

Company number 05611912

Charity number 1112575

THE COMPANIES ACT 2006

WRITTEN RESOLUTION

of

LUMOS FOUNDATION

(the Company)

Circulated on 27 January 2016 (the Circulation Date)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution (the **Resolution**) is passed as a special resolution

Special Resolution

That the draft articles of association attached to this Resolution are adopted by the Company in substitution for, and to the exclusion of, the Company's existing articles of association

Approval

Please read the notes at the end of this document before you signify your agreement to the Resolution

The undersigned, being a person entitled to vote on the Resolution, hereby irrevocably agrees to the Resolution

Signed



Mark Smith

Name

Date

6/2/16

SATURDAY



A30

A515V9J5

20/02/2016

#89

COMPANIES HOUSE

Company number 05611912

Charity number 1112575

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Signed

RITA DATTANI

Name

03/02/2016

Date

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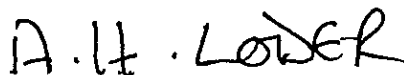
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Name



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Signed



Name

NEIL BLAIR

Date

27/1/16

Notes

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 - a delivering a signed copy to the Company at Gredley House, 1-11 Broadway, Stratford, London, E15 4BQ, or
 - b attaching a signed copy to a fax or email and sending it to the email address or fax number provided by the Company for the purpose of electronic communications
- 2 If you do not agree to the Resolution, you do not need to do anything, you will not be deemed to agree if you fail to reply
- 3 Your agreement once signified, cannot be revoked
- 4 Unless, within 28 days of the Circulation Date, sufficient agreement has been received for the Resolution to be passed, it will lapse

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Signed

Robert Suss

Name

27th January 2016

Date

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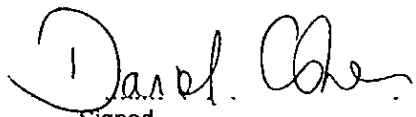
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Signed
DANIEL COHEN
28 JANUARY 2016

Name

Date

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Signed

LUCY SMITH

Name

29/1/16
Date

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Signed

NICHOLAS CAICHON

Name

3 February 2016

Date

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Company No 5611912

Charity No 1112575

THE COMPANIES ACTS 1985 TO 2006

COMPANY LIMITED BY GUARANTEE AND
NOT HAVING A SHARE CAPITAL

ARTICLES OF ASSOCIATION

OF

LUMOS FOUNDATION

Incorporated on 3 November 2005
As amended by written resolution dated 16 December 2005,
a special resolution to change the name dated 14 February 2010,
a special resolution dated 24 September 2010 and
a special resolution dated [3 February 2016]

FARRER & CO LLP
66 Lincoln's Inn Fields
London WC2A 3LH

THE COMPANIES ACTS 1985 TO 2006

COMPANY LIMITED BY GUARANTEE AND
NOT HAVING A SHARE CAPITAL

ARTICLES OF ASSOCIATION
OF
LUMOS FOUNDATION

1. **Name**

The name of the Company is Lumos Foundation ("the Charity")¹

2. **Registered Office**

The registered office of the Charity is to be in England and Wales

3. **Objects**

The objects ("the Objects") of the Charity are

3 1 the relief of poverty and sickness, the promotion of education, the promotion of child health and development, and the prevention of cruelty to or maltreatment of children in any part of the world, and²

3 2 such other exclusively charitable objects as the Trustees of the Charity may in their absolute discretion determine

¹ Name changed from Children's High Level Group by special resolution dated 14 February 2010

² As amended by written resolution dated 16 December 2005

4. Powers

The Charity has the following powers, which may be exercised only in promoting the Objects

- 4 1 to provide goods, services, financial or other assistance or support by way of grant, donation, loan or otherwise (and whether or not for valuable consideration),
- 4 2 to promote, commission or carry out research, including investigation by site visit, personal interview or otherwise and to hold conferences, lecture classes and training courses on any matter touching upon the Objects,
- 4 3 to support, administer or set up other charities or other bodies,
- 4 4 to promote or carry out the collection, analysis or publication of information of all types and in all forms, on such terms as shall be thought fit,
- 4 5 to award, or participate in the award of, scholarships, bursaries or other prizes,
- 4 6 to provide and maintain or to encourage the provision and maintenance of information and statistics relating directly or indirectly to the Objects including the use of information and communication technology,
- 4 7 to consult, advise and co-operate with, and to promote co-operation within and between, other bodies or persons (including charities, departments of government, local authorities, educational, health and welfare establishments and other public and private organisations, and those responsible generally for the wellbeing of children) on any matters concerned, whether directly or indirectly, or assist others in any ventures or initiatives which promote whether directly or indirectly, with the Objects,

