

THE COMPANIES ACT 1985

MEMORANDUM AND ARTICLES OF ASSOCIATION

- of -

THREE RIVERS MUSEUM TRUST

A COMPANY LIMITED BY GUARANTEE AND  
NOT HAVING A SHARE CAPITAL

Company No.

2907154

GOWERS  
THE OLD SCHOOL HOUSE  
BRIDGE ROAD  
HUNTON BRIDGE  
KINGS LANGLEY  
HERTS. WD4 8SZ

THE COMPANIES ACT 1985

COMPANY LIMITED BY GUARANTEE  
AND NOT HAVING A SHARE CAPITAL

Memorandum of Association  
of  
THREE RIVERS MUSEUM TRUST

1. Name  
The name of the Company (hereinafter called "the Trust") is Three Rivers Museum Trust.
2. Registered Office  
The registered office of the Trust is and will be situate in England and Wales.
3. Objects  
The object of the Trust is to advance the education of the public in the area known as Three Rivers in the County of Hertford by the provision of a museum. In furtherance of the above-mentioned object but not further or otherwise the Trust shall have the following powers:-
  - (a) To promote and preserve for the benefit of the public a Museum and local studies centre with material of archaeological historical artistic and social interests and importance to the people of Three Rivers in the County of Hertford ("the Museum").
  - (b) To acquire exhibits for the Museum and carry out restoration and research in relation to the same for the purpose of public display of the said exhibits and education of the public by the dissemination of the useful results of the research conducted and to carry out works for the improvement and development of the Museum.
  - (c) To provide research educational and lecturing facilities and tours at the Museum or at a convenient local venue.
  - (d) Subject to the provisions hereinafter contained as to any property subject to the jurisdiction of the Charity Commissioners of England and Wales, to purchase, take on lease, or in exchange, hire or otherwise acquire any real or personal property and any rights or privileges the acquisition of which the Trust may from time to time think necessary for the promotion of its objects or any of them, and to construct, maintain, add to, improve furnish, equip and alter any building or erection necessary for the work of the Trust.
  - (e) To sell, let, mortgage, turn to account, manage and improve all or any of the property or assets of the Trust subject to such terms and conditions as may be thought expedient and to exercise any rights privileges or advantages, easements or other benefits for the time being attached to such property or assets and to undertake, maintain, execute and do all such lawful acts, matters and things as the Trust may be obliged or required or ought to do as the owner of such property or assets provided always that the Trust shall create no mortgage, charge, pledge or any encumbrance (other than those arising by

operation of law) over any exhibit or material comprised in or acquired for the purposes of display in the Museum and provided further that no such exhibit or material shall be disposed of unless it is offered first to any charitable institution, museum, school, college or university by exchange, gift or private treaty sale before such exhibits or materials are offered for sale to the public by auction or in any other manner.

(f) To obtain, collect and receive money and funds by way of contributions, donations, subscriptions, legacies, grants or any other lawful method, and, subject to the provisions of the said Section, to accept and receive any gifts or property of any description, whether subject to any special trust or not, for any one or more of the objects of the Trust.

(g) To act as trustees and to undertake and execute any charitable trust which may lawfully be undertaken by the Trust and may be necessary for the attainment of its objects, and to perform any service in furtherance of the objects of the Trust, gratuitously or otherwise.

(h) To retain or employ professional or technical advisers or workers in furtherance of the objects of the Trust and to pay such fees for their services as are reasonable.

(i) To employ any company, person or firm (other than a Director) to manage or assist in the day-to-day management of the Trust and of the Trust's Property or any part thereof subject always to the control and supervision of the Directors and upon such reasonable terms as the Directors think fit and to employ and pay a secretary and such other officials or staff as the Directors may in their discretion from time to time determine and to fix such salaries subject always to Clause 4 hereof as to the Directors may deem proper and to enter into any service agreements which they shall consider necessary or desirable including power to determine any such employment upon such terms as the Directors may decide.

(j) To take such steps by person or written appeals, public meetings, film shows, sales of booklets and advertising matter, or otherwise, as may from time to time be deemed expedient for procuring contributions or donations or income to enable the Trust to carry out any of its objects which may require such assistance.

(k) Subject to such consents as may be required by law and to the limitation provided by Clause 3(e) above to borrow, or raise money for the purposes of the Trust on such terms and in such manner as may be thought fit.

