

**FILE COPY**



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

Company No. 3256554

The Registrar of Companies for England and Wales hereby certifies that  
ESCAPE FAMILY SUPPORT LIMITED

is this day incorporated under the Companies Act 1985 as a private  
company and that the company is limited.

Given at Companies House, Cardiff, the 30th September 1996



\*N03256554H\*

  
MRS. L. PARRY

For the Registrar of Companies



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

HC007B

Printed and supplied by

**JORDANS**

21 St Thomas Street Bristol BS1 6JS  
Telephone: 0117 923 0600 Fax: 0117 923 0063

12

Please complete in typescript,  
or in bold black capitals.

**Declaration on application for registration**

**Company Name in full**



\*F0120C40\*

ESCAPE FAMILY SUPPORT LIMITED

I, MARGARET YOUNG  
of 25 CHASEDALE CRESCENT, BLYTH

† Please delete as appropriate.

do solemnly and sincerely declare that I am a ~~Solicitor engaged in the formation of the company~~ person named as director or secretary of the company in the statement delivered to the Registrar under section 10 of the Companies Act 1985† and that all the requirements of the Companies Act 1985 in respect of the registration of the above company and of matters precedent and incidental to it have been complied with.

And I make this solemn Declaration conscientiously believing the same to be true and by virtue of the Statutory Declarations Act 1835.

**Declarant's signature**

M. Young

Declared at

BLYTH, NORTHUMBERLAND

the

27<sup>E</sup>

day of

AUGUST

One thousand nine hundred and ninety

SIX

① Please print name.

before me ①

CHARLES BRIAN GALLON

**Signed**

[Signature]

**Date**

27/8/96

A Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

CUTMARTON	
JORDANS LIMITED	
21 St. Thomas Street	
Bristol BS1 6JS	
LAW/MFI (01670) 352121	
DX number 62601	DX exchange BLYTH

When you have completed and signed the form please send it to the Registrar of Companies at:

**Companies House, Crown Way, Cardiff, CF4 3UZ DX 33050 Cardiff**  
for companies registered in England and Wales  
or  
**Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB**  
for companies registered in Scotland **DX 235 Edinburgh**

Printed and supplied by

**JORDANS**

21 St Thomas Street Bristol BS1 6JS  
Telephone: 0117 923 0600 Fax: 0117 923 0063

10

**Please complete in typescript,  
or in bold black capitals.**

**First directors and secretary and intended situation of  
registered office**

Notes on completion appear on final page

**Company Name in full**



\*F0100C40\*

ESCAPE FAMILY SUPPORT  
LIMITED

**Proposed Registered Office**

(PO Box numbers only, are not acceptable)

EMILY DAVISON HOUSE

93 BONDICAR TERRACE

Post town BLYTH

County / Region

NORTH

Postcode

NE24

If the memorandum is delivered by an agent  
for the subscriber(s) of the memorandum  
mark the box opposite and give the agent's  
name and address.

Agent's Name

Address

Post town

County / Region

Postcode

JORDANS LIMITED  
21 St. Thomas Street  
Bristol BS1 6JS  
LAW/MF/ TW3313

Number of continuation sheets attached

Please give the name, address,  
telephone number and, if available,  
a DX number and Exchange of  
the person Companies House should  
contact if there is any query.

JORDANS LIMITED  
21 St. Thomas Street  
Bristol BS1 6JS  
LAW/MF/ TW3313

DX number

DX exchange

When you have completed and signed the form please send it to the  
Registrar of Companies at:

**Companies House, Crown Way, Cardiff, CF4 3UZ DX 33050 Cardiff**  
for companies registered in England and Wales

or

**Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB**

for companies registered in Scotland

**DX 235 Edinburgh**

**Company Secretary** (see notes 1-5)

Company name

ESCAPE LIMITED

**NAME**

\*Style / Title

MRS

\*Honours etc

\* Voluntary details

Forename(s)

MARGARET

Surname

YOUNG

Previous forename(s)

MARGARET

Previous surname(s)

WICKSON

**Address****Usual residential address**

For a corporation, give the registered or principal office address.

25 CHASEDALE CRESCENT

COWPEN ESTATE

Post town

BLYTH

County / Region

NORTH<sup>LD</sup>

Postcode

NE24 5LW

Country

ENGLAND

I consent to act as secretary of the company named on page 1

**Consent signature**

M Young

Date

9-8-96

**Directors** (see notes 1-5)

Please list directors in alphabetical order

**NAME**

\*Style / Title

MRS

\*Honours etc

Forename(s)

HELEN ANNE

Surname

GREENER

Previous forename(s)

Previous surname(s)

**Address****Usual residential address**

For a corporation, give the registered or principal office address.

3 SOUTH VIEW

NEWSHAM

Post town

BLYTH

County / Region

NORTH<sup>LD</sup>

Postcode

NE 24 3RA

Country

ENGLAND

Day Month Year

**Date of birth**

17

9

59

**Nationality**

ENGLISH

**Business occupation**

DINING ROOM ASS.