- 4 8 to acquire and take over to such an extent as may be thought fit (and permitted by law) the assets, liabilities and undertakings of any person or body whatsoever,
- 4 9 to raise funds (but not by means of carrying on a trade or business on a continuing basis which is for the principal purpose of raising funds rather than for the purpose of actually carrying out the Objects, unless the income of the Charity from that trade or business is exempt from tax by reason of any legislation or concession from time to time in force),
- 4 10 to invite, receive and accept financial assistance (whether private or public), subscriptions, donations, gifts, endowments, sponsorship, fees, legacies and bequests of any real or person estate,
- 4 11 to act as trustee of charitable trusts jointly with one or more other trustees or, where it may legally do so, as sole trustee,
- 4 12 to enter into any funding or other arrangement with any government or any other authority and to obtain from such government or authority any rights, concessions, privileges, licences and permits,
- 4 13 to guarantee the performance of the contracts or obligations of any person or organisation, and to give any warranties, indemnities, guarantees or undertakings on account of any covenants, promises, pledges, assurances or trusts that might be undertaken by the Charity or in connection with any agreement or arrangement whatsoever, whether or not the Charity is a party to the same,
- 4 14 subject to such consents or procedures as may be required by law, to borrow money and give security for loans,
- 4 15 to acquire, hire or charge property and/or any interest in, or relating to, land of such kind and on such terms, and to appoint such advisers, surveyors, managers and builders and other advisers and contractors on such terms as the Trustees shall determine,

- 4 16 subject to such consents or procedures as may be required by law, to let, licence or dispose of all or any assets held from time to time by or on behalf of the Charity,
- 4 17 to set aside funds for special purposes or as reserves against future expenditure,
- 4 18 to deposit or invest the monies of the Charity not immediately required for its operations in any manner as may be thought fit (including but not limited to the establishment of trading or other subsidiaries of any kind), subject to such conditions (if any) and such consents or procedures (if any) as may for the time being be imposed or required by law,
- 4 19 to open and maintain in the name of the Charity, or in such other name as the Trustees may think fit, bank accounts at such banks as the Trustees may from time to time decide and at any time may pay any monies of the Charity to the credit of any such account or place the same on deposit with any bank,
- 4 20 to delegate the management of investments to an individual, company or firm who is a Financial Expert, on such terms as the Trustees think fit,
- 4 21 to arrange for investments or other property of the Charity to be held in the name of a nominee under the control of the Trustees or of a Financial Expert acting under their instructions and to pay any reasonable fee required,
- 4 22 to employ or otherwise contract for the services of agents, staff or advisers (upon such terms and conditions as may be thought fit) and, subject to Article 15, to remunerate any person, firm or company rendering services to the Charity and provide and contribute to pension and other death-in-service or other benefits for employees and former employees of the Charity and their widows, children or other dependants,

- 4 23 to delegate functions to committees, officers and/or employees or other staff of the Charity,
- 4 24 to insure the property of the Charity (including, for the avoidance of doubt any property not owned by the Charity but under its control) against any foreseeable risk and take out other insurance policies to protect the Charity when required,
- 4 25 to indemnify out of the assets of the Charity every Trustee, other officer or auditor of the Charity in respect of any liabilities properly incurred by them in defending any proceedings, whether civil or criminal, in which judgment is given in their favour or in which they are acquitted or in connection with any application in which relief is granted to them by the court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of the Charity,
- 4 26 to provide indemnity insurance to insure the Trustees
- 4 26 1 against the costs of a successful defence to a criminal prosecution brought against them as company directors and/or charity trustees, and
- 4 26 2 against personal liability incurred in respect of any act or omission which is or is alleged to be a breach of trust or breach of duty
- provided that any such insurance shall not extend to any liability to pay a fine or cover a Trustee who knew that, or was reckless whether, the act or omission was a breach of trust or breach of duty,
- 4 27 to enter into contracts of any type, including contracts to provide services to or on behalf of other bodies or persons,
- 4 28 to incorporate, establish and promote subsidiary companies (whether or not wholly owned by the Charity) to further the Objects (or any of them), to assist or act as agents for the Charity or otherwise where the incorporation,

establishment and promotion of such companies is expedient or generally beneficial and largely in the interests of the Charity,

