



FILE COPY

**CERTIFICATE OF INCORPORATION
OF A
PRIVATE LIMITED COMPANY**

Company No. 7208839

The Registrar of Companies for England and Wales, hereby certifies that

HERTS CVS TRADING LTD

is this day incorporated under the Companies Act 2006 as a private company, that the company is limited by guarantee, and the situation of its registered office is in England/Wales

Given at Companies House on **30th March 2010**



N072088390



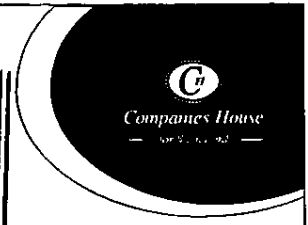
Companies House
— for the record —



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**

221040 50
IN01

Application to register a company



A fee is payable with this form.
Please see 'How to pay' on the last page

✓ **What this form is for**
You may use this form to register a
private or public company

✗ **What this form is NOT for**
You cannot use this form to register
a limited liability partnership. To
this, please use form LL IN01

TUESDAY



A09 30/03/2010 146
COMPANIES HOUSE

Part 1 Company details

→ **Filling in this form**
Please complete in typescript or in
bold black capitals.

All fields are mandatory unless
specified or indicated by *

A1 Company details

Please show the proposed company name below

Proposed company
name in full *

Herts CVS Trading Ltd

For official use

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① **Duplicate names**
Duplicate names are not permitted. A
list of registered names can be found
on our website. There are various rules
that may affect your choice of name.
More information is available at
www.companieshouse.gov.uk

A2 Company name restrictions *

Please tick the box only if the proposed company name contains sensitive
or restricted words or expressions that require you to seek comments of a
government department or other specified body

☐ I confirm that the proposed company name contains sensitive or restricted
words or expressions and that approval, where appropriate, has been
sought of a government department or other specified body and I attach a
copy of their response

② **Company name restrictions**
A list of sensitive or restricted words
or expressions that require consent
can be found in guidance available
on our website
www.companieshouse.gov.uk

A3 Exemption from name ending with 'Limited' or 'Cyfyngedig' *

Please tick the box if you wish to apply for exemption from the requirement to
have the name ending with 'Limited', 'Cyfyngedig' or permitted alternative

☐ I confirm that the above proposed company meets the conditions for
exemption from the requirement to have a name ending with 'Limited',
'Cyfyngedig' or permitted alternative

③ **Name ending exemption**
Only private companies that are
limited by guarantee and meet other
specific requirements are eligible to
apply for this
For more details, please go to our
website
www.companieshouse.gov.uk

A4 Company type *

Please tick the box that describes the proposed company type and members'
liability (only one box must be ticked)

☐ Public limited by shares
☐ Private limited by shares
☒ Private limited by guarantee
☐ Private unlimited with share capital
☐ Private unlimited without share capital

④ **Company type**
If you are unsure of your company's
type, please go to our website
www.companieshouse.gov.uk

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Application to register a company

A5

Situation of registered office ①

Please tick the appropriate box below that describes the situation of the proposed registered office (only one box must be ticked)

- ☒ England and Wales
☐ Wales
☐ Scotland
☐ Northern Ireland

② Registered office

Every company must have a registered office and this is the address to which the Registrar will send correspondence

For England and Wales companies, the address must be in England or Wales

For Welsh, Scottish or Northern Ireland companies, the address must be in Wales, Scotland or Northern Ireland respectively

A6

Registered office address ①

Please give the registered office address of your company

Building name/number

149 The

Street

The Parade

Post town

Watford

County/Region

Herts

Postcode

WD17 1RH

② Registered office address

You must ensure that the address shown in this section is consistent with the situation indicated in section A5

You must provide an address in England or Wales for companies to be registered in England and Wales

You must provide an address in Wales, Scotland or Northern Ireland for companies to be registered in Wales, Scotland or Northern Ireland respectively

A7

Articles of association ①

Please choose one option only and tick one box only

Option 1

I wish to adopt one of the following model articles in its entirety Please tick only one box

- ☐ Private limited by shares
☐ Private limited by guarantee
☐ Public company

Option 2

I wish to adopt the following model articles with additional and/or amended provisions I attach a copy of the additional and/or amended provision(s) Please tick only one box

- ☐ Private limited by shares
☐ Private limited by guarantee
☐ Public company

Option 3

☒ I wish to adopt entirely bespoke articles I attach a copy of the bespoke articles to this application

② For details of which company type can adopt which model articles, please go to our website www.companieshouse.gov.uk

A8

Restricted company articles ①

Please tick the box below if the company's articles are restricted

☐

② Restricted company articles

Restricted company articles are those containing provision for entrenchment For more details, please go to our website www.companieshouse.gov.uk

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Application to register a company

Part 2**Proposed officers**

For private companies the appointment of a secretary is optional, however, if you do decide to appoint a company secretary you must provide the relevant details. Public companies are required to appoint at least one secretary.

Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual.

For a secretary who is an individual, go to Section B1. For a corporate secretary, go to Section C1. For a director who is an individual, go to Section D1. For a corporate director, go to Section E1.

Secretary**B1****Secretary appointments ①**

Please use this section to list all the secretary appointments taken on formation.
For a corporate secretary, complete Sections C1-C5.

Title*	Mr
Full forename(s)	Robert John
Surname	Jones
Former name(s) ②	

① Corporate appointments

For corporate secretary appointments, please complete section C1-C5 instead of section B.

Additional appointments
If you wish to appoint more than one secretary, please use the 'Secretary appointments' continuation page.

② Former name(s)

Please provide any previous names which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes.

B2**Secretary's service address ③**

Building name/number	149
Street	The Parade
Post town	Watford
County/Region	Herts
Postcode	WD17 1RH
Country	UK

③ Service address

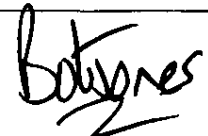
This is the address that will appear on the public record. This does not have to be your usual residential address.

Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of secretaries as the company's registered office.

If you provide your residential address here it will appear on the public record.

B3**Signature ④**

I consent to act as secretary of the proposed company named in Section A1.

Signature	<div style="display: flex; align-items: center;"> <div style="margin-right: 20px;">Signature</div> <div style="text-align: center;"> X  X </div> </div>
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④ Signature

The person named above consents to act as secretary of the proposed company.

