



FILE COPY

**CERTIFICATE OF INCORPORATION
OF A
COMMUNITY INTEREST COMPANY**

Company Number **10246567**

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

DORSET LOCAL ENTERPRISE PARTNERSHIP C.I.C.

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



N10246567I

Given at Companies House on **22nd June 2016.**



Companies House



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

IN01

027875

35

Application to register a company

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



A04 *A59MP6RL* 21/06/2016 #153

COMPANIES HOUSE

A14 *A597DHTT* 15/06/2016 #49

COMPANIES HOUSE



A04 *A57PNDNS* 25/05/2016 #70

COMPANIES HOUSE

A04 *A56UU4YG* 12/05/2016 #172

COMPANIES HOUSE

A05 *A55080RV* 16/04/2016 #38

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

Dorset Local Enterprise Partnership C I C

For official use

10246567

→ 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.gov.uk/companieshouse

A2 Company name restrictions

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.gov.uk/companieshouse

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

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 or private
companies that are charities are
eligible to apply for this. For more
details, please go to our website
www.gov.uk/companieshouse

A4 Company type

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.gov.uk/companieshouse

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 Poole House, 6th Floor

Street Fern Barrow

Post town Poole

County/Region Dorset

Postcode B H 1 2 5 B B

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.gov.uk/companieshouse

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.gov.uk/companieshouse

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 ①

Please use this section to list all the secretary appointments taken on formation.
For a corporate secretary, complete Sections C1-C4.

Title*	
Full forename(s)	
Surname	
Former name(s) ②	

① Corporate appointments

For corporate secretary appointments, please complete section C1-C4 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 (including maiden or married names) which have been used for business purposes in the last 20 years.

B2

Secretary's service address ③

Building name/number	
Street	
Post town	
County/Region	
Postcode	
Country	

③ 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.

IN01

Application to register a company

Corporate secretary

C1	Corporate secretary appointments ①	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
	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		
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	② EEA A full list of countries of the EEA can be found in our guidance www.gov.uk/companieshouse ③ This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)
	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		
C4	Non-EEA companies	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
	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		

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-E4	
Title*	Mrs
Full forename(s)	Andrea Julie
Surname	Smith
Former name(s) ②	Taylor
Country/State of residence ③	England
Nationality	British
Month/year of birth ④	X X m1 m2 y1 y9 y6 y0
Business occupation (if any) ⑤	Director of Development and New Business

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 (including maiden or married names) which have been used for business purposes in the last 20 years.

③ Country/State of residence
This is in respect of your usual residential address as stated in section D4.

④ Month and year of birth
Please provide month and year only.

⑤ 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 ⑥	
Please complete the service address below. You must also fill in the director's usual residential address in Section D4.	
Building name/number	Radian, Collins House
Street	Bishopstoke Road
Post town	Eastleigh
County/Region	
Postcode	S O 5 0 6 A D
Country	UK

⑥ 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.

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-E4	
Title*	Mrs
Full forename(s)	Alison
Surname	Moore
Former name(s) ②	Haynes, Baker, Asbury
Country/State of residence ③	England
Nationality	English
Month/year of birth ④	X X m 0 m 5 y 1 y 9 y 6 y 1
Business occupation (if any) ⑤	Counsellor and Counselling Supervisor

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 (including maiden or married names) which have been used for business purposes in the last 20 years.

③ Country/State of residence
This is in respect of your usual residential address as stated in section D4.

④ Month and year of birth
Please provide month and year only.

⑤ 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 ⑥	
Please complete the service address below. You must also fill in the director's usual residential address in Section D4.	
Building name/number	The Company's Registered Office
Street	
Post town	
County/Region	
Postcode	
Country	

⑥ 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.

IN01 – continuation page

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-E4

Title*	Mrs
Full forename(s)	Janet Mary ✓
Surname	Walton ✓
Former name(s) ^②	Ewart ✓
Country/State of residence ^③	England ✓
Nationality	British ✓
Month/year of birth ^④	X X m0 m1 y1 y9 y5 y0 ✓
Business occupation (if any) ^⑤	Leader of the Council - Borough of Poole ✓

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 (including maiden or married names) which have been used for business purposes in the last 20 years.

③ Country/State of residence

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

④ Month and year of birth

Please provide month and year only.

⑤ Business occupation

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

D2

Director's service address ^⑥

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

Building name/number	Civic Centre, c/o Room 249
Street	
Post town	Poole
County/Region	Dorset
Postcode	B H 1 5 2 R U
Country	UK

⑥ 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.

IN01 – continuation page

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-E4	
Title*	Mrs
Full forename(s)	Deborah
Surname	Croney
Former name(s) ^②	Moore
Country/State of residence ^③	UK
Nationality	British
Month/year of birth ^④	X X m1 m1 y1 y9 y6 y8
Business occupation (if any) ^⑤	Local 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 (including maiden or married names) which have been used for business purposes in the last 20 years.

③ Country/State of residence
This is in respect of your usual residential address as stated in section D4.

④ Month and year of birth
Please provide month and year only.

⑤ Business occupation
If you have a business occupation, please enter here. If you do not, please leave blank.

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 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 directors as the company's registered office.

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

IN01 – continuation page

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-E4	
Title*	Mrs
Full forename(s)	Diane
Surname	Grannell
Former name(s) ^②	Twentyman
Country/State of residence ^③	UK
Nationality	British
Month/year of birth ^④	X X '05 '19 '63
Business occupation (if any) ^⑤	College Principal

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 (including maiden or married names) which have been used for business purposes in the last 20 years.

③ Country/State of residence
This is in respect of your usual residential address as stated in section D4.

④ Month and year of birth
Please provide month and year only.

⑤ Business occupation
If you have a business occupation, please enter here. If you do not, please leave blank.

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 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 directors as the company's registered office.

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

IN01 – continuation page

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-E4	
Title*	Mr	
Full forename(s)	Gordon Francis de Courcy ✓	
Surname	Page ✓	
Former name(s) ^②		
Country/State of residence ^③	UK ✓	
Nationality	British ✓	
Month/year of birth ^④	<div>X X</div> <div>m1 m1</div> <div>y1 y9 y4 y3</div> <div>✓</div>	
Business occupation (if any) ^⑤	Company Director ✓	

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 (including maiden or married names) which have been used for business purposes in the last 20 years.

③ Country/State of residence
This is in respect of your usual residential address as stated in section D4.

④ Month and year of birth
Please provide month and year only.

⑤ Business occupation
If you have a business occupation, please enter here. If you do not, please leave blank.

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 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 directors as the company's registered office.

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

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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-E4.

Title*	Mr
Full forename(s)	Richard Charles Edwin ✓
Surname	Smith ✓
Former name(s) ②	
Country/State of residence ③	England ✓
Nationality	English ✓
Month/year of birth ④	X X m0 m5 y1 y9 y7 y2 ✓
Business occupation (if any) ⑤	Museum Director ✓

- 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 (including maiden or married names) which have been used for business purposes in the last 20 years.
- ③ **Country/State of residence**
This is in respect of your usual residential address as stated in section D4.
- ④ **Month and year of birth**
Please provide month and year only.
- ⑤ **Business occupation**
If you have a business occupation, please enter here. If you do not, please leave blank.

D2 Director's service address ⑥

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

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

- ⑥ **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.

IN01 – continuation page

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-E4	
Title*	Professor
Full forename(s)	Emma
Surname	Hunt
Former name(s) ^②	
Country/State of residence ^③	UK
Nationality	British
Month/year of birth ^④	X X '07 '19 '6 '2
Business occupation (if any) ^⑤	Deputy Vice Chancellor

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 (including maiden or married names) which have been used for business purposes in the last 20 years.

③ Country/State of residence
This is in respect of your usual residential address as stated in section D4.

④ Month and year of birth
Please provide month and year only.

⑤ Business occupation
If you have a business occupation, please enter here. If you do not, please leave blank.

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 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 directors as the company's registered office.

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

IN01 – continuation page

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-E4	
Title*	Cllr
Full forename(s)	Robert Andrew ✓
Surname	Gould ✓
Former name(s) ^②	
Country/State of residence ^③	UK ✓
Nationality	British ✓
Month/year of birth ^④	<div>X</div> <div>X</div> <div>0</div> <div>8</div> <div>1</div> <div>9</div> <div>5</div> <div>9</div> <div>✓</div>
Business occupation (if any) ^⑤	Leader of Council

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 (including maiden or married names) which have been used for business purposes in the last 20 years.

