



FILE COPY

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

Company No. 8884776

The Registrar of Companies for England and Wales, hereby certifies that

COASTAL WEST SUSSEX MIND

is this day incorporated under the Companies Act 2006 as a private company, that the company is limited by guarantee, and the situation of its registered office is in England/Wales

Given at Companies House on **10th February 2014**



N08884776Z



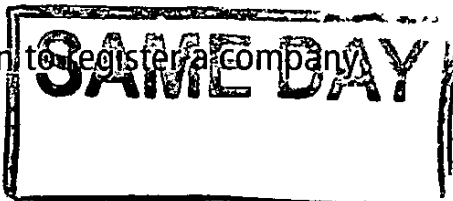
Companies House



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**

IN01

Application to register a company



Companies House

A fee is payable with this form
Please see 'How to pay' on the last page

☒ What this form is for
You may use this form to register a
private or public company

☒ What this form is NOT for
You cannot use this form to register
a limited liability partnership
this, please use form LL IN01



A20 08/02/2014 #5
A07 06/02/2014 #204
COMPANIES HOUSE

Part 1 Company details

A1 Company name

To check if a company name is available use our WebCheck service and select the 'Company Name Availability Search' option

www.companieshouse.gov.uk/info

Please show the proposed company name below

Proposed company
name in full ①

Coastal West Sussex Mind

For official use

08884776

→ Filling in this form

Please complete in typescript or in
bold black capitals

All fields are mandatory unless
specified or indicated by *

① Duplicate names

Duplicate names are not permitted
A list of registered names can
be found on our website. There
are various rules that may affect
your choice of name. More
information on this is available in
our guidance booklet GP1 at
www.companieshouse.gov.uk

A2 Company name restrictions ②

Please tick the box only if the proposed company name contains sensitive
or restricted words or expressions that require you to seek comments of a
government department or other specified body

☐ I confirm that the proposed company name contains sensitive or restricted
words or expressions and that approval, where appropriate, has been
sought of a government department or other specified body and I attach a
copy of their response

② Company name restrictions

A list of sensitive or restricted
words or expressions that require
consent can be found in our
guidance booklet GP1 at
www.companieshouse.gov.uk

A3 Exemption from name ending with 'Limited' or 'Cyfyngedig' ③

Please tick the box if you wish to apply for exemption from the requirement to
have the name ending with 'Limited', 'Cyfyngedig' or permitted alternative

☒ I confirm that the above proposed company meets the conditions for
exemption from the requirement to have a name ending with 'Limited',
'Cyfyngedig' or permitted alternative

③ Name ending exemption

Only private companies that are
limited by guarantee and meet other
specific requirements are eligible
to apply for this. For more details,
please go to our website
www.companieshouse.gov.uk

A4 Company type ④

Please tick the box that describes the proposed company type and members'
liability (only one box must be ticked)

☐ Public limited by shares
☐ Private limited by shares
☒ Private limited by guarantee
☐ Private unlimited with share capital
☐ Private unlimited without share capital

④ Company type

If you are unsure of your company's
type, please go to our website
www.companieshouse.gov.uk

IN01

Application to register a company

A5

Situation of registered office ①

Please tick the appropriate box below that describes the situation of the proposed registered office (only one box must be ticked)

- ☒ England and Wales
☐ Wales
☐ Scotland
☐ Northern Ireland

① Registered office

Every company must have a registered office and this is the address to which the Registrar will send correspondence

For England and Wales companies, the address must be in England or Wales.

For Welsh, Scottish or Northern Ireland companies, the address must be in Wales, Scotland or Northern Ireland respectively

A6

Registered office address ②

Please give the registered office address of your company

Building name/number The Gateway, 8-10

Street Durrington Lane

Post town Worthing

County/Region West Sussex

Postcode B N 1 3 2 Q G

② Registered office address

You must ensure that the address shown in this section is consistent with the situation indicated in section A5

You must provide an address in England or Wales for companies to be registered in England and Wales.

You must provide an address in Wales, Scotland or Northern Ireland for companies to be registered in Wales, Scotland or Northern Ireland respectively

A7

Articles of association ③

Please choose one option only and tick one box only

Option 1

I wish to adopt one of the following model articles in its entirety Please tick only one box

- ☐ Private limited by shares
☐ Private limited by guarantee
☐ Public company

Option 2

I wish to adopt the following model articles with additional and/or amended provisions I attach a copy of the additional and/or amended provision(s) Please tick only one box

- ☐ Private limited by shares
☐ Private limited by guarantee
☐ Public company

Option 3

☒ I wish to adopt entirely bespoke articles I attach a copy of the bespoke articles to this application

③ For details of which company type can adopt which model articles, please go to our website www.companieshouse.gov.uk

A8

Restricted company articles ④

Please tick the box below if the company's articles are restricted

☐

④ Restricted company articles

Restricted company articles are those containing provision for entrenchment. For more details, please go to our website www.companieshouse.gov.uk

IN01

Application to register a company

Part 2**Proposed officers**

For private companies the appointment of a secretary is optional, however, if you do decide to appoint a company secretary you must provide the relevant details. Public companies are required to appoint at least one secretary

Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual

For a secretary who is an individual, go to Section B1, For a corporate secretary, go to Section C1, For a director who is an individual, go to Section D1, For a corporate director, go to Section E1

Secretary**B1****Secretary appointments**

Please use this section to list all the secretary appointments taken on formation
For a corporate secretary, complete Sections C1-C5

Title*	Ms
Full forename(s)	Katherine, Mary
Surname	Glover
Former name(s) ②	

① Corporate appointments

For corporate secretary appointments, please complete section C1-C5 instead of section B

Additional appointments

If you wish to appoint more than one secretary, please use the 'Secretary appointments' continuation page

② Former name(s)

Please provide any previous names which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes.

B2**Secretary's service address** ①

Building name/number	The Company's Registered Office
Street	
Post town	
County/Region	
Postcode	
Country	

① Service address


This is the address that will appear on the public record. This does not have to be your usual residential address

Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of secretaries as the company's registered office

If you provide your residential address here it will appear on the public record

B3**Signature** ①

I consent to act as secretary of the proposed company named in Section A1

Signature	<div style="display: flex; align-items: center;"> <div style="margin-right: 10px;">X</div> <div style="flex-grow: 1;"> <div style="font-size: small; margin-bottom: 5px;">Signature</div>  </div> <div style="margin-left: 10px;">X</div> </div>
-----------	---

① Signature

The person named above consents to act as secretary of the proposed company

IN01

Application to register a company

Corporate secretary**C1****Corporate secretary appointments ①**

Please use this section to list all the corporate secretary appointments taken on formation

Name of corporate body/firm

Building name/number

Street

Post town

County/Region

Postcode

Country

① Additional appointments

If you wish to appoint more than one corporate secretary, please use the 'Corporate secretary appointments' continuation page

Registered or principal address

This is the address that will appear on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO box number (unless contained within a full address), DX number or LP (Legal Post in Scotland) number

C2**Location of the registry of the corporate body or firm**

Is the corporate secretary registered within the European Economic Area (EEA)?