4 29 to amalgamate with any other bodies which are charitable and have objects similar to all or any of the Objects and which prohibit the payment of any dividend or profit to, and the distribution of assets amongst, their members at least to the same extent as is the case in these Articles,

4 30 to pay out of the funds of the Charity the costs of and incidental to the formation and registration of the Charity,

4 31 to do all or any of the above things in any part of the world as principal, agent, contractor, trustee or otherwise, and either alone or in conjunction with or through the medium of others, and

4 32 to do anything else within the law which promotes or helps to promote the Objects

5. Trustees

5 1 The Trustees shall have the control of the Charity and its property and funds, and may exercise all the powers of the Charity, as charity trustees

5 2 There shall be a minimum of two and a maximum of ten Trustees (unless otherwise determined by ordinary resolution)

5 3 A Trustee may appoint an alternate director to act on his behalf at meetings of the Trustees, provided that any alternate director appointed under this Article must be a Trustee

5 4 Any person who is willing to act as both a Trustee and a member of the Charity and is permitted to be so appointed by the law and the Articles, may be appointed, by the Trustees, to be a Trustee

5 5 Subject to earlier termination under Article 5 8, all Trustees shall hold office for a period of three years The existing Trustees as at the date of the adoption of these

Articles shall be appointed for the periods set out in a separate schedule to be agreed by the Trustees

5 6 Any retiring Trustee, if he is willing to act as a Trustee and a member of the Charity, is eligible for re-appointment for one further term of three years Trustees may not serve for more than two consecutive terms of three years, save for the Chairman who may serve for a third term of three years

5 7 A technical defect in the appointment of a Trustee does not invalidate a decision taken at a Trustees' meeting if the Trustees present were not aware of the defect at the time of the meeting

5 8 A Trustee will cease to be a Trustee

5 8 1 at the end of his term of office,

5 8 2 if he resigns by written notice to the Charity (subject to any limitation on the minimum number of Trustees under Article 5 2 above),

5 8 3 if he ceases to be a member,

5 8 4 if he is unable or unfit to discharge the functions of a Trustee,

5 8 5 if he is removed from office by the members following the procedure set out in Section 168 of the Companies Act 2006,

5 8 6 if he becomes prohibited by law from being a charity trustee or director,

5 8 7 if he becomes bankrupt or makes any arrangement or composition with his creditors generally,

5 8 8 if he is not present in person for at least one meeting of the Trustees in each year unless otherwise authorised by the Trustees, or

5 8 9 if he dies

- 5 9 A Trustee may call a Trustees' meeting at any time and the Secretary must call a Trustees' meeting if requested to do so by a Trustee
- 5 10 The Trustees may convene and regulate their meetings as they think fit, subject to these Articles Questions arising at any Trustees' meeting will be decided by a majority of votes
- 5 11 A Trustees' meeting is not valid unless a quorum is present throughout the meeting The quorum is three fifths of the Trustees or two Trustees (whichever is the greater)
- 5 12 The Chairman will preside as chairman of every Trustees' meeting If there is no Chairman, or if he is not present within 15 minutes after the time set for the meeting, or is unwilling to act, those Trustees present at the meeting must elect one of themselves to be Chairman of the meeting
- 5 13 A written resolution signed by all Trustees entitled to receive notice of a meeting of the Trustees or of a committee of Trustees and to vote upon the resolution shall be valid as if it had been passed at a meeting of the Trustees or (as the case may be) a committee of the Trustees duly convened and held (and for this purpose the written resolution may be set out in more than one document and will be treated as passed on the date of the last signature)
- 5 14 Any Trustee may, subject to proper notice having been given or dispensed with, participate in a meeting of the Trustees by means of telephone, or some other form of communication, by which all persons participating in the meeting can hear each other and speak to each other and participation in a meeting in this manner shall constitute presence in person at such meeting, provided that the number of Trustees then present constitutes an quorum for the transaction of the business of the Trustees under these Articles

6. Delegation of Trustees' Powers

- 6 1 The Trustees may establish such committees, each comprising at least one Trustee and such other persons (whether Trustees or otherwise) as the Trustees think fit, and

may delegate to such committees such function as they shall think fit All proceedings of committees must be reported promptly to the Trustees

- 6 2 The proceedings and powers of the committees established by the Trustees shall be governed by such rules as the Trustees may prescribe

