

Sect 19

## THE COMPANIES ACTS 1948 TO 1976

Declaration of compliance with  
the requirements of the  
Companies Acts 1948 to 1976 on  
application for registration  
of a companyPursuant to section 15 (2) of the Companies Act 1948 as  
amended by the Companies Act 1976

For official use

1458210

Please do not  
write in this  
binding marginPlease complete  
legibly,  
preferably in  
black type or  
bold black  
lettering.\*Delete if  
inappropriate.

Name of Company

Papercourt Sailing Club Limited

Limited\*

I, PETER BRIAN HOLT

of MIMOSA HIGHLANDS HOVE, WESTFIELD, WOKING, SURREY.

Please indicate  
whether you are  
a Solicitor of  
the Supreme  
Court (or in  
Scotland "a  
Solicitor")  
engaged in the  
formation of  
the company,  
or a person  
named in the  
statement  
delivered under  
section 21 of the  
Companies Act  
1976 as a director  
or secretary of the  
company.do solemnly and sincerely declare that I am the person named as Secretary in  
the statement delivered under Section 21 of the Companies Act 1976

of Papercourt Sailing Club Limited

Limited\*

and that all the requirements of the Companies Acts 1948 to 1976 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 4, HIGH ST.

THAMES DITTON, SURREY

the 2<sup>nd</sup> day of October

One thousand five hundred and Seventy-nine

before me Alan Posner (ALAN E. POSNER)

A Commissioner for Oaths†

†For Notary  
Public or Justice  
of the Peace or  
Solicitor having  
the powers  
conferred on a  
Commissioner  
for Oaths.Presentor's name, address  
and reference (if any):  
JP/18968/LDebenham & Co.  
20 Hans Road,  
London SW3 1RTFor official use  
General section

Post.com



Rec 140.77

The Companies Acts 1948 to 1976



COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL

MEMORANDUM OF ASSOCIATION

OF

1458210

PAPERCOURT SAILING CLUB LIMITED

1. The name of the Company is Papercourt Sailing Club Limited
2. The registered office of the Company will be situate in England.
3. The objects for which the Company is established are:-
  - (a) To acquire and take over all or any part of the assets and liabilities of the present unincorporated body known as the Papercourt Sailing Club
  - (b) To promote and facilitate the sport of sailing and other aquatic sports and pastimes, and to encourage social intercourse between the members of the Company
  - (c) To establish, maintain, and conduct a sailing club for the accommodation of the members of the Company and their friends, and generally to afford to them all the usual privileges, advantages, and accommodation of a club
  - (d) To acquire by purchase, lease, or otherwise land and stretches of water and to lay out and maintain the same for sailing and other aquatic sports or pastimes, and to build or otherwise provide a clubhouse and other usual facilities in connection therewith, and to furnish, modify and maintain the same and to permit the same to be used by members and employees of the Company and others, either gratuitously or for payment
  - (e) To acquire by purchase, lease, or otherwise any other lands or property situate contiguous or near to the premises of the Company, and such as may be deemed by the Company likely to advance or benefit either directly or indirectly, the interest of the Company

- (f) To manage, improve, cultivate and maintain all or any part of the lands and other property of the Company, and to demise, sell, or otherwise deal with and dispose of the same, either together or in portions, for such considerations as the Company may think fit
- (g) To purchase, hire, make or provide and to maintain and to sell or otherwise dispose of all kinds of equipment and other things required or which may be conveniently used in connection with the waters, grounds, club house and other premises of the Company by persons frequenting the same, whether members of the Company or not
- (h) To buy, prepare, make, supply, sell, and deal in all kinds of apparatus used in connection with the sport of sailing and other aquatic sports and pastimes; and all kinds of liquors, provisions and refreshments required or used by the members of the Company or other persons frequenting the grounds, club-house or premises of the Company
- (i) To hire and employ all classes of persons considered necessary for the purposes of the Company and to pay to them and to other persons in return for services rendered to the Company salaries, wages, charges and pensions
- (j) To promote and hold, either alone or jointly with any other association, club or persons, meetings, competitions and matches for the participation in sailing or any other aquatic sports or pastimes, and to offer, give or contribute towards prizes, medals, and awards therefor, and to promote, give or support talks and training lectures, dinners, balls, concerts and other entertainments
- (k) To establish, promote, or assist in establishing or promoting, and to subscribe to, or become a member of, any other associations or clubs whose objects are similar or in part similar to the objects of the Company, or the establishment or promotion of which may be beneficial to the Company Provided that no subscription be paid to any such other association or club out of the funds of the Company, except bona fide in furtherance of the objects of the Company
- (l) To support and subscribe to any charitable or public body, and any institution, society or club which may be for the benefit of the Company or its employees, to give pensions, gratuities, Christmas boxes or charitable aid to any person who may have served the Company, or to the wife, widow, children or other relatives of such persons; to make payments towards insurance; and to form and contribute to provident and benefit funds for the benefit of any persons employed by the Company

