting in every calendar year as its annual general meeting at such time and place as may be determined by the Council, and shall specify the meeting as such in the notice calling it, provided always that no more than fifteen months shall be allowed to elapse between two successive Annual General Meetings

16. All general meetings, other than Annual General Meetings, shall be called Extraordinary General Meetings

17. The Council may call general meetings and, on the requisition of Members pursuant to the provisions of the Acts, shall forthwith proceed to convene an Extraordinary General Meeting for a date not later than eight weeks after receipt of the requisition, or in default the meeting may be convened by the requisitionists as provided by the Acts

18. An Annual General Meeting and an Extraordinary General Meeting called for the passing of a special resolution shall be called by at least twenty-one clear days' notice. All other Extraordinary General Meetings shall be called by at least fourteen clear days' notice. With the consent of all the Members entitled to attend and vote at the meeting, or such proportion thereof as is prescribed by the Acts in the case of meetings other than Annual General Meetings, a meeting may be convened on such notice as those Members think fit

19. The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any person entitled to receive notice shall not invalidate the proceedings at that meeting

20. All business shall be deemed special that is transacted at an Extraordinary General Meeting, and all that is transacted at an Annual General Meeting shall also be deemed special, with the exception of the consideration of the accounts and balance sheet and the reports of the Council and the auditors, the appointment of a Chairman, the election of members for vacancies on the Council and the appointment of and the fixing of the remuneration of the auditors

21. No business shall be transacted at any general meeting unless a quorum is present. Twenty persons entitled to vote upon the business being transacted, each being a Member, or a person connected with a Member or a proxy for a Member or a duly authorised representative of a corporation shall be a quorum

22. If such a quorum is not present within half an hour from the time appointed for the meeting, or if during a meeting such a quorum ceases to be present, the meeting, if called on the requisition of Members shall be dissolved, but otherwise shall stand adjourned to the same day in the next week at the same time and place or to such time and place as the Council may determine, and, if at such adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the Members present in person or through a person connected with a Member or by proxy or by duly authorised representative shall be a quorum

23. At the Annual General Meeting the President, the most senior past-Chairman present, the Chairman or Vice-Chairman shall in that order, and at an Extraordinary General Meeting the Chairman or the Vice-Chairman shall in that order, or in their absence some other member of the Council nominated by the Council, preside as Chairman of the meeting, but if no such other person shall be present within fifteen minutes after the time appointed for holding the meeting and willing to act, the members of the Council present shall elect one of their number to be Chairman and if there is only member of the Council present and willing to act he shall be Chairman

24. If no member of the Council is willing to act as Chairman, or if no member of the Council is present within fifteen minutes of the time appointed for holding the meeting, the Members present in person or by proxy or duly authorised representative shall choose one of their number to be Chairman

25. The Chairman may, with the consent of a meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at an adjourned meeting other than business which might properly have been transacted at the meeting had the adjournment not taken place. When a meeting is adjourned for fourteen days or more, at least seven clear days' notice shall be given specifying the time and place of the adjourned meeting and the general nature of the business to be transacted. Otherwise it shall not be necessary to give any such notice

26. A resolution put to the vote of a general meeting shall be decided by a show of hands unless before, or on the declaration of the result of, the show of hands a poll or a postal ballot of the Members is duly demanded. Subject to the provisions of the Act, a poll may be demanded:-

(a) by the Chairman; or

(b) by at least five Members having the right to vote at the meeting;

and a postal ballot of the Members may be demanded by at least twenty Members having the right to vote at the meeting. A demand by a person as proxy for or duly authorised representative of or a person connected with a Member shall be the same as a demand by a Member

27. Unless a poll is duly demanded a declaration by the Chairman 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 minutes of the meeting shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the resolution

28. The demand for a poll may, before the poll is taken, be withdrawn but only with the consent of the Chairman and a demand so withdrawn shall not be taken to have invalidated the result of a show of hands declared before the demand was made

29. A poll shall be taken as the Chairman directs and he may appoint scrutineers (who need not be Members) and fix a time and place for declaring the result of the poll. The result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded

30. In the case of an equality of votes, whether on a show of hands or on a poll, the Chairman shall be entitled to a casting vote in addition to any other vote he may have

31. A poll demanded on the election of a Chairman or on a question of adjournment shall be taken forthwith. A poll demanded on any other question shall be taken either forthwith or at such time and place as the Chairman directs not being more than thirty days after the poll is demanded. The demand for the poll shall not prevent the continuance of a meeting for the transaction of any business other than the question on which the poll was demanded. If a poll is demanded before the declaration of the result of a show of hands and the demand is duly withdrawn, the meeting shall continue as if the demand had not been made.