7. Secretary

The Charity must (subject to any law allowing the Charity to dispense with such requirement) have a Secretary who will be appointed by the Trustees for such term, at such remuneration (if the Secretary is not a Trustee) and upon such conditions as the Trustees may think fit and any Secretary so appointed may be removed by the Trustees The Secretary may be, but does not have to be, a member or a Trustee

8. Membership

- 8 1 The Charity must keep a register of members as required by the Companies Acts

- 8 2 The members are the Trustees from time to time Every Trustee shall, on appointment as such, either sign a written consent to become a member or sign the register of members and shall, in either case, become a member of the Charity on signature

- 8 3 Membership of the Charity is not transferable

- 8 4 Membership shall be terminated if the member, being a Trustee, ceases to be a Trustee for whatever reason

9. President

The Trustees may appoint any person as President, for such period as they shall determine (including for life) Whenever a President is appointed he or she shall preside at the AGM of the Charity pursuant to Article 11 and, if he or she is not a Trustee, shall be entitled to receive notice of and attend (but not vote) at any meeting of the Trustees

10. Patrons

The Trustees may appoint and remove any person as a patron of the Charity and on such terms as it shall think fit

11. General Meetings

11 1 The Charity must hold an AGM in every year which all members are entitled to attend

11 2 At an AGM the members

- (a) receive the accounts of the Charity for the previous financial year,
- (b) receive the Trustees' report on the Charity's activities since the previous AGM,
- (c) appoint auditors for the Charity, and
- (d) may determine any issues of policy or deal with any other business put before them

11 3 Any general meeting which is not an AGM is an EGM

11 4 The Trustees may call an EGM at any time and must call an EGM if they receive a requisition by the members of the Charity in accordance with the Companies Acts

11 5 All general meetings must be called by at least 14 clear days' notice

11 6 Subject to the provisions of these Articles and the Companies Acts, a meeting of the Charity may be called by shorter notice, if it is so agreed by a majority in number of members having a right to attend and vote at the meeting who together hold not less than 90% of the total voting rights

11 7 The notice must specify the date, time and place of the meeting and the general nature of the business to be transacted The text of all resolutions to be proposed at the meeting must be set out in the notice

11 8 Subject to the provisions of these Articles and to any restrictions imposed on voting, the notice shall be given to the members, to the Trustees and to the auditors but 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 that meeting

12. Proceedings at General Meetings

12 1 No business shall be transacted at any general meeting unless a quorum of members is present throughout the meeting The quorum is one-third of the members or two members (whichever is greater)

12 2 If a quorum is not present within half an hour from the time set for the meeting or during a meeting a quorum ceases to be present, the meeting shall be adjourned to such a date, time and place as the Trustees shall determine provided that at least seven clear days' notice shall be given of the reconvened meeting stating the date, time and place of the meeting

12 3 The President will preside at every AGM of the Charity If there is no President, or if the President is not present within 15 minutes after the time set for the AGM, or is unwilling to act, those Trustees present at the AGM must elect one of themselves to be chairman of the AGM If no Trustee is willing to act as chairman of the AGM, or if no Trustee is present within 15 minutes after the time set for the AGM, the members present must choose one of themselves to be chairman of the AGM

12 4 Subject to Article 12 3, the Chairman, if any, will preside as Chairman of every general meeting of the Charity If there is no Chairman, or if the Chairman is not present within 15 minutes after the time set for the meeting, or is unwilling to act, those Trustees present at the meeting must elect one of themselves to be Chairman of the meeting If no Trustee is willing to act as Chairman, or if no Trustee is

present within 15 minutes after the time set for the meeting, the members present must choose one of themselves to be Chairman of the meeting

12 5 The Chairman of the meeting (or in the case of an AGM, the President) may, with the consent of any quorate meeting, and must, if required by a simple majority of the members present at the meeting, adjourn the meeting from time to time and from place to place, but no business may be transacted at an adjourned meeting other than business which might properly have been transacted at the meeting had the adjournment not taken place No notice is required of an adjourned meeting unless the meeting is adjourned for 30 days or more, in which case notice must be given as for the original meeting

12 6 A resolution put to the vote of a meeting shall be decided on a show of hands of those members entitled to vote unless, subject to the provisions of the Companies Acts, a poll is demanded If a poll is demanded it shall be taken in such manner as the Chairman of the meeting (or in the case of an AGM, the President), acting reasonably, directs (being in accordance with the provisions of the Companies Acts) and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded The declaration by the Chairman (or in the case of an AGM, the President) of the result of the poll shall be conclusive