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Application to register a company

Corporate secretary

C1	Corporate secretary appointments	<p>Additional appointments If you wish to appoint more than one corporate secretary, please use the 'Corporate secretary appointments' continuation page</p> <p>Registered or principal address This is the address that will appear on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO box number (unless contained within a full address), DX number or LP (Legal Post in Scotland) number</p>
Please use this section to list all the corporate secretary appointments taken on formation		
Name of corporate body/firm		
Building name/number		
Street		
Post town		
County/Region		
Postcode	<div style="display: flex; justify-content: space-between;"> <div style="border: 1px solid black; width: 20px; height: 20px;"></div> <div style="border: 1px solid black; width: 20px; height: 20px;"></div> <div style="border: 1px solid black; width: 20px; height: 20px;"></div> <div style="border: 1px solid black; width: 20px; height: 20px;"></div> <div style="border: 1px solid black; width: 20px; height: 20px;"></div> <div style="border: 1px solid black; width: 20px; height: 20px;"></div> <div style="border: 1px solid black; width: 20px; height: 20px;"></div> <div style="border: 1px solid black; width: 20px; height: 20px;"></div> </div>	
Country		
C2	Location of the registry of the corporate body or firm	
Is the corporate secretary registered within the European Economic Area (EEA)? → Yes Complete Section C3 only → No Complete Section C4 only		
C3	EEA companies	<p>EEA A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk</p> <p>This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)</p>
Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register		
Where the company/firm is registered		
Registration number		
C4	Non-EEA companies	<p>Non-EEA Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register</p>
Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register		
Legal form of the corporate body or firm		
Governing law		
If applicable, where the company/firm is registered		
Registration number		
C5	Signature	<p>Signature The person named above consents to act as corporate secretary of the proposed company</p>
I consent to act as secretary of the proposed company named in Section A1		
Signature	Signature <div style="display: flex; justify-content: space-between;"> <div style="border: 1px solid black; width: 40px; height: 40px; text-align: center; line-height: 40px;">X</div> <div style="border: 1px solid black; width: 40px; height: 40px; text-align: center; line-height: 40px;">X</div> </div>	

IN01

Application to register a company

Director**D1****Director appointments ①**Please use this section to list all the director appointments taken on formation
For a corporate director, complete Sections E1-E5

Title*	Mr
Full forename(s)	Robert John
Surname	Jones
Former name(s) ②	
Country/State of residence ③	UK
Nationality	British
Date of birth	d 1 9 m 10 y 1961
Business occupation (if any) ④	Charity CEO

① Appointments

Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual.

② Former name(s)

Please provide any previous names which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes.

③ Country/State of residence

This is in respect of your usual residential address as stated in section D4.

④ Business occupation

If you have a business occupation, please enter here. If you do not, please leave blank.

Additional appointments

If you wish to appoint more than one director, please use the 'Director appointments' continuation page.

D2**Director's service address ⑤**

Please complete the service address below. You must also fill in the director's usual residential address in Section D4.

Building name/number	149
Street	The Parade
Post town	Watford
County/Region	Herts
Postcode	WD17 1RH
Country	UK

⑤ Service address


This is the address that will appear on the public record. This does not have to be your usual residential address.

Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of directors as the company's registered office.

If you provide your residential address here it will appear on the public record.

D3**Signature ⑥**

I consent to act as director of the proposed company named in Section A1.

Signature	Signature X  X
-----------	--

⑥ Signature

The person named above consents to act as director of the proposed company.

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Application to register a company

Director



Director appointments ①

Please use this section to list all the director appointments taken on formation
For a corporate director, complete Sections E1-E5

Title *	
Full forename(s)	
Surname	
Former name(s) ②	
Country/State of residence ③	
Nationality	
Date of birth	<div>d</div> <div>d</div> <div>m</div> <div>m</div> <div>y</div> <div>y</div> <div>y</div> <div>y</div>
Business occupation (if any) ④	

① Appointments

Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual.

② Former name(s)

Please provide any previous name(s) which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes.

③ Country/State of residence

This is in respect of your usual residential address as stated in Section D4.

④ Business occupation

If you have a business occupation, please enter here. If you do not, please leave blank.

Additional appointments

If you wish to appoint more than one director, please use the 'Directors appointments' continuation page.



Director's service address ⑤

Please complete the service address below. You must also fill in the director's usual residential address in Section D4.

Building name/number	
Street	
Post town	
County/Region	
Postcode	<div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div>
Country	

⑤ Service address

This is the address that will appear on the public record. This does not have to be your usual residential address.

Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of directors as the company's registered office.

If you provide your residential address here it will appear on the public record.



Signature ⑥

I consent to act as director of the proposed company named in Section A1

Signature	<div>Signature</div> <div>X</div>	X
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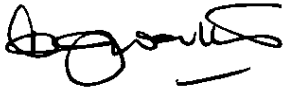
⑥ Signature

The person named above consents to act as director of the proposed company.

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Application to register a company

Corporate director

E1	Corporate director appointments ①		① Registered or principal address This is the address that will appear on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO box number (unless contained within a full address), DX number or LP (Legal Post in Scotland) number.
Please use this section to list all the corporate directors of the company			
Name of corporate body or firm	Community Action Hertsmere		
Building name/number	2		
Street	Allum Lane		
Post town	Elstree		
County/Region	Herts		
Postcode	WD6 3PJ		
Country	UK		
E2	Location of the registry of the corporate body or firm		
Is the corporate director registered within the European Economic Area (EEA)? → Yes Complete Section E3 only ✓ → No Complete Section E4 only			
E3	EEA companies ②		② EEA A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk ③ This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)
Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register			
Where the company/firm is registered ③	England and Wales		
Registration number	6717968		
E4	Non-EEA companies		④ Non-EEA Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register.
Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.			
Legal form of the corporate body or firm			
Governing law			
If applicable, where the company/firm is registered ④			
If applicable, registration number			
E5	Signature ⑤		
I consent to act as director of the proposed company named in Section A1			
Signature	Signature X  X		⑤ Signature The person named above consents to act as corporate director of the proposed company.