→ Yes Complete **Section C3 only**→ No Complete **Section C4 only****C3****EEA companies ②**

Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register

Where the company/firm is registered ②

Registration number

② EEAA full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk

③ This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)

C4**Non-EEA companies**

Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register

Legal form of the corporate body or firm

Governing law

If applicable, where the company/firm is registered ④

Registration number

④ Non-EEA

Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register

C5**Signature ⑤**I consent to act as secretary of the proposed company named in **Section A1**

Signature

Signature

X

X

⑤ Signature

The person named above consents to act as corporate secretary of the proposed company

IN01

Application to register a company

Director**D1****Director appointments ①**

Please use this section to list all the director appointments taken on formation
For a corporate director, complete Sections E1-E5.

Title*	MRS
Full forename(s)	HILARY PAULINE
Surname	RIDDELL
Former name(s) ②	
Country/State of residence ③	ENGLAND
Nationality	BRITISH
Date of birth	21 05 1948
Business occupation (if any) ④	RETIRED

① Appointments

Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual.

② Former name(s)

Please provide any previous names which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes.

③ Country/State of residence

This is in respect of your usual residential address as stated in Section D4.

④ Business occupation

If you have a business occupation, please enter here. If you do not, please leave blank.

Additional appointments

If you wish to appoint more than one director, please use the 'Director appointments' continuation page.

D2**Director's service address ①**

Please complete the service address below. You must also fill in the director's usual residential address in Section D4.

Building name/number	The Gateway
Street	8-10 Durrington Lane
Post town	Worthing
County/Region	West Sussex
Postcode	BN1 3 2 G G
Country	

① Service address

This is the address that will appear on the public record. This does not have to be your usual residential address.

Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of directors as the company's registered office.

If you provide your residential address here it will appear on the public record.

D3**Signature ①**

I consent to act as director of the proposed company named in Section A1.

Signature	Signature	X		X
-----------	-----------	---	---	---

① Signature

The person named above consents to act as director of the proposed company.

IN01

Application to register a company

Director**D1****Director appointments ①**

Please use this section to list all the director appointments taken on formation
For a corporate director, complete Sections E1-E5.

Title*	MR
Full forename(s)	ROBERT JOHN
Surname	SMYTHMAN
Former name(s) ②	
Country/State of residence ③	UNITED KINGDOM
Nationality	BRITISH
Date of birth	d 2 m 1 y 1976
Business occupation (if any) ④	COUNTY COUNCILLOR

① Appointments

Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual.

② Former name(s)

Please provide any previous names which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes.

③ Country/State of residence

This is in respect of your usual residential address as stated in Section D4.

④ Business occupation

If you have a business occupation, please enter here. If you do not, please leave blank.

Additional appointments

If you wish to appoint more than one director, please use the 'Director appointments' continuation page.

D2**Director's service address ⑤**

Please complete the service address below. You must also fill in the director's usual residential address in Section D4.

Building name/number	The Gateway
Street	8-10 Durrington Lane
Post town	Worthing
County/Region	West Sussex
Postcode	BN1 3 2 6 9
Country	

⑤ Service address

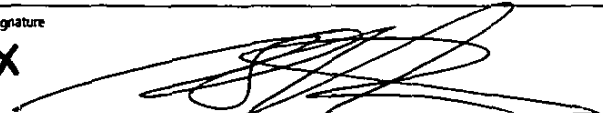
This is the address that will appear on the public record. This does not have to be your usual residential address.

Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of directors as the company's registered office.

If you provide your residential address here it will appear on the public record.

D3**Signature ⑥**

I consent to act as director of the proposed company named in Section A1.

Signature	<div style="display: flex; align-items: center;"> <div style="margin-right: 20px;">X</div>  <div style="margin-left: 20px;">X</div> </div>
-----------	---

⑥ Signature

The person named above consents to act as director of the proposed company.



IN01

Application to register a company

Director

D1

Director appointments ①

Please use this section to list all the director appointments taken on formation
For a corporate director, complete Sections E1-E5.

Title*	MRS.
Full forename(s)	BUDDHINI ANOJA DEVI
Surname	VINITHARATNE
Former name(s) ②	RATNASURIYA LITANAGE
Country/State of residence ③	WEST SUSSEX UNITED KINGDOM
Nationality	BRITISH
Date of birth	27 05 1956
Business occupation (if any) ④	VOLUNTARY WORKER (MAGISTRATE) ASSOCIATE HOSPITAL MANAGER

① Appointments

Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual.

② Former name(s)

Please provide any previous names which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes.

③ Country/State of residence

This is in respect of your usual residential address as stated in Section D4.

④ Business occupation

If you have a business occupation, please enter here. If you do not, please leave blank.

Additional appointments

If you wish to appoint more than one director, please use the 'Director appointments' continuation page.

D2

Director's service address ①

Please complete the service address below. You must also fill in the director's usual residential address in Section D4.

Building name/number	The Gateway
Street	8-10 Durrington Lane
Post town	Worthing
County/Region	West Sussex
Postcode	BN1 3 2 G G
Country	

① Service address

This is the address that will appear on the public record. This does not have to be your usual residential address.


Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of directors as the company's registered office.

If you provide your residential address here it will appear on the public record.

D3

Signature ①

I consent to act as director of the proposed company named in Section A1.

Signature	Signature X  X
-----------	--

① Signature

The person named above consents to act as director of the proposed company.

IN01

Application to register a company

Director**D1****Director appointments ①**

Please use this section to list all the director appointments taken on formation
For a corporate director, complete Sections E1-E5.

Title*	
Full forename(s)	NEVILLE JAMES
Surname	PRESSLEY
Former name(s) ②	
Country/State of residence ③	UNITED KINGDOM
Nationality	BRITISH
Date of birth	12 10 1946
Business occupation (if any) ④	

① Appointments

Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual.

② Former name(s)

Please provide any previous names which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes.

③ Country/State of residence

This is in respect of your usual residential address as stated in Section D4.

④ Business occupation

If you have a business occupation, please enter here. If you do not, please leave blank.

Additional appointments

If you wish to appoint more than one director, please use the 'Director appointments' continuation page.

D2**Director's service address ⑤**

Please complete the service address below. You must also fill in the director's usual residential address in Section D4.

Building name/number	The Gateway
Street	8-10 Durrington Lane
Post town	Worthing
County/Region	West Sussex
Postcode	BN1 3 2 G G
Country	

⑤ Service address

This is the address that will appear on the public record. This does not have to be your usual residential address.

Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of directors as the company's registered office.

If you provide your residential address here it will appear on the public record.

D3**Signature ⑥**

I consent to act as director of the proposed company named in Section A1.

Signature	Signature	X	NeWesley	X
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⑥ Signature

The person named above consents to act as director of the proposed company.

IN01

Application to register a company

Director**D1****Director appointments ①**

Please use this section to list all the director appointments taken on formation
For a corporate director, complete Sections E1-E5.

Title*	MES
Full forename(s)	CAROL ANNE
Surname	CROMBIE
Former name(s)②	
Country/State of residence③	UK
Nationality	BRITISH
Date of birth	07 11 1944
Business occupation (if any)④	

① Appointments

Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual.

② Former name(s)

Please provide any previous names which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes.

③ Country/State of residence

This is in respect of your usual residential address as stated in Section D4.

④ Business occupation

If you have a business occupation, please enter here. If you do not, please leave blank.

Additional appointments

If you wish to appoint more than one director, please use the 'Director appointments' continuation page.

D2**Director's service address①**

Please complete the service address below. You must also fill in the director's usual residential address in Section D4.

Building name/number	The Gateway
Street	8-10 Durrington Lane
Post town	Worthing
County/Region	West Sussex
Postcode	BN1 3 2 G G
Country	

① Service address

This is the address that will appear on the public record. This does not have to be your usual residential address.

Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of directors as the company's registered office.

If you provide your residential address here it will appear on the public record.

D3**Signature ①**

I consent to act as director of the proposed company named in Section A1.

Signature	Signature X Carol Anne Crombie X
-----------	-------------------------------------

① Signature

The person named above consents to act as director of the proposed company.

IN01

Application to register a company

Director**D1****Director appointments ①**

Please use this section to list all the director appointments taken on formation
For a corporate director, complete Sections E1-E5.

Title*	Mrs
Full forename(s)	Sally
Surname	Lafroy
Former name(s) ②	Lindsay Smith
Country/State of residence ③	England
Nationality	English
Date of birth	^d 2 ^d 9 ^m 07 ^y 1947
Business occupation (if any) ④	Retired

① Appointments

Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual.

② Former name(s)

Please provide any previous names which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes.

③ Country/State of residence

This is in respect of your usual residential address as stated in Section D4.

④ Business occupation

If you have a business occupation, please enter here. If you do not, please leave blank.

Additional appointments

If you wish to appoint more than one director, please use the 'Director appointments' continuation page.

D2**Director's service address ⑤**

Please complete the service address below. You must also fill in the director's usual residential address in Section D4.

Building name/number	The Gateway
Street	8-10 Durrington Lane
Post town	Worthing
County/Region	West Sussex
Postcode	BN1 3 2 6 9
Country	

⑤ Service address

This is the address that will appear on the public record. This does not have to be your usual residential address.

Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of directors as the company's registered office.

If you provide your residential address here it will appear on the public record.

D3**Signature ⑥**

I consent to act as director of the proposed company named in Section A1.

Signature	Signature X Sally Lafroy X
-----------	-------------------------------

⑥ Signature

The person named above consents to act as director of the proposed company.

IN01

Application to register a company

Corporate director

E1	Corporate director appointments ①	
	Please use this section to list all the corporate directors taken on formation	
Name of corporate body or firm		
Building name/number		
Street		
Post town		
County/Region		
Postcode	<input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>	
Country		
	① Additional appointments If you wish to appoint more than one corporate director, please use the 'Corporate director appointments' continuation page Registered or principal address This is the address that will appear on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO box number (unless contained within a full address), DX number or LP (Legal Post in Scotland) number	
E2	Location of the registry of the corporate body or firm	
	Is the corporate director registered within the European Economic Area (EEA)? → Yes Complete Section E3 only → No Complete Section E4 only	
E3	EEA companies ②	
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	
Where the company/firm is registered ③		
Registration number		
	② EEA A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk ③ This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)	
E4	Non-EEA companies	
	Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register	
Legal form of the corporate body or firm		
Governing law		
If applicable, where the company/firm is registered ④		
If applicable, the registration number		
	④ Non-EEA Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register	
E5	Signature ⑤	
	I consent to act as director of the proposed company named in Section A1	
Signature	Signature <input checked="" type="checkbox"/> <input checked="" type="checkbox"/>	
	⑤ Signature The person named above consents to act as corporate director of the proposed company	

IN01

Application to register a company

Part 3

Statement of capital

Does your company have share capital?

→ Yes Complete the sections below

→ No Go to Part 4 (Statement of guarantee)

F1

Share capital in pound sterling (£)

Please complete the table below to show each class of shares held in pound sterling

If all your issued capital is in sterling, only complete Section F1 and then go to Section F4

Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
				£
				£
				£
				£
			Totals	£

F2

Share capital in other currencies

Please complete the table below to show any class of shares held in other currencies

Please complete a separate table for each currency

Currency				
Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
			Totals	

Currency				
Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
			Totals	

F3

Totals

Please give the total number of shares and total aggregate nominal value of issued share capital

Total number of shares

Total aggregate
nominal value ③

③ Total aggregate nominal value
Please list total aggregate values in
different currencies separately For
example £100 + €100 + \$10 etc

① Including both the nominal value and any
share premium

② Number of shares issued multiplied by
nominal value of each share

④ Total number of issued shares in this class.

Continuation Pages

Please use a Statement of Capital continuation
page if necessary

IN01

Application to register a company

F4 **Statement of capital** (Prescribed particulars of rights attached to shares)

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in Sections F1 and F2

Class of share

Prescribed particulars

1

1 Prescribed particulars of rights attached to shares

The particulars are

- a particulars of any voting rights, including rights that arise only in certain circumstances,
- b particulars of any rights, as respects dividends, to participate in a distribution,
- c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and
- d whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to redemption of these shares

A separate table must be used for each class of share

Continuation pages

Please use the next page or a 'Statement of Capital (Prescribed particulars of rights attached to shares)' continuation page if necessary

IN01

Application to register a company

Class of share

Prescribed particulars

1

1 Prescribed particulars of rights attached to shares

The particulars are

- a particulars of any voting rights, including rights that arise only in certain circumstances,
- b. particulars of any rights, as respects dividends, to participate in a distribution,
- c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and
- d whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to redemption of these shares

A separate table must be used for each class of share

Continuation pages

Please use a 'Statement of capital (Prescribed particulars of rights attached to shares)' continuation page if necessary

IN01

Application to register a company

F5

Initial shareholdings

This section should only be completed by companies incorporating with share capital

Please complete the details below for each subscriber

The addresses will appear on the public record. These do not need to be the subscribers' usual residential address

Initial shareholdings

Please list the company's subscribers in alphabetical order

Please use an 'Initial shareholdings' continuation page if necessary

Subscriber's details	Class of share	Number of shares	Currency	Nominal value of each share	Amount (if any) unpaid	Amount paid
Name						
Address						
Name						
Address						
Name						
Address						
Name						
Address						
Name						
Address						
Name						
Address						

IN01

Application to register a company

Part 4**Statement of guarantee**

Is your company limited by guarantee?

