

Certificate No. 40350

THE COMPANIES ACT, 1985

COMPANY LIMITED BY GUARANTEE

AMENDED COPY

of

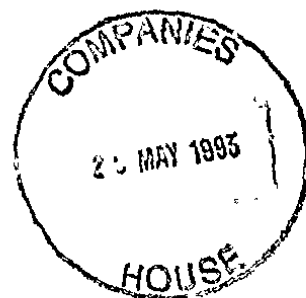
M E M O R A N D U M

of

ASSOCIATION

of

THE INCORPORATED MANSFIELD HOUSE UNIVERSITY SETTLEMENT



THE COMPANIES ACT 1985

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COMPANY LIMITED BY GUARANTEE

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MEMORANDUM OF ASSOCIATION

of

THE INCORPORATED MANSFIELD HOUSE UNIVERSITY SETTLEMENT

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1. The name of the Association is 'The Incorporated Mansfield House University Settlement'.
2. The Registered Offices of the Association will be situate in England.
- 3.(1) The objects for which the Association is established are as follows:-
  - (a) The promotion of the religion of Jesus Christ in its most comprehensive meaning, but so that special attention shall be given to its social action and aims.
  - (b) To provide religious educational or other charitable services for the people of the Southern Division of the Borough of West Ham and the poorer districts of London and elsewhere and to provide and assist in the provision of facilities for recreation and other leisure time occupation for and so as to improve the conditions of life of the people aforesaid having need of such facilities by reason

of youth, age, infirmity or disablement, poverty or social and economic circumstances.

- (c) So far as the law or the license of the Board of Trade may from time to time allow to acquire by purchase, taking on lease or otherwise, and to maintain a house or houses in any of the districts in which the Association is working for the residence of persons (either educated at a University or otherwise suitable) engaged in or connected with religious or educational, work.
- (d) To take over the whole or any of the assets, which, if any may be legally transferred to the Association and liabilities of the unincorporated association known as 'Mansfield House University Settlement in East London (Canning Town),' or of the Committee or Trustees thereof, and in particular to take conveyances or assignments of all the interest of the said last-mentioned Association, Committee, and Trustees in the following houses and property, namely, 310, 312, 314 and 316 Barking Road, with the recreation ground in the rear, 143 and 145, Barking Road, 165 and 167, Barking Road, and the Wave Lodging House, Victoria Dock Road; all situate in Canning Town, in the Borough of West Ham, aforesaid.
- (e) So far as the law or the license of the Board of Trade may from time to time allow to purchase, acquire, hold, manage, improve, sell, demise, let, mortgage or dispose of any lands for any estate or interest therein, and either with or without buildings thereon as may be thought expedient

with a view to the promotion of the objects of the Association aforesaid.

- (f) To erect, maintain and alter any buildings upon any lands held by or belonging to the Association, and provide the same with all proper and necessary fixtures, furniture, fittings, apparatus, appliances, conveniences and accommodations as may be thought expedient with a view to the promotion of the objects of the Association aforesaid.
- (g) To borrow or raise money for the purposes of the Association at interest upon banking account or otherwise by the issue of or upon bonds, debentures, bills of exchange, promissory notes, or other obligations or securities of the Association.
- (h) To provide in whole or in part for the salary or maintenance of any person or persons engaged in promoting the aforesaid objects.
- (i) To receive and apply donations and subscriptions from persons desiring to promote the objects aforesaid, or any of them, and to hold funds in trust for the same.
- (j) To acquire and undertake (so far as it lawfully may) the property, liabilities, and work, either wholly or in part, of any Society formed for any of the purposes of this Association and possessed of property suitable for such purposes.
- (k) To do all such other lawful things as are incidental or conducive to the attainment of the aforesaid objects. Provided that in case the Association shall take or hold any property subject to the jurisdiction of the Charity

Commissioners for England and Wales, the Association shall not sell, mortgage, charge, or lease such property without such consent as may be required by law, and as regards any such property the Managers or Trustees of the Association 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 same extent, as they would as such Managers or Trustees have been if no Incorporation had been effected, and the Incorporation of the Association shall not diminish or impair any control or authority exercisable by the Chancery Division or the Charity Commissioners over such Managers or Trustees, but they shall as regards any such property be subject jointly and separately to such control and authority as if the Association were not incorporated. Provided further, that if it shall appear that any of the property of the Unincorporated Association is held on such trusts as to make it a Charitable endowment subject to the jurisdiction of the Charity Commissioners, the same shall not be transferred to the Association without the sanction of the Charity Commissioners.