**Other directorships**

NONE

I consent to act as director of the company named on page 1

**Consent signature**

H A Greene

Date

9-8-96

**Directors** (continued) (see notes 1-5)

<b>NAME</b>	<b>*Style / Title</b>	MRS		<b>*Honours etc</b>	
<b>* Voluntary details</b>	<b>Forename(s)</b>	PAULINE			
	<b>Surname</b>	HAITER			
	<b>Previous forename(s)</b>	ROBINSON			
	<b>Previous surname(s)</b>				
<b>Address</b>	20, ALLENSGREEN				
<b>Usual residential address</b>	HALL CLOSE GREEN				
For a corporation, give the registered or principal office address.	<b>Post town</b>	CRAMLINGTON			
	<b>County / Region</b>	NORTHUMBERLAND	<b>Postcode</b>	NE23 6SE	
	<b>Country</b>	ENGLAND			
	<b>Date of birth</b>	Day	Month	Year	<b>Nationality</b>
		1	10	56	ENGLISH
	<b>Business occupation</b>	CLEANER			
	<b>Other directorships</b>	NONE			
	I consent to act as director of the company named on page 1				
	<b>Consent signature</b>	P. HAITER		<b>Date</b>	9.8.96

**This section must be signed by****Either**

an agent on behalf of all subscribers

**Signed****Date****Or the subscribers**

(i.e. those who signed as members on the memorandum of association).

**Signed****Date****Signed****Date****Signed****Date****Signed****Date****Signed****Date****Signed****Date**

## Notes

1. Show for an individual the full forename(s) NOT INITIALS and surname together with any previous forename(s) or surname(s).

If the director or secretary is a corporation or Scottish firm - show the corporate or firm name on the surname line.

Give previous forename(s) or surname(s) except that:

- for a married woman, the name by which she was known before marriage need not be given,
- names not used since the age of 18 or for at least 20 years need not be given.

A peer, or an individual known by a title, may state the title instead of or in addition to the forename(s) and surname and need not give the name by which that person was known before he or she adopted the title or succeeded to it.

Address:

Give the usual residential address.

In the case of a corporation or Scottish firm give the registered or principal office.

Subscribers:

The form must be signed personally either by the subscriber(s) or by a person or persons authorised to sign on behalf of the subscriber(s).

2. Directors known by another description:

- A director includes any person who occupies that position even if called by a different name, for example, governor, member of council.

3. Directors details:

- Show for each individual director the director's date of birth, business occupation and nationality.  
**The date of birth must be given for every individual director.**

4. Other directorships:

- Give the name of every company of which the person concerned is a director or has been a director at any time in the past 5 years. You may exclude a company which either **is** or at **all times during the past 5 years**, when the person was a director, **was**:
- dormant,
- a parent company which wholly owned the company making the return,
- a wholly owned subsidiary of the company making the return, or
- another wholly owned subsidiary of the same parent company.

If there is insufficient space on the form for other directorships you may use a separate sheet of paper, which should include the company's number and the full name of the director.

5. Use Form 10 continuation sheets or photocopies of page 2 to provide details of joint secretaries or additional directors and include the company's number.

Printed and supplied by

**JORDANS**

21 St Thomas Street Bristol BS1 6JS  
Telephone 0117 923 0600 Fax 0117 923 0063

10

*Please complete in typescript,  
or in bold black capitals.*

**First directors and secretary and intended situation of  
registered office**

Notes on completion appear on final page

**Company Name in full**



\*F0100C40\*

**Proposed Registered Office**

(PO Box numbers only, are not acceptable)

Post town

County / Region

Postcode

If the memorandum is delivered by an agent  
for the subscriber(s) of the memorandum  
mark the box opposite and give the agent's  
name and address.

Agent's Name

Address

Post town

County / Region

Postcode

Number of continuation sheets attached

Please give the name, address,  
telephone number and, if available,  
a DX number and Exchange of  
the person Companies House should  
contact if there is any query.

Tel

DX number

DX exchange

When you have completed and signed the form please send it to the  
Registrar of Companies at:

**Companies House, Crown Way, Cardiff, CF4 3UZ** DX 33050 Cardiff  
for companies registered in England and Wales

or

**Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB**

for companies registered in Scotland

**DX 235 Edinburgh**

**Directors** (continued) (see notes 1-5)

<b>NAME</b>	<b>*Style / Title</b>	<b>*Honours etc</b>	
		MR	
<b>* Voluntary details</b>	<b>Forename(s)</b>	CHRISTOPHER HENRY	
	<b>Surname</b>	SIMPSON	
	<b>Previous forename(s)</b>		
	<b>Previous surname(s)</b>		
<b>Address</b>	65, GLENLUCE DRIVE		
<b>Usual residential address</b>	CRAMLINGTON		
For a corporation, give the registered or principal office address.	<b>Post town</b>		
	<b>County / Region</b>	<b>Postcode</b>	
	NORTHUMBERLAND	NE23 6QX	
	<b>Country</b>		
	<b>Day</b>	<b>Month</b>	<b>Year</b>
<b>Date of birth</b>	3	11	SS
	<b>Nationality</b>		BRITISH
<b>Business occupation</b>	ENVIRONMENTAL HEALTH OFFICER		
<b>Other directorships</b>	/		
I consent to act as director of the company named on page 1			
<b>Consent signature</b>	C.H. Simpson		<b>Date</b> 30.8.96

**This section must be signed by**

**Either**

an agent on behalf of all subscribers

Signed [Signature] Date 9/9/96

**Or the subscribers**

(i.e. those who signed as members on the memorandum of association).