- Yes Complete the sections below
 → No Go to Part 5 (Statement of compliance)

G1**Subscribers**

Please complete this section if you are a subscriber of a company limited by guarantee. The following statement is being made by each and every person named below

I confirm that if the company is wound up while I am a member, or within one year after I cease to be a member, I will contribute to the assets of the company by such amount as may be required for

- payment of debts and liabilities of the company contracted before I cease to be a member,
- payment of costs, charges and expenses of winding up, and,
- adjustment of the rights of the contributors among ourselves, not exceeding the specified amount below

1 Name

Please use capital letters

2 Address

The addresses in this section will appear on the public record. They do not have to be the subscribers' usual residential address.

3 Amount guaranteed

Any valid currency is permitted

Continuation pages

Please use a 'Subscribers' continuation page if necessary

Subscriber's details

Forename(s) ①	B U D D H I N I A N O T A D E V I
Surname ①	V I N I T H A R A T N E
Address ②	26 TRENT ROAD GORING-BY-SEA
Postcode	B N 1 2 9 E L
Amount guaranteed ③	£ 2.00

Subscriber's details

Forename(s) ①	N E V I L L E J A M E S
Surname ①	P R E S S L E Y
Address ②	25 CHURCH ST SHOREHAM BY SEA
Postcode	B N 1 4 3 5 D 4
Amount guaranteed ③	£ 1

Subscriber's details

Forename(s) ①	C A R O L E C L O M B I E A N N E
Surname ①	C L O M B I E
Address ②	WEEHOLME PRIORS WALK BOGNOR REGIS
Postcode	P O 2 1 3 J U
Amount guaranteed ③	£ 1

IN01

Application to register a company

Subscriber's details

Forename(s) ①	HILARY PAULINE
Surname ①	RIDDELL
Address ②	20A CHERRY ORCHARD ROAD CHICHESTER
Postcode	PO11 9QBZ
Amount guaranteed ③	£1

Subscriber's details

Forename(s) ①	Sally
Surname ①	Leffroy
Address ②	51 Kings Stone Avenue Stanning, West Sussex
Postcode	BN4 4BFJ
Amount guaranteed ③	£1

Subscriber's details

Forename(s) ①	ROBERT JOHN
Surname ①	SMYTHMAN
Address ②	7 WILLOW HOUSE GORING CHASE THE STRAND GORING BY SEA WORTHING WEST SUSSEX
Postcode	BN1 2GNS
Amount guaranteed ③	£1

Subscriber's details

Forename(s) ①	
Surname ①	
Address ②	
Postcode	
Amount guaranteed ③	

Subscriber's details

Forename(s) ①	
Surname ①	
Address ②	
Postcode	
Amount guaranteed ③	

① Name

Please use capital letters.

② Address

The addresses in this section will appear on the public record. They do not have to be the subscribers' usual residential address.

③ Amount guaranteed

Any valid currency is permitted

Continuation pages

Please use a 'Subscribers' continuation page if necessary

IN01

Application to register a company

Part 5

Statement of compliance

This section must be completed by all companies

Is the application by an agent on behalf of all the subscribers?

- **No** Go to **Section H1** (Statement of compliance delivered by the subscribers)
- **Yes** Go to **Section H2** (Statement of compliance delivered by an agent)

H1

Statement of compliance delivered by the subscribers

Please complete this section if the application is not delivered by an agent for the subscribers of the memorandum of association

I confirm that the requirements of the Companies Act 2006 as to registration have been complied with

Statement of compliance delivered by the subscribers
Every subscriber to the memorandum of association must sign the statement of compliance

Subscriber's signature	Signature X <i>Canot Crowe</i> X
Subscriber's signature	Signature X <i>Henry Dhill</i> X
Subscriber's signature	Signature X <i>Nel Wesch</i> X
Subscriber's signature	Signature X <i>[Signature]</i> X
Subscriber's signature	Signature X <i>Sally Leffroy</i> X
Subscriber's signature	Signature X <i>BT Alalai</i> X
Subscriber's signature	Signature X X
Subscriber's signature	Signature X X

IN01

Application to register a company

Subscriber's signature	Signature X	X	Continuation pages Please use a 'Statement of compliance delivered by the subscribers' continuation page if more subscribers need to sign
Subscriber's signature	Signature X	X	
Subscriber's signature	Signature X	X	
Subscriber's signature	Signature X	X	

H2		Statement of compliance delivered by an agent											
Please complete this section if this application is delivered by an agent for the subscribers to the memorandum of association													
Agent's name													
Building name/number													
Street													
Post town													
County/Region													
Postcode	<table border="1"> <tr> <td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td> </tr> </table>												
Country													
I confirm that the requirements of the Companies Act 2006 as to registration have been complied with													
Agent's signature	Signature X	X											

IN01

Application to register a company

**Presenter information**

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name Katie Glover

Company name Coastal West Sussex Mind

Address The Gateway

8-10 Durrington Lane

Post town Worthing

County/Region West Sussex

Postcode B N 1 3 2 Q G

Country United Kingdom

DX

Telephone 01903 277016

**Certificate**

We will send your certificate to the presenter's address (shown above) or if indicated to another address shown below:

- ☐ At the registered office address (Given in Section A6)
☐ At the agent's address (Given in Section H2)

**Checklist**

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ You have checked that the proposed company name is available as well as the various rules that may affect your choice of name. More information can be found in guidance on our website.
- ☐ If the name of the company is the same as one already on the register as permitted by The Company and Business Names (Miscellaneous Provisions) Regulations 2008, please attach consent.
- ☐ You have used the correct appointment sections.
- ☐ Any addresses given must be a physical location. They cannot be a PO Box number (unless part of a full service address), DX or LP (Legal Post in Scotland) number.
- ☐ The document has been signed, where indicated.
- ☐ All relevant attachments have been included.
- ☐ You have enclosed the Memorandum of Association.
- ☐ You have enclosed the correct fee.

**Important information**

Please note that all information on this form will appear on the public record, apart from information relating to usual residential addresses.

**How to pay**

A fee is payable on this form.