32. No notice need be given of a poll not taken forthwith if the time and place at which it is to be taken are announced at the meeting at which it is demanded. In any other case at least seven clear days' notice shall be given specifying the time and place at which the poll is to be taken

33. On a show of hands every Member who (being an individual) is present in person or

(being a company, corporation, firm or other organisation) is present by a proxy or a duly authorised representative or a person connected with a Member, not being himself a Member entitled to vote, shall have one vote and on a poll every Member shall have one vote

34. No Member shall vote at any general meeting, either in person or by proxy or duly authorised representative, or a person connected with a Member, unless all moneys presently payable by him to the Chamber in respect of subscriptions have been paid

35. No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is tendered, and every vote not disallowed at the meeting shall be valid. Any objection made in due time shall be referred to the Chairman whose decision shall be final and conclusive

36. On a poll, votes may be given either personally or by a person connected with a Member or by proxy or duly authorised representative

37. An instrument appointing a proxy or a duly authorised representative shall be in writing in any form which is usual or which the Council may approve. The Council may from time to time make Bye-Laws prescribing forms for appointing a proxy or a duly authorised representative, and providing for the execution and deposit at the registered office of the Chamber of such forms. Whether or not a person is connected with a Member for the purpose of voting shall be determined by the Chairman whose decision shall be final and binding.

38. Councillors shall be entitled to attend and speak at any general meeting notwithstanding that they are not Members of the Chamber or persons connected with a Member or proxies or

duly authorised representative of a Member

POSTAL BALLOTS

39. All elections of Councillors shall be by postal ballot except that the Council shall have power to fill a casual vacancy in the Council without a postal ballot. The Council may of its own volition initiate a postal ballot on any matter. Postal ballots shall be conducted in such manner as the Council may by Bye-Law or otherwise provide

PRESIDENTS, VICE-PRESIDENTS, CHIEF EXECUTIVE AND SECRETARY

40. (a) The Council may appoint a President and Vice-Presidents upon such conditions as they may think fit provided that the offices of President and Vice-President shall not carry any remuneration
- (b) The Chief Executive and Secretary shall be appointed by the Council for such time, at such remuneration and upon such conditions as they may think fit, and any person so appointed may be removed by them. The Council may from time to time by resolution appoint an assistant or deputy Secretary, and any person so appointed may act in place of the Secretary if there shall be no Secretary or no Secretary capable of acting

THE COUNCIL

41. (a) The Council shall consist of:-
- (i) the immediate past-Chairman of the Council
 - (ii) the chairman of each of the Divisions ex officio
 - (iii) not less than twelve nor more than seventeen Members or persons connected with a Member from among whom the Chairman and the Vice-

Chairman shall each be elected by the Council for a period of one year but each of whom may offer himself for re-election

- (b) Each of the chairmen of the Divisions shall be elected by the Members at the Annual General Meeting for the period until the next Annual General Meeting but may offer himself for re-election. The provisions of Articles 49 to 53 shall not apply to the election of chairmen of Divisions

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

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

44. Subject to the provisions of the Acts, the Constitution and to any directions given by special resolution passed by the Members, the business of the Chamber shall be managed by the Council who may exercise all the powers of the Chamber. No alteration of the Constitution and no such direction shall invalidate any prior act of the Council which would have been valid if that alteration had not been made or that direction had not been given. The powers given by this Article shall not be limited by any special power given to the Council by the Constitution and

a meeting of the Council at which a quorum is present may exercise all powers exercisable by the Council. The Council may appoint its own meetings and regulate its own proceedings

45. The quorum for the transaction of the business of the Council may be fixed by the Council and unless so fixed at any other number shall be six

46. The Council may, by power of attorney or otherwise, appoint any person to be the agent of the Chamber for such purposes and on such conditions as they determine, including authority for the agent to delegate all or any of his powers