12 7 Subject to Article 12 11, any resolution that may be passed validly at a general meeting of the Charity may be passed as a written resolution

12 8 A member signifies agreement to a proposed written resolution when the Charity receives from him an Authenticated Document (whether in hard copy or electronic form) identifying the resolution to which it relates and his agreement to it

12 9 Subject to Articles 12 10 and 12 11, a written resolution is passed when

12 9 1 in the case of an ordinary resolution, a simple majority of all the members have signified their agreement to it, and

12 9 2 in the case of a special resolution, at least 75% of all the members have signified their agreement to it

12 10 A proposed written resolution lapses if it is not passed before the end of 28 days beginning on the first day on which it was circulated

12 11 The following may not be passed as a written resolution

12 11 1 a resolution to remove a Trustee before his period of office expires, and

12 11 2 a resolution to remove an auditor before his period of office expires

13. Voting

13 1 Every member whose name is entered in the Charity's register of members has one vote at every general meeting. A resolution proposed at any general meeting will be approved if at least one half of the votes cast at the meeting are in favour of the resolution, except where the Companies Acts or these Articles prescribe a different majority

13 2 No objection shall be raised to the qualification of a voter except at the meeting or adjourned meeting at which the vote objected to is tendered, and every vote not disallowed at the meeting shall be valid. Any objection made in due time shall be referred to the Chairman of the meeting whose decision shall be final and conclusive

14. Proxies

14 1 A member may appoint another member as a proxy to attend general meetings in his or her place and to vote. The proxy form must be in writing and in the form prescribed by the Trustees from time to time

14 2 The proxy form (and the power of attorney, if any, under which it is signed, or a copy of that power certified by a solicitor) must be deposited at the Charity's registered office not less than 48 hours before the meeting or adjourned meeting in question, or, in the case of a poll, not less than 24 hours before the time appointed for taking of the poll. If this Article is not complied with the proxy form is invalid

15. Application of Property and Funds

15 1 The property and funds of the Charity must be used only for promoting the Objects and do not belong to the members of the Charity. No part of the income or capital may be paid or transferred, directly or indirectly, to the members of the Charity, whether by way of dividend or bonus or in any other way that amounts to a distribution of profits or surplus. This does not prevent the payment of

15 1 1 reasonable and proper remuneration to any officer, employee or member of the Charity in return for any services provided to the Charity,

15 1 2 a reasonable rate of interest on money lent to the Charity,

15 1 3 a reasonable rent or hiring fee for property let or hired to the Charity, or

15 1 4 premiums on the indemnity insurance referred to in Article 4

15 2 A Trustee must not receive any payment of money or other benefit which may not be financial but has a monetary value (whether directly or indirectly) ("Material Benefit") from the Charity except

15 2 1 as permitted by law,

15 2 2 as mentioned in Articles 15 1 and 15 3,

15 2 3 reimbursement of reasonable out-of-pocket expenses (including hotel and travel costs) actually incurred in carrying out the Charity's business, or

15 2 4 in exceptional cases, other payments or benefits (but only with the written approval of the Charity Commission in advance)

15 3 Any Trustee (or any firm or company of which a Trustee is a member or employee) may enter into a contract with the Charity to supply goods or services in return for a payment or other Material Benefit but only if

15 3 1 the goods or services are actually required by the Charity,

- 15 3 2 the nature and level of remuneration is no more than is reasonable in relation to the value of the goods or services,
- 15 3 3 no more than one half of the Trustees are subject to such a contract in any financial year, and
- 15 3 4 the Trustees comply with the procedures set out in Article 15 4 and any such additional procedures as are required by law
- 15 4 Whenever a Trustee has a personal interest in a matter to be discussed at a meeting of the Trustees or a committee the Trustee concerned must
 - 15 4 1 declare an interest as or before discussion begins on the matter,
 - 15 4 2 withdraw from the meeting for that item unless expressly invited to remain in order to provide information,
 - 15 4 3 not be counted in the quorum for that part of the meeting,
 - 15 4 4 withdraw during the vote and have no vote on the matter, and
 - 15 4 5 comply with such additional procedures as are required by law
- 15 5 This Article 15 may not be amended without the prior written consent of the Charity Commission

16. Minutes

The Trustees shall cause minutes to be made in books (or other recordable format) kept for the purpose