Make cheques or postal orders payable to 'Companies House'. For information on fees, go to www.companieshouse.gov.uk

**Where to send**

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below:

For companies registered in England and Wales:

The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ
DX 33050 Cardiff

For companies registered in Scotland:

The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post)

For companies registered in Northern Ireland:

The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG
DX 481 N R Belfast 1

Section 243 exemption

If you are applying for, or have been granted a section 243 exemption, please post this whole form to the different postal address below:

The Registrar of Companies, PO Box 4082,
Cardiff, CF14 3WE

**Further information**

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk

THE COMPANIES ACT 2006

COMPANY LIMITED BY GUARANTEE AND NOT HAVING
A SHARE CAPITAL

MEMORANDUM OF ASSOCIATION

OF


Coastal West Sussex Mind

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

NAME OF EACH SUBSCRIBER

AUTHENTICATED BY EACH
SUBSCRIBER

HILARY RIDDLELL

 Hilary Riddell

ROBERT SMYTHERRMAN



Buddhist VINITHARATNE

 B. Vinitharatne

CAROL CROMBIE

 Carol Crombie

SALLY LEFROY

 Sally Lefroy

NEVILLE PRESSLEY

 Neville Pressley

Dated 4th February 2014

THE COMPANIES ACT 2006

**COMPANY LIMITED BY GUARANTEE AND NOT HAVING
A SHARE CAPITAL**

ARTICLES OF ASSOCIATION

OF

Coastal West Sussex Mind

Interpretation

1 In these articles

"the Act" means the Companies Act 2006,

"address" means a postal address or, for the purposes of electronic communication, a fax number or an e-mail address in each case registered with the Association,

"the articles" means these articles of association of the Association,

"the Association" means the company intended to be regulated by these articles,

"clear days" in relation to a period of notice means the period excluding the day when the notice is given or deemed to be given and the day for which it is given or on which it is to take effect,

"the Commission" means the Charity Commission for England and Wales,

"the Directors" means the directors of the Association. The directors are charity trustees as defined by Section 97 of the Charities Act 1993,

"the memorandum" means the memorandum of association of the Association,

"officers" includes the Directors and the secretary,

"secretary" means the secretary of the Association or any other person appointed to perform the duties of the secretary of the Association, including a joint, assistant or deputy secretary,

"the United Kingdom" means Great Britain and Northern Ireland, and

words importing one gender shall include all genders and the singular includes the plural and vice versa

Unless the context otherwise requires words or expressions contained in the articles have the same meaning as in the Act but excluding any statutory modification not in force when the articles become binding on the Association

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

- 2 The name of the Association is Coastal West Sussex Mind
- 3 The registered office of the Association is to be situated in England
- 4 The objects for which the Association is established are, within the area of West Sussex
 - a) to promote the preservation of good mental health in particular by enabling and empowering everyone experiencing mental health problems to live with, manage and recover from their condition
 - b) to relieve the needs of people with mental health problems by working to increase the understanding of mental health and mental health problems by gathering and disseminating information and working to raise awareness, promote understanding and challenge stigma and discrimination
- 5 The Association shall have the following powers in order to further its objects but not for any other purpose
 - (1) To promote, enter into and organise co-operation with and between bodies and persons in the achievement of the above objects or any of them and to that end to bring together regionally and locally any bodies and persons engaged in or about to engage in the furtherance of the above objects or any of them
 - (2) To promote the formation of any bodies or organisations and to assist, financially (including, without limitation, by giving grants or making loans) or otherwise, or enter into any arrangement with any bodies and persons in the furtherance of the above objects or any of them and particularly to render assistance, either directly or indirectly or through other bodies or persons, to government departments and public authorities in the administration of statutes and orders relating to mental health in such manner as such assistance may from time to time be requested by such government departments and authorities or as the Association may deem advisable provided that such assistance does not relieve the government departments and authorities of their statutory duties
 - (3) To improve and elevate the technical and general knowledge of the public or of any person or persons engaged in or about to engage in the furtherance of the above objects or any of them, or in any employment in connection therewith and to this end, either alone or in conjunction with universities, schools or other educational establishments, to provide lectures, exhibitions, classes and conferences
 - (4) To carry on, assist or promote the establishment, support, provision and maintenance of clinics, schools, homes, hostels, places for observation

or boarding out of patients, hospitals, institutions, workshops, libraries and other places in connection with the furtherance of the objects of the Association or any of them, and to provide services at or in connection with such places, either gratuitously or otherwise

- (5) To procure and print, publish, issue and circulate, gratuitously or otherwise, reports or periodicals, books, pamphlets, leaflets, advertisements, appeals or other literature as the Association may think expedient in connection with the objects of the Association or any of them
- (6) To purchase, take on lease or in exchange, hire or otherwise acquire and hold in any manner any real or personal property and any rights or privileges the acquisition of which the Association may from time to time think conducive to the furtherance of the above objects or any of them and (subject to such consents as may be required by law) sell, lease or otherwise dispose of any such real or personal estate
- (7) To furnish, add to, alter and equip, and to sell, manage, develop, let, mortgage, or otherwise deal with all or any part of the property, rights and privileges of the Association as may be deemed expedient with a view to the furtherance of its objects
- (8) To obtain, collect and receive money and funds by way of contributions, donations, subscriptions, legacies, grants or any other lawful method and to accept and (subject to the provisions of the said section) to receive gifts of property of any description (whether subject to any special trusts or not) for or towards the objects of the Association or any of them
- (9) To act as trustee, and to undertake or accept any trusts or obligations which may seem in accordance with the objects of the Association, and to perform any services in connection with the objects of the Association gratuitously or otherwise
- (10) To invest any moneys subject to or representing property subject to the jurisdiction of the Commission for or any Government Department in or upon any investments authorised by law for the investment of trust funds, and with such sanction as may be required by law with respect to moneys subject to such jurisdiction
- (11) Subject to the provisions of Article 5(10), to invest and deal with the moneys of the Association not immediately required in such manner as the Association shall think fit
- (12) To borrow or raise money in such manner and upon such terms as the Association shall think fit and to issue debentures or other securities, and for the purpose of securing any debt or other obligation of the Association to mortgage or charge all or any part of the property of the Association
- (13) To transfer or make over, with or without valuable consideration, any part of the property or assets of the Association not required for the objects for which it is formed, to any body having charitable objects or a charitable purpose as its objects or object, provided that such body is

not carrying on business for profit or gain for distribution by way of dividend, bonus or otherwise, amongst its members

- (14) To co-operate with other charities, voluntary bodies and statutory authorities and to exchange information and advice with them
- (15) To establish and support any charitable trusts, associations or institutions formed for any of the charitable purposes included in the objects of the Association
- (16) To acquire, merge or enter into any partnership or joint venture arrangement with any other charity
- (17) To provide for the welfare of employees or ex-employees of the Association or their dependants, by grants of money or pensions or by the establishment and support of associations, institutions, funds or trusts or otherwise, and to make payments towards insurance
- (18) To do all or any of the above things as principals, agents, trustees or otherwise, and by or through trustees, agents or otherwise, and in any part of the world
- (19) To do all such lawful things as are incidental or conducive to the attainment of the objects of the Association