③ Country/State of residence
This is in respect of your usual residential address as stated in section D4.

④ Month and year of birth
Please provide month and year only.

⑤ Business occupation
If you have a business occupation, please enter here. If you do not, please leave blank.

D2 Director's service address ^⑥	
Please complete the service address below. You must also fill in the director's usual residential address in Section D4.	
Building name/number	The Company's Registered Office
Street	
Post town	
County/Region	
Postcode	
Country	

⑥ 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.

IN01 – continuation page

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-E4	
Title*	Mr	
Full forename(s)	John William	
Surname	Beesley	
Former name(s) ^②		
Country/State of residence ^③	UK	
Nationality	British	
Month/year of birth ^④	X X '0 '6 '1 '9 '5 '3	
Business occupation (if any) ^⑤	Hotelier	

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 (including maiden or married names) which have been used for business purposes in the last 20 years.

③ Country/State of residence
This is in respect of your usual residential address as stated in section D4.

④ Month and year of birth
Please provide month and year only.

⑤ Business occupation
If you have a business occupation, please enter here. If you do not, please leave blank.

D2	Director's service address ^⑥	
	Please complete the service address below. You must also fill in the director's usual residential address in Section D4.	
Building name/number	The Company's Registered Office	
Street		
Post town		
County/Region		
Postcode		
Country		

⑥ 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.

IN01 – continuation page

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-E4	
Title*	Mr	
Full forename(s)	Geoffrey /	
Surname	Smith /	
Former name(s) ^②		
Country/State of residence ^③	UK /	
Nationality	American	
Month/year of birth ^④	X X / 0 6 / 1 9 7 4 /	
Business occupation (if any) ^⑤	Holiday Park 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 (including maiden or married names) which have been used for business purposes in the last 20 years.

③ Country/State of residence
This is in respect of your usual residential address as stated in section D4.

④ Month and year of birth
Please provide month and year only.

⑤ Business occupation
If you have a business occupation, please enter here. If you do not, please leave blank.

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 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 directors as the company's registered office.

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

IN01 – continuation page

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-E4		
Title*	Dr	
Full forename(s)	Bruce	
Surname	Grant-Braham	
Former name(s) ^②		
Country/State of residence ^③	England	
Nationality	British	
Month/year of birth ^④	<div>X</div> <div>X</div> <div>m</div> <div>0</div> <div>m</div> <div>3</div> <div>y</div> <div>1</div> <div>y</div> <div>9</div> <div>y</div> <div>5</div> <div>y</div> <div>1</div>	
Business occupation (if any) ^⑤	Senior University Academic	

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 (including maiden or married names) which have been used for business purposes in the last 20 years.

③ Country/State of residence
This is in respect of your usual residential address as stated in section D4.

④ Month and year of birth
Please provide month and year only.

⑤ Business occupation
If you have a business occupation, please enter here. If you do not, please leave blank.

D2 Director's service address ^⑥		
Please complete the service address below. You must also fill in the director's usual residential address in Section D4.		
Building name/number	The Company's Registered Office	
Street		
Post town		
County/Region		
Postcode	<div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div>	
Country		

⑥ 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.

IN01 – continuation page

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-E4	
Title*	Mr
Full forename(s)	James
Surname	Andrews
Former name(s) ^②	
Country/State of residence ^③	England
Nationality	British
Month/year of birth ^④	X X m1 m1 y1 y9 y7 y7
Business occupation (if any) ^⑤	Chief Operating Officer

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 (including maiden or married names) which have been used for business purposes in the last 20 years.

③ Country/State of residence
This is in respect of your usual residential address as stated in section D4.

④ Month and year of birth
Please provide month and year only.

⑤ Business occupation
If you have a business occupation, please enter here. If you do not, please leave blank.

D2 Director's service address ^⑥	
Please complete the service address below. You must also fill in the director's usual residential address in Section D4.	
Building name/number	Poole House, Office of the Vice-Chancellor
Street	Bournemouth University Talbot Campus
Post town	Fern Barrow, Poole
County/Region	Dorset
Postcode	B H 1 2 5 B B
Country	UK

⑥ 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.

IN01 – continuation page

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-E4	
Title*	Mr
Full forename(s)	James Joseph
Surname	Weld
Former name(s) ^②	
Country/State of residence ^③	UK
Nationality	British
Month/year of birth ^④	X X m0 m4 y1 y9 y6 y0
Business occupation (if any) ^⑤	Chartered Surveyor

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 (including maiden or married names) which have been used for business purposes in the last 20 years.

③ Country/State of residence

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

④ Month and year of birth

Please provide month and year only.

⑤ Business occupation

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

D2

Director's service address ^⑥

Please complete the service address below. You must also fill in the director's usual residential address in Section D4	
Building name/number	The Estate Office
Street	Lulworth Castle
Post town	Wareham
County/Region	Dorset
Postcode	B H 2 0 5 Q S
Country	UK

⑥ 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.

IN01 – continuation page

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-E4	
Title*	Mr
Full forename(s)	James
Surname	Stewart
Former name(s) ^②	
Country/State of residence ^③	UK
Nationality	British
Month/year of birth ^④	X X - '0 '6 '1 '9 '5 '8
Business occupation (if any) ^⑤	Director

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 (including maiden or married names) which have been used for business purposes in the last 20 years.

③ Country/State of residence
This is in respect of your usual residential address as stated in section D4.

④ Month and year of birth
Please provide month and year only.

⑤ Business occupation
If you have a business occupation, please enter here. If you do not, please leave blank.

D2 Director's service address ^⑥	
Please complete the service address below. You must also fill in the director's usual residential address in Section D4.	
Building name/number	The Company's Registered Office
Street	
Post town	
County/Region	
Postcode	
Country	

⑥ 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.

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		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
Building name/number		
Street		
Post town		
County/Region		
Postcode		
Country		
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 ②		② EEA A full list of countries of the EEA can be found in our guidance www.gov.uk/companieshouse ③ This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)
Registration number		
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		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
Governing law		
If applicable, where the company/firm is registered ④		
If applicable, the registration number		

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 ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
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 ④

④ 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 premium② Number of shares issued multiplied by
nominal value of each share.**Continuation Pages**Please use a Statement of Capital continuation
page if necessary

③ Total number of issued shares in this class.

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

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		<p>① Prescribed particulars of rights attached to shares</p> <p>The particulars are</p> <ul style="list-style-type: none"> 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. <p>A separate table must be used for each class of share</p> <p>Continuation pages</p> <p>Please use a 'Statement of capital (Prescribed particulars of rights attached to shares)' continuation page if necessary</p>

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						

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 (Consent to act)

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	Bournemouth Borough Council
Surname ①	
Address ②	Town Hall, St Stephens Road Bournemouth
Postcode	B H 2 6 E B
Amount guaranteed ③	£1

Subscriber's details

Forename(s) ①	Poole Borough Council
Surname ①	
Address ②	Civic Centre, Poole
Postcode	B H 1 5 2 R U
Amount guaranteed ③	£1

Subscriber's details

Forename(s) ①	Bournemouth University
Surname ①	
Address ②	Fern Barrow, Poole, Dorset
Postcode	B H 1 2 5 B B
Amount guaranteed ③	£1

IN01 - continuation page

Application to register a company

G1 Subscribers

Subscriber's details	
Forename(s) ①	Andrea
Surname ①	Smith
Address ②	Radian, Collins House, Bishopstoke Road, Eastleigh
Postcode	S O 5 0 6 A D
Amount guaranteed ③	£1

Subscriber's details	
Forename(s) ①	Bruce
Surname ①	Grant-Braham
Address ②	The Old Vicarage, Holt, Wimborne, Dorset
Postcode	B H 2 1 7 D J
Amount guaranteed ③	£1

Subscriber's details	
Forename(s) ①	Geoffrey
Surname ①	Smith
Address ②	169 Sandy Lane, Upton, Poole
Postcode	B H 1 6 5 L U
Amount guaranteed ③	£1

Subscriber's details	
Forename(s) ①	Gordon
Surname ①	Page
Address ②	Avon Reach, 4 The Close, Avon Castle, Ringwood, Hampshire
Postcode	B H 2 4 2 B J
Amount guaranteed ③	£1

Subscriber's details	
Forename(s) ①	James
Surname ①	Weld
Address ②	The Estate Office, Lulworth Castle, Wareham, Dorset
Postcode	B H 2 0 5 Q S
Amount guaranteed ③	£1