- (m) To
- rec
- to
- (n) To
- up
- pre
- by
- Co
- (o) To
- the

- 4. The liabil
- 5. Every me
- Company
- one year
- contract
- expenses
- contribut
- exceedin
- 6. No addit
- Memoran
- the Depa

We, the severa  
are desirous of  
Association

Names,

Robert Ian No  
Apple Tree Ho  
Highfield Roa  
West Byfleet  
Surrey

Company Dire

- (m) To invest and deal with the monies of the Company not immediately required, upon such securities and in such manner as may from time to time be determined
  - (n) To borrow, or raise and give security for money by the issue of or upon bonds, debentures, debenture stock, bills of exchange, promissory notes or other obligations or securities of the Company, or by mortgage or charge upon all or any part of the property of the Company
  - (o) To do all such other lawful things as are incidental or conducive to the attainment of the above objects or any of them
4. The liability of the members is limited.
  5. Every member of the Company undertakes to contribute to the assets of the Company in the event of its being wound-up while he is a member or within one year afterwards, for payment of the debts and liabilities of the Company contracted before he ceases to be a member and 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 one pound.
  6. No addition alteration or amendment shall be made to the provisions of this Memorandum unless the same shall have been submitted to and approved by the Department of Trade.

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, and addresses and descriptions of subscribers

---

Robert Ian Northern  
Apple Tree House  
Highfield Road  
West Byfleet  
Surrey

Company Director

*Robert Ian Northern*  
(*R. Ian Northern*)

SA

ARTHUR  
Harold Alan William Pettinger  
63 Lodge Close  
Stoke D'Abernon  
Cobham  
Surrey

Technical Director

Harold Alan William Pettinger

Dated 25<sup>th</sup> July 1979

Witness to the above signatures:-

V. R. L. G. P.

12 WESTWAY  
BRAINTWOOD  
ESSEX

The Companies Acts 1948 to 1976

**COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL**

ARTICLES OF ASSOCIATION

1458210

OF

PAPERCOURT SAILING CLUB LIMITED

3

Interpretation

1. In these Articles the following expressions shall have the following meanings:
  - (a) "the Act" means the Companies Act 1948
  - (b) "the Seal" means the Common Seal of the Company
  - (c) "Secretary" means any person appointed to perform the duties of the secretary of the Company
  - (d) "The Club" means the present unincorporated body known as the Papercourt Sailing Club

Members

2. The number of members with which the Company proposes to be registered is seven
3. The subscribers to the Memorandum shall be members of the Company and also, anyone interested in sailing may apply to become a member of the Company
4. Every applicant for membership shall give such particulars as the directors may require
5. Members (other than as provided in Article 7) may be elected at any meeting of the directors subject to their application having been received by the Secretary not less than 48 hours before such meeting
6. The Company on the proposal of the directors, may in general meeting elect honorary members and affiliated clubs

7. Cadet members shall be those aged between 5 and 18 on 1st January in any year or who are in full time education, or articled or apprenticed
8. Every member on joining the Company shall undertake to comply with these Articles, the Bye-Laws and any conditions imposed by the landlord of the club premises. If any member refuses to do so, or in the opinion of the directors, in any way prejudices the interests of the Company the directors may withdraw his membership after giving him the opportunity to make such representations as he may wish
9. A member wishing to resign shall notify the directors in writing
10. If a member shall not have paid his subscription by the 1st February, in any year he shall be requested in the name of the directors to do so within 14 days and if it remains unpaid by the 1st March, in any such year he shall cease to be a member of the Company but shall remain liable for all sums due to the Company. A person may be reinstated as a member of the Company at the discretion of the directors on payment of all arrears
11. A member whose boat has not been sailed in at least five races during one calendar year may be required by the directors to leave the Company at the end of the membership year

#### Entrance Fee and Subscription

12. The Entrance Fee shall be as from time to time proposed by the directors and duly approved at an Annual General Meeting or at an Extraordinary General Meeting
13. The annual subscription payable on election and on 1st January each year shall be as from time to time proposed by the directors and duly approved at an Annual General Meeting or at an Extraordinary General Meeting
14. A member joining the Company after 1st July in any year shall pay the full Entrance Fee but shall have the Annual Subscription for that year reduced by a proportion to be as determined by the members from time to time in general meeting.
15. No member shall be entitled to any rights or privileges of membership unless his entrance fee, subscription and all sums due to the Company have been paid

#### General Meetings

16. The Company shall in each year hold a general meeting as its Annual General Meeting in addition to any other meetings in that year, and shall specify the meeting as such in the notices calling it. Provided that so long as the Company holds its first annual general meeting within 18 months of

its incorporation, it need not hold it in the year of its incorporation or in the following year. The Annual General Meeting shall be held at such time and place as the directors shall appoint but in any case within three calendar months of the ending of the Company's financial year.

17. All general meetings other than Annual General Meetings shall be called Extraordinary General Meetings.
18. The directors may, whenever they think fit, convene an Extraordinary General Meeting. An Extraordinary General Meeting shall also be convened on such requisition, or, in default, may be convened by such requisitionists, as provided for by section 132 of the Act. If at any time there are not within the United Kingdom sufficient directors capable of acting to form a quorum, any director or any two members of the Company may convene an Extraordinary General Meeting in the same manner as nearly as possible as that in which meetings may be convened by the directors.