- (1) To undertake the administration of charitable trusts without any remuneration and for that purpose to apply to become a trust corporation.
- (2) Provided always and it is hereby declared that the Association exists only for purposes which are charitable and notwithstanding

anything hereinbefore declared nothing shall be an object of the Association which is not a charitable object.

4. The income and property of the Association, whencesoever derived, shall be applied solely towards the promotion of the objects of the Association as set forth in the Memorandum of Association, and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus, or otherwise howsoever, by way of profit to the Members of the Association, or to any of them, provided that nothing herein shall prevent the payment in good faith of interest, not exceeding 5 per cent, on any loan advances by Members of the Association to promote the objects of the Association, or of remuneration to any officer or servant of the Association or to any Member of the Association or other person in return for any services actually rendered to the Association or undertaken by the authority of the Executive Committee to promote the objects of the Association.
5. The fourth paragraph of this Memorandum is a condition on which a license is granted by the Board of Trade to the Association in pursuance of Section 23 of the Companies Act, 1867.
6. If any Member of the Association pay or receive any dividend, bonus, or other profit, in contravention of the terms of the fourth paragraph of this Memorandum, his liability shall be unlimited.
7. Every Member of the Association undertakes to contribute to the assets of the Association in the event of the same being wound up during the time that he is a Member, or within one year afterwards for payment of the debts and liabilities of the Association contracted before the time at which he 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 ten shillings, or in case of his liability becoming unlimited as aforesaid, such other amounts as may be required in pursuance of the last preceding paragraph of this Memorandum.

8. If upon the winding up or dissolution of the Association, there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the Members of the Association, but shall be given or transferred to some charitable institution or institutions having objects similar or cognate to the objects of the Association or some other charitable object, to be determined by the Members of the Association at or before the time of dissolution, or in default thereof by such Judge of the High Court of Justice as may have or acquire jurisdiction in the matter.
9. True accounts shall be kept of the sums of money received and expended by the Association and the matter in respect of which such receipts and expenditure takes place, and of the property, credits, and liabilities of the Association, and, subject to any reasonable restrictions as to the time and manner of inspecting the same that may be imposed in accordance with the regulations of the Association for the time being, shall be open to the inspection of the Members. Once at least in every year the accounts of the Association shall be examined, and the correctness of the balance-sheet ascertained by one or more properly qualified Auditor or Auditors.

WE, the several persons whose names and addresses are subscribed, are desirous of being formed into an Association, in pursuance of this Memorandum of Association:-

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NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS

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ANDREW MARTIN FAIRBAIRN, D.D., Principal of Mansfield College, Oxford.

ALBERT SPICER, 50 Upper Thames Street E.C. Wholesale Stationer and M.P.

WALTER HAZELL, 15 Russell Square, W.C. Printer and M.P.

A. MARSHALL, 7 East India Avenue, E.C. Merchant.

ALFRED JAMES SHEPHEARD, 31 & 32 Finsbury Circus, London, Solicitor.

FRANK TILLYARD, 11 Old Square, Lincoln's Inn, Barrister-at-Law.

JOHN ALLEZ LE LACHEUR, J.P., 58 Lombard Street.

JAMES GRAFTON MILNE, Mansfield House, Canning Town, E. Civil Servant.

GEORGE BUCHANAN GRAY, Mansfield College, Oxford, Lecturer in Hebrew.

THOMAS DIXON RUTHERFORD, 38 Filey Avenue, N., Minister of Religion.

JOSEPH KING, Jun., Lower Birtley, near Godalming, Barrister-at-Law.

WILL REASON, 18 St. Andrew's Road, Plaistow, Financial Secretary.

PERCY ALDEN, Mansfield House, Canning Town, E., Warden.

FREDK. W. LAWRENCE, 79 Lancaster Gate, W., Student.

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Dated this 10th day of June 1896

Witness to the Signatures of Andrew Martin Fairbairn, Albert Spicer, Walter Hazell, Arthur Marshall, Alfred James Shephard, Frank Tillyard, John Allez Lacheur, Joseph Grafton Milne, George Buchanan Gray, Thomas Dixon Rutherford, Joseph King, Will Reason, and Percy Alden -



A.M. Fairbairn, Solicitor,

Clerk to Shepheards, Solicitors,

31 & 32 Finsbury Circus, EC

Witness to the Signature of *Frederick William Lawrence* -

William Fellows Sedgwick,

Trinity College, Cambridge.

Student.