Signed \_\_\_\_\_ Date \_\_\_\_\_

Signed \_\_\_\_\_ Date \_\_\_\_\_

Signed \_\_\_\_\_ Date \_\_\_\_\_

Signed \_\_\_\_\_ Date \_\_\_\_\_

Signed \_\_\_\_\_ Date \_\_\_\_\_

Signed \_\_\_\_\_ Date \_\_\_\_\_



<b>NAME</b>	<b>*Style / Title</b>	MRS		<b>*Honours etc</b>	
<b>* Voluntary details</b>	<b>Forename(s)</b>	PATRICIA ANNE			
	<b>Surname</b>	MITCHELL			
	<b>Previous forename(s)</b>				
	<b>Previous surname(s)</b>	BROWN			
	<b>Address</b>	66 BENRIDGE PARK			
<b>Usual residential address</b>		NEWSHAM			
For a corporation, give the registered or principal office address.	<b>Post town</b>	BLYTH			
	<b>County / Region</b>	NORTHUMBERLAND	<b>Postcode</b>	NE24 4TD	
	<b>Country</b>	ENGLAND			
	<b>Date of birth</b>	Day	Month	Year	<b>Nationality</b>
		26	07	55	BRITISH
	<b>Business occupation</b>	COMMUNITY WORKER			
	<b>Other directorships</b>	NONE			
	I consent to act as director of the company named on page 1				
	<b>Consent signature</b>	P. A. Mitchell		<b>Date</b>	9.8.96

**Directors** (see notes 1-5)  
Please list directors in alphabetical order

<b>NAME</b>	<b>*Style / Title</b>			<b>*Honours etc</b>	
<b>* Voluntary details</b>	<b>Forename(s)</b>				
	<b>Surname</b>				
	<b>Previous forename(s)</b>				
	<b>Previous surname(s)</b>				
	<b>Address</b>				
<b>Usual residential address</b>					
For a corporation, give the registered or principal office address.	<b>Post town</b>				
	<b>County / Region</b>		<b>Postcode</b>		
	<b>Country</b>				
	<b>Date of birth</b>	Day	Month	Year	<b>Nationality</b>
	<b>Business occupation</b>				
	<b>Other directorships</b>				
	I consent to act as director of the company named on page 1				
	<b>Consent signature</b>			<b>Date</b>	

**Directors** (see notes 1-5)  
Please list directors in alphabetical order

<b>NAME</b>	<b>*Style / Title</b>	<input type="text"/>	<b>*Honours etc</b>	<input type="text"/>
<b>* Voluntary details</b>	<b>Forename(s)</b>	<input type="text"/>		
	<b>Surname</b>	<input type="text"/>		
	<b>Previous forename(s)</b>	<input type="text"/>		
	<b>Previous surname(s)</b>	<input type="text"/>		
<b>Address</b>	<input type="text"/>			
<b>Usual residential address</b>	<input type="text"/>			
For a corporation, give the registered or principal office address.	<b>Post town</b>	<input type="text"/>		
	<b>County / Region</b>	<input type="text"/>	<b>Postcode</b>	<input type="text"/>
	<b>Country</b>	<input type="text"/>		
	<b>Date of birth</b>	<input type="text"/>	<input type="text"/>	<input type="text"/>
		<b>Day</b>	<b>Month</b>	<b>Year</b>
	<b>Nationality</b>	<input type="text"/>		
	<b>Business occupation</b>	<input type="text"/>		
	<b>Other directorships</b>	<input type="text"/>		
		<input type="text"/>		
	I consent to act as director of the company named on page 1			
<b>Consent signature</b>	<input type="text"/>		<b>Date</b>	<input type="text"/>

**Directors** (see notes 1-5)  
Please list directors in alphabetical order

<b>NAME</b>	<b>*Style / Title</b>	<input type="text"/>	<b>*Honours etc</b>	<input type="text"/>
<b>* Voluntary details</b>	<b>Forename(s)</b>	<input type="text"/>		
	<b>Surname</b>	<input type="text"/>		
	<b>Previous forename(s)</b>	<input type="text"/>		
	<b>Previous surname(s)</b>	<input type="text"/>		
<b>Address</b>	<input type="text"/>			
<b>Usual residential address</b>	<input type="text"/>			
For a corporation, give the registered or principal office address.	<b>Post town</b>	<input type="text"/>		
	<b>County / Region</b>	<input type="text"/>	<b>Postcode</b>	<input type="text"/>
	<b>Country</b>	<input type="text"/>		
	<b>Date of birth</b>	<input type="text"/>	<input type="text"/>	<input type="text"/>
		<b>Day</b>	<b>Month</b>	<b>Year</b>
	<b>Nationality</b>	<input type="text"/>		
	<b>Business occupation</b>	<input type="text"/>		
	<b>Other directorships</b>	<input type="text"/>		
		<input type="text"/>		
	I consent to act as director of the company named on page 1			
<b>Consent signature</b>	<input type="text"/>		<b>Date</b>	<input type="text"/>

Consent signature

Date

**Directors** (see notes 1-

Please list directors in alphabetical order

NAME \*Style / Title

MRS.