#### Notice of General Meetings

19. An Annual General Meeting and a meeting called for the passing of a special resolution shall be called by 21 days' notice in writing at the least, and a meeting of the Company other than an Annual General Meeting or a meeting for the passing of a special resolution shall be called by 14 days' notice in writing at the least. The notice shall be exclusive of the day on which it is served or deemed to be served and of the day for which it is given, and shall specify the place, the day and the hour of meeting and, in case of special business, the general nature of that business and shall be given, in manner hereinafter mentioned or in such other manner, if any, as may be prescribed by the Company in general meeting, to such persons as are, under the Articles of the Company, entitled to receive such notices from the Company.

Provided that a meeting of the Company shall, notwithstanding that it is called by shorter notice than that specified in this Article be deemed to have been duly called if it so agreed:-

- (a) in the case of a meeting called as the Annual General Meeting by all the members entitled to attend and vote thereat; and
- (b) in the case of any other meeting, by a majority in number of the members having a right to attend and vote at the meeting, being a majority together representing not less than 95 per cent of the total voting rights at that meeting of all the members



20. 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.

Proceedings at General Meetings

21. All business shall be deemed special that is transacted at an Extraordinary General Meeting, and also all that is transacted at an Annual General Meeting, with the exception of the consideration of the accounts, balance sheets, and the reports of the directors and auditors, the election of directors in the place of those retiring and the appointment of, and the fixing of the remuneration, of the auditors.
22. No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business; save as herein otherwise provided fifteen members present in person shall be a quorum.
23. If within half an hour from the time appointed for the meeting a quorum is not present, the meeting if convened upon 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 to such other day and at such other time and place as the directors may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting the members present shall be a quorum.
24. The chairman, if any, of the board of directors shall preside as chairman at every general meeting of the Company, or if there is no such chairman, or if he shall not be present within fifteen minutes after the time appointed for the holding of the meeting or is unwilling to act the directors present shall elect one of their number to be chairman of the meeting. If no director be present or if all the directors present decline to take the chair then the members who shall be present shall choose one of their number to preside
25. The chairman may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for 30 days or more, notice of the adjourned meeting shall be given as in the case of the original meeting.

Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

26. At a general meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is (before or on the declaration of the result of the show of hands) demanded

- (a) by the chairman; or
- (b) by at least three members present in person or by proxy; or
- (c) by any member or members present in person or by proxy and representing not less than one-tenth of the total voting rights of all the members having the right to vote at the meeting

Unless a poll be so demanded a declaration by the chairman that a resolution has on a show of hands been carried or carried unanimously, or by a particular majority, or lost and an entry to that effect in the book containing the minutes of proceedings of the Company shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution. The demand for a poll may be withdrawn.

27. Except as provided in article 29, if a poll is duly demanded it shall be taken in such manner as the chairman directs, and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded

28. In the case of an equality of votes, whether on a show of hands or on a poll, the chairman of the meeting at which the show of hands takes place or at which the poll is demanded, shall be entitled to a second or casting vote

29. 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 at such time as the chairman of the meeting directs and any business other than that upon which a poll has been demanded may be proceeded with pending the taking of the poll.

30. Subject to the provisions of the Act a resolution in writing signed by all the members for the time being entitled to receive notice of and to attend and vote at general meetings (or being corporations by their duly authorised representatives) shall be as valid and effective as if the same has been passed at a general meeting of the Company duly convened and held

#### Votes of Members

31. Every member (except cadet members under eighteen years of age) shall have one vote subject as hereafter provided.

32. A member of unsound mind, or in respect of whom an order has been made by any court having jurisdiction in lunacy, may vote, whether on a show of hands or on a poll, by his committee, receiver, curator bonis or other person in the nature of a committee, receiver or curator bonis appointed by that court, and any such committee, receiver, curator bonis or other person may, in a poll, vote by proxy.

33. No member shall be entitled to vote at any general meeting either personally or by proxy or as a proxy for another member unless all moneys due from him to the Company have been paid.
34. On a poll votes may be given either personally or by proxy. On a show of hands a member present only by proxy shall have no vote but a proxy for a corporation may vote on a show of hands. A corporation may vote by its duly authorised representative appointed as provided by S.139 of the Act.
35. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer is a corporation, either under seal or under the hand of an officer or attorney duly authorised. A proxy need not be a member of the Company.
36. The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power of authority, shall be deposited at the registered office of the Company or at such other place within the United Kingdom as is specified for that purpose in the notice convening the meeting, not less than 48 hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or in the case of the poll, not less than 24 hours before the time appointed for the taking of the poll, and in default the instrument of proxy shall not be treated as valid. No instrument appointing a proxy shall be valid after the expiration of 12 months from the date of execution.
37. An instrument appointing a proxy shall be in the following form or a form as near thereto as circumstances admit
- Limited
- "I/We \_\_\_\_\_ of \_\_\_\_\_
- as a member/members of the above named Company, hereby appoint
- \_\_\_\_\_ of \_\_\_\_\_ or failing him/her
- \_\_\_\_\_ of \_\_\_\_\_, as my/our
- proxy to vote for me/us on my/our behalf at the Annual or Extraordinary,
- as the case may be / General Meeting of the Company to be held
- on the \_\_\_\_\_ day of \_\_\_\_\_ 19 \_\_\_\_\_, and at any
- adjournment thereof.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 19 \_\_\_\_\_."