6 The income and property of the Association shall be applied solely towards the promotion of the objects of the Association as set forth in this 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, provided that nothing herein shall

- (1) prevent the payment in good faith of reasonable and proper remuneration to any officer or servant of the Association or to any member of the Association in return for any services actually rendered to the Association, nor
- (2) prevent the payment of interest at a rate not exceeding 2 per cent per annum below the base rate of a clearing bank chosen by the directors from time to time on money lent or reasonable and proper rent for premises demised or let by any member to the Association, nor
- (3) prevent the payment of any premium in respect of indemnity insurance to cover the liability of the Directors (or any of them) which by virtue of any rule of law would otherwise attach to them in respect of any negligence, default, breach of duty or breach of trust of which they may be guilty in relation to the Association, provided that any such insurance shall not extend to any claim arising from any act or omission which the Directors (or any of them) knew or ought reasonably to have known was a breach of duty or breach of trust or which was committed by the Directors (or any of them) in reckless disregard of whether it was a breach of duty or breach of trust or not and provided also that any such insurance shall not extend to the costs of an unsuccessful defence to a criminal prosecution brought against one or more of the Directors in their capacity as Directors of the Association, nor

- (4) prevent any Director from receiving repayment of out-of-pocket expenses, payment of interest at the rate aforesaid on money lent or reasonable and proper rent for premises demised or let to the Association, nor
- (5) prevent any payment to any company in which a Director may hold less than 1% of the issued share capital

Members

- 7
- (1) The subscribers to the memorandum are the first members of the Association
 - (2) Membership is open to other individuals or organisations who
 - (a) apply to the Association in the form required by the Directors, and
 - (b) are approved by the Directors
 - (3)
 - (a) The Directors may only refuse an application for membership if, acting reasonably and properly, they consider it to be in the best interests of the Association to refuse the application
 - (b) The Directors must inform the applicant in writing of the reasons for the refusal within twenty-one days of the decision
 - (c) The Directors must consider any written representations the applicant may make about the decision. The Directors' decision following any written representations must be notified to the applicant in writing but shall be final
 - (4) Membership is not transferable to anyone else
 - (5) The Directors must keep a register of names and addresses of the members

Termination of Membership

- 8
- Membership is terminated if
- (1) the member dies or, if it is an organisation, ceases to exist,
 - (2) the member resigns by written notice to the Association unless, after the resignation, there would be less than two members,
 - (3) any sum due from the member to the Association is not paid in full within six months of it falling due, or
 - (4) the member is removed from membership by a resolution of the Directors that it is in the best interests of the Association that his membership is terminated. A resolution to remove a member from membership may only be passed if

- (a) the member has been given at least twenty-one days' notice in writing of the meeting of the Directors at which the resolution will be proposed and the reasons why it is to be proposed,
- (b) the member or, at the option of the member, the member's representative (who need not be a member of the Association) has been allowed to make representations to the meeting

A member who ceases to be a member shall not be entitled to be repaid any subscription to the Association previously paid by the member or any part of such subscription

- 9 The liability of the members is limited
- 10 Every member of the Association undertakes to contribute to the assets of the Association in the event of the same being wound up while he is a member or within one year after he ceases to be a member, for payment of the debts and liabilities of the Association contracted before he ceases to be a member, and of the costs, charges and expenses of winding up and for the adjustment of the rights of the contributories amongst themselves, such amount as may be required not exceeding £1

General meetings

- 11 (1) The Association must hold its first annual general meeting within eighteen months after the date of its incorporation
- (2) An annual general meeting must be held in each subsequent year and not more than fifteen months may elapse between successive annual general meetings
- (3) All general meetings other than annual general meetings shall be called extraordinary general meetings
- 12 (1) The Directors may call an extraordinary general meeting at any time
- (2) An extraordinary meeting will be called where it is requisitioned by the members in accordance with the Act

Notice of general meeting

- 13 (1) The minimum period of notice required to hold a general meeting of the Association is fourteen clear days
- (2) A general meeting 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 percent of the total voting rights

- (3) The notice must specify the date, time and place of the meeting and the general nature of the business to be transacted. If the meeting is to be an annual general meeting the notice must say so.
 - (4) The notice must be given to all the members and to the Directors and auditors.
- 14 The proceedings at a meeting shall not be invalidated because a person who was entitled to receive notice of the meeting did not receive it because of an accidental omission by the Association.

Proceedings at general meetings

- 15 (1) No business shall be transacted at any general meeting unless a quorum is present.
- (2) A quorum is
- (a) [insert number] members entitled to vote upon the business to be conducted at the meeting, or
 - (b) one-tenth of the total membership at the time whichever is the greater.
- (3) The authorised representative of a member organisation shall be counted in the quorum.

- 16 (1) If
- (a) a quorum is not present within half an hour from the time appointed for the meeting, or
 - (b) during a meeting a quorum ceases to be present

the meeting shall be adjourned to such time and place as the Directors shall determine subject to article 16(2)

- (2) The Directors must re-convene the meeting and must give at least seven clear days' notice of the re-convened meeting stating the date, time and place of the meeting.
 - (3) If no quorum is present at the re-convened meeting with fifteen minutes of the time specified for the start of the meeting the members present (if at least two members) at that time shall constitute the quorum for that meeting.
- 17 (1) The person who has been appointed to chair meetings of the Directors shall chair general meetings.
- (2) If there is no such person or he is not present within fifteen minutes of the time appointed for the meeting a Director nominated by the Directors shall chair the meeting.
 - (3) If there is only one Director present and willing to act he shall chair the meeting.

-
- (4) If no Director is present and willing to chair the meeting within fifteen minutes after the time appointed for holding it the members present and entitled to vote must choose one of their number to chair the meeting
- 18 (1) The members present at a meeting may resolve by ordinary resolution that the meeting shall be adjourned
- (2) The person who is chairing the meeting must decide the date, time and place at which the meeting is to be re-convened unless those details are specified in the resolution
- (3) No business shall be conducted at a re-convened meeting unless it could properly have been conducted at the meeting had the adjournment not taken place
- (4) If a meeting is adjourned by a resolution of the members for more than seven days, at least seven clear days' notice shall be given of the re-convened meeting stating the date, time and place of the meeting
- 19 (1) Any vote at a meeting shall be decided by a show of hands unless before or on the declaration of the result of the show of hands a poll is demanded
- (a) by the person chairing the meeting, or
- (b) by at least two members having the right to vote at the meeting, or
- (c) by a member or members representing not less than one-tenth of the total voting rights of all the members having the right to vote at the meeting
- (2) (a) The declaration by the person who is chairing the meeting of the result of a vote shall be conclusive unless a poll is demanded
- (b) The result of the vote must be recorded in the minutes of the Association but the number or proportion of votes cast need not be recorded
- (3) (a) A demand for a poll may be withdrawn before the poll is taken, but only with the consent of the person who is chairing the meeting
- (b) If the demand for a poll is withdrawn the demand shall not invalidate the result of a show of hands declared before the demand was made
- (4) (a) A poll must be taken as the person who is chairing the meeting directs. He may appoint scrutinisers (who need not be members) and who may fix a time and place for declaring the results of the poll
- (b) The result of the poll shall be deemed to be the resolution of the meeting at which the poll is demanded
-