(l) To subscribe or guarantee money for charitable purposes in any way connected with the purposes of the Trust or calculated to further its objects.

(m) To make any charitable donation either in cash or assets which the Trust may deem expedient.

(n) To invest the moneys of the Trust not immediately required for its purposes in or upon such investments, securities or property as may be thought fit, subject nevertheless to such conditions (if any) and such consents (if any) as may for the time being be imposed or required by law and subject also as hereinafter provided.

(o) To procure and print, publish, issue and distribute gratuitously or otherwise, newspapers, periodicals, books, pamphlets, leaflets, advertisements, appeals or other literature.

(p) To establish, support, subsidise, promote, co-operate or federate with, affiliate or become affiliated to, act as trustees or agents for, or manage or lend money or other assistance to any other educational association, society or other body, corporate or unincorporate, established for charitable purposes only and for the purpose of promoting any objects of the Trust to co-operate with manufacturers, dealers or other traders, and with the press and other sources of publicity.

(q) To transfer or make over with or without valuable consideration any part of the property or assets of the Trust not required for the purposes for which it is formed to any body having charitable purposes or a charitable purpose as its objects or object provided that such body is by its constitution prohibited from distributing its profits or assets among its members to at least the extent imposed by this Memorandum upon the Trust.

(r) To amalgamate, federate, affiliate or combine wholly or in part with or to any charitable institutions, societies or companies formed for objects similar to those of the Trust, such institutions, societies or companies being prohibited from distributing profits and assets among their members to at least the extent imposed by this Memorandum upon the Trust.

(s) To purchase take on lease or in exchange, hire or otherwise acquire and take over (so far as lawfully may be) and to hold any real or personal property and rights or privileges which the Trust may think necessary for the promotion of its objects and to construct, maintain and alter any buildings or erections necessary for the work of the Trust.

(t) To make all reasonable and necessary provision for the payment of pensions and superannuation to or on behalf of employees and their widows and other dependants.

(u) To insure the Trust and the Trust's property against such risks as the Directors of the Trust for the time being shall consider it prudent or necessary to insure against.

(v) To make by-laws, rules and regulations with regard to the affairs or the management of the Trust.

(w) To co-operate with and render financial and other assistance to associations, whether incorporated or unincorporated, the objects of which are exclusively charitable and are of a nature likely to promote the objects of the Trust, but so that nothing herein shall authorise the application of the funds of the Trust to any objects not exclusively charitable.

(x) To pay out of the Funds of the Trust the costs, charges and expenses of and necessary for the formation and registration of the Trust.

(y) To do all or any of the above things in any part of the world, and as principals, agents, trustees or otherwise, and by or through trustees agents or otherwise.

(z) To do all such other lawful things as are necessary for the attainment of the above objects or any of them.

Provided that the objects of the Trust shall not extend to the regulation of relations between workers and employers or organisations or workers and organisations of employers.

Provided also that in case the Trust shall take or hold any property subject to the jurisdiction of the Charity Commissioners for England and Wales the Trust shall not sell, mortgage, charge, or lease the same without such authority, approval or consent as may be required by law, and as regards any such property the Board of Directors of the Trust shall be chargeable for such property as may come into their hands, and shall be answerable and accountable for their own acts, receipts, neglects, and defaults, and for the due administration of such property in the same manner and to the extent as they would as such Board of Directors have been if no incorporation had been effected, and the incorporation of the Trust shall not diminish or impair any control or authority exercisable by the Chancery Division the Charity Commissioners over such Board of Directors, but they shall, as regards any such property by subject, jointly and separately to such control or authority, as if the Trust were not incorporated. In case the Trust shall take, or hold any property which may be subject to any trusts, the Trust shall only deal with the same in such manner as allowed by law having regard to such trusts.

Reference herein to any provisions of the Act shall be a reference to such provisions as modified or re-enacted by any Statute for the time being in force.

Subject as aforesaid, any words or expressions defined in the Act or any statutory modification or re-enactment thereof in force at the date on which these presents become binding on the Trust shall, if not inconsistent with the subject or context, bear the same meanings in these presents. Save where inconsistent with these presents (in which case these presents shall prevail) the Regulations set out in Table C of the Companies (Tables A to F) Regulations 1985 shall apply to the Trust.