38. Where it is desired to afford members an opportunity of voting for or against a resolution the instrument appointing a proxy shall be in the following form or a form as near thereto as circumstances admit

"I/We \_\_\_\_\_ of \_\_\_\_\_ Limited  
being a member/members of the above named Company, hereby  
appoint \_\_\_\_\_ of \_\_\_\_\_,  
or failing him/her \_\_\_\_\_ of \_\_\_\_\_,  
as my/our proxy to vote for me/us on my/our behalf at the Annual  
or Extraordinary, as the case may be / General Meeting of the  
Company to be held on the \_\_\_\_\_ day of \_\_\_\_\_ 19 \_\_\_\_\_,  
and at any adjournment thereof

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 19 \_\_\_\_\_.

This form is to be used \_\_\_\_\_ \*in favour of the resolution.  
against

Unless otherwise instructed, the proxy will vote as he thinks fit.

\*Strike out whichever is not desired."

39. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll.
40. A vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the previous death or insanity of the principal or revocation of the proxy or of the authority under which the proxy was executed, provided that no intimation in writing of such death, insanity or revocation as aforesaid shall have been received by the Company at its registered office before the commencement of the meeting or adjourned meeting at which the proxy is used.

#### Directors

41. The first directors shall be the persons who immediately before the incorporation of the Company shall serve in the Club in the capacities of Commodore, Vice-Commodore, Rear Commodore, Secretary, Treasurer and Sailing Secretary
42. Upon incorporation, each director shall continue to serve in the company in the same capacity in which he had previously served in the Club.

#### Powers and Duties of Directors

43. The directors may exercise all the powers of the Company to borrow money and to mortgage or charge its undertaking and property, or any part thereof, and to issue debentures, debenture stock and other securities, whether outright or as security for any debt, liability or obligation of the Company or of any third party.

44. The business of the Company shall be managed by the directors, who may pay all expenses incurred in promoting and registering the Company, and may exercise all such powers of the Company as are not, by the Act or by these Articles, required to be exercised by the Company in general meeting, subject nevertheless to the provisions of the Act or these Articles and to such regulations, being not inconsistent with the aforesaid provisions, as may be prescribed by the Company in general meeting; but no regulation made by the Company in general meeting shall invalidate any prior act of the directors which would have been valid if that regulation had not been made.
45. All cheques, promissory notes, drafts, bills of exchange and other negotiable instruments, and all receipts for moneys paid to the Company, shall be signed, drawn, accepted, endorsed or otherwise executed, as the case may be by any two officers of the Company.
46. The directors shall cause proper minutes to be made in books provided for the purpose:-
- (a) of all appointments of officers made by the directors;
  - (b) of the names of the directors present at each meeting of the directors and of any committee of the directors;
  - (c) of all resolutions and proceedings at all meetings of the Company, and of the directors, and of committees of directors and all business transacted at such meetings

and every director present at the meeting of directors or committee of directors shall sign his name in a book to be kept for that purpose. Any such minutes 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

#### Appointment and Disqualification of Directors

47. (1) No person shall be elected to be a director except to serve in the Company in one of the said capacities of Commodore, Vice Commodore, Rear-Commodore, Secretary, Treasurer or Sailing Secretary which shall at the time of election be vacant
- (2) No director shall serve for more than three consecutive years in any one capacity or more than seven consecutive years in any two or more capacities, except where the final three years is in the office of Commodore, when the maximum consecutive term shall be nine years.

48. Members to fill vacancies among the directors shall, subject to Article 47 and as provided for in Article 52, be elected at an Annual General Meeting of the Company.
49. No person other than a director retiring at the meeting shall unless recommended by the directors be eligible for election to the office of director at any general meeting unless, not less than 14 days before the date appointed for the meeting, there shall have been left at the registered office of the Company notice in writing, signed by a member duly qualified to attend and vote at the meeting for which such notice is given, of his intention to propose such person for election, and the capacity in which to serve he intends to propose him, and also notice in writing signed by that person of his willingness to be elected to serve as director in that capacity.
50. The office of director shall be vacated if the director:-
- (a) without the consent of the Company in general meeting holds any office of profit under the Company; or
  - (b) becomes bankrupt or makes any arrangement or composition with his creditors generally; or
  - (c) becomes prohibited from being a director by reason of any order made under section 188 of the Act, or section 28 of the Companies Act 1976; or
  - (d) becomes of unsound mind; or
  - (e) resigns his office by notice in writing to the Company; or
  - (f) ceases to be a director by virtue of section 185 of the Act; or
  - (g) is directly or indirectly interested in any contract with the Company and fails to declare the nature of his interest in manner required by section 199 of the Act; or
  - (h) ceases to be a member of the Company; or
  - (i) is removed from office by a resolution duly passed pursuant to section 184 of the Act; or
  - (j) is absent from three consecutive directors' meetings unless the reasons he gives for his absence are accepted by a simple majority of the other directors
- A director shall not vote in respect of any contract in which he is interested or any matter arising thereout, and if he does so vote his vote shall not be counted.
51. The initial number of directors shall be six but the Company may from time to time by ordinary resolution increase or reduce the number of directors.