- (5) (a) A poll demanded on the election of a person to chair a meeting or on a question of adjournment must be taken immediately
 - (b) A poll demanded on any other question must be taken either immediately or at such time and place as the person who is chairing the meeting directs
 - (c) The poll must be taken within thirty days after it has been demanded
 - (d) If the poll is not taken immediately at least seven clear days' notice shall be given specifying the time and place at which the poll is to be taken
 - (e) If a poll is demanded the meeting may continue to deal with any other business that may properly be conducted at the meeting
- 20 A resolution in writing signed by the number of members needed to approve it at a general meeting (ie a simple majority for an ordinary resolution and a 75% majority for a special resolution) (or in the case of a member that is an organisation, by its authorised representative) shall be as effective as if it had been passed at a general meeting. It may comprise several copies (hard copy or by email) each signed by (or in the case of an organisation, on behalf of) one or more members

Votes for members

- 21 (1) Subject to Article 21(2) every member, whether an individual or an organisation, shall have one vote
- (2) No member shall be entitled to vote at any general meeting or at any adjourned meeting if he owes any money to the Association
- 22 Any organisation that is a member of the Association may nominate any person to act as its representative at any meeting of the Association
- 23 (1) The organisation must give written notice to the Association of the name of its representative. The representative shall not be entitled to represent the organisation at any meeting unless the notice has been received by the Association. The representative may continue to represent the organisation until written notice to the contrary is received by the Association
- (2) Any notice given to the Association will be conclusive evidence that the representative is entitled to represent the organisation or that his authority has been revoked. The Association shall not be required to consider whether the nominee has been properly appointed by the organisation
- 24 A member may attend and vote at a general meeting by means of a proxy

Directors

- 25 (1) A Director must be a natural person aged 18 years or older
- (2) No one may be appointed a Director if he would be disqualified from acting under the provisions of Article 37
- 26 The number of Directors shall be not less than three but (unless otherwise determined by ordinary resolution) shall not be subject to any maximum
- 27 The first Directors shall be those persons notified to Companies House as the first Directors of the Association
- 28 A Director may not appoint an alternate director or anyone to act on his or her behalf at meetings of the Directors

Powers of Directors

- 29 (1) The Directors shall manage the business of the Association and may exercise all the powers of the Association unless they are subject to any restrictions imposed by the Act, the articles or any special resolution
- (2) No alteration of the articles or any special resolution shall have retrospective effect to invalidate any prior act of the Directors
- (3) Any meeting of Directors at which a quorum is present at the time the relevant decision is made may exercise all the powers exercisable by the Directors

Retirement

- 30 At the first annual general meeting all the Directors must retire from office unless by the close of the meeting the members have failed to elect sufficient Directors to hold a quorate meeting of the Directors. At each subsequent annual general meeting one-third of the Directors or, if their number is not three or a multiple of three, the number nearest to one-third must retire from office. If there is only one Director he must retire
- 31 (1) The Directors to retire by rotation shall be those who have been longest in office since their last appointment. If any Directors became or were appointed Directors on the same day those to retire shall (unless they otherwise agree among themselves) be determined by lot
- (2) If a Director is required to retire at an annual general meeting by a provision of these articles the retirement shall take effect at the conclusion of the meeting

The Appointment of Directors

- 32 The Association may by ordinary resolution
- (a) appoint a person who is willing to act to be a Director, and
- (b) determine the rotation in which any additional Directors are to retire

- 33 No person may be appointed a Director at any annual general meeting unless
- (1) being a Director retiring by rotation he or she is recommended for re-election by the Directors, or
 - (2) in all other cases, not less than fourteen nor more than thirty-five clear days before the date of the meeting, the Association is given notice that
 - (a) is signed by a member entitled to vote at the meeting,
 - (b) states the member's intention to propose the appointment of a person as a Director,
 - (c) contains the details that, if the person were to be appointed, the Association would have to file at Companies House, and
 - (d) is signed by the person who is to be proposed to show his willingness to be appointed
- 34 All members who are entitled to receive notice of a general meeting must be given not less than seven nor more than twenty-eight clear days' notice of any resolution to be put to the meeting to appoint a Director other than a Director who is to retire by rotation
- 35 (1) The Directors may appoint a person who is willing to act to be a Director
- (2) A Director appointed by a resolution of the other Directors must retire at the next annual general meeting and must not be taken into account in determining the Directors who are to retire by rotation
- 36 The appointment of a Director, whether by the Association in general meeting or by the other Directors, must not cause the number of Directors to exceed any number fixed as the maximum number of Directors

Disqualification and removal of Directors

- 37 A Director shall cease to hold office if he
- (1) ceases to be a Director by virtue of any provision in the Act or is prohibited by law from being a director, or
 - (2) is disqualified from acting as a trustee by virtue of section 72 of the Charities Act 1993 (or any statutory re-enactment or modification of that provision), or
 - (3) ceases to be a member of the Association, or
 - (4) becomes incapable by reason of mental illness or injury of managing and administering his own affairs, or
 - (5) resigns as a Director by notice to the Association (but only if at least two Directors will remain in office when the notice of resignation is to take effect), or

- (6) is absent without the permission of the Directors from all their meetings held within a period of six consecutive months and the Directors resolve that his office be vacated, or
- (7) is guilty of conduct detrimental to the best interests of the Association and the Directors resolve that he be removed (subject to natural justice provisions)

Directors' remuneration

- 38 The Directors must not be paid any remuneration unless it is authorised by article 6