\*Honours etc

Forename(s)

JANET MURPHY

Surname

MURPHY

Previous forename(s)

Previous surname(s)

HINDHAUGH

Address

**Usual residential address**

For a corporation, give the registered or principal office address.

4, MONKDALE AVENUE,

TYNEDALE ESTATE

Post town

BLUTH

County / Region

NORTHUMBERLAND

Postcode

NE24 4EB

Country

ENGLAND

Day Month Year

Date of birth

14 | 5 | 57

Nationality

ENGLISH

Business occupation

PRODUCTION SERVICES PLANNER

Other directorships

NONE

I consent to act as director of the company named on page 1

Consent signature

J. Murphy

Date

9.8.96

## Directors (see notes 1-)

Please list directors in alphabetical order

NAME \*Style / Title

MR

\*Honours etc

Forename(s)

HARRY

Surname

HAYTER.

Previous forename(s)

—

Previous surname(s)

—

Address

20, ALLENSGREEN.

### Usual residential address

For a corporation, give the registered or principal office address.

HALL CLOSE GREEN.

Post town

CRAMLINGTON.

County / Region

NORTHUMBERLAND

Postcode

NE 23 6SE.

Country

ENGLAND

Day Month Year

Date of birth

23

1

56

Nationality

ENGLISH.

Business occupation

MANUFACTURING. TECHNICAL.

Other directorships

NONE.

I consent to act as director of the company named on page 1

Consent signature

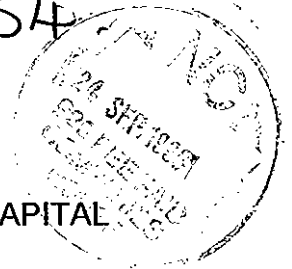


Date

9/8/96

TW3.

3256554



THE COMPANIES ACTS 1985 AND 1989  
COMPANY LIMITED BY GUARANTEE AND NOT HAVING SHARE CAPITAL

MEMORANDUM OF ASSOCIATION  
OF ESCAPE FAMILY SUPPORT L. LIMITED

1. The name of the Company (hereinafter called the Association) is **784311**  
ESCAPE Family Support Limited.

2. The Registered office of the Association will be situate in England.

3. The object for which the Association is established are:

- (1) To provide support, counselling and mediation to relieve the poverty, sickness and distress of carers and those related to or dependent on persons who are or have been suffering from the misuse of drugs being any substance which is misused to the detriment of the health of the individual in the community of Blyth Valley and elsewhere the Association may determine

4. And the Association shall have the following powers exercisable in furtherance of its said object but not further or otherwise namely:-

- (a) to provide educational information to carers and these related to or dependent on persons who are or have been suffering from the misuse of drugs as referred to in paragraph 1. above.
- (b) To advance education and training of the community of Blyth Valley and elsewhere the Association may determine in the problems resulting from non-medical use and abuse of drugs and associated problems.
- (c) to draw, make, accept endorse, discount, execute and issue promissory notes, bills, cheques and other instruments and to operate bank accounts in the name of the Association;
- (d) to raise funds and accept subscriptions and donations (whether real or personal estate) and devises and bequests for all or any purpose of the Association, provided that in raising funds the Association shall not

- undertake any substantial permanent trading activities and shall conform to any relevant statutory regulations;
- (e) to acquire, alter and improve and (subject to such consents as may be required by law to charge or otherwise dispose of property;
  - (f) to print and publish any newspaper, periodicals, books or leaflets necessary for the promotion of its objects;
  - (g) to employ such staff, who shall not be directors (hereinafter called the management committee) of the Association, as are necessary for the proper pursuit of the objects and to make all reasonable and necessary provision for the payment of pensions and superannuation to staff and their dependants;
  - (h) subject to the consent as is by Law required to borrow and raise money in any manner that the Association thinks fit;
  - (i) to cooperate with other charities, voluntary bodies and statutory authorities operating in furtherance of the Object or similar charitable purposes and to exchange information and advice with them;
  - (j) to do all such other lawful things as are necessary for the achievement of the Object;

5. The income and property of the Association shall be applied solely towards the promotion of the Objects and no part shall be paid or transferred, directly or indirectly, by way of dividend, bonus or otherwise by way of profit, to Members of the Association and no management committee member shall be appointed to any office of the Association paid by salary or fees or receive any remuneration or other benefit in money or money's worth from the Association: provided that nothing in this document shall prevent any payment in good faith by the Association

- (a) of reasonable and proper remuneration to any member, officer or servant of the Association (not being a member of its management committee) for any service rendered for the Association;
- (b) of interest in money lent of the Association or its management committee at a rate per annum not exceeding two per cent (2%) less

than the minimum lending rate for the time being prescribed by Trustee Savings Bank PLC or three per cent (3%) whichever is the greater;

- (c) of reasonable and proper rent for premises devised or let by any member of the Association or management committee;
- (d) of fees remunerations or other benefit in money or moneys worth to any company of which a member of the management committee of the Association may also be a member holding not more than one per cent (1%) of the capital;
- (e) to any member of its management committee of reasonable out of pocket expenses;