52. Subject to Article 47 the directors shall have the power at any time, and from time to time, to appoint any person to be a director, either to fill a casual vacancy or as an addition to the existing directors, but so that the total numbers of directors shall not at any time exceed the number fixed in accordance with these Articles. Any director so appointed shall hold office only until the next following Annual General Meeting, and shall then be eligible for re-election.
53. The Company may by ordinary resolution, of which special notice has been given in accordance with section 142 of the Act, remove any director before the expiration of his period of office notwithstanding anything in these Articles or in any agreement between the Company and such director.
54. The Company may by ordinary resolution appoint another person in place of a director removed from office under the immediately preceding Articles. Without prejudice to the powers of the directors under article 43 the Company in general meeting may appoint any person to be a director either to fill a casual vacancy or as an additional director.

#### Proceedings of Directors

55. The directors may meet together for the despatch of business, adjourn, and otherwise regulate their meetings, as they think fit. Questions arising at any meeting shall be decided by a majority of votes. In the case of an equality of votes the chairman shall have a second or casting vote. A director may, and the Secretary on the requisition of a director shall, at any time summon a meeting of the directors. It shall not be necessary to give notice of a meeting of directors to any director for the time being absent from the United Kingdom
56. The quorum necessary for the transaction of the business of the directors shall be four. A meeting of the directors at which a quorum is present shall be competent to exercise all the authorities powers and discretions by or under the regulations of the Company for the time being vested in the directors generally.
57. The continuing directors may act notwithstanding any vacancy in their body but, if and so long as their number is reduced below the number fixed by or pursuant to the Articles of the Company as the necessary quorum of directors, the continuing directors or director may act for the purpose of increasing the number of directors to that number, or of summoning a general meeting of the Company, or admitting persons to membership of the Company, but for no other purpose.

58. The directors may elect a chairman of their meetings and determine the period for which he is to hold office; but, if no such chairman is elected, or if at any meeting the chairman is not present within 5 minutes after the time appointed for holding the same, the directors present may choose one of their number to be chairman of the meeting.
59. (a) The directors may delegate any of their powers to individual members of the Company and to committees consisting of such member or members of their body as they think fit; any committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on it by the directors. Without prejudice to the right of the directors to delegate as they think fit there shall in the first instance be three Committees, namely:-
- (i) Sailing Committee, to consist of the Sailing Secretary as chairman, Class Captains and such additional members as the Committee wishes to co-opt on an annual basis. The responsibilities of the Committee shall include race programmes, open meetings, duty officers' rosters, operation and control of safety boats, buoyancy requirements, records, training and trophies
  - (ii) House Committee, to consist of a chairman and such additional members, including three ladies, as the chairman wishes to co-opt on an annual basis. The responsibilities of the Committee shall include general housekeeping of all Company property, catering (other than for special occasions), berthing, and the Company newsletter,
  - (iii) Social Committee, to consist of a chairman and such additional members as the chairman wishes to co-opt on an annual basis. The responsibilities of the Committee shall include organisation of social occasions and the catering arrangements therefor.
- (b) The chairman of the House Committee and the chairman of the Social Committee shall be elected at an Annual General Meeting of the Company and shall not serve for more than three consecutive years in their appointed offices
- (c) Nominations for the chairman of the House Committee and the chairman of the Social Committee shall be sent in writing to the Secretary to arrive at least 14 days before the Annual General Meeting



- (d) Each Committee shall appoint a secretary. A copy of the minutes of the Committee meeting shall be passed to the Company Secretary.
  - (e) A Committee may meet and adjourn as it thinks proper. Questions arising at any meeting shall be determined by a majority of votes of the members present, and in the case of an equality of votes the chairman shall have a second or casting vote.
- 60. All acts bona fide done by any meeting of the directors or of a committee of directors, or by any person acting as a director, shall notwithstanding that it be afterwards discovered that there was some defect in the appointment of any such director or person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a director.
  - 61. A resolution in writing, signed by all the directors for the time being entitled to receive notice of a meeting of the directors, shall be as valid and effectual as if it has been passed at a meeting of the directors duly convened and held.
  - 62. The directors shall make such Bye-Laws as they think fit for the regulation and management of the Company's affairs, property and amenities, and the conditions attaching to the membership of affiliated clubs.
  - 63. Any dispute concerning the interpretation of the Bye-Laws shall be resolved by the directors

#### Secretary

- 64. Subject to section 21 (5) of the Companies Act 1976, the Secretary shall be appointed by the directors for such term, at such remuneration and upon such conditions as they may think fit; and any secretary so appointed may be removed by them. Provided that the first Secretary of the Company shall be the person who immediately before the incorporation of the Company shall hold the position of secretary of the Club
- 65. A provision of the Act or these Articles requiring or authorising a thing to be done by or to a director and the Secretary shall not be satisfied by its being done by or to the same person acting both as director and as, or in place of, the Secretary. The provisions of Sections 177 and 179 of the Act shall apply and be observed. The directors may from time to time by resolution appoint an assistant or deputy Secretary and any person so appointed may act in place of the Secretary if there be no Secretary or no Secretary capable of acting.