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Application to register a company


Corporate director

E1	Corporate director appointments	
	Please use this section to list all the corporate directors of the company	
Name of corporate body or firm	North Herts Council for Voluntary Service Centre	
Building name/number	Unit 30, Campus five	
Street	Third Avenue	
Post town	Letchworth	
County/Region	Herts	
Postcode	SG6 2JF	
Country	UK	
	Registered or principal address This is the address that will appear on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO box number (unless contained within a full address), DX number or LP (Legal Post in Scotland) number.	
E2	Location of the registry of the corporate body or firm	
	Is the corporate director registered within the European Economic Area (EEA)?	
	→ Yes Complete Section E3 only ✓ → No Complete Section E4 only	
E3	EEA companies	
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	
Where the company/firm is registered	England and Wales	
Registration number	4693569	
	EEA A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)	
E4	Non-EEA companies	
	Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register	
Legal form of the corporate body or firm		
Governing law		
If applicable, where the company/firm is registered		
If applicable, registration number		
	Non-EEA Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register.	
E5	Signature	
	I consent to act as director of the proposed company named in Section A1	
Signature	Signature X <i>DAime</i> X	
	Signature The person named above consents to act as corporate director of the proposed company.	

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Application to register a company

Corporate director

E1	Corporate director appointments		
	Please use this section to list all the corporate directors of the company		
Name of corporate body or firm	Steverage CVS		Registered or principal address This is the address that will appear on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO box number (unless contained within a full address), DX number or LP (Legal Post in Scotland) number.
Building name/number			
Street	Steverage Volunteer Centre		
	Swingate		
Post town	Steverage		
County/Region	Herts		
Postcode	SG1 1RU		
Country	UK		
E2	Location of the registry of the corporate body or firm		
	Is the corporate director registered within the European Economic Area (EEA)?		
	→ Yes Complete Section E3 only ✓		
	→ No Complete Section E4 only		
E3	EEA companies		
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register		
Where the company/firm is registered	England and Wales		EEA A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)
Registration number	5986772		
E4	Non-EEA companies		
	Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register		
Legal form of the corporate body or firm			Non-EEA Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register.
Governing law			
If applicable, where the company/firm is registered			
If applicable, registration number			
E5	Signature		
	I consent to act as director of the proposed company named in Section A1.		
Signature	Signature X  X		Signature The person named above consents to act as corporate director of the proposed company.

IN01 - continuation page

Application to register a company

Corporate director

E1	Corporate director appointments		Registered or principal address This is the address that will appear on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO box number (unless contained within a full address), DX number or LP (Legal Post in Scotland) number.
Please use this section to list all the corporate directors of the company			
Name of corporate body or firm	Watford Council for Voluntary Service		
Building name/number	149		
Street	The Parade		
Post town	Watford		
County/Region	Herts		
Postcode	WD1171RH		
Country	UK		
E2	Location of the registry of the corporate body or firm Is the corporate director registered within the European Economic Area (EEA)? → Yes Complete Section E3 only ✓ → No Complete Section E4 only		
E3	EEA companies Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register		EEA A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)
Where the company/firm is registered	England and Wales		
Registration number	4090701		
E4	Non-EEA companies Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.		
Legal form of the corporate body or firm			
Governing law			
If applicable, where the company/firm is registered			
If applicable, registration number			
E5	Signature I consent to act as director of the proposed company named in Section A1		
Signature	Signature X X		Signature The person named above consents to act as corporate director of the proposed company.

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Application to register a company

Part 3 Statement of capital

Does your company have share capital?

→ Yes Complete the sections below

→ No Go to Part 4 (Statement of guarantee)

F1 Share capital in pound sterling (£)

Please complete the table below to show each class of shares held in pound sterling
 If all your issued capital is in sterling, only complete Section F1 and then go to Section F4

Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
				£
				£
				£
				£
Totals				£

F2 Share capital in other currencies

Please complete the table below to show any class of shares held in other currencies
 Please complete a separate table for each currency

Currency				
Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
Totals				

Currency				
Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
Totals				

F3 Totals

Please give the total number of shares and total aggregate nominal value of issued share capital

Total number of shares

Total aggregate nominal value ③

③ Total aggregate nominal value
 Please list total aggregate values in different currencies separately For example £100 + €100 + \$10 etc

① Including both the nominal value and any share premium

② Number of shares issued multiplied by nominal value of each share

③ Total number of issued shares in this class.

Continuation Pages

Please use a Statement of Capital continuation page if necessary

F4

Statement of capital (Prescribed particulars of rights attached to shares)

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in **Sections F1 and F2**

Class of share

Prescribed particulars

1

Prescribed particulars of rights attached to shares

The particulars are

- a particulars of any voting rights, including rights that arise only in certain circumstances,
- b particulars of any rights, as respects dividends, to participate in a distribution,
- c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and
- d whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to redemption of these shares