6. The liability of the members is limited.

7. Every member of the Association undertakes to contribute to the assets of the Association in the event of the same being wound up he/she as a member or within, one year after he/she ceases to be a member the payment of the debts and liabilities of the Association contracted before he/she ceases to be a member and of the costs charges and expenses of winding up and for the adjustment of the rights of the contributions amongst themselves such amount as may be required not exceeding Ten Pounds (£10.00)

8. If upon winding up or dissolution of the Association there remains after the satisfaction of its debts and liabilities any property whatsoever the same shall not be distributed amongst the members of the Association but shall be given or transferred to some other charitable society institution or organisation having objects similar to the objects of the Association which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed upon the Association under it by virtue of Clause 4 hereof such institution or institutions to be determined by the members of the Association at or before the time of dissolution and if and so far as affect can not be given to such a provision then to some Charitable Object.

We, the persons whose names and addresses are written below, wish to be formed into a company under this Memorandum of Association.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS

Janet Murphy, 4, Monkdale Avenue, Blyth, Northumberland  
NE24 4EB. Chairperson.

HARRY HAYTER, 20, ALLENSGREEN, CRAMLINGTON, NORTHUMBERLAND.  
NE23 6SE. VICE CHAIRMAN

PAULINE HAYTER 20, ALLENSGREEN HALL CLOSE GREEN CRAMLINGTON  
NE23 6SE FUNDRAISER

CHRIS SIMPSON 65, GLENLUCE DR CRAMLINGTON NE23 6RX.

Mat Curran 8 Windsor Terrace, Whitley Bay NE26 2NS

P. Mitchell 66 Benridge Park Newsham, Blyth NE24 4TD.  
TREASURER

H Greener 3 South View Newsham Blyth NE24 3RA  
FUNDRAISER

M. Young 25 CHASEDALE CRES., COWPEN EST, BLYTH - Secretary

Scott 139 CARTINGTON TERRACE, HEATON, NOR, NE6 5JJ.

G. Murphy 4, MONKDALE AVENUE, BLYTH, NORTHUMBERLAND NE24 4EB.

Dated the 31st day of July 1996.

Witness to the above signatures:-

Scott Hickson.

SCOTT HICKSON

1 BRAMBLING LEA  
WAVERLEY COURT  
BEDLINGTON STATION  
NORTHUMB  
NE20 5AN



THE COMPANIES ACTS 1985 AND 1989  
COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL  
ARTICLES OF ASSOCIATION OF  
ESCAPE FAMILY SUPPORT LIMITED

GENERAL

1. In these presents the words standing in the first column of the table next hereinafter contained shall bear the meaning set opposite to them respectively in the second column, thereof, if not inconsistent with the subject or context;

WORDS

MEANINGS

The Acts

The Companies Acts 1985, 1989 including any statutory modification or re-enactment thereof for the time being in force;

The Articles

These Articles of Association of the Association and the regulations of the Association from time to time being in force;

The Association

The above named company;

The Management Committee

The Management Committee of management for the time being of the Association;

The Memorandum

The Memorandum of Association of the Association;

The Office

The registered office of the Association;

The Seal

The common seal of Association;

The United Kingdom

Great Britain and Northern Ireland;

Month

Calendar Month;

In writing

Written, printed, lithographed or partly one or partly another and other modes of representing or reproducing words in a visible form;

And, words importing masculine gender only shall include the feminine gender; And words importing persons shall include corporations.

Subject as aforesaid, any words or expressions defined in the Act or any statutory modification thereof in force at the date on which these Articles become binding on the Association shall if not consistent with the subject or context, bear the same meaning in these Articles;

## MEMBERS

2. (1) The number of members with which the Association proposes to be registered is 10 but the Management Committee may from time to time register an increase of members;
- (2) The subscribers to the memorandum and such other persons or organisations as are admitted to membership in accordance with the rules made under these Articles and shall be members of the Association. No person shall be admitted as a member of the Association unless his application for membership is approved by the Management Committee;
- (3) Unless the Management Committee of the Association in general meeting shall make other provision under these Articles, the Management Committee may in their absolute discretion permit any member of the Association to retire, provided that after such retirement the number of members is not less than two;

## GENERAL MEETINGS

- 3 (1) The Association shall hold an Annual General Meeting in every calendar year in addition to any other meetings in the year, and shall specify the meeting as such in notices calling it; provided that every Annual General Meeting except the first shall be held not more than fifteen months after the holding of the last preceding Annual General Meeting and that so long as the Association holds its first Annual General Meeting within eighteen months after its incorporation it need not hold it in the year of its incorporation or in the following year;
  - (2) All general meetings, other than Annual General Meetings shall be called Extraordinary General Meetings;
4. The Management Committee call General Meetings when ever they feel fit and on the requisition of members pursuant to the provisions of the Act. Twenty one clear days notice in writing of every Annual General Meeting and of very meeting convened to pass a Special Resolution, and fourteen clear days' notice in writing of every other General Meeting, but a General Meeting may be called by shorter notice if it so agreed:
- (1) in the case of an Annual General Meeting, by all members entitled to attend and vote; and
  - (2) in the case of any other meeting by a majority in number of members having a right to attend and vote, being a majority together holding not less than 95 per cent of the total voting rights at the meeting of all the members;

The notice shall specify the time and place of the meeting and the general nature of the business to be transacted and, in the case if an Annual General Meeting, shall specify the meeting as such.

The notice shall be given to all members and to the Management Committee and Auditors.

5. 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 the meeting.

#### PROCEEDINGS AT GENERAL MEETING

6. No business shall be transacted at any meeting unless a quorum is present. Four persons or twenty per cent (20%) of the membership whichever shall be greater, personally be present shall be a quorum. (Three persons in the case of a General Meeting).
7. If within half an hour from the time appointed for the holding of a General Meeting a quorum is not present, the meeting, if covered on 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 at such other place as the Management Committee may determine, and if at such adjourned meeting a quorum is not present within half an hour from the time appointed for the holding of the meeting the members present shall be a quorum.
8. The Chairman (if any) of the Management Committee shall preside as Chairman at every General Meeting, but if there be no such Chairman, or if at any meeting he shall not be present within fifteen minutes after the time appointed for holding the same, or shall be unwilling to preside, the members present shall choose some member of the Management Committee, or if no such member be present, or if all the members of the Management Committee present shall decline to take the chair, they shall choose some member of the Association who shall be present to preside.
9. 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 business which might have been transacted at the meeting from which the adjournment took place. Whenever a meeting is adjourned for thirty days or more, at least seven days clear notice of the adjourned meeting shall be given specifying the time and place of the adjourned meeting and the general nature of the business to be transacted. Otherwise it shall not be necessary to give any such notice.

10. At any General Meeting a resolution put to the vote of the meeting shall be decided upon a show of hands, unless a poll is, before or upon declaration of the result of the show of hands, demanded by the Chairman or by at least three members present in person or by proxy, or by a member or members present in person or by proxy, and representing one tenth of the total voting rights of all members having the right to vote at the meeting, and unless a poll be so demanded a declaration by the Chairman of the meeting that a resolution has been carried, or carried unanimously or by a particular majority and an entry to that effect in the minute book of the Association shall be conclusive evidence of the fact that without proof of the number or proportion of the votes recorded in favour of or against that resolution. The demand for a poll may be withdrawn.
11. Subject to the provisions of Article 12, if a poll be demanded in a manner aforesaid, it shall be taken at such time and place, and in such a manner, as the Chairman of the meeting shall direct, and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.
12. No poll shall be demanded on the election of a Chairman of a meeting, or on any question of adjournment.

13. The demand of a poll shall not prevent the continuation of a meeting or the transaction of any business other than the question on which a poll has been demanded.

#### VOTES OF MEMBERS

14. Every member shall have one vote.
15. No member other than a member duly registered, who shall have paid every subscription and either sum (if any) which shall be due and payable to the Association in respect of his membership, shall be entitled to vote on any question either personally or by proxy, or as a proxy for another member, at any General Meeting.
16. Votes may be given or a poll either personally or by proxy. A proxy need not be a member of the Association.
17. The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing, or if such appointor is a corporation, under its Common Seal, if any and if none, then under the hand of some officer duly authorised in that behalf.
18. The instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed or a notarially certified or office copy thereof shall be deposited at the office not less than forty eight hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument proposed to vote, or in the case of a poll not less than twenty four 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 twelve months from the date of its execution.
19. 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 the death, insanity or revocation as aforesaid shall be received at the office before the commencement of the meeting or adjourned meeting at the time appointed for the poll.

20. Any instrument appointing a proxy shall be in the following form or as near thereto as circumstances will admit:

"ESCAPE FAMILY SUPPORT LIMITED

"I

"of

"a member of ESCAPE FAMILY SUPPORT GROUP

"hereby appoint

"of

"and failing him

"of

"to vote for me and on my behalf at the (Annual or Extraordinary,

"or Adjourned, as the case may be General Meeting of the

"Association

"to be held on the

"day of 199 , and at every

"adjournment thereof.

"As witness of my hand, this.....day of.....199 "

The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll.

#### MANAGEMENT COMMITTEE OF MANAGEMENT

21. The number of the members of the Management Committee shall not be less than 10 nor, until otherwise determined by a General Meeting,

more than 12 who shall be elected at the Annual General Meeting of the Association in accordance with the provisions these Articles.

22. The Management Committee consist of the following members:-  
Until the first Annual General Meeting of the Association the subscribers to the Memorandum of Association
23. The Management Committee may from time to time and at any time appoint any member of the Association as a member of the Management Committee, to fill a casual vacancy or may co-opt additional members provided that the prescribed maximum be not thereby exceeded. Any member so appointed or co- opted shall retain his office only until the next Annual General Meeting, but he shall be then eligible for re-election.
24. No person who is not a member of the Association shall in any circumstances be eligible to hold office as a member of the Management Committee.

#### POWERS OF THE MANAGEMENT COMMITTEE

25. The affairs of the Association shall be managed by the Management Committee, who may pay all such expenses of, and preliminary and incidental to, the promotion, formation, establishment and registration of the Association as they think fit, and may exercise all such powers of the Association, and do on behalf of the Association all such acts as may be exercised and done by the Association, and as are not by statute or by these presents required to be exercised or done by the Association in General Meeting, subject nevertheless to any regulations of these presents, to the provisions of the statutes for the time being in force and affecting the Association, and to such regulations being not inconsistent with the aforesaid regulations or provisions, as may be prescribed by the Association in General Meeting shall invalidate any prior act of the Management Committee which would have been valid if such regulation had not been made.



26. The members for the time being of the Management Committee may act notwithstanding any vacancy in their body; provided always that in case the members of the Management Committee shall at any time be or be reduced in number to less than the minimum number prescribed by or in accordance with these presents it shall be lawful for them to act as the Management Committee for the purpose of admitting persons to membership of the Association, filling up vacancies in their body or of summoning a General Meeting, but not for any other purpose.

#### SECRETARY

27. The Secretary shall be appointed by the Management Committee, for such time at such remuneration and upon such conditions as they may think fit and any Secretary so appointed may be removed by them.

#### THE SEAL

28. The seal of the Association shall not be affixed to any instrument except by the Authority of a resolution of the Management Committee and in the presence of at least two members of the Management Committee and of the Secretary and the said members and Secretary shall sign every instrument to which the seal shall be affixed in their presence, and in favour of any purchaser or person bona fide dealing the fact that the seal has been properly affixed.

#### DISQUALIFICATION OF MEMBERS OF THE MANAGEMENT COMMITTEE

29. The office of a member of the Management Committee shall be vacated:

- (a) If a receiving order is made against him or he makes any arrangement or composition with his creditors
- (b) If he becomes of unsound mind
- (c) If he ceases to be a member of the Association
- (d) If by notice in writing to the Association he resigns his office
- (e) If he ceases to hold office by reason of any order made under Section 295 of the Act
- (f) If he is removed from office by a resolution duly passed pursuant to Section 303 of the Act.

#### ROTATION OF MEMBERS OF THE MANAGEMENT COMMITTEE

- 30. At the first annual general meeting and at the annual general meeting to be held in every subsequent year, one third of the members of the Management Committee for the time being, or if their number is not a multiple of three then the number nearest to one third shall retire from office.
- 31. The members of the Management Committee to retire shall be those who have been longest in office since their last election or appointment. As between members of equal authority, the members to retire shall in the absence of agreement be selected from among them by lot. The length of time a member has been in office shall be computed from his last election or appointment. A retiring member of the Management Committee shall be eligible for re-election.
- 32. The Association may, at the meeting at which a member of the Management Committee retires in manner aforesaid, fill up the vacated office by electing a person thereto, and in default the retiring member shall, if offering himself for re-election, be deemed to have been re-elected, unless at such meeting it is expressly resolved not to fill such vacated office, or unless a resolution for the re-election of such member shall have been put to the meeting and lost.
- 33. No person not being a member of the Management Committee retiring at the meeting shall unless recommended by the Management

Committee for re-election be eligible for election to membership of the Management Committee at any General Meeting, unless within the prescribed time before the day appointed for the meeting there shall have been given to the Secretary notice, in writing, by some member duly qualified to be present and vote at the meeting for which such notice is given, of his intention to propose such person for election, and also notice in writing, signed by the person to be proposed of his willingness to be elected. The prescribed time above mentioned shall be such time that between the date when the notice is served, or deemed to be served, and the day appointed for the meeting there shall be not less than four or more than twenty eight intervening days.

34. The Association may from time to time in General Meeting increase or reduce the maximum number of members of the Boars and determine in what rotation such increased or reduced number shall go out of office and may make the appointments necessary for effecting any such increase.
35. In addition and without prejudice to the provisions of the Act, the Association may by Extraordinary Resolution remove any member of the Management Committee before expiration of his period of office, and may by an Ordinary Resolution appoint another qualified member in his stead but any person so appointed shall retain his office so long only as the member in whose place he is appointed would have held the same if he has not been removed.

#### PROCEEDINGS OF THE MANAGEMENT COMMITTEE

36. The Management Committee may meet together for the dispatch of business, adjourn and otherwise regulate their meetings as they

think fit, and determine the quorum necessary for the transaction of business which shall not be less than three. 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.

37. A member of the Management Committee may, and on request of a member of the Management Committee the Secretary shall, at any time, summon a meeting of the Management Committee by notice served upon the several members of the Management Committee. A member of the Management Committee who is absent from the United Kingdom shall not be entitled to notice of a meeting.
38. The Management Committee shall from time to time elect a chairman who shall be entitled to preside at all meetings of the Management Committee at which he shall be present, and may determine for what period he is to hold office, but if no such Chairman be elected, or if at any meeting the Chairman be not present within five minutes after the time being appointed for holding the meeting and willing to preside, the members of the Management Committee present shall choose one of their number to be Chairman of the meeting.
39. A meeting of the Management Committee at which a quorum is present, shall be competent to exercise all the authorities, powers and discretions by or under the regulations of the Association for the time being vested in the Management Committee generally.
40. The Management Committee may delegate any of their powers to committees consisting of such members of the Management Committee as they think fit, and any committee so formed shall, in the exercise of the powers delegated, conform to any regulations imposed on it by the Management Committee. The meetings and proceedings of any such committee shall be governed by the provisions of the Management Committee so far as is applicable and so far as the same shall not be superseded by any regulation imposed on it by the Management Committee. Any such committees shall fully and promptly report to the Management Committee on any decisions taken.