47. The Council may delegate any of their powers to any Division or Committee with power to sub-delegate to one or more sub-committees. No person who is not a Member or a person connected with a Member shall be co-opted onto any such committee or sub-committee. The Council may also delegate to the Chief Executive such of their powers as they consider desirable to be exercised by him. Any such delegation may be made subject to any conditions the Council may impose, and either collaterally with or to the exclusion of their own powers and may be revoked or altered. Subject to any such conditions, the proceedings of a committee with two or more members shall be governed by the Articles regulating the proceedings of the Council so far as they are capable of applying

48. No Councillor shall be entitled to remuneration for his services as a Director. The Councillors may be paid expenses properly incurred in connection with the discharge of their duties.

ROTATION OF COUNCILLORS

49. At each Annual General Meeting one-third of the Councillors for the time being, or if their number is not a multiple of three then the number nearest to one-third, shall retire from office

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

51. The Chamber may, at the meeting at which a Councillor retires in accordance with Article 50, fill up the vacated office by electing a person thereto, and in default the retiring member shall, if offering himself for re-election, be deemed to have been re-elected, unless at such meeting it is expressly resolved not to fill such vacated office, or unless a resolution for the re-election of such member shall have been put to the meeting and lost

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

53. The Chamber may from time to time in general meeting increase or reduce the number of Councillors and determine in what rotation such increased or reduced number shall go out of office, and may make the appointments necessary for effecting any such increase

DISQUALIFICATION AND REMOVAL OF COUNCILLORS

54. The office of a Councillor shall be vacated if:-

- (a) he ceases to be a Councillor by virtue of any provisions of the Acts or he becomes prohibited by law from being a director, or
- (b) he resigns his office by notice in writing to the Chamber, or
- (c) he becomes bankrupt or makes any composition with his creditors generally, or
- (d) he is, or may be, suffering from mental disorder and either:-
 - (i) he is admitted to hospital in pursuance of an application for admission for treatment under the Mental Health Act 1983, or, in Scotland, an application for admission under the Mental Health (Scotland) Act 1960, or
 - (ii) an order is made by a court having jurisdiction (whether in the United Kingdom or elsewhere) in matters concerning mental disorder for his detention or for the appointment of a receiver, curator bonis or other powers or to exercise powers with respect to this property or affairs, or
- (e) he shall for more than six consecutive months have been absent without permission of the Council from meetings of the Council held during that period and the Council resolves that his office be vacated, or
- (f) at the conclusion of the next following Annual General Meeting after he attains the age of seventy provided that nothing shall prevent the appointment of a Councillor at any age or shall require a Councillor to vacate office at any time by

reason of his age if his appointment is or was made or approved by the Chamber in general meeting and special notice of the resolution appointing or approving the appointment of such Councillor was given and the notice of the resolution given to the Chamber and by the Chamber to the Members state or have stated the age of the person to whom it relates.

- (g) he shall have served as a Councillor for a period or periods totalling six years, or
- (h) he shall be removed from office as a Councillor before the expiration of his period of office (notwithstanding any agreement between the Chamber and him) by Majority Resolution at a meeting of the Council convened on at least twenty-one days' notice provided that:-

- (i) the Councillor concerned shall be given at least fourteen days' notice of the matters giving rise to the proposed resolution and shall be given a reasonable opportunity to make and have circulated to the Council written representations and to be heard and represented at the meeting of the Council called to consider the resolution and at any adjournment thereof
 - (ii) a vacancy created by the removal of a Councillor under this sub-paragraph may be filled as a casual vacancy by the Council but a person who has been removed shall not be re-appointed under this sub-paragraph
- (h)(ii)

CHIEF EXECUTIVE

55. The Chief Executive shall be appointed by the Council for such period, at such remuneration and upon such terms as the Council may think fit, and subject to the terms of any agreement entered into in any particular case, may revoke such appointment

SECRETARY

56. Subject to the provisions of the Acts, the Secretary shall be appointed by the Council for such term, at such remuneration and upon such conditions as it may think fit Any Secretary so appointed may be removed by the Council. The Secretary shall act as the chief administrative officer of the Chamber ensuring that the documentation of the Chamber is in order, that all returns required by the Acts are duly made and that the Chamber's own register and records are properly maintained, and (save in so far as the responsibility falls on some member of the Council) practical effect is given to decisions of the Council