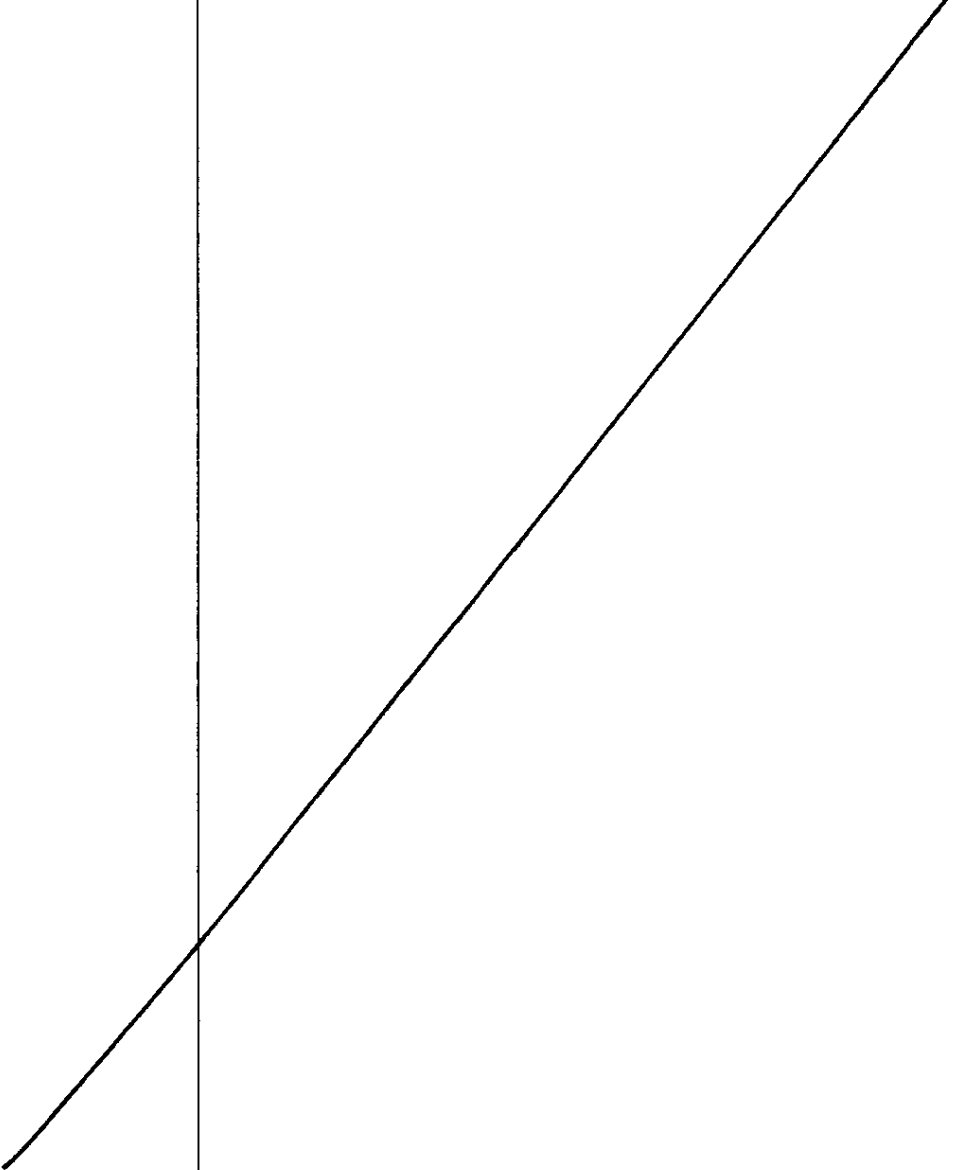
A separate table must be used for each class of share

Continuation pages

Please use the next page or a 'Statement of Capital (Prescribed particulars of rights attached to shares)' continuation page if necessary

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Application to register a company

Class of share		
Prescribed particulars 1		<p>1 Prescribed particulars of rights attached to shares</p> <p>The particulars are</p> <ul style="list-style-type: none"> a particulars of any voting rights, including rights that arise only in certain circumstances, b particulars of any rights, as respects dividends, to participate in a distribution, c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and d whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to redemption of these shares <p>A separate table must be used for each class of share</p> <p>Continuation pages</p> <p>Please use a 'Statement of capital (Prescribed particulars of rights attached to shares)' continuation page if necessary</p>

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Application to register a company

F5

Initial shareholdings

This section should only be completed by companies incorporating with share capital

Please complete the details below for each subscriber

The addresses will appear on the public record. These do not need to be the subscribers' usual residential address

Initial shareholdings

Please list the company's subscribers in alphabetical order

Please use an 'Initial shareholdings' continuation page if necessary

Subscriber's details	Class of share	Number of shares	Currency	Nominal value of each share	Amount (if any) unpaid	Amount paid
Name						
Address						
Name						
Address						
Name						
Address						
Name						
Address						
Name						
Address						

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Application to register a company

Part 4**Statement of guarantee**

Is your company limited by guarantee?

→ Yes Complete the sections below

→ No Go to Part 5 (Statement of compliance)

G1**Subscribers**

Please complete this section if you are a subscriber of a company limited by guarantee. The following statement is being made by each and every person named below

I confirm that if the company is wound up while I am a member, or within one year after I cease to be a member, I will contribute to the assets of the company by such amount as may be required for

- payment of debts and liabilities of the company contracted before I cease to be a member,
- payment of costs, charges and expenses of winding up, and,
- adjustment of the rights of the contributors among ourselves, not exceeding the specified amount below

1 Name

Please use capital letters

2 Address

The addresses in this section will appear on the public record. They do not have to be the subscribers' usual residential address

3 Amount guaranteed

Any valid currency is permitted

Continuation pages

Please use a 'Subscribers' continuation page if necessary

Subscriber's details

Forename(s) ①	Robert John
Surname ①	Jones
Address ②	42 Oakdale Welwyn Garden City
Postcode	AL8 7QZ
Amount guaranteed ③	£1-00

Subscriber's details

Forename(s) ①	Community Action Hertsmere
Surname ①	
Address ②	2 Allum Lane Elstree
Postcode	WD6 3PJ
Amount guaranteed ③	£1-00

Subscriber's details

Forename(s) ①	North Herts Council for Voluntary Service
Surname ①	
Address ②	Third Avenue Letchworth
Postcode	SG6 2JF
Amount guaranteed ③	£1-00

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Subscriber's details	
Forename(s) ①	Watford Council for Voluntary Service
Surname ①	
Address ②	149 The Parade Watford
Postcode	WD17 1RH
Amount guaranteed ③	£1-00

Subscriber's details	
Forename(s) ①	Stevage CVS
Surname ①	
Address ②	Swingate Stevage
Postcode	SG1 1RU
Amount guaranteed ③	£1-00

Subscriber's details	
Forename(s) ①	
Surname ①	
Address ②	
Postcode	
Amount guaranteed ③	

Subscriber's details	
Forename(s) ①	
Surname ①	
Address ②	
Postcode	
Amount guaranteed ③	

Subscriber's details	
Forename(s) ①	
Surname ①	
Address ②	
Postcode	
Amount guaranteed ③	

① Name

Please use capital letters

② Address

The addresses in this section will appear on the public record. They do not have to be the subscribers' usual residential address.

③ Amount guaranteed

Any valid currency is permitted

Continuation pages

Please use a 'Subscribers' continuation page if necessary

IN01

Application to register a company

Part 5**Statement of compliance**

This section must be completed by all companies.

Is the application by an agent on behalf of all the subscribers?