### The Burgee

66. The Company shall have a Burgee which shall be white with a Blue Peter Inset

### The Seal

67. The directors shall provide for the safe custody of the Seal, which shall only be used by the authority of the directors or of a Committee of the directors or of a Committee of the directors authorised by the directors in that behalf, and every instrument to which the Seal shall be affixed shall be signed by a director and shall be countersigned by the Secretary or by a second director or by some other person appointed by the directors for the purpose.

### Accounts

68. The directors shall cause proper books of account to be kept in accordance with section 12 of the Companies Act 1976
69. The books of account shall be kept at the registered office of the Company, or, subject to sub-sections 12(5) and (6) of the Companies Act 1976, at such other place or places as the directors think fit, and shall always be open to the inspection of the directors.
70. The directors shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations the accounts and books of the Company or any of them shall be open to the inspection of members not being directors, and no member (not being a director) shall have any right of inspecting any account or book or document of the Company except as conferred by statute or authorised by the directors or by the Company in general meeting.
71. The directors shall from time to time in accordance with sections 148, 150 and 157 of the Act, and Sections 1, 6 and 7 of the Companies Act 1976 cause to be prepared and to be laid before the Company in general meeting such profit and loss accounts, balance sheets group accounts (if any) and reports as are referred to in those sections.
72. At the Annual General Meeting in every year the directors shall lay before the Company 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 Company) made up to a date not more than two calendar 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 directors and the auditors, and copies of such account, balance sheet and reports (all of which shall be framed in accordance with any statutory requirements for the time being in force) and of any other documents required by law to be annexed or attached thereto or to accompany the same shall not less than twenty-one clear days before the date of the meeting, subject nevertheless to the provisions of section 158 (1) (c) of the Act, be sent to the auditors and to all other persons entitled to receive notices of general meetings in the manner in which notices are hereinafter directed to be served. The auditors' report shall be open to inspection and be read before the meeting as required by section 14 of the Companies Act 1967.

#### Audit

73. Auditors shall be appointed and their duties regulated in accordance with sections 159 to 162 of the Act; section 14 of the Companies Act 1967 and sections 13 and 18 of the Companies Act 1976

#### Notices

74. A notice may be given by the Company to any member either personally or by sending it by post to him or to his registered address, or (if he had no registered address within the United Kingdom) to the address, if any, supplied by him to the Company for the giving of notice to him. Where a notice is sent by post, service of the notice shall be deemed to be effected by properly addressing, prepaying and posting a letter containing the notice, and to have been effected in the case of a notice of a meeting at the expiration of 24 hours after the letter containing the same is posted, and in any other case at the time at which the letter would be delivered in the ordinary course of post.
75. Notice of every general meeting shall be given in any manner herein before authorised to:-
- (a) every member except those members who (having no registered address within the United Kingdom) have not supplied to the Company an address within the United Kingdom for the giving of notices to them;
  - (b) every person being a legal personal representative or a trustee in bankruptcy of a member where the member but for his death or bankruptcy would be entitled to receive notice of the meeting; and

(c) the auditor for the time being of the Company.

No other person shall be entitled to receive notices of general meetings.

76. If upon the winding up or dissolution of the Company there remains after the satisfaction of all the debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Company but shall be given or transferred to the Royal Yachting Association or, if the same shall no longer be in existence, some other institution with similar objects thereto

---


Names, addresses and descriptions of subscribers

---

Robert Ian Northen  
Apple Tree House  
Highfield Road  
West Byfleet  
Surrey

Company Director

*Robert Ian Northen*  
(*R. Northen*) ✓

  
ARTHUR  
Harold Alan William Pettinger  
63 Lodge Close  
Stoke D'Abernon  
Cobham  
Surrey

Technical Director

*Harold Alan William Pettinger* ✓

Dated 25<sup>th</sup> July 1979.

Witness to the above signatures:-

*V. Hooper*

12 WESTWAY

BRENTWOOD

ESSEX

T.110

19.

# THE COMPANIES ACTS 1948 TO 1976

Form No. 1

## Statement of first directors and secretary and intended situation of registered office

Pursuant to Sections 21 and 23(2) of the Companies Act 1976

1

Please do not  
write in this  
binding margin

Please complete  
legibly, preferably  
in black type, or  
bold black lettering

- delete if  
inappropriate

Company number

1456210/4

Name of Company

PAPERCOURT SAILING CLUB Limited

Limited\*

The intended situation of the registered office of the company  
on incorporation is as stated below

PAPERCOURT SAILING CLUB Limited

POLESDEN LANE

SEND Nr. RIPLEY

SURREY

If the memorandum is delivered by an agent for the subscribers of  
the memorandum, please mark 'X' in the box opposite and insert the  
agent's name and address below

X

DEBENHAM & CO.