- 16 1 of all appointment of officers made by the Trustees, and
- 16 2 of all proceedings and meetings of the Charity, and of the Trustees, and of committees of the Trustees, including the names of the Trustees present at each such meeting

17. Notices

- 17 1 Any notice to be given to or by any person pursuant to these Articles shall be in writing
- 17 2 The Charity may give any notice to members either personally or by sending it by post in a prepaid envelope addressed to a member at his address or by leaving it at that address Where a member has given to the Charity a fax number or email address to which notices may be sent electronically, the Charity may give a valid notice by means of fax or email, provided that, in either case, evidence shall be received by the Charity of delivery
- 17 3 If a member is present at any meeting of the Charity he shall be deemed to have notice of the meeting and, where requisite, of the purposes for which it was called

18. Indemnity

- 18 1 Subject to the Companies Acts, but without affecting any indemnity to which a Trustee may otherwise be entitled, every Trustee or other officer will be indemnified out of the assets of the Charity in respect of any liabilities properly incurred by him in defending any proceedings (whether civil or criminal) in which judgment is given in his favour or in which he is acquitted or in connection with any application in which relief is granted to him by the Court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of the Charity
- 18 2 Subject to the Companies Acts, the Charity may purchase and maintain for any Trustee or for any officer of the Charity, insurance cover against any liability which may attach to him by virtue of any rule of law in respect of any negligence, default, breach of duty or breach of trust of which he may be guilty in relation to the Charity, and against all costs, charges, losses, expenses and liabilities incurred by him and for which the Trustee is entitled to be indemnified by the Charity under Article 18 1 provided that any such insurance shall not extend to any liability to pay a fine or cover a Trustee who knew that, or was reckless whether, the act or omission was a breach of trust or breach of duty

19. Limited Liability

The liability of the members is limited

20. Guarantee

If the Charity is wound up while a person is a member, or within one year after that person ceases to be a member, every member of the Charity shall contribute such amount as may be required, not exceeding One Pound (£1), to the assets of the Charity, for the payment of the Charity's debts and liabilities contracted before the member ceases to be a member, and of the cost and expenses of winding up, and for the adjustment of the rights of the contributories among themselves

21. Dissolution

If the Charity is dissolved the assets (if any) remaining after provision has been made for all its liabilities must be applied in one or more of the following ways,

21 1 by transfer to one or more other bodies or persons established for exclusively charitable purposes within, the same as or similar to the Objects,

21 2 directly for the Objects or for any charitable purpose or purposes within the Objects

22. Interpretation

In these Articles of Association

22 1 the following words and expressions shall have the following meanings

"these Articles" means the Articles of Association of the Charity,

"Authenticated Document" means a document sent (a) by hard copy that is signed by the person sending it, or (b)

electronically in which the identity of the sender is confirmed in a manner specified by the Charity (or where no such manner has been specified, which contains or is accompanied by a statement of the identity of the sender and the Charity has no reason to doubt the truth of that statement),

"Chairman" means the chairman of the Trustees who is himself or herself a Trustee and is elected as such by the Trustees,

"Charity" means the company governed by these Articles,

"charity trustee" has the meaning given to it by Section 177 of the Charities Act 2011,

"charitable" means charitable according to the law of England and Wales,

"clear day" means 24 hours from midnight following the relevant event,

"the Companies Acts" means the Companies Acts 1985 to 2006,

"Financial Expert" means an individual, company or firm who is an authorised person or an exempt person within the meaning of the Financial Services and Markets Act 2000,

"member", "members" and "membership" refer to membership of the Charity,

"month" means calendar month,

"Objects"	means the objects set out in Article 3,
"President"	means any person appointed president of the Charity pursuant to Article 9,
"Secretary"	means the secretary of the Charity or any other person appointed to perform the duties of the secretary of the Charity, including a joint, assistant or deputy secretary,
"Trustee"	means a director of the Charity The Trustees are "charity trustees" as defined by Section 177 of the Charities Act 2011,
"written" or "in writing"	refers (to the extent permissible by law) to a legible document on paper, including a fax message and electronic mail (which is capable of being reproduced in paper form), and
"year"	means calendar year

- 22 2 Except where the context otherwise requires, expressions defined in the Companies Acts have the meaning given to them by the Companies Acts
- 22 3 References to an Act of Parliament are to that Act as amended or re-enacted from time to time and to any subordinate legislation made under it
- 22 4 Words importing one gender shall include both genders
- 22 5 The singular includes the plural and vice versa