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

IN01 - continuation page

Application to register a company

G1

Subscribers

Subscriber's details	
Forename(s) ①	Jim
Surname ①	Stewart
Address ②	Eldersfield House, Ryalls Lane, Bishops Caundle, Dorset /
Postcode	D T 9 5 N G
Amount guaranteed ③	£1

Subscriber's details	
Forename(s) ①	Richard
Surname ①	Smith
Address ②	2 Bryony Close / Broadstone, Dorset
Postcode	B H 1 8 9 N S
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	

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

IN01

Application to register a company

Subscriber's details

Forename(s) ①	Arts University Bournemouth
Surname ①	
Address ②	Wallisdown, Poole, Dorset
Postcode	B H 1 2 5 H H
Amount guaranteed ③	£1

Subscriber's details

Forename(s) ①	Diane
Surname ①	Grannell
Address ②	Woodside, Chapel Lane, Bransedre, Christchurch, Dorset
Postcode	B H 2 3 8 B N
Amount guaranteed ③	£1

Subscriber's details

Forename(s) ①	Deborah
Surname ①	Croney
Address ②	Cleff House, Iwerne Minster, Dorset
Postcode	D T 1 1 8 N G
Amount guaranteed ③	£1

Subscriber's details

Forename(s) ①	Alison
Surname ①	Moore
Address ②	38 Kings Road, Blandford Forum
Postcode	D T 1 1 7 L B
Amount guaranteed ③	£1

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 Consent to act

H1 Consent statement

Please tick the box to confirm consent

☒ The subscribers confirm that each of the persons named as a director or secretary has consented to act in that capacity

Part 6 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 11** (Statement of compliance delivered by the subscribers)

→ Yes Go to **Section 12** (Statement of compliance delivered by an agent)

I1 Statement of compliance delivered by the subscribers ^①

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

Subscriber's signature	Signature X	X
Subscriber's signature	Signature X	X
Subscriber's signature	Signature X	X
Subscriber's signature	Signature X	X
Subscriber's signature	Signature X	X
Subscriber's signature	Signature X	X

① Statement of compliance delivered by the subscribers
Every subscriber to the memorandum of association must sign the statement of compliance

Continuation pages

Please use a 'Statement of compliance delivered by the subscribers' continuation page if more subscribers need to sign

IN01

Application to register a company

12

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

Sharon Thandi

Building name/number

Anthony Collins Solicitors LLP

Street

134 Edmund Street

Post town

Birmingham

County/Region

Postcode

B 3 2 E S

Country

UK

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 Sarah Greenhalgh

Company name Anthony Collins Solicitors LLP

Address 134 Edmund Street

Post town Birmingham

County/Region

Postcode B 3 2 E S

Country UK

DX 13055 Birmingham 1

Telephone 0121 214 3607



Certificate

We will send your certificate to the presenters address (shown above) or if indicated to another address shown below

- ☐ At the registered office address (Given in Section A6)
- ☐ At the agents address (Given in Section I2)



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 LLP and Business (Names and Trading Disclosures) Regulations 2015, 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 and day of birth



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.gov.uk/companieshouse



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.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

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

COMMUNITY INTEREST COMPANY LIMITED BY GUARANTEE

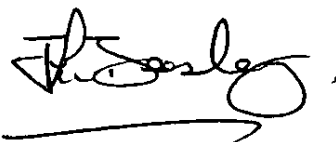
Memorandum of Association of Dorset Local Enterprise Partnership C.I.C

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

(14)
Name of each subscriber

Authentication by each subscriber

Bournemouth Borough Council



on behalf of Bournemouth Borough Council

Poole Borough Council



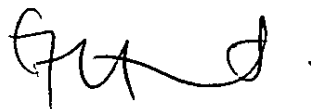
on behalf of Poole Borough Council

Bournemouth University



on behalf of Bournemouth University

Arts University Bournemouth



on behalf of Arts University Bournemouth

^{Dr}
Diane Grannell



Deborah Croney



Alison Moore



Andrea Smith



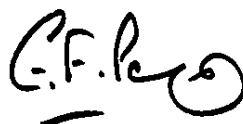
Bruce Grant-Braham



Geoffrey Smith



Gordon Page



James Weld

James Weld / /

Jim Stewart

Jim Stewart / /

Richard Smith

Richard Smith / /

Dated 6-4-16

/

The Companies Act 2006

Community Interest Company Limited by Guarantee

Articles of Association
of
Dorset Local Enterprise Partnership C.I.C ✓

The Companies Act 2006
Articles of Association
of
Dorset Local Enterprise Partnership C.I.C ✓

INTERPRETATION

1. Defined Terms

The interpretation of these Articles is governed by the provisions set out in the Schedule at end of the Articles

COMMUNITY INTEREST COMPANY AND ASSET LOCK

2. Community Interest Company

The Company is to be a community interest company

3. Asset Lock

3 1 The Company shall not transfer any of its assets other than for full consideration

3 2 Provided the conditions in Article 3 3 are satisfied, Article 3 1 shall not apply to

3 2 1 the transfer of assets to any specified asset-locked body, or (with the consent of the Regulator) to any other asset-locked body, and

3 2 2 the transfer of assets made for the benefit of the community other than by way of a transfer of assets into an asset-locked body

3 3 The conditions are that the transfer of assets must comply with any restrictions on the transfer of assets for less than full consideration which may be set out elsewhere in the Memorandum and Articles of the Company

3 4 If

3 4 1 the Company is wound up under the Insolvency Act 1986, and

3 4 2 all its liabilities have been satisfied

any residual assets shall be given or transferred to an asset-locked body specified by the Directors

4. Not for profit

The Company is not established or conducted for private gain any surplus or assets are used principally for the benefit of the community

OBJECTS, POWERS AND LIMITATION OF LIABILITY

5. Objects

The objects of the Company are to carry on activities which benefit the community and in particular (without limitation) to drive economic and employment growth in Dorset, through the support of a strongly performing, productive and sustainable economy, characterised by a greater incidence of higher paid and skilled jobs, in a manner that, in so far as possible, harnesses and protects Dorset's unique environmental assets

6. Powers

To further its objects the Company may do all such lawful things as may further the Company's objects and, in particular, but, without limitation, may borrow or raise and secure the payment of money for any purpose including for the purposes of investment or of raising funds.

7. Liability of members

The liability of each member is limited to £1, being the amount that each member undertakes to contribute to the assets of the Company in the event of its being wound up while he or she is a member or within one year after he or she ceases to be a member, for

- 7 1 payment of the Company's debts and liabilities contracted before he or she ceases to be a member,
- 7 2 payment of the costs, charges and expenses of winding up; and
- 7 3 adjustment of the rights of the contributories among themselves

DIRECTORS

DIRECTORS' POWERS AND RESPONSIBILITIES

8. Directors' general authority

Subject to the Articles, the Directors are responsible for the management of the Company's business, for which purpose they may exercise all the powers of the Company

9. Members' reserve power

- 9 1 The members may, by special resolution, direct the Directors to take, or refrain from taking, specific action
- 9 2 No such special resolution invalidates anything which the Directors have done before the passing of the resolution

10. Chair

10 1 The Directors may appoint one of the Private Sector Directors to be the Chair of the Directors and may at any time remove him or her from office. The Chair will hold office for a period of three years. He or she may be re-appointed for further term of three years.

10 2 The Directors may appoint one of their number to be the vice-Chair of the Directors and may at any time remove him or her from office. The vice-Chair will hold office for a period of three years. He or she may be re-appointed for a further term of three years.