2. The Trust is established for the purposes expressed in the Memorandum of Association.

### MEMBERS

3. (a) The number of members with which the Trust proposes to be registered is three.

(b) The subscribers to the Memorandum of Association and such other persons as shall be admitted to membership of the Trust in accordance with these Articles shall be members of the Trust, and their names shall be entered in the Register of Members accordingly.

4. The provisions of Section 352 of the Act shall be observed by the Trust and every member of the Trust shall sign a written consent to become a member.

5. The power of admitting members of the Trust shall be exercisable by the Directors. The following persons shall qualify for membership of the Trust, namely:-

(a) Any person, firm or company who shall pay to the Trust a donation or subscription at not less than the minimum rate fixed by the Directors from time to time for the category concerned, together with such entrance fee, if any, as may also be fixed by the Directors from time to time. The membership of any such person (if he is admitted) shall subsist (subject to any provisions contained in these Articles relating to termination of membership) for the period covered by such donation or subscription as may from time to time be determined by the Trust and no longer. In the event of two or more persons

jointly paying such donation or subscription and entrance fee (if any), then the first named may either apply himself for membership or nominate another person qualified to become a member of the Trust for membership in his place.

(b) Any person elected by the Directors in accordance with the provisions of Article 7 hereof shall be a member of the Trust for the period for which he is elected (subject, however, to the provisions regarding termination of membership hereinafter contained).

All nominations shall be made in writing (in a form approved by the Trust) signed by the person, firm or association so nominating, and shall be left with the Secretary or a duly authorised officer of the Trust at The Office or the Museum whereupon the person so nominated shall be deemed to have become qualified to be a member of the Trust in accordance with the provisions of these Articles.

6. Every person desiring to become a member must before he can do so sign and deliver to the Trust an application for admission in such form as the Directors may from time to time require, and such application must be accompanied by a sum equal to not less than the donation or subscription and entrance fee (if any) payable by such member in accordance with the minimum rate for the time being applicable to him in accordance with the provisions of these Articles, unless such donation or subscription and entrance fee (if any) shall have already been paid to the Trust in respect of such application for membership. Upon receipt of any application for membership and subject to the payment in respect thereof and to the provisions of Article 12 hereof, the Trust shall enter the name of such person in the books of the Trust, and upon such entry such person shall become a member accordingly.

7. The Directors may from time to time elect any persons, who shall sign a written consent to their election, to be honorary members for life or for such other period as the Directors may determine. Honorary members shall be entitled to all the rights of members, except the right to vote at meetings, but shall not be subject to the obligations of members, other than their obligations under Clause 7 of the Memorandum of the Trust.

8. The Directors may from time to time subdivide membership into different categories, and may create different branches or sections and determine to which category, branch and section individual members shall belong.

9. The Directors may from time to time fix a minimum rate of donation or subscription for different classes of members, or for different categories, branches or sections, and may from time to time vary the same, and the Directors shall fix the period which any such donation or subscription shall cover and shall notify members accordingly.

10. A member whose donation or subscription shall remain unpaid for three months from the date on which the period covered by the previous donation or subscription expired shall thereupon cease to be a member. Donations or subscriptions paid within such a period of three months shall relate back to the date upon which the period covered by the previous donation or subscription expired or otherwise as from time to time or in a particular case be determined by the Directors.

11. Any member being a firm, unincorporated association or body corporate may from time to time nominate any individual to represent it at meetings of the Trust and to vote on its behalf as provided by Section 375 of the Act and by notice revoke or vary such nomination.

12. The Directors shall have full power and discretion as to the admission or refusal of any person as a member. The Directors may also, pursuant to a resolution passed by not less than three-fourths of the Directors present at a meeting thereof, refuse to accept a renewed subscription from any existing member whose continued membership is, in their opinion,

undesirable in the interest of the Trust; provided that such member shall have been given reasonable notice of such meeting and a reasonable opportunity of being heard thereat in support of the continuation of his membership.

13. Each member shall be entitled to receive free of charge or at a price to be fixed by the Directors one copy of all official publications of the Trust which may from time to time be published by it.