BYE-LAWS

57. The Council shall have power to make, alter or revoke Bye-Laws which are not inconsistent with the Memorandum of Association and these Articles and which do not reduce the functions of the Council

58. Without prejudice to the generality of the foregoing Bye-Laws may be made, altered or revoked in connection with:-

- (a) Membership
- (b) Subscriptions
- (c) Committees
- (d) Divisions
- (e) Proceedings of the Council, and

DECLARATIONS OF INTEREST

59. A Councillor who to his knowledge is in any way, whether directly or indirectly, interested in a contract or proposed contract, (within the meaning of Section 317 of the Act) with

the Chamber, or has any other material interest shall declare the nature and extent of his interest to the Council. A Councillor having made such a disclosure, shall not be entitled to vote in respect of any resolution relating to such contract or arrangement or be counted in the quorum present at the meeting at which such contract or arrangement is to be approved

60. For the purposes of Article 59:-

- (a) a general notice to the Council that a Councillor is to be regarded as having an interest of the nature and extent specified in the notice of any transaction or arrangement in which a specified person or class of persons is interested shall be deemed to be a disclosure that the Councillor has an interest in any such transaction of the nature and extent so specified, and
- (b) an interest of which a Councillor has no knowledge and of which it is unreasonable to expect him to have knowledge shall not be treated as an interest of his

MINUTES

61. The Council shall cause minutes to be made in books kept for that purpose of all proceedings at general meetings of the Chamber, and of the Council, or committee members present at each such meeting

62. All minutes shall be open to inspection by any Councillor

THE SEAL

63. The Council shall provide for the safe custody of the Seal. If a document is executed by the Chamber by the affixing of the Seal that affixing shall be witnessed by and signed by a

Councillor and the Secretary or by two Councillors.

ACCOUNTS

64. The accounting records and any other book or document shall be open to the inspection of any Councillor or Secretary. No Member shall (as such) have any right of inspecting any accounting records or other book or document of the Chamber except as conferred by statute or authorised by the Council or by any ordinary resolution of the Chamber

AUDITORS

65. Auditors shall be appointed and their duties regulated in accordance with the Acts. the Auditors shall have the right at their discretion to attend any meeting of the Council

NOTICES

66. Any notice to be given pursuant to the Articles shall be in writing and, subject to Articles 67 to 69 may be given by facsimile transmission and electronic mail

67. The Chamber may give any notice to a Member, an Honorary Member, or any member of the Council, or the Auditors either personally or by sending it by post in a prepaid envelope addressed to the intended recipient at his registered address or his last address notified to the Chamber for the giving of notice or by facsimile transmission or electronic mail to his last number notified to the Chamber for the giving of notice

68. A Member present, either in person or by proxy or by a person connected with a Member, at any general meeting of the Chamber shall be deemed to have received notice of the meeting and, where requisite, of the purpose for which it was called

69. Proof that an envelope containing the notice was properly addressed, prepaid and posted or, in the case of facsimile transmission or electronic mail, a transmission report or confirmation, shall be conclusive evidence that notice was given. A notice shall be deemed to be given, if sent by first class post, at the expiration of forty-eight hours after the envelope containing it was posted or seventy-two hours in the case of second class post. A notice shall be deemed to be given, if sent by facsimile transmission or electronic mail, at the time it was sent, provided that, in the case of facsimile transmission, a confirmatory copy of the notice shall be posted to the recipient in accordance with Article 67 within twenty-four hours after transmission.

INDEMNITIES

70. Subject to the provisions of the Acts, but without prejudice to any indemnity to which he may otherwise be entitled, every Councillor and the Secretary shall be indemnified out of the assets of the Chamber against any liability which by virtue of any rule of law would otherwise attach to him in respect of any negligence default breach of duty or breach of trust for which he may be guilty in relation to the Chamber

71. The Chamber shall have express power to purchase and maintain for any such Councillor or the Secretary insurance against any such liability, and if the power is exercised the fact shall be stated in the Council's report in accordance with the provision of the Acts

WINDING-UP

72. The Chamber shall be wound up voluntarily whenever a special resolution is passed that the Chamber be wound up. Clause 6 of the Memorandum of Association shall have effect as if the provisions of the clause were repeated in these Articles