11. Directors may delegate

11 1 Subject to the Articles, the Directors may delegate any of the powers which are conferred on them under the Articles

11 1 1 to such person or committee,

11 1 2 by such means (including by power of attorney),

11 1 3 to such an extent,

11 1 4 in relation to such matters or territories, and

11 1 5 on such terms and conditions,

as they think fit

11 2 If the Directors so specify, any such delegation may authorise further delegation of the Directors' powers by any person to whom they are delegated

11 3 The Directors may revoke any delegation in whole or part, or alter its terms and conditions

12. Committees

12 1 The Directors may delegate under written terms of reference to committees and/or working groups. Those powers shall be exercised in accordance with any written instructions given by the Board

12 2 Every committee shall include one Director. The Board will appoint the chair of any committee and shall specify the quorum

12 3 To the extent that terms of reference made under Article 12 1 do not deal with any issue, the committees and/or working groups must follow procedures which are based as far as they are applicable on those provisions of the Articles which govern the taking of decisions by Directors

DECISION-MAKING BY DIRECTORS

13. Directors to take decisions collectively

Any decision of the Directors must be either a majority decision at a meeting, although the Directors recognise that unanimity is ideal, or a decision taken in accordance with Article 18

14. Calling a Directors' meeting

- 14 1 Outside the regular schedule of Directors' meetings, five or more Directors or the Chair may (and the Secretary, if any, must at the request of five or more of the total number of Directors or the Chair) call a Directors' meeting
- 14 2 A Directors' meeting must be called by at least seven Clear Days' notice unless either
 - 14 2 1 all the Directors agree, or
 - 14 2 2 urgent circumstances require shorter notice
- 14 3 Notice of Directors' meetings must be given to each Director
- 14 4 Every notice calling a Directors' meeting must specify
 - 14 4 1 the place, day and time of the meeting, and
 - 14 4 2 if it is anticipated that Directors participating in the meeting will not be in the same place, how it is proposed that they should communicate with each other during the meeting
- 14 5 Notice of Directors' meetings need not be in Writing
- 14 6 Notice of Directors' meetings may be sent by Electronic Means to an Address provided by the Director for the purpose.

15. Participation in Directors' meetings

- 15 1 Subject to the Articles, Directors participate in a Directors' meeting, or part of a Directors' meeting, when
 - 15 1 1 the meeting has been called and takes place in accordance with the Articles, and
 - 15.1 2 they can each communicate to the others any information or opinions they have on any particular item of the business of the meeting
- 15 2 In determining whether Directors are participating in a Directors' meeting, it is irrelevant where any Director is or how they communicate with each other
- 15 3 If all the Directors participating in a meeting are not in the same place, they may decide that the meeting is to be treated as taking place wherever any of them is

16. Quorum for Directors' meetings

- 16 1 At a Directors' meeting, unless a quorum is participating, no proposal is to be voted on, except a proposal to call another meeting

16 2 The quorum for Directors' meetings may be fixed from time to time by a decision of the Directors, and unless otherwise fixed it is eight, provided that the Private Sector Directors must form a majority of those present at the meeting and there are at least 2 non-Private Sector Directors present

16 3 If there are not sufficient Directors to satisfy the quorum requirement under Article 16 2, the Directors must not take any decision other than a decision to appoint or invite the appointment of further Directors

17. Decision making at a meeting

17 1 Questions arising at a Directors' meeting shall be decided by a majority of votes

17 2 In all proceedings of Directors each Director must not have more than one vote

17 3 In case of an equality of votes, the Chair shall have a second or casting vote

18. Decisions without a meeting

18 1 The Directors may take a majority decision without a Directors' meeting by indicating to each other by any means, including without limitation by Electronic Means, that they share a common view on a matter Such a decision may, but need not, take the form of a resolution in Writing, copies of which have been signed by each Director or to which each Director has otherwise indicated agreement in Writing

18 2 A decision which is made in accordance with Article 18 1 shall be as valid and effectual as if it had been passed at a meeting duly convened and held, provided the following conditions are complied with

18 2 1 approval from each Director must be received by one person being either such person as all the Directors have nominated in advance for that purpose or such other person as volunteers if necessary ("the Recipient"), which person may, for the avoidance of doubt, be one of the Directors,

18 2 2 following receipt of responses from a majority of the Directors, the Recipient must communicate to all of the Directors by any means whether the resolution has been formally approved by the Directors in accordance with this Article 18 2,

18 2 3 the date of the decision shall be the date of the communication from the Recipient confirming formal approval, and

18 2 4 the Recipient must prepare a minute of the decision in accordance with Article 54

19. Conflicts of interest

19 1 Whenever a Director finds himself or herself in a situation that is reasonably likely to give rise to a Conflict of Interest, he or she must declare his or her interest to the Directors

- 19 2 If any question arises as to whether a Director has a Conflict of Interest, the question shall be decided by a majority decision of the other Directors
- 19 3 Whenever a matter is to be discussed at a meeting or decided in accordance with Article 18 and a Director has a Conflict of Interest in respect of that matter then, subject to Article 20, he or she must
- 19 3 1 remain only for such part of the meeting as in the view of the other Directors is necessary to inform the debate,
 - 19 3 2 not be counted in the quorum for that part of the meeting, and
 - 19 3 3 withdraw during the vote and have no vote on the matter
- 19 4 When a Director has a Conflict of Interest which he or she has declared to the Directors, he or she shall not be in breach of his or her duties to the Company by withholding confidential information from the Company if to disclose it would result in a breach of any other duty or obligation of confidence owed by him or her.

20. Directors' power to authorise a conflict of interest

- 20 1 The Directors have power to authorise a Director to be in a position of Conflict of Interest provided
- 20 1 1 in relation to the decision to authorise a Conflict of Interest, the conflicted Director must comply with Article 19 3,
 - 20 1 2 in authorising a Conflict of Interest, the Directors can decide the manner in which the Conflict of Interest may be dealt with and, for the avoidance of doubt, they can decide that the Director with a Conflict of Interest can participate in a vote on the matter and can be counted in the quorum, and
 - 20 1 3 the decision to authorise a Conflict of Interest can impose such terms as the Directors think fit and is subject always to their right to vary or terminate the authorisation
- 20 2 If a matter, or office, employment or position, has been authorised by the Directors in accordance with Article 20 1 then, even if he or she has been authorised to remain at the meeting by the other Directors, the Director may absent himself or herself from meetings of the Directors at which anything relating to that matter, or that office, employment or position, will or may be discussed
- 20 3 A Director shall not be accountable to the Company for any benefit which he or she derives from any matter, or from any office, employment or position, which has been authorised by the Directors in accordance with Article 20 1 (subject to any limits or conditions to which such approval was subject)

21. Register of Directors' interests

The Directors shall ensure that a register of Directors' interests is kept and maintained. A Director must declare the nature and extent of any interest, direct or indirect, which he or she has in a proposed transaction or arrangement with the Company or in any

transaction or arrangement entered into by the Company which has not previously been declared

APPOINTMENT AND RETIREMENT OF DIRECTORS

22. Appointment of Directors

22 1 Those persons notified to the Registrar of Companies as the first Directors of the Company shall be the first Directors.

22 2 Following incorporation the Company shall have the following Directors:

22 2 1 up to four Public Sector Directors appointed in accordance with Article 23,

22 2 2 one HE Director appointed in accordance with Article 24,

22 2 3 one FE Director appointed in accordance with Article 25, and

22 2 4 up to nine Private Sector Directors appointed in accordance with Article 26, so as to ensure that the total number of Private Sector Directors is greater than the total number of all other Directors

22 3 The terms of office of the first Directors of the Company shall be calculated by reference to the date they were originally appointed.

23. Public Sector Directors

23 1 Each of Bournemouth Borough Council, Dorset County Council, Poole Borough Council and (collectively) the District Councils have the right to appoint one elected member as a Public Sector Director. Such an appointment is to take effect when notified to the Company in writing and delivered to the Registered Office, a Directors' meeting or the Secretary in person.

23 2 Subject to Article 23 3 and Article 28

23 2 1 a Public Sector Director is to hold office during their term of office as an elected member of the relevant Council, and

23 2 2 the District Councils must exercise their right to appoint one Public Sector Director collectively. Such appointment is to take effect when notified to the Company in writing and delivered to the Registered Office, a Directors' meeting or the Secretary in person.

23 3 The Council which appointed an individual as a Public Sector Director in accordance with Article 23 1 is entitled to remove him or her at any time in the same way as it appointed him or her.