20 HANS ROAD

LONDON. SW3 1RT.

If the spaces provided on page 2 are insufficient and use has been made  
of continuation sheets (see note 1), please enter in the box opposite  
the number of continuation sheets which form part of this statement

Presentor's  
reference (if any) :

JP/18968/L

For official use

General section

Post room



The name(s) and particulars of the person who is, or the persons who are, to be the first director or directors of the company are as follows:

Please do not write in this binding margin

Name (note 2)	Terence Anthony Reginald Hanney	Business occupation	Civil Engineer
Former name(s) (note 3)	None	Nationality	British
Address (note 4)	Wrens Nest Cottage, Ockham Lane, Cobham, Surrey.	Date of birth (where applicable) (note 6)	
Particulars of other directorships (note 5)			
None			
I hereby consent to act as director of the company named on page 1			
Signature		Date 30 July '79	

**Important**  
The particulars to be given are those referred to in section 21(2) of the Companies Act 1976 and section 200 of the Companies Act 1948. Please read the notes on page before completing this part of the

Name (note 2)	David William Lymposs	Business occupation	Insurance Official
Former name(s) (note 3)	None	Nationality	British
Address (note 4)	BEAULIEU Cottage, Links Road, Bramley, Surrey.	Date of birth (where applicable) (note 6)	
Particulars of other directorships (note 5)			
None			
I hereby consent to act as director of the company named on page 1			
Signature		Date 1/8/79	

Name (note 2)	Keith Robert Crossman	Business occupation	Chartered Civil Engineer
Former name(s) (note 3)	None	Nationality	British
Address (note 4)	Cornerways, 312 London Road, Burpham, Guildford, Surrey.	Date of birth (where applicable) (note 6)	
Particulars of other directorships (note 5)			
None			
I hereby consent to act as director of the company named on page 1			
Signature		Date 22 July 79	

do not  
in this  
margin.

Important  
particulars  
given are  
referred to  
section 21(2)(b)  
Companies  
Act 1976 and  
section 200(3) of  
Companies Act  
1985. Please read  
notes on page 4  
before completing  
part of the form

The name(s) and particulars of the person who is, or the persons who are,  
to be the first secretary, or joint secretaries, of the company are as follows:

Name (notes 2 & 7)	Peter Brian Holt
Former name(s) (note 3)	None
Address (notes 4 & 7)	Mimosa, Highlands <sup>LANE 101</sup> Hove, Westfield, Woking, Surrey.
I hereby consent to act as secretary of the company named on page 1	
Signature	<i>P.B. Holt</i>
Date 9 <sup>th</sup> August 79.	

Name (notes 2 & 7)	
Former name(s) (note 3)	
Address (notes 4 & 7)	
I hereby consent to act as secretary of the company named on page 1	
Signature	
Date	

required by  
section 21(3) of  
Companies  
Act 1985

Signed by or on behalf of the subscribers of the memorandum\*

Signature *P. Houston* [Subscriber] [Agent]† Date 25<sup>th</sup> July 79.

Signature *Stetham* [Subscriber] [Agent]† Date 25<sup>th</sup> July 79.

## THE COMPANIES ACTS 1948 TO 1976

Statement of first directors and  
secretary and intended situation  
of registered office

Pursuant to Sections 21 and 23(2) of the Companies Act 1976

Please do not  
write in this  
binding marginPlease complete  
legibly, preferably  
in black type, or  
bold black lettering\*delete if  
inappropriate

Company number

Name of Company

PAPERCOURT SAILING CLUB Limited

Limited\*

The intended situation of the registered office of the company  
on incorporation is as stated below

PAPERCOURT SAILING CLUB Limited

POLESDEN LANE

SEND Nr. RIPLEY

SURREY

If the memorandum is delivered by an agent for the subscribers of  
the memorandum, please mark 'X' in the box opposite and insert the  
agent's name and address below

X

DEBENHAM &amp; CO.

20 HANS ROAD

LONDON. SW3 1RT.

If the spaces provided on page 2 are insufficient and use has been made  
of continuation sheets (see note 1), please enter in the box opposite  
the number of continuation sheets which form part of this statementPresenter's  
reference (if any) :

JP/18968/L

For official use

General section

Post room





The name(s) and particulars of the person who is, or the persons who are, to be the first director or directors of the company are as follows:

Please do not write in this binding margin

Name (note 2)	PETER BRIAN HOLT	Business occupation	ENGINEER MILK MARKETING
Former name(s) (note 3)	None	Nationality	BRITISH
Address (note 4)	Mimosa, Highlands <del>Mimosa</del> , Westfield, Woking, Surrey.	Date of birth (where applicable) (note 6)	
Particulars of other directorships (note 5)			
None			
I hereby consent to act as director of the company named on page 1			
Signature <i>X Peter Brian Holt</i>		Date <i>3rd September 1979</i>	

**Important**  
The particulars to be given are those referred to in section 21 (2) (a) of the Companies Act 1976 and section 200(2) of the Companies Act 1948. Please read the notes on page 4 before completing this part of the form.