14. The privileges and obligations of a member may be transferred by writing under his hand to any one person approved by the Trust, and on the death of a member his legal personal representative, or one of his legal personal representatives if more than one, shall be entitled, subject to the approval of the Trust, to succeed to his rights of membership, or may transfer the same to some other person approved by the Trust, and the person so succeeding or taking by transfer shall become a member and shall be entitled to all the rights and privileges and subject to all the obligations of membership of the member through whom he claims.

### **GENERAL MEETINGS**

15. The Trust shall hold a General Meeting in every year as its Annual General Meeting at such time and place as may be determined by the Directors and shall specify the meeting as such in the notice 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 Trust holds its first Annual General Meeting within eighteen months after its incorporation it need not hold it in the years of its incorporation or in the following year.

16. All General Meetings other than Annual General Meetings shall be called Extraordinary Meetings.

17. The Directors may whenever they think fit convene an Extraordinary Meeting and Extraordinary Meetings shall also be convened by the Directors on such requisition, or in default may be convened by such requisitionists, as provided by Section 368 of the Act.

18. Twenty-one days' notice at the least of every Annual General Meeting and of every meeting convened to pass a Special Resolution, and fourteen days' notice at the least of every other General Meeting (exclusive in every case both of the day on which it is served or deemed to be served and of the day for which it is given) specifying the place, the day and the hour of the meeting, and in the case of special business the general nature of that business, shall be given in manner hereinafter mentioned to such persons (including the Auditors) as are under these presents or under the Act entitled to receive any notices from the Trust; but with the consent of all the members entitled to receive notice thereof, or of such proportion thereof as is prescribed by the Act in the case of meetings other than Annual General Meetings, a meeting may be convened by such notice as those members may think fit.

19. The accidental omission to give notice of a meeting to, or the non-receipt of such notice by, any person entitled to receive notice thereof shall not invalidate any resolution passed or proceeding had at any meeting.

## **PROCEEDINGS AT GENERAL MEETINGS**

20. All business shall be deemed special business that is transacted at any Extraordinary Meeting, and all that is transacted at an Annual General Meeting shall also be deemed special, with the exception of the consideration of the income and expenditure account and balance sheet, and the reports of the Directors, and of the Auditors, and the appointment of and the fixing of the remuneration of the Auditors.

21. No business shall be transacted at any General Meeting unless a quorum is present when the Meeting proceeds to business. Save as herein otherwise provided ten Members for the time being present in person, by proxy or by their authorised representatives shall be a quorum.

22. If within half an hour from the time appointed for the holding of a General Meeting a quorum is not present, the meeting, if convened 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 to such other day at such other time and place as the Directors shall appoint, and if at such adjourned meeting a quorum is not present within half an hour from the time appointed for holding the meeting, the members present shall be a quorum.

23. The Chairman of the Board of Directors shall preside as Chairman at every General Meeting, but if at any time 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 other Director to take the chair.

24. 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, notice of the adjourned meeting shall be given in the same manner as of an original meeting. Save as aforesaid the members shall not be entitled to any notice of an adjournment or of the business to be transacted at an adjourned meeting.

25. At all General Meetings a resolution put to the vote of the meeting shall be decided on a show of hands or by such other method as the meeting may determine. A declaration by the Chairman that a resolution has been carried, or carried unanimously, or by a particular majority, or lost, or not carried, by a particular majority, and an entry to that effect in the minute book of the Trust shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution. Subject to the provisions of the Act, a resolution in writing signed by all the members for the time being of the Trust shall be as valid and effective as if the same had been passed at a General Meeting of the Trust duly convened and held and may consist of several documents in the like form each signed by one or more members.

26. In the case of an equality of votes the Chairman of the meeting shall be entitled to a second or casting vote.

## **VOTES OF MEMBERS**

27. At General Meetings of the Trust every member shall have one vote. A person producing a notice in writing, signed by the member appointing such person shall be conclusively deemed to have been duly appointed and no further enquiry shall be made as to such persons authority to vote. Subject to the provisions of this Article all votes shall be cast personally and proxy voting shall not be allowed.



## **DIRECTORS**

28. Until otherwise determined by the Trust in General Meeting the number of the Directors shall not be less than three nor more than fifteen.
29. The first Directors shall be appointed by the subscribers to the Memorandum of Association.
30. The Directors save as mentioned in the Memorandum of Association, shall not be entitled to receive any remuneration but may be paid all reasonable travelling, hotel and other expenses properly incurred by them in connection with the purposes of the Trust.