24. HE Directors

24 1 The Higher Education Sector Organisations have the right to collectively appoint one HE Director. Such an appointment is to take effect when notified to the

Company in writing and delivered to the Registered Office, a Directors' meeting or the Secretary in person

24 2 Subject to Article 24 3 and Article 28, a HE Director is to hold office for a period of three years. He or she may be re-appointed for further terms of three years

24 3 The Higher Education Sector Organisations are entitled to collectively remove a HE Director in the same way as they appointed him or her

24 4 In the event that the Higher Education Sector Organisations do not (or are unable to agree as to how to) exercise their right of appointment under Article 24.1 the Directors may appoint an individual who, in their reasonable opinion, is suitably qualified or experienced to serve as the HE Director

25. FE Director

25 1 The Further Education Colleges have the right to collectively appoint one FE Director. Such an appointment is to take effect when notified to the Company in writing and delivered to the Registered Office, a Directors' meeting or the Secretary in person

25 2 Subject to Article 25 3 and Article 28 the FE Director is to hold office for a period of three years. He or she may be re-appointed for further terms of three years

25 3 The Further Education Colleges are entitled to collectively remove the FE Director in the same way as they appointed him or her

25 4 In the event that the Further Education Colleges do not (or are unable to agree on how to) exercise their right of appointment under Article 25 1 the Directors may appoint an individual who, in their reasonable opinion, is suitably qualified or experienced to serve as the FE Director.

26. Private Sector Directors

26 1 Following an open recruitment procedure the Directors shall appoint individuals as Private Sector Directors so as to ensure that, at all times, the total number of Private Sector Directors is greater than the total number of all other Directors.

26 2 Subject to Article 28 and, unless the Directors decide otherwise at the time of appointment, a Private Sector Director is to hold office for an initial period of three years. He or she may be re-appointed in accordance with Article 26 1 for a further two terms of three years

27. Alternate Directors

27 1 A Public Sector Director or HE Director ("the Appointer") may appoint an individual who, unless the Directors decide otherwise, is an employee, elected member or officer of the same organisation as the Appointer, and who is approved by the Directors to -

27 1 1 exercise his/her powers including, for the avoidance of doubt, his right to vote, and

27 1 2 carry out his/her responsibilities,

in relation to the taking of decisions by the Directors in the Appointer's absence

27 2 Any appointment or removal of an Alternate Director must be effected by notice in writing to the Company signed by the Appointer, or in any other manner approved by the Directors

27 3 An Alternate Director must be an elected member or a representative of the Public Sector Director mandated to make decisions as if he or she was the Public Sector Director

27 4 An Alternate Director:

27.4.1 shall be entitled to receive notice of all Directors' meetings and of all meetings of committees of which his or her Appointer is a member,

27 4 2 may be counted as participating for the purposes of determining whether a quorum is present (but only if that individual's Appointer is not present), and

27 4 3 may not attend a Directors' meeting as an observer at which his or her Appointer is present unless the Directors decide otherwise

27 5 The appointment of an Alternate Director terminates -

27 5 1 when his or her Appointer revokes the appointment in accordance with Article 27 2,

27 5 2 on the occurrence of any event which, if it occurred in relation to his or her Appointer, would result in the termination of the Appointer's appointment as a director, or

27 5 3 when his or her Appointer ceases to be a director for any reason

28. Co-opted Directors

The Directors may from time to time co-opt up to three persons to the Board and the Board may at any time revoke such co-option Co-opted Directors shall be entitled to vote and shall be counted in the quorum for Directors' meetings

29. Observers

The Board may from time to time appoint observers to attend Directors' Meetings Observers shall not be entitled to vote but may be invited to speak at the meeting on specific matters The Board may exclude observers from any part of a Directors' Meeting

30. Termination of Director's appointment

A person ceases to be a Director or Co-opted Director as soon as

- 30 1 that person ceases to be a Director or Co-opted Director by virtue of any provision of the Companies Acts, or is prohibited from being a Director or Co-opted Director by law,
- 30 2 being a Public Sector Director that person comes to the end of his/her term of office as specified in Article 23 2 1 and is not re-appointed, or is removed from office in accordance with Article 23 3,
- 30 3 being an HE Director that person comes to the end of his/her term of office under Article 24 2 and is not re-appointed, or is removed from office in accordance with Article 24 3,
- 30 4 being an FE Director that person comes to the end of his/her term of office under Article 25 2 and is not re-appointed, or is removed from office in accordance with Article 25 3,
- 30 5 being a Private Sector Director that person comes to the end of his/her term of office under Article 26 2 and is not re-appointed to the Board,
- 30 6 a bankruptcy order is made against that person, or an order is made against that person in individual insolvency proceedings in a jurisdiction other than England and Wales or Northern Ireland which have an effect similar to that of bankruptcy,
- 30 7 a composition is made with that person's creditors generally in satisfaction of that person's debts,
- 30 8 a registered medical practitioner who is treating that person gives a written opinion to the Company stating that that person has become physically or mentally incapable of acting as a Director or Co-opted Director and may remain so for more than three months,
- 30 9 notification is received by the Company from the Director or Co-opted Director that they are resigning from office, and such resignation has taken effect in accordance with its terms (but only if at least two Directors will remain in office when such resignation has taken effect),
- 30 10 the Director or Co-opted Director (or where permitted in accordance with Article 27 his or her Alternate Director) fails to attend three quarters of all Directors' meetings within a 12 month period and three quarters of the Directors present vote to remove the Director or Co-opted Director,
- 30 11 they are a Co-Opted Director and are removed by the Board in accordance with Article 28, or
- 30 12 at a Directors' meeting, a resolution is passed by three quarters of the Directors present to remove the Director from office, provided the meeting has invited the views of the Director concerned and considered the matter in the light of such views

31. Directors' remuneration

- 31 1 Directors may undertake any services for the Company that the Directors decide.

31 2 Directors are entitled to such remuneration as the Directors determine

31 2 1 for their services to the Company as Directors, and

31 2 2 for any other service which they undertake for the Company

31 3 Subject to the Articles, a Director's remuneration may

31 3 1 take any form, and

31 3 2 include any arrangements in connection with the payment of a pension, allowance or gratuity, or any death, sickness or disability benefits, to or in respect of that director

31 4 Unless the Directors decide otherwise, Directors' remuneration accrues from day to day

31 5 Unless the Directors decide otherwise, Directors are not accountable to the Company for any remuneration which they receive as Directors or other officers or employees of the Company's subsidiaries or of any other body corporate in which the Company is interested

32. Directors' expenses

The Company may pay any reasonable expenses which the Directors properly incur in connection with their attendance at

32 1 meetings of Directors or committees,

32 2 general meetings, or

32 3 separate meetings of any class of members or of the holders of any debentures of the Company,

or otherwise in connection with the exercise of their powers and the discharge of their responsibilities in relation to the Company

MEMBERS

BECOMING AND CEASING TO BE A MEMBER

33. Becoming a member

33 1 The subscribers to the Memorandum are the first members of the Company

33 2 Such other persons as are admitted to membership in accordance with the Articles shall be members of the Company

33 3 Subject to Articles 33 4, 33.5, 33 6, no person shall be admitted a member of the Company unless he or she is approved by the Directors

33 4 Bournemouth Borough Council, Poole Borough Council, Dorset County Council, Bournemouth University and Arts University Bournemouth shall each be admitted

as a member of the Company as soon as practicable following incorporation of the Company

- 33 5 Every person who wishes to become a member shall deliver to the Company an application for membership in such form (and containing such information) as the Directors require and executed by him, her or it
- 33 6 Each Director, except for the Public Sector Directors appointed by each of Bournemouth Borough Council, Poole Borough Council, Dorset County Council and the HE Director, shall be a member
- 33 7 Each of Bournemouth Borough Council, Poole Borough Council, Dorset County Council, Bournemouth University and Arts University Bournemouth shall be deemed to have authorised the individual appointed by them as a Public Sector Director or HE Director to act as their respective authorised representative at General Meetings until such time as the individual ceases to be a Public Sector Director or HE Director
- 33 8 The Directors, subject to Articles 33 3 and 33.5, may admit members outside of those prescribed in Articles 33 4, 33.6 and 33 7 Such members may include, but are not limited to -
- 33 8 1 local authority bodies, and
- 33 8 2 business organisations

34. Termination of membership

- 34 1 Membership is not transferable to anyone else
- 34 2 Membership is terminated if
- 34 2 1 the member dies or ceases to exist,
- 34 2 2 otherwise in accordance with the Articles,
- 34 2 3 notice is given by the member to the Company stating their intention to terminate their membership, such notice to take effect not less than 1 month after the notice is delivered to the Company,
- 34 2 4 in the case of a member who is also a Director that individual ceases to be a Director,
- 34 2 5 if a Director is a member, and their appointing body is admitted as a member, in which case the Director's membership shall cease immediately, and
- 34 2.6 at a meeting of the Directors a resolution is passed by at least three quarters of the Directors present resolving that the member be expelled on the ground that his or her continued membership is harmful to or is likely to become harmful to the interests of the Company Such a resolution may not be passed unless the member has been given at least

14 Clear Days' notice that the resolution is to be proposed, specifying the circumstances alleged to justify expulsion, and has been afforded a reasonable opportunity of being heard by or of making written representations to the Directors

ORGANISATION OF GENERAL MEETINGS

35. General meetings

35 1 The Directors may call a general meeting at any time

35 2 The Directors must call a general meeting if required to do so by the members under the Companies Acts

36. Length of notice

All general meetings must be called by either

36 1 at least 14 Clear Days' notice, or

36 2 shorter notice if it is so agreed by a majority of the members having a right to attend and vote at that meeting Any such majority must together represent at least 90% of the total voting rights at that meeting of all the members

37. Contents of notice

37 1 Every notice calling a general meeting must specify the place, day and time of the meeting, whether it is a general or an annual general meeting, and the agenda for the meeting

37 2 If a special resolution is to be proposed, the notice must include the proposed resolution and specify that it is proposed as a special resolution.