Name (note 2)	NEIL BEATON	Business occupation	CHARTERED ACCOUNTANT
Former name(s) (note 3)	None	Nationality	BRITISH
Address (note 4)	Steeple Ashton, Lime Grove, West Clandon, Surrey.	Date of birth (where applicable) (note 6)	
Particulars of other directorships (note 5)			
None			
I hereby consent to act as director of the company named on page 1			
Signature <i>X Neil Beaton</i>		Date <i>3rd September 1979</i>	

Name (note 2)	JOHN GRAHAM PRICE	Business occupation	AERONAUTICAL ENGINEER
Former name(s) (note 3)	None	Nationality	BRITISH
Address (note 4)	19 Sefton Close, West End, Woking, Surrey.	Date of birth (where applicable) (note 6)	
Particulars of other directorships (note 5)			
None			
I hereby consent to act as director of the company named on page 1			
Signature <i>X John Graham Price</i>		Date <i>3rd September 1979</i>	

Please do not  
write in this  
binding margin

**Important**

The particulars  
to be given are  
those referred to  
in section 21(2)(b)  
of the Companies  
Act 1976 and  
section 200(3) of  
the Companies Act  
1948. Please read  
the notes on page 4  
before completing  
this part of the form

The name(s) and particulars of the person who is, or the persons who are,  
to be the first secretary, or joint secretaries, of the company are as follows:

Name (notes 2 & 7)	
Former name(s) (note 3)	
Address (notes 4 & 7)	
I hereby consent to act as secretary of the company named on page 1	
Signature	Date

Name (notes 2 & 7)	
Former name(s) (note 3)	
Address (notes 4 & 7)	
I hereby consent to act as sec. of the company named on page 1	
Signature	Date

\*as required by  
Section 21(3) of  
the Companies  
Act 1976

Signed by or on behalf of the subscribers of the memorandum\*

†delete as  
appropriate

Signature [Signature] [Subscriber] [Agent]† Date 4th September 1979

Signature \_\_\_\_\_ [Subscriber] [Agent]† Date \_\_\_\_\_



## CERTIFICATE OF INCORPORATION

No. 1458210

I hereby certify that

**PAPERCOURT SAILING CLUB LIMITED**

is this day incorporated under the Companies Acts 1948 to 1976 and that the  
Company is Limited.

Given under my hand at Cardiff the **31ST OCTOBER 1979**

A handwritten signature in ink, appearing to read 'E. A. Wilson'.

E. A. WILSON

*Assistant Registrar of Companies*

## THE COMPANIES ACTS 1948 TO 1976

## Notice of increase of number of members

Pursuant to section 7(3) of the Companies Act 1948

Please do not  
write in this  
binding marginPlease complete  
legibly, preferably  
in black type, or  
bold block lettering

To the Registrar of Companies

For official use Company number

013

I458210

Name of company

PAPER COURT SAILING CLUB

Limited

delete if  
inappropriatedelete as  
appropriate

hereby gives you notice in accordance with section 7(3) of the Companies Act 1948 that by

[ordinary] ~~extraordinary~~ resolution of the company dated 13TH FEBRUARY 1983

the number of members in the company has been increased by the addition thereto of

One

members beyond the present registered number of

Eight

members

## Note

This notice is required to be completed by unlimited companies or companies limited by guarantee. It must be forwarded to the Registrar of Companies within 15 days after the increase was resolved on or took place.

delete as  
appropriate

Signed

*J. L. Dartlett*

[Director] [Secretary] Date 17th Feb. 1983

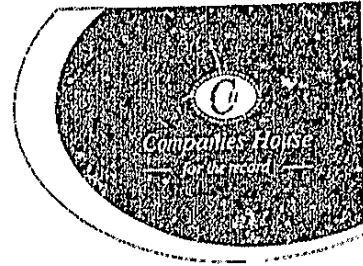
Presentor's name, address and  
reference (if any):

J. L. DARTLETT  
LITTLE RIPLEY HOUSE  
RIPLEY  
SURREY

For official use  
General section

Post room





Crown Way Cardiff CF14 3UZ  
[www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

## NOTICE OF ILLEGIBLE DOCUMENTS

Companies House regrets that documents in this company's microfiche record have pages which are illegible.

This has been noted but unfortunately steps taken to rectify this were unsuccessful.

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

### COMPANY INFORMATION SUPPLIED BY COMPANIES HOUSE

Companies House is a registry of company information. We carry out basic checks to make sure that documents have been fully completed and signed, but we do not have the statutory power or capability to verify the accuracy of the information that companies send to us. We accept all information that companies deliver to us in good faith and place it on the public record. The fact that the information has been placed on the public record should not be taken to indicate that Companies House has verified or validated it in any way.