41. All acts bona fide done by any meeting of the Management Committee or of any committee of the Management Committee, or by any person acting as a member of the Management Committee, shall, notwithstanding it be afterwards discovered that there was some defect in the appointment or continuance in office of any such member or person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such person has been duly appointed or had duly continued in office and was qualified to be a member of the Management Committee.
42. The Management Committee shall cause proper minutes to be made of all appointments of officers made by the Management Committee and of the proceedings of all meetings of the Association and of the Management Committee and of Committees of the Management Committee, and all business transacted at such meetings, and any such minutes of the meetings, if purporting to be signed by the Chairman of such meetings, or by the Chairman of the next succeeding meeting, shall be sufficient evidence without any further proof of the facts therein stated.
43. A resolution in writing signed by all the members for the time being of the Management Committee or of any committee of the Management Committee who are entitled to receive notice of a meeting of the Management Committee or of such committee shall be as valid and effectual as if it had been passed at a meeting of the Management Committee or of such committee duly convened and constituted.

## ACCOUNTS

44. The Management Committee shall cause proper books of account to be kept with respect to:-

- a) All sums of money received and expended by the Association and the matters in respect of which such receipts and expenditure take place;
  - b) All sales and purchases of goods by the Association; and
  - c) The assets and liabilities of the Association Proper books shall not be deemed to be kept if there are not kept such books of account as are necessary to give a true and fair view of the state of affairs of the Association and to explain its transactions.
45. The books of account shall be kept at the office, or, subject the Act at such other place or places as the Management Committee shall think fit, and shall always be open to the inspection of the members of the Management Committee.
46. The Management Committee shall from time to time determine whether and to what extent and at what time and places and under what conditions or regulations the accounts and books of the Association or any of them shall be open to the inspection of members not being members of the Management Committee, and no member (not being a member of the Management Committee) shall have any right of inspecting any account or book or document of the Association except as conferred by statute or authorised by the Management Committee or by the Association in General Meeting.
47. At the Annual General Meeting in every year the Management Committee shall lay before the Association 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 Association) made up to a date not more than four months before such a 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 Management Committee 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 be less than twenty one clear days before the date of the meeting subject nevertheless to the provisions of the Act, to be sent to the Auditors and to all other persons in which notices are hereinafter directed to be served. The Auditor's report shall be open to inspection and be read before the meeting as required the Act.

#### AUDIT

48. Once at least in every year the accounts of the Association shall be examined and the correctness of the income and expenditure account and balance sheet ascertained by one or more properly qualified Auditor or Auditors.
49. Auditors shall be appointed and their duties regulated in accordance with the Act, the members if the Management Committee being treated as the Directors mentioned in those Sections of the Act.

#### NOTICES

50. A notice may be served by the Association upon any member, either personally or by sending it through the post in a prepaid letter, addressed to such member at his registered address as appearing in the register of members.
51. Any member described in the register of members by an address not within the United Kingdom who shall from time to time give the Association as address within the United Kingdom at which notices may be served upon him shall be entitled to have notices served upon him at such address, but, save as aforesaid and as provided by the Act, only those members who are described in the register of members by an address within the United Kingdom shall be entitled to receive notices from the Association.
52. Any notice, if served by post, shall be deemed to have been served on the day following that on which the letter containing the same is put into the post, and in proving such service it shall be sufficient to prove

that the letter containing the notice was properly addressed and put  
into the post office as a prepaid letter

### DISSOLUTION

53. Clause 7 of the Memorandum of Association relating to the winding  
up and dissolution of the Society shall have effect as if the provisions  
thereof were repeated in these Articles.

### NAMES ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS

*J. Murphy* 4, MONKDALE AVENUE, BLYTH, NORTHUMBERLAND. NE24 4EB.  
CHRIS SIMPSON 65, GLENLUCE DR CRAMLINGTON  
NE 23 6QX.  
Mat Curran, 8 Windsor Terrace, Whitley Bay; NE26 2NS  
P. Mitchell 66 BENRIDGE PARK NEWSHAM BLYTH  
NE24 4TD.  
Treasurer.  
H Greene 3 South View Newsham Blyth NE 24 3RA  
M Young 25 CHASEDALE CRES, CONPEN EST, BLYTH  
(Secretary) NE24 5LW  
J. Murphy 4, Monkdale Avenue, Blyth, Northumberland  
NE24 4EB Chairperson  
P. HARTER 20, ALLENSGREEN HALL CLOSE GREEN, CRAMLINGTON  
NORTHUMBERLAND NE23 6SE  
20, ALLENSGREEN. HALL CLOSE GREEN, CRAMLINGTON.  
NORTHUMBERLAND NE23 6SE.  
139 CARTINGTON TERRACE, HORTON, NEWCASTLE, NE6 5SJ.

DATED THE 31<sup>st</sup> DAY OF JULY 1996

WITNESS TO THE ABOVE SIGNATURES:-

*Scott Hickson*  
SCOTT HICKSON

1 BRAMBLING LEA  
WAVERLEY COURT  
BEDLINGTON STATION  
NORTHUM  
NE22 5EX