37 3 In every notice calling a meeting of the Company there must appear with reasonable prominence a statement informing the member of his or her rights to appoint another person as his or her proxy at a general meeting

38. Service of notice

Notice of general meetings must be given to every member, to the Directors and to the auditors of the Company

39. Attendance and speaking at general meetings

39 1 A person is able to exercise the right to speak at a general meeting when that person is in a position to communicate to all those attending the meeting, during the meeting, any information or opinions which that person has on the business of the meeting

39 2 A person is able to exercise the right to vote at a general meeting when

- 39 2 1 that person is able to vote, during the meeting, on resolutions put to the vote at the meeting, and
- 39 2 2 that person's vote can be taken into account in determining whether or not such resolutions are passed at the same time as the votes of all the other persons attending the meeting
- 39 3 The Directors may make whatever arrangements they consider appropriate to enable those attending a general meeting to exercise their rights to speak or vote at it
- 39 4 In determining attendance at a general meeting, it is immaterial whether any two or more members attending it are in the same place as each other
- 39 5 Two or more persons who are not in the same place as each other attend a general meeting if their circumstances are such that if they have (or were to have) rights to speak and vote at that meeting, they are (or would be) able to exercise them

40. Quorum for general meetings

- 40 1 No business (other than the appointment of the chair of the meeting) may be transacted at any general meeting unless a quorum is present
- 40 2 The quorum for a general meeting is eight, provided that the Private Sector Members must form a majority of those present at the meeting and there are at least 2 non-Private Sector Members present. A member may be present in person or by proxy or by authorised representative
- 40 3 If a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall stand adjourned to the same day in the next week at the same time and place, or to such time and place as the Directors may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting those present and entitled to vote shall be a quorum

41. Chairing general meetings

- 41 1 The Chair or in his or her absence or if s/he is unwilling the vice-Chair, or when both are absent or unwilling, another Director nominated by the Directors present shall preside as chair of every general meeting
- 41 2 If the Chair, the vice-Chair or such other Director nominated in accordance with Article 41 1 are not present within fifteen minutes after the time appointed for holding the meeting and willing to act, the Directors present shall elect one of their number to chair the meeting and, if there is only one Director present and willing to act, he or she shall be chair of the meeting
- 41 3 If no Director is willing to act as chair of the meeting, or if no Director is present within fifteen minutes after the time appointed for holding the meeting, the members present in person or by proxy or by authorised representative and entitled to vote must choose one of their number to be chair of the meeting, save that a proxy holder who is not a member entitled to vote nor an authorised representative shall not be entitled to be appointed chair of the meeting

42. Attendance and speaking by non-members

The chair of the meeting may permit other persons who are not members of the Company to attend and speak at a general meeting

43. Adjournment

43 1 The chair of the meeting may adjourn a general meeting at which a quorum is present if

43 1 1 the meeting consents to an adjournment, or

43 1 2 it appears to the chair of the meeting that an adjournment is necessary to protect the safety of any person attending the meeting or ensure that the business of the meeting is conducted in an orderly manner

43 2 The chair of the meeting must adjourn a general meeting if directed to do so by the meeting

43 3 When adjourning a general meeting, the chair of the meeting must

43 3 1 either specify the time and place to which it is adjourned or state that it is to continue at a time and place to be fixed by the Directors, and

43 3 2 have regard to any directions as to the time and place of any adjournment which have been given by the meeting.

43 4 If the continuation of an adjourned meeting is to take place more than fourteen days after it was adjourned, the Company must give at least seven Clear Days' notice of it

43 4 1 to the same persons to whom notice of the Company's general meetings is required to be given, and

43 4 2 containing the same information which such notice is required to contain

43 5 No business may be transacted at an adjourned general meeting which could not properly have been transacted at the meeting if the adjournment had not taken place

VOTING AT GENERAL MEETINGS

44. Voting: general

44 1 A resolution put to the vote of a general meeting must be decided on a show of hands unless a poll is duly demanded in accordance with the Articles

44 2 A person who is not a member of the Company shall not have any right to vote at a general meeting of the Company, but this is without prejudice to any right to vote on a resolution affecting the rights attached to a class of the Company's debenture

- 44 3 Article 44 2 shall not prevent a person who is a proxy for a member or who is the authorised representative of a member from voting at a general meeting of the Company

45. Votes

- 45 1 On a vote on a resolution on a show of hands at a meeting every person present in person or by proxy or by authorised representative and entitled to vote shall have a maximum of one vote
- 45 2 On a vote on a resolution on a poll at a meeting every member present in person or by proxy or by authorised representative shall have one vote.
- 45 3 In the case of an equality of votes, whether on a show of hands or on a poll, the chair of the meeting shall be entitled to a casting vote in addition to any other vote he or she may have
- 45 4 No member shall be entitled to vote at any general meeting unless all monies presently payable by him, her or it to the Company have been paid

46. Poll votes

- 46 1 A poll on a resolution may be demanded
- 46 1 1 in advance of the general meeting where it is to be put to the vote, or
 - 46 1 2 at a general meeting, either before a show of hands on that resolution or immediately after the result of a show of hands on that resolution is declared
- 46 2 A poll may be demanded by.
- 46 2 1 the chair of the meeting,
 - 46 2 2 the Directors,
 - 46 2 3 two or more persons having the right to vote on the resolution,
 - 46 2 4 any person, who, by virtue of being appointed proxy for one or more members having the right to vote at the meeting, holds two or more votes, or
 - 46 2 5 a person or persons representing not less than one tenth of the total voting rights of all the members having the right to vote on the resolution
- 46 3 A demand for a poll may be withdrawn if
- 46 3.1 the poll has not yet been taken, and
 - 46 3.2 the chair of the meeting consents to the withdrawal

- 46 4 Polls must be taken immediately and in such manner as the chair of the meeting directs

47. Errors and disputes

- 47 1 No objection may be raised to the qualification of any person voting at a general meeting except at the meeting or adjourned meeting at which the vote objected to is tendered, and every vote not disallowed at the meeting is valid
- 47 2 Any such objection must be referred to the chair of the meeting whose decision is final

48. Content of proxy notices

- 48 1 Proxies may only validly be appointed by a notice in writing (a "Proxy Notice") which
- 48 1.1 states the name and address of the member appointing the proxy,
 - 48 1 2 identifies the person appointed to be that member's proxy and the general meeting in relation to which that person is appointed,
 - 48 1.3 is signed by or on behalf of the member appointing the proxy, or is authenticated in such manner as the Directors may determine; and
 - 48 1.4 is delivered to the Company in accordance with the Articles and any instructions contained in the notice of the general meeting to which they relate
- 48 2 The Company may require Proxy Notices to be delivered in a particular form, and may specify different forms for different purposes
- 48 3 Proxy Notices may specify how the proxy appointed under them is to vote (or that the proxy is to abstain from voting) on one or more resolutions
- 48 4 Unless a Proxy Notice indicates otherwise, it must be treated as
- 48 4 1 allowing the person appointed under it as a proxy discretion as to how to vote on any ancillary or procedural resolutions put to the meeting, and
 - 48 4 2 appointing that person as a proxy in relation to any adjournment of the general meeting to which it relates as well as the meeting itself

49. Delivery of proxy notices

- 49 1 A person who is entitled to attend, speak or vote (either on a show of hands or on a poll) at a general meeting remains so entitled in respect of that meeting or any adjournment of it, even though a valid Proxy Notice has been delivered to the Company by or on behalf of that person