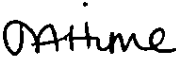


- **No** Go to **Section H1** (Statement of compliance delivered by the subscribers)
- **Yes** Go to **Section H2** (Statement of compliance delivered by an agent)

H1**Statement of compliance delivered by the subscribers ①**

Please complete this section if the application is not delivered by an agent for the subscribers of the memorandum of association

I confirm that the requirements of the Companies Act 2006 as to registration have been complied with

① Statement of compliance delivered by the subscribers
Every subscriber to the memorandum of association must sign the statement of compliance

Subscriber's signature	Signature X  X
Subscriber's signature	Signature X  X
Subscriber's signature	Signature X  X
Subscriber's signature	Signature X  X
Subscriber's signature	Signature X  X
Subscriber's signature	Signature X X
Subscriber's signature	Signature X X
Subscriber's signature	Signature X X

IN01

Application to register a company

Subscriber's signature	Signature X	X	Continuation pages Please use a 'Statement of compliance delivered by the subscribers' continuation page if more subscribers need to sign
Subscriber's signature	Signature X	X	
Subscriber's signature	Signature X	X	
Subscriber's signature	Signature X	X	

H2		Statement of compliance delivered by an agent											
		Please complete this section if this application is delivered by an agent for the subscribers to the memorandum of association											
Agent's name													
Building name/number													
Street													
Post town													
County/Region													
Postcode	<table border="1"> <tr> <td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td> </tr> </table>												
Country													
		I confirm that the requirements of the Companies Act 2006 as to registration have been complied with											
Agent's signature	Signature X	X											

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Companies Acts 1985, 1989 and 2006

Company Limited by Guarantee

Memorandum of Association for Herts CVS Trading Ltd

1 Name

1 1 The name of the Chanty is Herts CVS Trading Ltd

2 Subscribers

2 1 Each subscriber listed and signing below wishes to form a company under the Companies Act 2006 and agrees to become a member of the company

Names & Addresses of Subscribers

Subscribers' Signatures and Date of Signing

Name CVS for Broxbourne and East
Herts
Address 20 Tudor Square
Ware
Hertfordshire
SG12 9XF
Company 6143165
Charity 118986

Signed _____
Date _____

Name Community Action Hertsmere
Address 2 Allum Lane
Elstree
Hertfordshire
WD6 3PJ
Company 6717968
Charity 1127066

Signed 
Date 26-3-10

Name Centre for Voluntary Service in
Three Rivers
Address Basing House
46 High Street
Rickmansworth
Hertfordshire
WD3 1HP
Company 4408051
Charity 1094111

Signed _____
Date _____

Name Dacorum Council for Voluntary Service
Address 48 High Street
Hemel Hempstead
Hertfordshire
HP1 3AF
Company 1748852
Charity 288080

Signed _____

Date _____

Name North Herts ^{Centre} ~~Council~~ for Voluntary Service
Address Unit 30 Campus Five
Third Avenue
Letchworth Garden City
Hertfordshire
SG6 2JF
Company 4693569
Charity 1097796

Signed _____

Date _____

Name Council for Voluntary Service in St Albans District
Address 31 St Catherine's Street
St Albans
Hertfordshire
AL3 5BJ
Company 3440826
Charity 1064774

Signed _____

Date _____

Name Stevenage CVS
Address Stevenage Voluntary Centre
Swingate
Stevenage
Hertfordshire
SG1 1RU
Company 5986772
Charity 1116990

Signed _____

Date _____

Name Watford Council for Voluntary
Service
Address 149 The Parade
Watford
Hertfordshire
WD17 1RH
Company 4090701
Charity 1085518

Signed [Signature]
Date 26.03.2010

Name Robert John Jones
Address 42 Oakdale
Welwyn Garden City
Hertfordshire
AL8 7QZ

Signed [Signature]
Date 24 March 2010

Witnesses to the above signatures

Name MARIA WASZEKIS
Occupation
Address 149 THE PARADE
WATFORD
WD17 1RH
HERTS

Signed [Signature]

Name KERRY ASSELL
Occupation
Address 149 THE PARADE
WATFORD
WD17 1RH

Signed [Signature]

3 Interpretation

3.1 In the Memorandum of Association and in the Articles of Association, unless the context indicates another meaning

AGM means an annual general meeting of the Company,

the Articles means the Company's articles of association,

authorised representative means an individual who is authorised by a member organisation to act on its behalf at meetings of the Company and whose name is given to the Secretary,

Chairman means the chairman of the Company,

clear days, in relation to a period of notice, means that period excluding the day when the notice is given or deemed to be given and the day for which it is given or on which it is to take effect,

the Company means the company governed by these Articles and Memorandum of Association,

the Companies Acts mean the Companies Act 1985 including any statutory modification thereof for the time being in force and any provisions of the Companies Act 2006 for the time being in force,

conflict of interest means a situation in which a person has or can have a direct or indirect interest that conflicts or possibly may conflict with the interests of the Company. A conflict of interest includes a conflict of interest and duty or loyalty and a conflict of duties and loyalties

connected person means any spouse, partner, parent, child, brother, sister, grandparent or grandchild of a Company member, a person carrying on business in partnership with a Company member or an institution that is controlled by a Company member or a connected person or any company of which a Company member or a connected person has a substantial interest,

corporate director means Director appointed by a corporate member,

corporate member or **corporate membership** means a legally incorporated company with charitable status that has been accepted into membership of the Company,

director means any properly appointed director of the Company,

financial expert means an individual, company or firm who is authorised to give investment advice under the Financial Services and Markets Act 2000,

financial year means the Company's financial year,

firm includes a limited liability partnership,

indemnity insurance means insurance against personal liability incurred by any Director for an act or omission which is or is alleged to be a breach of trust or breach of duty, unless the Director concerned knew that, or was reckless whether, the act or omission was a breach of trust or breach of duty,

individual member and **individual membership** refer to individuals who are members of the Company,

member and **membership** refer to individual or corporate membership of the Company,

Memorandum means the Company's Memorandum of Association,

month means calendar month,

the Objects means the Objects of the Company as defined in the Memorandum,

Officer means the members elected to fulfil the roles of Chairman and Secretary of the Company,

the Secretary means the Company Secretary of the Company,

written or in writing refers to a legible document of any kind

year means calendar year

3 2 Unless the context otherwise requires, words and expressions contained in the Articles bear the same meaning as in the Companies Acts

