

SCHEDULE 2

COMPANY NOT HAVING A SHARE CAPITAL

Memorandum of Association of

STROKE CARE

Each Subscriber to this memorandum of association wishes to form a company under the Companies Act 2006 and agrees to become a member of the company

Name of each subscriber:

FAY HALL



DATED: 13/05/2011



COMPANY NOT HAVING A SHARE CAPITAL

ARTICLES OF ASSOCIATION FOR A CHARITABLE COMPANY

Articles of Association of

STROKE CARE

The Company will assume the Statutory Model Articles of Association for a Limited by Guarantee Company (not having a share capital) subject to the following amendments. The provisions made herein and the Model Articles of Association will combine to form the constitution of the company.

1 The company's name is

Stroke Care, (SC)

(and in this document it is called the "charity")

1 The objects for which the Charity is established are

- 1.1 To promote, develop and undertake activities, which raise awareness of, and supports people including families and carers, affected by stroke and other debilitating illnesses, in any manner deemed by law to be charitable anywhere in the UK, regardless of colour, gender, disability, ethnicity or religious belief**

1 – Prevention - Advocacy, Campaigning and Information

To collaborate with other organisations to ensure the best range of information is available to increase the prevention of stroke, and play a leading role in fighting for the rights and life betterment of all people affected by stroke and debilitating ill health

2 – Rehabilitation – Advice, Care and Support

To collaborate with other organisations to provide those affected by stroke and other debilitating ill health with the best range of advice, care and support to aid their rehabilitation and improve the quality of their lives

3 – Healthy, Sustainable Organisation

To operate a well managed, well governed and financially sustainable organisation that is able to retain a highly skilled & motivated staff team

2 Classifications

Stroke Care

What

- Medical / Health / Sickness
- Disability
- Relief of Poverty
- Economic / Community development / Employment

Who

- Children / Young people
- Elderly / Old People
- People with disabilities
- People of a particular ethnic or racial origin
- General public / Mankind

How

- Provides human resources
- Provides services
- Provides advocacy / advice / information / training / counseling

3 Interpretation

In the articles

"address" means a postal address or, for purposes of electronic communication, a fax number, an e-mail or postal address or a telephone number for receiving text messages in each case registered with,

"the articles" means the charity's article of association,

"the charity" means the company intended to be regulated by the articles,

"clear days" in relation to the period of a notice means a 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 Commission" means Commission for England and Wales,

"Companies Act" means the Companies Acts (as defined in section 2 of the Companies Act 2006) insofar as they apply to the charity,

"the directors" means the directors of the charity The directors are charity trustees as defined by section 97 of the Charities Act 1993,

"document" includes, unless otherwise specified, any document sent or supplied in electronic form,

"electronic form" has the meaning given in section 1168 of the Companies Act 2006,

"the memorandum" means the charity's memorandum of association,

"officers" includes the directors and the secretary (if any),

"the seal" means the common seal of if it has one,

Stroke Care

"secretary means any person appointed to perform the duties of the secretary of ,
"the United Kingdom" means Great Britain and Northern Ireland, and
words importing one gender shall include all genders, and singular includes the plural and vice versa

Unless the context otherwise requires word or expression contained in the articles have the same meaning as in the Companies Acts but excluding any statutory modification not in force when this constitution becomes binding on the charity

Apart from the exception mentioned in the previous paragraph reference to an Act of Parliament includes any statutory modification of re-enactment of it for the time being in force

- 4 The liability of the Members is limited
- 5 The income and property of the Charity shall be applied solely towards the promotion of the objects of the Charity as declared above The directors undertake to ensure no profit from the charity is paid or transferred directly or indirectly, by way of dividend, bonus or otherwise to the members of the company.
- 6 Every Member of the Charity undertakes to contribute to the assets of the Charity, in the event of the same being wound up, during the time that he or she is a Member, or within one year afterwards, for payment of the debts and liabilities of the Charity contracted before the time at which he or she ceases to be a Member, and of the costs, charges and expenses of winding up the same, and for the adjustment of the rights of the contributories amongst themselves, such amount as may be required not exceeding GBP 1 00
- 7 If upon the winding up or dissolution of the Charity there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid or distributed among the Members of the Charity, but shall be transferred either to some other institution (whether or not a member of the Charity) having objects similar to the objects of the Charity, or to some institution (whether or not a member of the Charity) the objects of which are the promotion of charity or anything incidental or conducive thereto, such institution or institutions to be determined by the Members of the Charity at or before the time of dissolution
- 8 At General Meetings of the Charity, each Member shall be entitled to one vote.