- 49 2 An appointment under a Proxy Notice may be revoked by delivering to the Company a notice in Writing given by or on behalf of the person by whom or on whose behalf the Proxy Notice was given
- 49 3 A notice revoking the appointment of a proxy only takes effect if it is delivered before the start of the meeting or adjourned meeting to which it relates

50. Amendments to resolutions

- 50 1 An ordinary resolution to be proposed at a general meeting may be amended by ordinary resolution if
- 50 1 1 notice of the proposed amendment is given to the Company in Writing by a person entitled to vote at the general meeting at which it is to be proposed not less than 48 hours before the meeting is to take place (or such later time as the chair of the meeting may determine), and
 - 50 1 2 the proposed amendment does not, in the reasonable opinion of the chair of the meeting, materially alter the scope of the resolution
- 50 2 A special resolution to be proposed at a general meeting may be amended by ordinary resolution, if
- 50 2 1 the chair of the meeting proposes the amendment at the general meeting at which the resolution is to be proposed, and
 - 50 2 2 the amendment does not go beyond what is necessary to correct a grammatical or other non-substantive error in the resolution
- 50 3 If the chair of the meeting, acting in good faith, wrongly decides that an amendment to a resolution is out of order, the chair's error does not invalidate the vote on that resolution

WRITTEN RESOLUTIONS

51. Written resolutions

- 51.1 Subject to Article 51 3, a written resolution of the Company passed in accordance with this Article 51 shall have effect as if passed by the Company in general meeting
- 51 1 1 A written resolution is passed as an ordinary resolution if it is passed by a simple majority of the total voting rights of eligible members
 - 51 1 2 A written resolution is passed as a special resolution if it is passed by members representing not less than 75% of the total voting rights of eligible members. A written resolution is not a special resolution unless it states that it was proposed as a special resolution
- 51 2 In relation to a resolution proposed as a written resolution of the Company the eligible members are the members who would have been entitled to vote on the resolution on the circulation date of the resolution

- 51 3 A members' resolution under the Companies Acts removing a Director or an auditor before the expiration of his or her term of office may not be passed as a written resolution
- 51 4 A copy of the written resolution must be sent to every member together with a statement informing the member how to signify their agreement to the resolution and the date by which the resolution must be passed if it is not to lapse Communications in relation to written notices shall be sent to the Company's auditors in accordance with the Companies Acts
- 51 5 A member signifies their agreement to a proposed written resolution when the Company receives from him or her an authenticated Document identifying the resolution to which it relates and indicating his or her agreement to the resolution
- 51 6 If the Document is sent to the Company in Hard Copy Form, it is authenticated if it bears the member's signature.
- 51 7 If the Document is sent to the Company by Electronic Means, it is authenticated if it bears the member's signature or if it is from an email Address notified by the member to the Company for the purposes of receiving Documents or information by Electronic Means
- 51 8 A written resolution is passed when the required majority of eligible members have signified their agreement to it
- 51 9 A proposed written resolution lapses if it is not passed within 28 days beginning with the circulation date

ADMINISTRATIVE ARRANGEMENTS AND MISCELLANEOUS

52. Means of communication to be used

- 52 1 Subject to the Articles, anything sent or supplied by or to the Company under the Articles may be sent or supplied in any way in which the Companies Act 2006 provides for Documents or information which are authorised or required by any provision of that Act to be sent or supplied by or to the Company
- 52 2 Subject to the Articles, any notice or Document to be sent or supplied to a Director in connection with the taking of decisions by Directors may also be sent or supplied by the means by which that Director has asked to be sent or supplied with such notices or Documents for the time being
- 52 3 A Director may agree with the Company that notices or Documents sent to that Director in a particular way are to be deemed to have been received within an agreed time of their being sent, and for the agreed time to be less than 48 hours

53. Irregularities

The proceedings at any meeting or on the taking of any poll or the passing of a written resolution or the making of any decision shall not be invalidated by reason of any accidental informality or irregularity (including any accidental omission to give or any non-receipt of notice) or any want of qualification in any of the persons present or voting

or by reason of any business being considered which is not referred to in the notice unless a provision of the Companies Acts specifies that such informality, irregularity or want of qualification shall invalidate it

54. Minutes

54 1 The Directors must cause minutes to be made in books kept for the purpose.

54 1 1 of all appointments of officers made by the Directors,

54 1 2 of all resolutions of the Company and of the Directors, and

54 1 3 of all proceedings at meetings of the Company and of the Directors, and of committees of Directors, including the names of the Directors present at each such meeting

54 2 Any such minute, if purported to be signed (or in the case of minutes of Directors' meetings signed or authenticated) by the chair of the meeting at which the proceedings were had, or by the chair of the next succeeding meeting, shall, as against any member or Director of the Company, be sufficient evidence of the proceedings

54 3 The minutes must be kept for at least ten years from the date of the meeting, resolution or decision

55. Records and accounts

The Directors shall comply with the requirements of the Companies Acts as to maintaining a members' register, keeping financial records, the audit or examination of accounts and the preparation and transmission to the Registrar of Companies and the Regulator of

55 1 annual reports,

55 2 annual returns, and

55 3 annual statements of account

56. Indemnity

56 1 Subject to Article 56 2, a relevant Director of the Company or an associated company may be indemnified out of the Company's assets against

56 1 1 any liability incurred by that Director in connection with any negligence, default, breach of duty or breach of trust in relation to the Company or an associated company,

56 1 2 any liability incurred by that Director in connection with the activities of the Company or an associated company in its capacity as a trustee of an occupational pension scheme (as defined in section 235(6) of the Companies Act 2006), and

56 1 3 any other liability incurred by that Director as an officer of the Company or an associated company.

56 2 This Article does not authorise any indemnity which would be prohibited or rendered void by any provision of the Companies Acts or by any other provision of law

56 3 In this Article

56 3 1 companies are associated if one is a subsidiary of the other or both are subsidiaries of the same body corporate, and

56 3 2 a “relevant Director” means any Director or former Director of the Company or an associated company

57. Insurance

57 1 The Directors may decide to purchase and maintain insurance, at the expense of the Company, for the benefit of any relevant Director in respect of any relevant loss

57 2 In this Article

57 2 1 a “relevant Director” means any Director or former Director of the Company or an associated company,

57 2 2 a “relevant loss” means any loss or liability which has been or may be incurred by a relevant Director in connection with that Director’s duties or powers in relation to the Company, any associated company or any pension fund or employees’ share scheme of the company or associated company, and

57 2 3 companies are associated if one is a subsidiary of the other or both are subsidiaries of the same body corporate

58. Exclusion of model articles

The relevant model articles for a company limited by guarantee are hereby expressly excluded

SCHEDULE

INTERPRETATION

Defined terms

1 In the Articles, unless the context requires otherwise, the following terms shall have the following meanings

Term	Meaning
1.1 “Address”	includes a number or address used for the purposes of sending or receiving Documents by Electronic Means,
1.2 “Alternate Director”	means an individual appointed by a Director in accordance with Article 27,
1.3 “Articles”	means these articles of association,
1.4 “asset-locked body”	means (i) a community interest company, a charity or a Permitted Registered Society, or (ii) a body established outside the United Kingdom that is equivalent to any of those;
1.5 “bankruptcy”	includes individual insolvency proceedings in a jurisdiction other than England and Wales or Northern Ireland which have an effect similar to that of bankruptcy,
1.6 “Bournemouth Council”	Borough means the council which administers the borough of Bournemouth and of which the principal office is located at Town Hall, St Stephens Road, Bournemouth and includes any successor body to its statutory functions,
1.7 “Chair”	means the individual appointed as the Chair of the Company in accordance with Article 10;
1.8 “chairman of the meeting”	has the meaning given in Article 41,
1.9 “Circulation Date”	in relation to a written resolution, has the meaning given to it in the Companies Acts,
1.10 “Clear Days”	in relation to the period of a notice, that 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,
1.11 “community”	is to be construed in accordance with accordance with Section 35(5) of the Company’s (Audit) Investigations and Community Enterprise) Act 2004,
1.12 “Companies Acts”	means the Companies Acts (as defined in Section 2 of the Companies Act 2006), in so far as they