3 3 Save to the extent expressly provided for in these Memorandum and Articles, no regulation contained in any statute or subordinate legislation, including but not limited to the regulations contained in Table C in the schedule to the Companies (Table A to F) Regulations 1985 as amended, shall apply to the Company

3 4 References to an Act of Parliament are to that Act as amended or re-enacted from time to time and to any subordinate legislation made under it

4 Registered Office

4 1 The registered office of the company is to be in England or Wales

5 Objects

5 1 The Objects of Herts CVS Trading Ltd are to work with its Corporate members and other local voluntary organisations to

5 1 1 bid for public service and other contracts,

5 1 2 deliver on public service and other contracts,

5 1 3 increase the proportion of public services that are provided by local voluntary organisations,

5 1 4 improve the quality of public services by promoting user involvement and user-led services,

5 1 5 assist CVSs and other local voluntary organisations to become more effective by sharing costs, services, skills and experience,

5 1 6 carry on any business or undertaking and promote any activity for the benefit of the members of the company being organisations established for the benefit of communities living in Hertfordshire and elsewhere

6 Powers

6 1 The Company has the following powers

- 6 1 1 to promote or carry out research,
- 6 1 2 to provide advice,
- 6 1 3 to publish or distribute information,
- 6 1 4 to co-operate with other bodies,
- 6 1 5 to raise funds,
- 6 1 6 to borrow money and give security for loans,
- 6 1 7 to acquire or hire or improve property of any kind,
- 6 1 8 to let or dispose of property of any kind,
- 6 1 9 to make grants or loans of money and to give guarantees,
- 6 1 10 to set aside funds for special purposes or as reserves against future expenditure,
- 6 1 11 to open any bank accounts and deposit or invest in funds in any manner (after obtaining such advice from a financial expert as the Directors consider necessary),
- 6 1 12 to delegate any work or action as the Directors deem necessary or helpful,
- 6 1 13 to insure the Company against any risk,
- 6 1 14 to pay for indemnity insurance for Company Directors,
- 6 1 15 to employ paid or unpaid agents, staff or advisers,
- 6 1 16 to enter into contracts to provide services to or on behalf of other bodies,
- 6 1 17 to establish or acquire subsidiary companies to assist or act as agents for the Company,
- 6 1 18 to distribute any surplus reserves to its Corporate members or to other local community organisations provided they are registered charities,
- 6 1 19 to do anything else within the law which promotes or helps to promote the Objects

7 Benefits to Directors

7 1 The property and funds of the Company must be used only for promoting the Objects but

- 7 1 1 Corporate members of the Company may be contracted by or enter into contracts with the Company and receive payment for goods or services supplied,
- 7 1 2 members (including Corporate members) may be paid interest at a reasonable rate on money lent to the Company,
- 7 1 3 members (including Corporate members) may be paid a reasonable rent or hiring fee for property or equipment let or hired to the Company
- 7 2 A Director must not receive any payment of money or other material benefit (whether directly or indirectly) from the Company except
 - 7 2 1 as allowed for under clause 7 1 1, or as mentioned in clauses 6 1 14 (indemnity insurance), 7 1 2 (interest), 7 1 3 (rent), or 7 3 (contractual payments),
 - 7 2 2 reimbursement of reasonable out-of-pocket expenses (including hotel and travel costs) incurred in the administration of the Company,
 - 7 2 3 an indemnity in respect of any liabilities properly incurred in running the Company (including the costs of a successful defence to criminal proceedings),
 - 7 2 4 payment to any company in which a Director has no more than a 1 per cent shareholding, and
- 7 3 A Director may not be an employee of the Company, but a Director or a connected person may be employed by a Corporate member contracted to carry out work on behalf of the Company
- 7 4 Conflicts of interest must be declared and managed as set out in the Articles of Association
- 8 Limited liability and guarantee**
- 8 1 The liability of company members is limited
- 8 2 Every member of the Company promises, if the company is dissolved while he or she or it is a member or within twelve months after he she or it ceases to be a member, to contribute such sum (not exceeding £1) as may be demanded of him or her or it towards the payment of the Company's debts and liabilities and the costs of winding up the Company and the adjustment of the rights of the contributories amongst themselves
- 9 Dissolution**
- 9 1 If the Company is dissolved, the assets (if any) remaining after provision has been made for all its liabilities will be donated to the Corporate members of the Company in such proportions as the Directors agree provided that all such Corporate members hold charitable status
- 9 2 If there are no Corporate members holding charitable status, then the Directors may apply any remaining assets to such other charitable purpose or purposes as they agree

Companies Acts 1985, 1989 and 2006

Company Limited by Guarantee

Articles of Association for Herts CVS Trading Ltd

10 Membership

10 1 The Company must maintain a register of members

10 2 Membership of the Company is open to any individual or organisation interested in promoting the Objects who

10 2 1 applies to the Company in the form required by the Directors,

10 2 2 is unanimously approved for membership of the Company by the Directors, and

10 2 3 signs the register of members or consents in writing to become a member either personally or (in the case of an organisation) through an authorised representative

The Directors may decide to accept Corporate members into the Company with or without the right to appoint a Director

10 3 Membership is terminated if the member concerned

10 3 1 gives written notice of resignation to the Company Secretary,

10 3 2 dies or (in the case of a Corporate member) ceases to exist,

10 3 3 is more than two months in arrear in paying the relevant subscription and fails to pay such arrears within one month after a written notification has been sent, unless the Directors should decide to take notice of special circumstances, or

10 3 4 is removed from membership by resolution of the Directors on the grounds that in their reasonable opinion the member's continued membership is harmful to the Company The Directors may only pass such a resolution after notifying the member in writing and considering the matter in the light of any written representations which the member concerned puts forward within 14 clear days after receiving notice

10 3 5 Any person or organisation who ceases from any cause to be a member may apply for readmission to the Company Any such readmission shall be at the discretion of Directors