Proceedings of Directors

- 39 (1) The Directors may regulate their proceedings as they think fit, subject to the provisions of the articles
- (2) Any Director may call a meeting of the Directors
- (3) The secretary must call a meeting of the Directors if requested to do so by a Director
- (4) Questions arising at a meeting shall be decided by a majority of votes and each Director shall have one vote
- 40 (1) A meeting of the Directors may not make a binding decision unless a quorum is present at the time the decision is made
- (2) The quorum shall be two or the number nearest to one-third of the total number of Directors, whichever is the greater, or such larger number as may be decided from time to time by the Directors
- (3) A Director shall not be counted in the quorum present when any decision is made about a matter upon which that Director is not entitled to vote
- 41 If the number of Directors is less than the number fixed as the quorum the continuing Directors or Director may act only for the purpose of filling vacancies or of calling a general meeting
- 42 (1) The Directors shall appoint a Director to chair their meetings and may at any time revoke such appointment
- (2) If no-one has been appointed to chair meetings of the Directors or if the person appointed is unwilling to preside or is not present within ten minutes after the time appointed for the meeting, the Directors present may appoint one of their number to chair that meeting
- (3) The person appointed to chair meetings of the Directors shall have no functions or powers except those conferred by the articles or delegated to him by the Directors
- 43 (1) A resolution in writing signed by a majority of the Directors entitled to receive notice of a meeting of Directors or of a committee of Directors

and to vote upon the resolution shall be as valid and effectual as if it had been passed at a meeting of the Directors or (as the case may be) a committee of Directors duly convened and held

- (2) The resolution in writing may comprise several documents containing the text of the resolution in like form each signed by one or more Directors

Delegation

- 44 (1) The Directors may delegate any of their powers or functions to a committee but the terms of any delegation must be recorded in writing
 - (2) The committee may include individuals who are not Directors who have skills or experience related to the work of the committee
- The Directors may impose conditions when delegating, including the conditions that
- (a) the relevant powers are to be exercised exclusively by the committee to whom they delegate,
 - (b) no expenditure may be incurred on behalf of the Association except in accordance with a budget previously agreed with the Directors
- (3) The Directors may revoke or alter a delegation
 - (4) All acts and proceedings of any committees must be fully and promptly reported to the Directors

- 45 A Director must absent himself from any discussions of the Directors in which it is possible that a conflict will arise between his duty to act solely in the interests of the Association and any personal interest (including but not limited to any personal financial interest)

- 46 (1) Subject to article 46(2), all acts bona fide done by any meeting of the Directors or of a committee of Directors shall notwithstanding it be afterwards discovered that there was some defect in the appointment of any such member or person acting as aforesaid 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 and was qualified and had continued to be a Director or a member of such committee
- (2) Article 46(1) does not permit a Director to keep any benefit that may be conferred upon him or her by a resolution of the Directors or of a committee if, but for article 46(1), the resolution would have been void, or if the Director has not complied with article 45

Execution of Deeds

- 47 Either two Directors or one Director and the secretary must sign documents that are executed as deeds

Minutes

48 The Directors must keep minutes of all

- (1) appointments of officers made by the Directors,
- (2) proceedings at meetings of the Association,
- (3) meetings of the Directors and of committees including
 - (a) the names of those present at the meeting,
 - (b) the decisions made at the meetings, and
 - (c) where appropriate, the reasons for the decisions

Accounts

- 49 (1) The Directors must prepare for each financial year accounts as required by the Act. The accounts must be prepared to show a true and fair view and follow accounting standards issued or adopted by the Accounting Standards Board or its successors and adhere to the recommendations of applicable Statements of Recommended Practice (SORP)
- (2) The Directors must keep accounting records as required by the Act

Annual Report and Return and Register of Charities

- 50 (1) The Directors must comply with the requirements of the Charities Act 1993 with regard to
- (a) the transmission of the statements of account to the Commission,
 - (b) the preparation of an annual report and its transmission to the Commission,
 - (c) the preparation of an annual return and its transmission to the Commission,
- (2) The must notify the Commission promptly of any changes to the Association's entry on the Central Register of Charities

51 Any notice to be given to or by any person pursuant to the articles

- (1) must be in writing, or
- (2) must be given using electronic communications

52 (1) The Association may give notice to a member either

- (a) personally, or
- (b) by sending it by post in a prepaid envelope addressed to the member at his address, or

- (c) by leaving it at the address of the member, or
 - (d) by using electronic communications and sending it to an address provided by the member for that purpose
 - (2) A member who does not register an address with the Association or who registers only a postal address that is not within the United Kingdom shall not be entitled to receive any notice from the Association
- 53 A member present in person at any meeting of the Association shall be deemed to have received notice of the meeting and of the purposes for which it was called
- 54 (1) Proof that an envelope containing a notice was properly addressed, prepaid and posted shall be conclusive evidence that the notice was given
- (2) Proof that a notice contained in an electronic communication was sent in accordance with guidance issued by the Institute of Chartered Secretaries and Administrators shall be conclusive evidence that the notice was given
- (3) A notice shall be deemed to be given
- (a) 48 hours after the envelope containing it was posted, or
 - (b) in the case of an electronic communication, 48 hours after it was sent

Indemnity

- 55 The Association may indemnify any Director against any liability incurred by him or her in that capacity, to the extent permitted by the Act

Rules

- 56 (1) The Directors may from time to time make such reasonable and proper working rules or bye-laws as they may deem necessary or expedient for the proper conduct and management of the Association
- 57 (1) The rules or bye-laws may regulate the following matters but are not restricted to them
- (a) admission of members of the Association (including the admission of organisations to membership) and the rights and privileges of such members and the entrance fees, subscriptions and other fees or payments to be made by members,
 - (b) the conduct of members of the Association in relation to one another and to the Association's employees and volunteers,

- (c) the setting aside of the whole or any part or parts of the Association's premises at any particular time or times or for any particular purpose or purposes,
 - (d) the procedure at general meetings and meetings of the Directors in so far as such procedure is not regulated by the Act or by the articles,
 - (e) generally, all such matters as are commonly the subject matter of company rules
- (3) The Association in general meeting has the power to alter, add to or repeal the rules or bye-laws
- (4) The Directors must adopt such means as they think sufficient to bring the rules or bye-laws to the notice of members of the Association
- (5) The rules or bye-laws, shall be binding on all members of the Association. No rule or bye-law shall be inconsistent with or shall affect or repeal anything contained in the articles
- 58 (1) No addition, alteration or amendment shall be made to the articles that would have the effect of altering the objects of the Association or the permitted uses of the income and property of the Association without first obtaining the approval of the Commission and in any case no such amendments shall be made as shall
- (a) make the Association a company to which Section 60 of the Act does not apply, or
 - (b) cause the Association to cease to be a charity in law
- (2) No change can be made to the objects of the Association without prior written consent of Mind (charity registration number 219830)
- 59 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 Mind (charity registration number 219830)

NAME OF EACH SUBSCRIBER

HILARY RIDDLE

ROBERT SMYTHMAN


Buddhini VINITHARATNE

CAROLE CROMBIE

SALLY LEFROY

NEVILLE PRESSLEY

AUTHENTICATED BY EACH
SUBSCRIBER

 Riddle



 B. Vinitharatne

 Carole Crombie

 Sally Lefroy

 N. Pressley

Dated 4th February 2014