

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3137725

The Registrar of Companies for England and Wales hereby certifies that
IRISH SUPPORT AND ADVICE SERVICE

having by special resolution changed its name, is now incorporated
under the name of
THE IRISH CHARITABLE TRUST

Given at Companies House, Cardiff, the 14th January 1999



C03137725D



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



C O M P A N I E S H O U S E

HC006B

SPECIAL RESOLUTION ON CHANGE OF NAME
COMPANIES ACTS



COMPANY NUMBER 3137725

COMPANY NAME Irish Support and Advice Service

At an ~~Extraordinary General~~* / Annual General* / ~~General~~* Meeting of the members of the above named company, duly convened and held at:

The Irish Centre Black's Road Hammersmith

London W6 9DT

on the 26th day of November 19 98

The following Special Resolution was duly passed:

That the name of the Company be changed to:

NEW NAME The Irish Charitable Trust

Signature: R. L. Mulcahy Vice-Chair
~~Chairman, Director, Secretary or Officer of the Company~~

Notes:

* Please delete as appropriate.

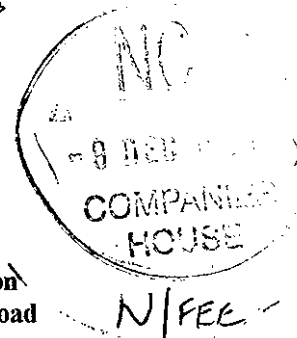
NB. The copy Resolution must be filed with the Registrar of Companies within 15 days after the passing of the Resolution. Please insert name and address to which the certificate is to be sent:

I certify that these are the true copies of the minutes of the Annual General Meeting held on the 26th November 1998 and of the resolutions therein.

P. O. Nally
Secretary 2/12/98.

Irish Support and Advice Service

Minutes of the Annual General Meeting of the Irish Support and Advice Service held on Thursday, 26th. November 1998 commencing at 7.00 p.m. at the Irish Centre, Black's Road Hammersmith London W6 9DT



Members Present: Michael Feerick (Chair), Eileen McGuinness, Mary Wren, Tim O'Mahony, Mariette Monaghan, Winnie Zelenka, , Thomas Purcell, Ned McCall, Martin McGrath, Brenda Riley- Cashin JP, Bob Mulcahy, Patrick McNally, Niall O'Byrne, Margaret Gallagher, Alice Kennedy, Fr. Bob Dunn, Paul Lane, Mairead Holt, Philomena Jordan, Theresa Jordan, John McDonnell MP, John Reid, Jacqui Reid, Michael Byrne, William Kearey, David Lee, Jack Culleton.

Visitor: Nora Roustanov.

Staff in Attendance: Sandra Nolan, Angela Tiley, Shane Brennan, Val Vathamony, J. McCafferty.

Apologies for Absence: Kevin O'Byrne, Adrian Jones, Iain Coleman MP, Stephen Pound MP, Christina Tyree, Maureen Devine, John O'Carroll, Elaine Hamill, Valerie Wistreich, Muriel Stephenson, Liam Purcell, Kay Curtin, Dr. Gill Archer.

The Chairman, Michael Feerick, opened the meeting with a brief review of the year's work. In particular, the Charity had been established since 1974 and the Committee had taken the opportunity to commission a review from a Management Consultant. The resulting recommendations had been unanimously agreed by the Committee and this had given the Service a new sense of direction as well as introducing structural changes. After paying tribute to the work of Paul Murphy, the former Director, the Chairman explained that the post of General Manager had been created and a recruitment exercise undertaken which reflected the needs of the Service as it grew. The Chairman referred members to the Outreach programme which resulted from successful fundraising with Corporate donors. It was now hoped that further growth would lead to the embellishment of the Outreach team with additional workers. A further example of the dynamic growth of the Service was found in the turnover which had risen from £80,000 in 1994 to over £200,000 reported in the 1997/98 accounts. The particular concern of the Trustees was to assist Irish people in need, and the Trustees had especially targeted those elderly Irish people suffering social isolation frequently in grave poverty. Among causes for celebration was the Marathon in which a team of 23 runners had taken part for the Service, raising over £7,000 for Charitable funds. In closing the Chairman told members that the Service had now turned round a former £25,000 deficit to surplus of £10,000 and that the Trustees believed that they had now achieved the stability required to commence a period of growth.

1. Minutes of Annual General Meeting held 18 September 1998

These were agreed as a true & accurate record and signed as such by the Chairman.

Proposed: Tim Mahony

Seconded: Alice Kennedy

Agreed nem. con.

2. Appointment of Directors.

The Chairman intimated that all the current Directors save Editha Tharpe had indicated a willingness to serve and invited any person who may have an interest in becoming a Director to approach him at the close of the meeting. Father Bob Dunn wished to become a Director.

It was agreed that the current Directors shall continue to serve save Editha Tharpe (by reason of non-attendance) and that Father Bob Dunn shall be admitted to the Board. Members recorded their thanks to the Directors for their work and dedication to the interests of the Charity. **Agreed nem. con.**

3. Approval of the Annual Report.

The Chairman advised Members that a draft of the Annual Report had been circulated. It was intended to print the text complete with photographs in a glossy format as an important fundraising tool.

It was resolved to approve the Annual Report.

Proposed: Martin McGrath **Seconded:** Tim Mahony **Agreed unanimously.**

4. Adoption of Audited accounts

It was resolved to approve and adopt the Audited accounts for the financial year ended 31 March 1998.

Proposed: Mairead Holt **Seconded:** Paul Lane **Agreed unanimously.**

5. Appointment of Auditors

It was resolved to confirm the appointment of Michael Bell & Co. of 56 St. James's Street London E17 7PE to serve as auditors of the Service for the ensuing year.

Proposed: John Reid **Seconded:** Fr. Bob Dunn **Agreed unanimously.**

6. Change of Registered Name.

The Chairman advised Members that following detailed discussion the Directors had determined to seek a change of the register name of the Charitable Company. It was felt that the title "Irish Charitable Trust" would assist the Service in seeking corporate donations as well as reflecting the Charity's status and long history of service to the Irish community in need.

It was resolved to seek all necessary consents of the Charity Commissioners and of Registrar of Companies to change the name of the Service to the Irish Charitable Trust.

Proposed: Tim Mahony **Seconded:** Jacqui Reid **Agreed unanimously.**

The Chairman further advised Members that a review of the Mem. and Arts. of Association would be undertaken by a small group of members over the next few months to ensure that the rules were appropriate to the needs of the Charity as it grew. Outcomes would be reported to Members at a Special General Meeting in due course. Members were also pleased to learn of the assistance of Margaret Doyle of the Economist magazine in the P.R. work which the Charity proposed to undertake when the new Company name had received all necessary assents and achieved registration.

The formal business of the meeting closed at 8.50 p.m.

Following the close of business Members were addressed by John McDonnell MP on the work of the newly established All Party Parliamentary Group for the Irish in Britain.

The Chairman thanked his colleagues on the Board of Directors and the Staff and volunteers for their work throughout the year. A vote of thanks was given to Alice Kennedy for her preparation of a first class buffet with which the meeting came to an end.