10 4 Membership of the Company is not transferable

- 11 General meetings including annual general meetings**
- 11 1 Members are entitled to attend general meetings either personally or (in the case of a Corporate member) by an authorised representative or by proxy. Proxy forms must be delivered to the Secretary at least 24 hours before the meeting. General meetings are called on at least 14 clear days' written notice specifying the business to be discussed.
- 11 2 There is a quorum at a general meeting if the number of members or authorised representatives present in person or by proxy is at least 75% of members.
- 11 3 The Chairman or the Vice Chairman or (if neither is available or able to do so) some other Officer chosen by the Directors present shall preside at any general meeting.
- 11 4 Except where otherwise provided by the Articles or the Companies Acts, every issue is decided by a majority of the votes cast.
- 11 5 Every member present in person or through an authorised representative or by proxy has one vote on each issue.
- 11 6 Where votes are tied, the Chairman may use a second casting vote.
- 11 7 A written resolution signed by 50% plus one members entitled to vote at a general meeting is as valid as a resolution actually passed at a general meeting provided the written resolution is made fully in accordance with the Companies Acts.
- 11 8 For the purpose of clause 11 7 a written resolution may be set out in more than one document and will be treated as passed on the date of the last signature.
- 11 9 The Directors may call a general meeting and, on the requisition of the members pursuant to the provisions of the Companies Act 2006, shall forthwith proceed to convene a general meeting in accordance with the provisions of the Companies Act 2006.
- 11 10 The Company must hold an AGM in every year.
- 11 11 At an AGM the members
- 11 11 1 receive the accounts of the Company for the previous financial year,
 - 11 11 2 receive the Directors' report on the Company's activities since the previous AGM,
 - 11 11 3 ratify the election of Directors nominated as the authorised representatives of each Corporate member,
 - 11 11 4 ratify the election by the Directors of the Company's officers
 - (a) a Chairman from the authorised representatives of Corporate members,
 - (b) a Vice Chairman from the authorised representatives of Corporate members,

(c) a Company Secretary

These Officers take up their duties immediately following the AGM and serve until the end of the following AGM. At the following AGM, all Officers retire but may immediately stand for re-election provided that they are still Directors (see also clause 13.8)

11.11.5 appoint auditors or reporting accountants for the Company,

11.11.6 may confer on any individual (with his or her consent) the honorary title of Patron or President or Vice President of the Company, and

11.11.7 may discuss and determine any issues of policy or deal with any other business put before them by the Directors including changes to these Articles and Memorandum of Association

12 Voting at general meetings including annual general meetings

12.1 Every notice of a general meeting must include a statement of the right to appoint a proxy that complies with the requirements of the Companies Act 2006

12.2 Any member entitled to attend and vote at any meeting of the Company shall be entitled to appoint another person (whether a member or not) as his proxy to speak attend and vote (by a show of hands or poll) in his place

12.3 The instrument appointing a proxy shall be in writing signed by the member making the appointment and shall be in the following form or in any other form the Directors may approve

"Herts CVS Trading Ltd

I/We, [insert name(s)], of [insert address(es)], being a member/members of the above-named Company, hereby appoint [insert name(s)] of [insert address(es)], or failing him, [insert name(s)] of [insert address(es)], as my/our proxy to vote in my/our name(s) and on my/our behalf at the general meeting of the Company to be held on [insert date] and at any adjournment thereof

Signed on [insert date]"

12.4 The appointment of a proxy and any authority under which it is executed (or a copy of such authority certified by a notary or in some other way approved by the Directors) must be left with the Secretary not less than 48 hours before the time of the meeting. An appointment of proxy which is not deposited, delivered or received in a manner so permitted shall be invalid

12.5 Each proxy received by the Secretary shall expire on the earlier of

12.5.1 receipt by the Secretary of any replacement proxy,

12.5.2 the date such member ceases to be a member of the Company, or

12.5.3 twelve months from the date of its execution

- 12 6 An instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll
- 12 7 No objection shall be raised to the qualification of any member or proxy to vote or demand a poll except at the meeting or adjourned meeting at which the vote, or demand for a poll, objected to is tendered, and every vote, or poll, not disallowed at the meeting shall be valid Any objection made in due time shall be referred to the Chairman of the meeting whose decision shall be final and conclusive
- 13 Directors**
- 13 1 Each Corporate member entitled to do so (see clause 10 2) may appoint one authorised representative to the Board of Directors
- 13 2 The Corporate subscribers to the Memorandum are the first Corporate members and each is entitled to appoint one Director
- 13 3 The Council may at any time co-opt up to three individuals who are qualified to be appointed as Directors Any such co-option must be unanimous Co-opted Directors may vote at any Directors' meeting and hold office until the next AGM
- 13 4 Every Director after appointment or reappointment must sign a declaration of his or her willingness to act as a Director of the Company before he or she may vote at any meeting of the Directors
- 13 5 The Board of Directors comprises
- 13 5 1 an appointed representatives from each Corporate member entitled to make such an appointment,
 - 13 5 2 any individuals co-opted under Article 13 3,
 - 13 5 3 the individual elected Company Secretary under Article 11 11 4 who shall not have a vote at any meeting of the Directors unless also appointed as the representative of a Corporate member
- 13 6 A Director's term of office automatically terminates if
- 13 6 1 he or she is disqualified in law from acting as a Company Director,
 - 13 6 2 he or she is incapable, whether mentally or physically, of managing his or her own affairs,
 - 13 6 3 he or she is absent from three consecutive meetings of the Directors and is asked by a majority of the other Directors to resign,
 - 13 6 4 the Corporate member who appointed the Director ceases to be a member of the Company,
 - 13 6 5 the Corporate member who appointed the Director appoints a replacement Director at any time,