## **POWERS OF THE DIRECTORS**

31. The business of the Trust shall be managed by the Directors, who may pay all such expenses of, and preliminary to, promotion, formation, establishment and registration of the Trust as they think fit, and may exercise all such powers of the Trust, and do on behalf of the Trust all such acts as may be exercised and done by the Trust and as are not by the Act or by these presents required to be exercised or done by the Trust in General Meeting subject nevertheless to any regulations contained in these presents, to the provisions of the Act and to such regulations as may be prescribed by the Trust in General Meeting, but no regulation made by the Trust in General Meeting shall invalidate any prior act of the Directors which would have been valid if such regulation had not been made.

## **BORROWING**

32. The Directors may exercise all the powers of the Trust to borrow money for the purpose of the Trust's business.

## **SECRETARY**

33. The Secretary shall be appointed from time to time by the Directors for such time and upon such conditions as they may think fit, and any Secretary so appointed may be removed by them. The Directors may from time to time appoint an assistant or deputy Secretary, and any person so appointed may act in place of the Secretary if there be no Secretary or no Secretary capable of acting.

## **THE SEAL**

34. The Seal of the Company shall not be affixed to any instrument except by the authority of a resolution of the Board of Directors and every instrument to which the seal shall be affixed shall be signed by a Director and shall be countersigned by the Secretary or by a second Director or by some other person appointed by the Directors for this purpose.

## **DISQUALIFICATION OF DIRECTORS**

35. The office of Director shall ipso facto be vacated:-
- (a) If a receiving order is made against him or he makes any arrangement or composition with his creditors.
  - (b) If he is found lunatic or become of unsound mind.
  - (c) If he ceases to be a member of the Trust.

(d) If by notice in writing to the Trust he resigns his office.

(e) If he ceases to hold office by virtue of any provision of the Act.

(f) If he be removed from office by an Ordinary Resolution of the Trust in accordance with the relative provisions of these Articles.

### **DIRECTORS**

36. The Trust may from time to time by Ordinary Resolution increase or reduce the number of Directors but so that the number of Directors is at no time less than three.

37. The Directors shall have power at any time, and from time to time, to appoint any person to be a Director either to fill a casual vacancy or as an addition to the existing Directors, but so that the total number of Directors shall not at any time exceed the number fixed in accordance with these presents. Any Director so appointed shall hold office only until the next following Annual General Meeting and shall then be eligible for re-election.

38. The Trust may by Ordinary Resolution, of which special notice has been given in accordance with Section 379 of the Act, remove any Director before the expiration of his period of office notwithstanding anything in these presents or in any Agreement between the Trust and such Director. Such removal shall be without prejudice to any claim such Director may have for damages for breach of any contract of service between him and the Trust.

39. The Trust may by Ordinary Resolution appoint another person in place of a Director removed from office under the immediately preceding Article. Without prejudice to the powers of the Directors under Article 37 the Trust in General Meeting may appoint any person to be a Director either to fill a casual vacancy or as an additional Director. The person appointed to fill such a vacancy shall be subject to retirement at the same time as if he had become a Director on the day on which the Director in whose place he is appointed was last elected a Director.

### **PROCEEDINGS OF THE DIRECTORS**

40. The Directors may meet together for the dispatch of business, adjourn and otherwise regulate their meetings as they think fit. Unless otherwise determined, three Directors shall form a quorum for all business transacted at Meetings of Directors.

41. A Director may, and on the request of a Director the Secretary shall, at any time, summon a meeting of the Board of Directors by notice served upon the several Directors. A Director who is absent from the United Kingdom shall not be entitled to notice of a meeting.

42. The first Chairman of the Board of Directors shall be that person appointed as Chairman by a simple majority of the Members and shall hold office until the termination of the first Annual General Meeting of the Trust. Such appointment shall be made by instrument in writing signed by or on behalf of the relevant majority and shall take effect upon lodgement of the instrument at the office. Thereafter the Chairman of the Board of Directors shall be that person appointed as Chairman by such a majority as aforesaid at each Annual General Meeting of the Trust and each Chairman so appointed shall hold office from the date of his appointment until determination of the Annual General Meeting next following the Annual General Meeting at which he was appointed. If at any meeting such Chairman be not present within five minutes after the time appointed for holding the meeting and willing to preside, or if no such Chairman shall for the time being be appointed the Directors present shall choose one of their numbers to be Chairman of the meeting.