	apply to the Company;
1.13 “Company”	means the company intended to be regulated by these Articles,
1.14 “Conflict of Interest”	any direct or indirect interest of a Director (whether personal, by virtue of a duty of loyalty to another organisation or otherwise) that conflicts, or might conflict with the interests of the Company,
1.15 “Co-opted Director”	a person co-opted to the Board for such period as the Board determines,
1.16 “Councils”	means the District Councils, Dorset County Council, Bournemouth Borough Council and Poole Borough Council and “Council” shall mean any one of them as the context requires,
1.17 “Director”	a director of the Company, and includes any person occupying the position of director, by whatever name called;
1.18 “District Councils”	means the six District and Borough Councils in Dorset (excluding Bournemouth Borough Council and Poole Borough Council) or any successor bodies from time to time,
1.19 “Document”	includes, unless otherwise indicated, any Document sent or supplied in Electronic Form,
1.20 “Dorset County Council”	means the council which administers the county of Dorset and of which the principal office is located at County Hall, Colliton Park, Dorchester and includes any successor body to its statutory functions,
1.21 “Electronic Form” and “Electronic Means”	have the meanings respectively given to them in Section 1168 of the Companies Act 2006,
1.22 “FE Director”	means the individual appointed as a Director in accordance with Article 25,
1.23 “Further Education Colleges”	means a statutory corporation, set up by order of the Secretary of State under the Further and Higher Education Act 1992, which is also an exempt charity for the purposes of the Charities Act 2006 and which has their principal physical base in Dorset and “Further Education College” shall be construed accordingly;
1.24 “Hard Copy Form”	has the meaning given to it in the Companies Act 2006,
1.25 “HE Director”	means an individual appointed as a Director in accordance with Article 24,

1.26	“Higher Education Organisations”	Sector	means Bournemouth University Higher Education Corporation, an exempt charity at Poole House, Talbot Campus, Fern Barrow, Poole, Dorset, BH12 5BB and Arts University Bournemouth an exempt charity at Wallisdown, Poole, Dorset, BH12 5HH,
1.27	“Memorandum”		the Company’s memorandum of association,
1.28	“paid”		means paid or credited as paid,
1.29	“participate”		in relation to a Directors’ meeting, has the meaning given in Article 15;
1.30	“Permitted Society”	Registered	a registered society registered under the Co-operative and Community Benefit Societies Act 2014 which has a restriction on the use of its assets in accordance with Regulation 4 of the Community Benefit Societies (Restriction on Use of Assets) Regulations 2006 or Regulation 4 of the Community Benefit Societies (Restriction on Use of Assets) Regulations (Northern Ireland) 2006,
1.31	“Private Sector Director”		means a director appointed in accordance with Article 26,
1.32	“Poole Borough Council”		means the council which administers the borough of Poole and of which the principal office is located at Civic Centre, Pool and includes any successor body to its statutory functions,
1.33	“Proxy Notice”		has the meaning given in Article 48,
1.34	“Public Sector Director”		means an individual who is appointed as a director in accordance with Article 23,
1.35	“Registered Office”		means the registered office of the Company,
1.36	“the Regulator”		means the Regulator of Community Interest Companies,
1.37	“Secretary”		the secretary of the Company (if any),
1.38	“specified”		means specified in the memorandum and articles of association of the Company for the purposes of this paragraph,
1.39	“subsidiary”		has the meaning given in section 1159 of the Companies Act 2006;
1.40	“transfer”		includes every description of disposition, payment, release or distribution, and the creation or extinction of an estate or interest in, or right over, any property, and

1.41 “Writing”

the representation or reproduction of words, symbols or other information in a visible form by any method or combination of methods, whether sent or supplied in Electronic Form or otherwise

- 2 Subject to paragraph 3 of this Schedule, any reference in the Articles to an enactment includes a reference to that enactment as re-enacted or amended from time to time and to any subordinate legislation made under it
- 3 Unless the context otherwise requires, other words or expressions contained in these Articles bear the same meaning as in the Companies Act 2006 as in force on the date when the Articles become binding on the Company

CIC 36

Declarations on Formation of a Community Interest Company¹

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

Company Name in full

Dorset Local Enterprise Partnership C.I.C

SECTION A: COMMUNITY INTEREST STATEMENT – beneficiaries

- 1 We/I, the undersigned, declare that the company will carry on its activities for the benefit of the community, or a section of the community². [Insert a short description of the community, or section of the community, which it is intended that the company will benefit below]
I³

The company's activities will provide benefit to ...
the general public in the UK, in particular residents and businesses in the local authority areas of Dorset, Bournemouth and Poole

COMPANY NAME

Dorset Local Enterprise Partnership C.I.C

SECTION B: Community Interest Statement – Activities & Related Benefit

Please indicate how it is proposed that the company's activities will benefit the community, or a section of the community. Please provide as much detail as possible to enable the CIC Regulator to make an informed decision about whether your proposed company is eligible to become a community interest company. It would be useful if you were to explain how you think your company will be different from a commercial company providing similar services or products for individual or personal gain.

Activities (Tell us here what the company is being set up to do)	How will the activity benefit the community? (The community will benefit by)
To act as the Local Enterprise Partnership for the local authority areas of Dorset, Bournemouth and Poole (i.e. a strategic partnership between the private and public sector in these areas)	The CIC will act as a unique forum for the public and private sector to work together with a view to boost the economy in these areas, create new jobs, increase productivity and improve earnings.
If the company makes any surplus it will be used for	

(Please continue on separate sheet if necessary.)


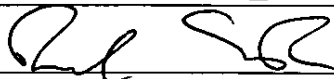
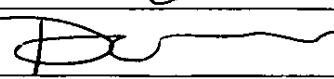

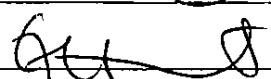
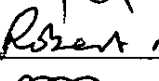
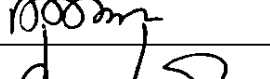


COMPANY NAMEDorset Local Enterprise Partnership ~~Limited~~ C.I.C**SECTION C:**

1. We/I, the undersigned, declare that the company in respect of which this application is made will not be:

- (a) a political party;
- (b) a political campaigning organisation; or
- (c) a subsidiary of a political party or of a political campaigning organisation.⁴

SECTION D:

Each person who will be a first director of the company must sign the declarations.

Signed		Date	22/2/2016
Signed		Date	24/2/16
Signed		Date	8/3/16
Signed		Date	11/3/16
Signed		Date	24/3/16
Signed	Robert A. Gower	Date	24.3.16
Signed		Date	24/3/16
Signed		Date	24.3.16
Signed		Date	24.3.16
Signed	Deborah Cuning	Date	24/3/16
Signed	TM Walton	Date	24/3/16
Signed	Alc Moore	Date	29/3/16
Signed	J. Stewart	Date	30/3/16
Signed	J. S. R.	Date	5.4.16
Signed		Date	1/4/16

CHECKLIST

Have the first directors sign the CIC36?

This form must be accompanied by the following documents.

- (a) Memorandum of Association
- (b) Articles of Association, which comply with requirements imposed by section 32 of the Act and Part 3 of the Regulations or which are otherwise appropriate in connection with becoming a community interest company
- (c) Form IN01- you need to indicate that the proposed company is adopting bespoke articles.
- (d) Any completed continuation sheets
- (e) A cheque for £35 made payable to Companies House

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

	Tel
DX Number	DX Exchange

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

For companies registered in England and Wales: Companies House, Crown Way, Cardiff, CF14 3UZ
DX 33050 Cardiff

For companies registered in Scotland: Companies House, 4th Floor, Edinburgh Quay 2, 139
Fountainbridge, EH3 9FF DX 235 Edinburgh

For companies registered in Northern Ireland: Companies House, 2nd Floor, The Linenhall, 32-38
Linenhall Street, Belfast, BT2 8BG

NOTES

¹ This form will be placed on the public record. Any information relevant to the application that you do not wish to appear on the public record, should be described in a separate letter addressed to the CIC Regulator and delivered to the Registrar of Companies with the other documents.

² The community interest test is referred to in section 35 of the Companies (Audit, Investigations and Community Enterprise) Act 2004 and is expanded upon in regulations 3, 4 & 5 of the Regulations

³ E.g. "the residents of Oldtown" or "those suffering from XYZ disease".

⁴ A company is not eligible to be formed as a community interest company if it will be an "excluded company". If you are not sure whether the company which you wish to form falls

into any of these categories, you should refer to the definitions of the terms "political party", "political campaigning organisation" and "subsidiary" (and of the related terms "election", "governmental authority", "public authority" and "referendum") in Regulation 2 of the Regulations before completing this form.