- 13 6 6 resigns by written notice to the Council (but only if at least two Directors will remain in office at least one of which is a human director)
- 13 7 A technical defect in the appointment of a Director of which the Directors are unaware at the time does not invalidate decisions taken at a meeting
- 13 8 Prior to each AGM, and where a vacancy arises between AGMs, the Directors shall elect
 - 13 8 1 a Chairman to serve until the next AGM,
 - 13 8 2 a Vice Chairman to serve until the next AGM,
 - 13 8 3 a Company Secretary from individual members of the Company to serve until the next AGM
- 14 Meetings of the Directors**
 - 14 1 The Directors must hold at least 3 meetings each year
 - 14 2 A quorum at a meeting of the Directors is 50% of those Directors eligible to attend and vote
 - 14 3 A meeting of the Directors may be held either in person or by suitable electronic means agreed by the Directors in which all participants may communicate with all the other participants
 - 14 4 If the Chairman or Vice Chairman is not available to preside at a meeting of Directors, those present may elect another of their number to preside at the meeting
 - 14 5 Every issue considered by the Directors will normally be determined by a simple majority of votes cast but resolutions on the following issues require a unanimous decision
 - 14 5 1 elections to membership of the Company (as per clause 10 2),
 - 14 5 2 co-options to the Board of Directors (as per clause 13 5),
 - 14 5 3 any proposals to be put to a general meeting under clause 11 11 7 including any proposal to amend these Articles or Memorandum of Association,
 - 14 5 4 any resolutions or decisions on Company activities outside Hertfordshire,
 - 14 5 5 any resolutions or decisions on activities within Hertfordshire that are not Hertfordshire-wide and therefore affect some Corporate members more than others
 - 14 6 Except for the Chairman of the meeting, who has a second or casting vote, every Director has one vote on each issue (this articles is subject to article 13 5 3 under which the Company Secretary has no vote)
 - 14 7 A written resolution signed by all the Directors is as valid as a resolution passed at a meeting For this purpose the resolution may be contained in more than one document and will be treated as passed on the date of the last signature

- 14 8 A procedural defect of which the Directors are unaware at the time does not invalidate decisions taken at a meeting
- 15 The powers of the Directors**
- 15 1 The Directors have the following powers
- 15 1 1 to delegate any of their functions or powers to committees consisting of one or more individuals appointed by them. At least one member of every committee must be a Director and all proceedings of committees must be reported promptly to the Directors,
 - 15 1 2 to determine the role, the term and eligibility for election of Officers and Directors,
 - 15 1 3 to agree standing orders consistent with the Memorandum, the Articles and the Companies Acts to govern proceedings at general meetings and to prescribe a form of proxy,
 - 15 1 4 to make rules consistent with the Memorandum, the Articles and the Companies Acts to govern their proceedings and proceedings of committees,
 - 15 1 5 to make regulations consistent with the Memorandum, the Articles and the Companies Acts to govern the administration of the Company and the use of its seal (if any),
 - 15 1 6 to establish procedures to assist the resolution of disputes or differences within the Company, and
 - 15 1 7 to transfer any reserves not required for the Company's own purposes to the Corporate members of the Company in such proportions as the Directors determine provided that all such Corporate members hold charitable status
 - 15 1 8 to exercise any powers of the Company which are not reserved to a general meeting
- 16 Conflicts of Interest**
- 16 1 If a Director, or a connected person in relation to a Director is directly or indirectly interested in a proposed transaction or arrangement with the Company the interested Director must declare the nature and extent of that interest to the other Directors at a meeting of the Council before the Company enters into the transaction or arrangement
- 16 2 Whenever a Director has any other conflict of interest in a matter to be discussed at a meeting of the Company, he or she must
- 16 2 1 declare an interest before the meeting or at the meeting before discussion begins on the matter,
 - 16 2 2 be absent from the meeting for that item unless expressly invited to remain in order to provide information,

- 16 2 3 not be counted in the quorum for that part of the meeting, and
- 16 2 4 have no vote on the matter
- 16 3 Articles 16 1 and 16 2 do not apply
 - 16 3 1 to an interest of which the Director is not aware or could not reasonably be expected to be aware, or where the Director is not aware of the transaction or arrangement in question,
 - 16 3 2 if it cannot reasonably be regarded as likely to give rise to a conflict of interest,
 - 16 3 3 if the conflict is between the Director's loyalty to the Company and loyalty to a Corporate member of the Company

In these circumstances, a Director may

 - 16 3 4 be counted in the quorum for that part of the meeting,
 - 16 3 5 remain and take part in discussions,
 - 16 3 6 vote on the matter
- 16 4 A Director must avoid a conflict of interest in relation to the Company that is not authorised by the Directors
- 16 5 The Directors may authorise a conflict of interest of a Director (an "interested Director") where the following conditions apply
 - 16 5 1 the interested Director has declared his interest at or before the meeting before discussions begin on the matter,
 - 16 5 2 the interested Director is absent from the meeting for that item,
 - 16 5 3 the interested Director is not counted in the quorum for that part of the meeting,
 - 16 5 4 the Directors other than the interested Director(s) consider it is in the interests of the Company to authorise the conflict of interest in the circumstances applying,
 - 16 5 5 the interested Director is absent during the vote and has no vote on the matter or in considering whether a quorum is present at the meeting
- 17 **Records and Accounts**
 - 17 1 The Directors must comply with the requirements of the Companies Acts in keeping financial records, the annual accounts and the preparation and transmission to the Registrar of Companies of
 - 17 1 1 annual returns,
 - 17 1 2 annual reports, and

- 17 1 3 annual statements of account
- 17 2 The Directors must keep proper records of all
 - 17 2 1 proceedings at general meetings,
 - 17 2 2 proceedings at meetings of the Council,
 - 17 2 3 reports of committees, and
 - 17 2 4 professional advice obtained
- 17 3 Accounting records relating to the Company must be made available for inspection by any Director at any time during normal office hours and may be made available for inspection by other members if the Directors so decide
- 17 4 A copy of the Company's latest available statement of account must be supplied on request to any Director or member. A copy must also be supplied, within two months, to any other person who makes a written request and pays the Company's reasonable costs
- 18 Notices**
- 18 1 Notices under the Articles may be sent by hand, by post or by suitable electronic means or by means of a website in accordance with section 309 Companies Act 2006
- 18 2 The only address at which a member is entitled to receive notices sent by post is an address shown in the register of members. In relation to electronic communications, "address" includes any number or address used for the purpose of such communications
- 18 3 Any notice given in accordance with these Articles is to be treated for all purposes as having been received
 - 18 3 1 24 hours after being sent by electronic means or delivered by hand to the relevant address,
 - 18 3 2 two clear days after being sent by first class post to that address,
 - 18 3 3 three clear days after being sent by second class or overseas post to that address,
 - 18 3 4 on the date of publication on a website,
 - 18 3 5 on being handed to the member (or, in the case of a member organisation, its authorised representative) personally, or, if earlier,
 - 18 3 6 as soon as the member acknowledges actual receipt
- 18 4 A technical defect in the giving of notice of which the Directors are unaware at the time does not invalidate decisions taken at a meeting

19 Dissolution

19 1 The provisions of the Memorandum in clause 9 above take effect as though repeated here