43. A meeting of the Directors at which a quorum is present shall be competent to exercise all the authorities powers and discretions by or under the regulations of the Trust for the time being vested in the Directors generally.

44. All acts bona fide done by any meeting of the Board of Directors or by any person acting as Director shall, notwithstanding it be afterwards discovered that there was some defect in the appointment or continuance in office of any such Director, or that they or any of them were disqualified or had vacated office, be as valid as if every such person had been duly appointed or had duly continued in office and was qualified to be a Director.

45. A Director shall not be entitled to vote in respect of any contract, matter or arrangement in which he is interested, and shall not be counted in the quorum at any meeting at which any such matter is considered.

46. The Directors shall cause proper minutes to be made of all appointments of officers made by the Directors and of the proceedings of all meetings of the Trust and of the Board of Directors, and all business transacted at such meetings, and any such minutes of any meeting, purporting to be signed by the Chairman of such meeting, or by the Chairman of the next succeeding meeting, shall be sufficient evidence without any further proof of the facts therein stated.

47. A resolution in writing signed by all Directors for the time being of the Trust including the Chairman of the Board of Directors shall be as valid and effectual as if it had been passed at a meeting of the Directors duly convened and constituted and may consist of several documents in the like form each signed by one or more Directors.

### ACCOUNTS

48. The Directors shall cause accounting records to be kept in accordance with the Act.

49. The accounting records shall be kept at the registered office of the Trust or, subject to the Act, at such other place or places as the Directors think fit, and shall always be open to the inspection of the officers of the Trust.

50. The Directors shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations the accounts and books of the Trust or any of them shall be open to the inspection of members not being Directors, and no member (not being a Director) shall have the right of inspecting any account or book or document of the Trust except as conferred by statute or authorised by the Directors or by the Trust in general meeting.

51. The Directors shall from time to time in accordance with the Act cause to be prepared and to be laid before the Trust in general meeting such profit and loss accounts, balance sheets, group accounts (if any) and reports as are referred to in the Act.

52. A copy of every balance sheet (including every document required by law to be annexed thereto) which is to be laid before the Trust in general meeting, together with a copy of any Auditor's report and any Directors report annexed thereto, shall not less than 21 days before the date of the meeting be sent to every member of, and every holder of debentures of, the Trust. Provided that this Article shall not require a copy of those documents to be sent to any person of whose address the Trust is not aware or to more than one of the joint holders of any debentures.

## **AUDIT**

53. Auditors shall be appointed and their duties regulated in accordance with the Act.

## **NOTICES**

54. A notice may be served by the Trust upon any member, either personally or by sending it through the post as a prepaid letter, addressed to such member at his registered address as appearing in the register of members.

55. Any member described in the register of members by an address not within the United Kingdom, who shall from time to time give the Company an 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 aforesaid, 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 Trust.

56. 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.

## **INDEMNITY**

57. Subject to the provisions of the Act every Director, Auditor, Secretary or other officer of the Trust shall be entitled to be indemnified by the Trust against all costs, charges, losses, expenses and liabilities incurred by him in the execution and discharge of his duties or in relation thereto.

## **DISSOLUTION**

58. Clause 8 of the Memorandum of Association of the Trust relating to the winding up and dissolution of the Trust shall have effect as if the provisions thereof were repeated in these Articles.

NAMES AND ADDRESSES OF SUBSCRIBERS

Edmund Vaughan Parrott  
258 Uxbridge Road,  
Rickmansworth,  
Herts. WD3 2EA  
Occupation: Retired Courier  
Signed:

Winifred Joy Thatcher  
202 High Street  
Rickmansworth  
Herts. WD3 1BD  
Occupation: Retired Secretary  
Signed:

Geoffrey Hugh Paine  
31 Yorke Road  
Croxley Green  
Rickmansworth  
Herts. WD3 3DW  
Occupation: Retired Civil Servant  
Signed:

-----  
Dated:

Witness to the above signatures

Joyce Gower  
The Limes  
Bradford Road  
Heronsgate  
Rickmansworth  
Herts. WD3 5DA  
Occupation: Administrator  
Signed: