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WITHERS LLP
16 OLD BAILEY
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SOLICITORS

Company No 2400784

Charity No 802025

THE COMPANIES ACTS 1985 AND 1989

A COMPANY LIMITED BY GUARANTEE
AND NOT HAVING A SHARE CAPITAL

MEMORANDUM

AND

ARTICLES OF ASSOCIATION

of

THE BROOKE WESTON TRUST

(As amended by a written resolution dated 17 June 2007)

withers ^{LLP}

16 Old Bailey

London

EC4M 7EG

Tel: +44 (0)20 7597 6000

Fax: +44 (0)20 7597 6543

Ref csp / rlw



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COMPLIANCE
"ALERT ILLUM"
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COMPANIES HOUSE

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- 1 The company's name is The Brooke Weston Trust ('the Trust')
- 2 The Trust's registered office is situated in England and Wales
- 3 The Trust's objects ('the Objects') are to advance for the public benefit education in the United Kingdom, in particular, but without prejudice to the generality of the foregoing, by
 - 3 1 establishing, maintaining, operating, managing and developing schools including, but in no way limited to a school offering a broad curriculum with emphasis on particular specialisms ('the School'), and
 - 3 2 collaborating with other schools and the wider community to share expertise and resources
- 4 In furtherance of the Objects but not further or otherwise the Trust may exercise the following powers
 - (a) to establish, maintain, operate and develop schools including, but not limited to, the School,
 - (b) to collaborate with other schools and the wider community to share expertise and resources,
 - (c) to establish or acquire other colleges or schools elsewhere in the United Kingdom for like purposes and to operate any academies, colleges or schools established or acquired by the Trust,

- (d) to draw, make, accept, endorse, discount, execute and issue promissory notes, bills, cheques and other instruments and to operate bank accounts in the name of the Trust,
- (e) to raise funds (but not by means of carrying on a trade or business on a continuing basis which is for the principal purpose of raising funds rather than for the purpose of actually carrying out the Objects, unless the income of the Trust from that trade or business is exempt from tax by reason of any legislation or concession from time to time in force) and to invite and receive contributions whether in cash or in kind,
- (f) to acquire, alter, improve and (subject to such consents as may be required by law) to charge or otherwise dispose of property,
- (g) subject to clause 5 below, to employ such staff as are necessary for the proper pursuit of the Objects and to make all reasonable and necessary provision for the payments of pensions and superannuation to staff and their dependants,
- (h) to establish or support, whether financially or otherwise, any charitable trusts, associations or institutions formed for all or any of the Objects,
- (i) to co-operate with or assist others (whether local or national authorities, educational institutions, voluntary organisations or other persons or bodies) in any ventures or initiatives or any other matters which promote, directly or indirectly, any or all of the Objects,
- (j) to pay out of the funds of the Trust the costs, charges and expenses of and incidental to the formation and registration of the Trust,
- (k) to offer scholarships, exhibitions, prizes and awards to pupils and former pupils, and otherwise to encourage and assist pupils and former pupils,
- (l) to carry out research including, without limitation, into the development and application of new techniques in education and to its approach to curriculum development and delivery and to publish the results of such research, and to develop means of benefiting from the application of the experience of industry, commerce, other schools and the voluntary sector to education,
- (m) subject to such consents as may be required by law, to borrow and raise money for the furtherance of the Objects in such manner and on such security as the Governors may think fit,
- (n) to deposit or invest the monies of the Trust not immediately required for its operations in any manner as may be thought fit (including but not limited to the establishment of trading or other subsidiaries of any kind) and to sell, exchange carry and dispose of the

same subject to such conditions (if any) and such consents (if any) as may for the time being be imposed or required by law,

- (o) to establish subsidiary companies to carry on any trade or business either to further any of the Objects or for the purpose of raising funds for the Trust or to assist or act as agents for the Trust,
- (p) to equip, furnish, fit up and maintain any college, school, schoolhouses, rooms and other buildings and land for any of the purposes of the Trust,
- (q) to provide educational facilities and services to students of all ages and the wider community for the public benefit,
- (r) to procure, commission, print, record, publish, issue and distribute whether in conjunction with any other persons or companies or otherwise and whether gratuitously or otherwise books, pamphlets, leaflets, newspapers, advertisements, films, broadcasts, audio recordings, electronic publications or other forms of publications or recordings in furtherance of the Objects,
- (s) to delegate the management of investments to an individual, company or firm who is an authorised person or exempted person within the meaning of the Financial Services and Markets Act 2000 (a 'Financial Expert'), on such terms as the Governors think fit,
- (t) to arrange for investments or other trusts to be held in the name of a nominee and under the control of the Governors or of a Financial Expert acting under their instructions and to pay any reasonable fee required,
- (u) to act as trustee of special purpose trusts within the Objects, and
- (v) to do all such other lawful things as are necessary for or incidental or conducive to the attainment of the Objects or any of them

5 The income and property of the Trust shall be applied solely towards the promotion of the Objects, and none of the income or property of the Trust may be paid or transferred, directly or indirectly, by way of dividend, bonus or otherwise by way of profit to any Member of the Trust This does not prevent a Member who is not also a Governor receiving reasonable and proper remuneration for any goods or services supplied to the Trust

5 1 A Governor may, at the discretion of the Governors, be reimbursed from the property of the Trust for reasonable expenses properly incurred by him or her when acting on behalf of the Trust, but excluding expenses in connection with foreign travel

5 2 No Governor may

- (a) buy any goods or services from the Trust,
- (b) sell goods, services, or any interest in land to the Trust,
- (c) be employed by, or receive any remuneration from the Trust,
- (d) receive any other financial benefit from the Trust,

unless

- (a) the payment is permitted by clause 5 3 and the Governors follow the procedure and observe the conditions set out in clause 5 4, or
- (b) the Governors obtain the prior written approval of the Commission and fully comply with any procedures it prescribes

5 3 A Governor may

- (a) receive a benefit from the Trust in the capacity of a beneficiary of the Trust,
- (b) be employed by the Trust or enter into a contract for the supply of goods or services to the Trust, other than for acting as a Governor,
- (c) receive interest on money lent to the Trust at a reasonable and proper rate not exceeding 2% per annum below the base rate of a clearing bank to be selected by the Governors, or
- (d) receive rent for premises let by the Governor to the Trust if the amount of the rent and the other terms of the lease are reasonable and proper

A company of which a Governor is a member may receive fees, remuneration or other benefit in money or money's worth provided that the shares of the company are listed on a recognised stock exchange and the Governor holds no more than 1% of the issued capital of that company

5 4 The Trust and the Governors may only rely upon the authority provided by clause 5 3 if each of the following conditions is satisfied

- (a) the remuneration or other sums paid to the Governor do not exceed an amount that is reasonable in all the circumstances,
- (b) the Governor is absent from the part of any meeting at which there is discussion of
 - (1) his or her employment or remuneration, or any matter concerning the contract,

- (2) his or her performance in the employment, or his or her performance of the contract,
- (3) any proposal to enter into any other contract or arrangement with him or her or to confer any benefit upon him or her that would be permitted under clause 5.3, or
- (4) any other matter relating to a payment or the conferring of any benefit permitted by clause 5.3,

- (c) the Governor does not vote on any such matter and is not to be counted when calculating whether a quorum of Governors is present at the meeting
- (d) the other Governors are satisfied that it is in the interests of the Trust to employ or to contract with that Governor rather than with someone who is not a Governor. In reaching that decision the Governors must balance the advantage of employing a Governor against that disadvantages of doing so (especially the loss of the Governor's services as a result of dealing with the Governor's conflict of interest)
- (e) the reason for their decision is recorded by the Governors in the minute book
- (f) a majority of the Governors then in office have received no such payments

5.5 The employment or remuneration of a Governor includes the engagement or remuneration of any firm or company in which the Governor is

- (a) a partner,
- (b) an employee,
- (c) a consultant,
- (d) a Governor, or
- (e) a shareholder, unless the shares of the company are listed on a recognised stock exchange and the Governor holds less than 1% of the issued capital

5.6 For the purposes of this clause 5

- (a) 'Trust' shall include any company in which the Trust
 - (1) holds more than 50% of the shares,
 - (2) controls more than 50% of the voting rights attached to the shares, or

(3) has the right to appoint one or more directors to the board of the company

(b) 'Governor' shall include any child, stepchild, parent, grandchild, grandparent, brother, sister or spouse of the Governor or any person living with the Governor as his or her partner

6 The liability of the Members of the Trust is limited

7 Every Member of the Trust undertakes to contribute such amount as may be required (not exceeding £1) to the Trust's assets if it should be wound up while he or she is a Member or within one year after he or she ceases to be a Member, for payment of the Trust's debts and liabilities contracted before he or she ceases to be a Member, and of the costs, charges and expenses of winding up, and for the adjustment of the rights of the contributories among themselves

8 If the Trust is wound up or dissolved and after all its debts and liabilities (including any under section 483 of the Education Act 1996) have been satisfied there remains any property it shall not be paid to or distributed among the members of the Trust, but shall be given or transferred to some other charity or charities having objects similar to the Objects which prohibits the distribution of its or their income and property to an extent at least as great as is imposed on the Trust by clause 4 above, chosen by the members of the Trust at or before the time of dissolution and if that cannot be done then to some other charitable object

9 No alteration or addition shall be made to or in the provisions of the memorandum or articles of association which would have the effect

(a) that the Trust would cease to be a company to which Section 30 of the Companies Act 1985 applies,

(b) which is inconsistent with the provisions of Section 64 of the Charities Act 1993,
or

(c) that the Trust would cease to be a charity

10 Words and expressions defined in the articles of association of the Trust have the same meanings in this memorandum

WE, the subscribers to this memorandum of association wish to be formed into a company pursuant to this memorandum

Names and Addresses of Subscribers		
1	Hugh Welby Guinness De Capell Brooke Home Farm Great Oakley Corby Northamptonshire NN18 8HQ	Witnessed by J C Spence 40 West Street Geddington Northants
2	Sir Montague Finniston 6 Manchester Square London W1A 1AU	Witnessed by P Darling Flat 29 Townshens Court London NW8
3	Cyril Julian Hebden Taylor 1 Lexham Walk London W8	Witnessed by M A Eaton 21 Ennismore Gardens London SW7
4	John Austen Nelson-Jones Lincoln House 296-302 High Holborn London WC1V 7JL	Witnessed by Catherine Allison Lincoln House 296-302 High Holborn London WC1V

Dated the 25th day of June 1989

THE COMPANIES ACTS 1985 AND 1989

A COMPANY LIMITED BY GUARANTEE
AND NOT HAVING A SHARE CAPITAL

ARTICLES OF ASSOCIATION¹

of

THE BROOKE WESTON TRUST

(As amended by a written resolution dated 17 June 2007)

INTERPRETATION

1 In these Articles

- 'Act'** means the Companies Act, 1985 including any statutory modification or re-enactment thereof for the time being in force,
- 'the articles'** means these articles of association of the Trust,
- 'Chairman of the Governors'** means the Governor appointed by the Governors as Chairman of the Governors under the provisions of article 81,
- 'Chairman of the Trust'** means the Member appointed by the Members as chairman of the Trust under the provisions of article 10,
- 'Chief Executive Officer'** means the chief executive officer of the Trust,
- 'clear days'** in relation to the period of a notice means the period excluding the day when the notice is given or deemed to be given and the day on which it is given or on which it is to take effect,

'the Commission'	means the Charity Commissioners for England and Wales or any statutory successor,
'executed'	includes any mode of execution,
'the Garfield Weston Foundation'	means the trustees from time to time of the Garfield Weston Foundation, registered charity number 230260,
'the Governors'	means the directors of the Trust who are also charity trustees (and 'Governor' has a corresponding meaning),
'the LA'	means Northamptonshire County Council Local Education Authority,
'Member'	means a Member of the Trust and someone who as such is bound by the undertaking contained in clause 7 of the memorandum,
'member of staff'	means a current Member of the staff employed by the Trust to work at the School,
'memorandum'	means the memorandum of association of the Trust,
'parent'	means a parent or carer with parental responsibility of a registered pupil at the School,
'Parent Governor'	means a Governor appointed by the parents of pupils of the School in accordance with articles 51 to 53,
'Principal'	means the Principal of the School,
'Principal Sponsors'	means Hugh Wellby Guinness de Capell Brooke and Alexander de Capell Brooke who jointly are one Principal Sponsor and the Garfield Weston Foundation being the other Principal Sponsor,
'Regulated Company'	means a regulated company within the meaning of Article 1(4) of the Local Authorities (Companies) Order 1995 (SI 849),
'the seal'	means the common seal of the Trust if it has one,
'secretary'	means any person appointed to perform the duties of the secretary of the Trust including a joint, assistant or deputy secretary,
'Secretary of State'	means the Secretary of State for Education and Skills,
'Sponsor Governor'	means a Governor appointed by the Principal Sponsors in accordance with articles 44 1 and 44 2,

'Staff Governor'	means a Governor appointed by the staff of the School in accordance with articles 50 and 56 to 60,
'teacher'	means a teacher employed under a contract of employment or a contract for services or otherwise engaged to provide his or her services as a teacher,
'the Trust'	means the company to be regulated by these articles, and
'the United Kingdom'	means Great Britain and Northern Ireland

Words importing the masculine gender only shall include the feminine gender Words importing the singular number only shall include the plural number, and vice versa

Unless the context otherwise requires, words or expressions contained in these articles shall bear the same meaning as in the Act

Any reference to '**person**' or '**persons**' includes natural persons, firms, partnerships, companies, corporations, associations, organisations, foundations and trusts (in each case whether or not having separate legal personality)

OBJECTS

- 2 The Trust is established for the objects expressed in the memorandum

MEMBERS

- 3 The Members of the Trust shall comprise
- 3 1 up to three persons appointed by Hugh Wellby Guinness de Capell Brooke and Alexander de Capell Brooke acting jointly,
 - 3 2 up to three persons appointed by the trustees of the Garfield Weston Foundation,
 - 3 3 one person appointed by the Secretary of State,
 - 3 4 up to two additional persons appointed by the Members of the Trust to represent the local community, and
 - 3 5 the Chairman of the Governors *ex-officio* if he is not already a Member in another capacity
- 4 Each of the persons entitled to appoint Members in article 3 shall have the right from time to time by written notice delivered to the Trust's registered office to remove any Member appointed by

- them and/or to appoint a replacement Member to fill a vacancy whether resulting from such removal or otherwise
- 5 If either of Hugh or Alexander de Capell Brooke should die or become legally incapacitated their right to appoint Members under article 3 1 will vest in the survivor
 - 6 The Members may agree unanimously in writing to appoint such additional Members as they think fit and may agree unanimously in writing to remove any such additional Members
 - 7 Every person nominated to be a Member shall either sign a written consent to become a Member or sign the register of Members on becoming a Member
 - 8 The other Members may in their absolute discretion permit any Member to resign provided that after such resignation the number of Members is not less than three A Member shall cease to be one immediately on the receipt by the Trust of a notice in writing signed by the person or persons entitled to remove him or her under article 4 or 6 provided that no such notice shall take effect when the number of Members is less than three unless it contains or is accompanied by the appointment of a replacement Member
 - 9 The Members of the Trust at any time shall join in taking whatever action may be necessary in order to give effect to articles 3 to 8 inclusive

CHAIRMAN OF THE TRUST

- 10 The Members shall each school year, at their first meeting in that year, elect from their number a Chairman and a Vice-Chairman of the Trust A Member who is employed to work at the School shall not be eligible for election as Chairman or Vice-Chairman
- 11 Subject to article 13, the Chairman or Vice-Chairman of the Trust shall hold office as such until his successor has been elected in accordance with that article
- 12 The Chairman or Vice-Chairman may at any time resign his office by giving notice in writing to the secretary The Chairman or Vice-Chairman of the Trust shall cease to hold office if
 - 12 1 he ceases to be a Member,
 - 12 2 he is employed to work at the School,
 - 12 3 he is removed from office in accordance with these articles, or
 - 12 4 in the case of the Vice-Chairman of the Trust, he is elected in accordance with these articles to fill a vacancy in the office of Chairman of the Trust

- 13 Where by reason of any of the matters referred to in article 12, a vacancy arises in the office of Chairman or Vice-Chairman of the Trust, the Members shall at their next meeting elect one of their number to fill that vacancy
- 14 Where the Chairman of the Trust is absent from any meeting or there is at the time a vacancy in the office of the Chairman of the Trust, the Vice-Chairman of the Trust shall act as the chairman for the purposes of the meeting
- 15 Where in the circumstances referred to in article 14 the Vice-Chairman of the Trust is also absent from the meeting or there is at the time a vacancy in the office of Vice-Chairman of the Trust, the Members shall elect one of their number to act as a chairman for the purposes of that meeting, provided that the Member elected shall not be a person who is employed to work at the School
- 16 The secretary shall act as chairman during that part of any meeting at which the Chairman of the Trust is elected, but for these purposes article 32 shall not apply
- 17 Any election of the Chairman or Vice-Chairman which is contested shall be held by secret ballot
- 18 The Members may remove the Chairman of the Trust or Vice-Chairman of the Trust from office in accordance with this article
- 18 1 a resolution to remove the Chairman or Vice-Chairman of the Trust from office which is passed at a meeting of the Trust shall not have effect unless
- (a) it is confirmed by a resolution passed at a second meeting of the Trust held not less than fourteen days after the first meeting, and
 - (b) the matter of the Chairman of the Trust's or Vice-Chairman of the Trust's removal from office is specified as an item of business on the agenda for each of those meetings
- 18 2 Before the Trust resolves at the relevant meeting on whether to confirm the resolution to remove the Chairman or Vice-Chairman of the Trust from office, the Member or Members proposing his removal shall at that meeting state their reasons for doing so and the Chairman of the Trust or Vice-Chairman of the Trust shall be given an opportunity to make a statement in response

GENERAL MEETINGS

- 19 The Trust shall hold an Annual General Meeting in each year in addition to any other meetings in that year, and shall specify the meeting as such in the notices calling it, and not more than fifteen months shall elapse between the date of one Annual General Meeting of the Trust and that of the next The Annual General Meeting shall be held at such time and place as the Trust shall

appoint All general meetings other than Annual General Meetings shall be called Extraordinary General Meetings

- 20 The Governors may call general meetings and, on the requisition of Members pursuant to the provisions of the Act, shall forthwith proceed to convene an Extraordinary General Meeting for a date not later than eight weeks after the receipt of the requisition. If there are not within the United Kingdom sufficient Governors to call a general meeting, any Governor or Member may call a general meeting

NOTICE OF GENERAL MEETINGS

- 21 An Annual General Meeting and an Extraordinary General Meeting called for the passing of a special resolution shall be called by at least twenty-one days' notice. All other Extraordinary General Meetings shall be called by at least fourteen clear days' notice but a general meeting may be called by shorter notice if it is so agreed

21 1 in the case of an Annual General Meeting, by all the Members entitled to attend and vote, and

21 2 in the case of any other meeting, by a majority in number of the Members having a right to attend and vote at the meeting, being a majority together holding not less than 95% of the total voting rights at that meeting of all the Members

The notice shall specify the time and place of the meeting and the general nature of the business to be transacted and, in the case of an Annual General Meeting, shall specify the meeting as such. The notice shall be given to all Members, to the Governors and to the Trust's auditors

- 22 The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any person entitled to receive notice shall not invalidate the proceedings at that meeting

PROCEEDINGS AT GENERAL MEETINGS

- 23 No business shall be transacted at any meeting unless a quorum of Members is present at the time when the meeting proceeds to business. A Member counts towards the quorum by being present either in person or by proxy. Two persons entitled to vote upon the business to be transacted, each being a Member or a duly authorised representative of a Member, or one tenth of the total number of such persons for the time being, whichever is the greater, shall constitute a quorum

- 24 If a quorum is not present within half an hour from the time appointed for the meeting, or if during a meeting a quorum ceases to be present, the meeting shall stand adjourned to the same day in the next week, at the same time and place, or to such other day and at such other time and place as the Governors may determine

- 25 The Chairman of the Trust or in his absence some other person nominated by the Members shall preside as chairman of the meeting but if neither the Chairman of the Trust nor such alternative person (if any) be present within fifteen minutes after the time appointed for holding the meeting and willing to act the Members present shall elect one of their number to be chairman and, if there is only one Member present and willing to act, he shall be the chairman of the meeting
- 26 A Governor shall, notwithstanding that he is not a Member, be entitled to attend and speak at any general meeting
- 27 The chairman may, with the consent of a meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business which might properly have been transacted at the meeting had the adjournment not taken place When a meeting is adjourned for fourteen days or more, at least seven clear days' notice shall be given specifying the time and place of the adjourned meeting and the general nature of the business to be transacted Otherwise it shall not be necessary to give any such notice
- 28 A resolution put to the vote of the meeting shall be decided on a show of hands unless before, or on the declaration of the result of, the show of hands a poll is demanded
- 28 1 by the chairman,
- 28 2 by at least two Members having the right to vote at the meeting, or
- 28 3 by a Member or Members representing not less than one-tenth of the total voting rights of all the Members having the right to vote at the meeting
- 29 Unless a poll is duly demanded a declaration by the chairman that a resolution has on a show of hands been carried or carried unanimously, or by a particular majority, or lost, or not carried by a particular majority and an entry to that effect in the minutes of the meeting shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution
- 30 The demand for a poll may be withdrawn before the poll is taken, but only with the consent of the chairman The withdrawal of a demand for a poll shall not invalidate the result of a show of hands declared before the demand for the poll was made
- 31 A poll shall be taken as the chairman directs and he may appoint scrutineers (who need not be Members) and fix a time and place for declaring the results The result of the poll shall be deemed to be the resolution of the meeting at which the poll as demanded
- 32 In the case of an equality of votes, whether on a show of hands or on a poll, the chairman of the meeting shall be entitled to a casting vote in addition to any other vote he may have

- 33 A poll demanded on the election of the chairman or on a question of adjournment shall be taken immediately. A poll demanded on any other question shall be taken either immediately or at such time and place as the chairman directs not being more than thirty days after the poll is demanded. The demand for a poll shall not prevent continuance of a meeting for the transaction of any business other than the question on which the poll is demanded. If a poll is demanded before the declaration of the result of a show of hands and the demand is duly withdrawn, the meeting shall continue as if the demand had not been made.
- 34 No notice need be given of a poll not taken immediately if the time and place at which it is to be taken are announced at the meeting at which it is demanded. In other cases at least seven clear days' notice shall be given specifying the time and place at which the poll is to be taken.
- 35 A resolution in writing executed by or on behalf of each Member who would have been entitled to vote upon it if it had been proposed at a general meeting at which he was present shall be as effectual as if it had been passed at a general meeting duly convened and held and may consist of several instruments in the like form each executed by or on behalf of one or more Members.

VOTES OF MEMBERS OF THE TRUST

- 36 Subject to article 32, on a show of hands every Member present shall have one vote and on a poll every Member present in person or by proxy shall have one vote.
- 37 A Member in respect of whom an order has been made by any court having jurisdiction (whether in the United Kingdom or elsewhere) in matters concerning mental disorder may vote, whether on a show of hands or on a poll, by his receiver, curator bonis or other person authorised in that behalf appointed by that court, and any such receiver, curator bonis or other person may, on a poll, vote by proxy. Evidence to the satisfaction of the Governors of the authority of the person claiming to exercise the right to vote shall be deposited at the office, or at such other place as is specified in accordance with the articles for the deposit of instruments of proxy, not less than 48 hours before the time appointed for holding the meeting or adjourned meeting at which the right to vote is to be exercised and in default the right to vote shall not be exercisable.
- 38 No Member shall be entitled to vote at any general meeting unless all moneys then payable by him to the Trust have been paid.
- 39 No objections shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is tendered, and every vote not disallowed at the meeting shall be valid. Any objection made in due time shall be referred to the chairman whose decision shall be final and conclusive.

40 An instrument appointing a proxy shall be in such form and deposited in such manner as the Governors may determine from time to time provided always that a Member may only appoint another Member as proxy

41 The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll

CORPORATIONS ACTING BY REPRESENTATIVES AT MEETINGS

42 Any organisation that is a Member of the Trust may by resolution of its board of Governors authorise such person as it thinks fit to act as its representative at any meeting of the Trust, and the person so authorised shall be entitled to exercise the same powers on behalf of the corporation which he represents as that corporation could exercise if it were an individual Member of the Trust

GOVERNORS

43 The number of Governors (unless otherwise determined by ordinary resolution) shall be not less than three and not more than eleven

44 The Trust shall have the following Governors

44 1 up to two persons appointed by Hugh Wellby Guinness de Capell Brooke and Alexander de Capell Brooke acting jointly as a Principal Sponsor,

44 2 up to two persons appointed by the trustees of the Garfield Weston Foundation as a Principal Sponsor,

44 3 one Governor appointed by the LA,

44 4 one Staff Governor elected under arrangements made under articles 56 to 58,

44 5 one Parent Governor elected under arrangements made under articles 50 to 53,

44 6 any co-opted Governor(s) appointed under article 61, and

44 7 any additional Governor(s) appointed under article 62 to 64

45 Each of the persons entitled to appoint Governors under article 44 shall, subject to the provisions of the Act, have the right from time to time by written notice delivered to the secretary to remove any Governor appointed by them and to appoint a replacement Governor to fill a vacancy whether resulting from such removal or otherwise

46 No person shall be appointed or removed as a Governor in circumstances where such appointment or removal would cause the Trust to become a Regulated Company

- 47 At the date of adoption of these articles the Governors currently in office shall remain in office for such term as shall be determined by the Governors
- 48 Governors are not required to be or become Members of the Trust except for the Chairman of Governors who will be a Member *ex-officio*
- 49 Those Governors who are not Members of the Trust shall be entitled to receive notice of and attend meetings of the Trust but not to vote at them

APPOINTMENT AND ELECTION OF GOVERNORS

- 50 Every person proposed to be appointed as a Governor shall
- 50 1 sign a declaration in such form to be determined by the Governors from time to time consenting to act as a Governor, and
- 50 2 be subject to such checks as may be required by law or as the Governors may from time to time reasonably require
- 51 Subject to article 55, the Parent Governor shall be elected by parents of registered pupils at the School A Parent Governor must be a parent of a registered pupil at the time when he is elected
- 52 The Governors shall make all necessary arrangements for, and determine all other matters relating to, any election of a Parent Governor, including any question of whether a person is a parent of a registered pupil at the School Any election of a Parent Governor that is contested shall be held by secret ballot
- 53 The arrangements made for the election of a Parent Governor shall provide for every person who is entitled to vote in the election to have an opportunity to do so by post or, if he prefers, by having his ballot paper returned to the Trust by a registered pupil at the School
- 54 Where a vacancy for a Parent Governor is required to be filled by election, the Governors shall take such steps as are reasonably practical to secure that every person who is known to them to be a parent of a registered pupil at the School is informed of the vacancy and that it is required to be filled by election, informed that he is entitled to stand as a candidate and vote at the election and given an opportunity to do so
- 55 If no such parent stands for election, the Governors shall appoint as Parent Governor a person who is such a parent, or where it is not reasonably practicable to do so, a parent of a child of compulsory school age
- 56 A Staff Governor must be a member of staff at the time when he is elected

- 57 The Governors shall make all necessary arrangements for, and determine all other matters relating to, any election of a Staff Governor, including any question of whether a person is a member of staff. Any election of a Staff Governor that is contested shall be held by secret ballot.
- 58 The arrangements made for the election of a Staff Governor shall provide for every person who is entitled to vote in the election to have an opportunity to do so by post.
- 59 Where a vacancy for a Staff Governor is required to be filled by election, the Governors shall take such steps as are reasonably practical to secure that every person who is known to them to be a member of staff is informed of the vacancy and that it is required to be filled by election, informed that he is entitled to stand as a candidate and vote at the election and given an opportunity to do so.
- 60 If no such member of staff stands for election, the Governors shall appoint as Staff Governor a person who is a member of staff.

CO-OPTED GOVERNORS

- 61 The Governors may appoint up to three co-opted Governors. A 'co-opted Governor' means a person who is appointed to be a Governor by being co-opted by Governors who have not themselves been so appointed.

APPOINTMENT OF ADDITIONAL GOVERNORS

- 62 The Secretary of State may give a warning notice to the Governors where
- 62.1 he is satisfied
- (a) that the standards of performance of pupils at the School are unacceptably low and are likely to remain so unless the Secretary of State exercises his powers under article 64,
 - (b) that there has been a serious breakdown in the way the School is managed or governed which is prejudicing, or likely to prejudice, such standards of performance, or
 - (c) that the safety of pupils or staff of the School is threatened (whether by a breakdown of discipline or otherwise), and
- 62.2 the Secretary of State has previously informed the Governors of the matters on which that conclusion is based, and
- 62.3 those matters have not been remedied to the Secretary of State's satisfaction within a reasonable period.

63 For the purposes of article 62 a 'warning notice' is a notice in writing by the Secretary of State setting out—

63 1 the matters referred to in article 62 1,

63 2 the action which he requires the Governors to take in order to remedy those matters, and

63 3 the period within which that action is to be taken by the Governors ('the compliance period')

64 The Secretary of State may appoint additional Governors as he thinks fit if the Secretary of State has

64 1 given the Governors a warning notice in accordance with article 62,

64 2 the Governors has failed to comply, or secure compliance, with the notice to the Secretary of State's satisfaction within the compliance period, and

64 3 the Secretary of State has given reasonable notice in writing to the Governors that he proposes to exercise his powers under this article

TERM OF OFFICE

65 The term of office for any Governor shall be three years, save that this time limit shall not apply to the Sponsor Governors. Subject to remaining eligible to be a particular type of Governor any Governor may be re-appointed or re-elected save that no Governor shall be re-appointed or re-elected within twelve months of retiring under this provision.

RESIGNATION AND REMOVAL

66 A Governor shall cease to hold office if he resigns his office by notice to the Trust (but only if at least three Governors will remain in office when the notice of resignation is to take effect)

67 A Governor shall cease to hold office if he is removed by the person or persons who appointed him. This article does not apply in respect of any elected Governor, or a Parent Governor who has been appointed rather than elected.

68 Where a Governor resigns his office or is removed from office, the Governor or, where he is removed from office, those removing him, shall give written notice thereof to the secretary.

DISQUALIFICATION OF GOVERNORS

69 A Governor shall cease to hold office if he is absent without the permission of the Governors from all their meetings held within a period of six months and the Governors resolve that his office be vacated.

- 70 No person shall be qualified to be a Governor unless he is aged 18 or over at the date of his election or appointment No pupil of the School shall be a Governor
- 71 A Governor shall cease to hold office if he becomes incapable by reason of mental disorder, illness or injury of managing or administering his own affairs
- 72 A person shall be disqualified from holding or continuing to hold office as a Governor if—
- 72 1 his estate has been sequestrated and the sequestration has not been discharged, annulled or reduced, or
- 72 2 he is the subject of a bankruptcy restrictions order or an interim order
- 73 A person shall be disqualified from holding or continuing to hold office as a Governor at any time when he is subject to a disqualification order or a disqualification undertaking under the Company Directors Disqualification Act 1986 or to an order made under section 429(2)(b) of the Insolvency Act 1986 (failure to pay under county court administration order)
- 74 A Governor shall cease to hold office if he ceases to be a Governor by virtue of any provision in the Act or is disqualified from acting as a trustee by virtue of section 72 of the Charities Act 1993 (or any statutory re-enactment or modification of that provision)
- 75 A person shall be disqualified from holding or continuing to hold office as a Governor if he has been removed from the office of charity trustee or trustee for a charity by an order made by the Charity Commissioners or the High Court on the grounds of any misconduct or mismanagement in the administration of the charity for which he was responsible or to which he was privy, or which he by his conduct contributed to or facilitated
- 76 A person is disqualified from holding or from continuing to hold office as a Governor at any time when he is disqualified from working with children under sections 28, 29 or 29A of the Criminal Justice and Court Services Act 2000
- 77 A person shall be disqualified from holding or continuing to hold office as a Governor if he is a person in respect of whom a direction has been made under section 142 of the Education Act 2002
- 78 A person shall be disqualified from holding or continuing to hold office as a Governor where he has, at any time, been convicted of any criminal offence, excluding any that have been spent under the Rehabilitation of Offenders Act 1974 as amended, and excluding any offence for which the maximum sentence is a fine or a lesser sentence except where a person has been convicted of any offence which falls under section 72 of the Charities Act 1993
- 78 1 A person shall be disqualified from holding or continuing to hold office as a Governor at any time when he refuses a request by the secretary following a referral from either the

Chairman of the Trust or the Principal, to make an application under section 113A of the Police Act 1997, as amended, for a criminal records certificate. That application will be at an enhanced disclosure level. A referral by the Chairman of the Trust or the Principal shall be made where the person is in their opinion giving cause for concern or where his duties involve regularly caring for, training, supervising, or being in sole charge of persons under 18. In the event that the certificate discloses any information that would in the opinion of either the Chairman of the Trust or the Principal confirm their unsuitability to work with children that person shall be disqualified. If a dispute arises as to whether a person shall be disqualified, a referral shall be made to the Secretary of State to determine the matter. The determination of the Secretary of State shall be final.

- 79 Where, by virtue of these articles a person becomes disqualified from holding, or continuing to hold office as a Governor, and he is, or is proposed, to become such a Governor, he shall upon becoming so disqualified give written notice of that fact to the secretary.
- 80 Articles 70 to 79 also apply to any Member of any committee of the Governors who is not a Governor.

CHAIRMAN AND VICE-CHAIRMAN OF THE GOVERNORS

- 81 The Governors shall each school year, at their first meeting in that year, elect from their number a Chairman and a Vice-Chairman of the Governors. A Governor who is employed to work at the School shall not be eligible for election as Chairman or Vice-Chairman of the Governors.
- 82 Subject to article 84, the Chairman or Vice-Chairman of the Governors shall hold office as such until his successor has been elected in accordance with that article.
- 83 The Chairman or Vice-Chairman of the Governors may at any time resign his office by giving notice in writing to the secretary. The Chairman or Vice-Chairman of the Governors shall cease to hold office if
- 83 1 he ceases to be a Governor,
 - 83 2 he is employed to work at the School,
 - 83 3 he is removed from office in accordance with these articles, or
 - 83 4 in the case of the Vice-Chairman of the Governors, he is elected in accordance with these articles to fill a vacancy in the office of Chairman of the Governors.
- 84 Where by reason of any of the matters referred to in article 83, a vacancy arises in the office of Chairman or Vice-Chairman of the Governors, the Members shall at their next meeting elect one of their number to fill that vacancy.

- 85 Where the Chairman of the Governors is absent from any meeting or there is at the time a vacancy in the office of the Chairman of the Governors, the Vice-Chairman of the Governors shall act as the chairman for the purposes of the meeting
- 86 Where in the circumstances referred to in article 85 the Vice-Chairman of the Governors is also absent from the meeting or there is at the time a vacancy in the office of Vice-Chairman of the Governors, the Governors shall elect one of their number to act as a chairman for the purposes of that meeting, provided that the Governor elected shall not be a person who is employed to work at the School
- 87 The secretary shall act as chairman during that part of any meeting at which the Chairman of the Governors is elected, but for these purposes article 114 shall not apply
- 88 Any election of the Chairman or Vice-Chairman of the Governors that is contested shall be held by secret ballot
- 89 The Members may remove the Chairman or Vice-Chairman of the Governors from office in accordance with this article
- 89 1 a resolution to remove the Chairman or Vice-Chairman of the Governors from office which is passed at a meeting of the Trust shall not have effect unless
- (a) it is confirmed by a resolution passed at a second meeting of the Governors held not less than fourteen days after the first meeting, and
 - (b) the matter of the Chairman or Vice-Chairman of the Governor's removal from office is specified as an item of business on the agenda for each of those meetings
- 90 Before the Governors resolve at the relevant meeting on whether to confirm the resolution to remove the Chairman or Vice-Chairman of the Governors from office, the Governor or Governors proposing his removal shall at that meeting state their reasons for doing so and the Chairman or Vice-Chairman of the Governors shall be given an opportunity to make a statement in response

SECRETARY

- 91 Subject to the provisions of the Act, the secretary shall be appointed by the Governors for such term, at such remuneration and upon such conditions as they may think fit, and any secretary so appointed may be removed by them No Governor may receive a salary or fees for acting as secretary

POWERS OF GOVERNORS

92 Subject to provisions of the Act, the memorandum and the articles and to any directions given by special resolution, the business of the Trust shall be managed by the Governors who may exercise all the powers of the Trust. No alteration of the memorandum or the articles and no such direction shall invalidate any prior act of the Governors which would have been valid if that alteration had not been made or that direction had not been given. The powers given by this article shall not be limited by any special power given to the Governors by the articles and a meeting of Governors at which a quorum is present may exercise all the powers exercisable by the Governors.

93 In addition to all powers hereby expressly conferred upon them and without detracting from the generality of their powers under the articles the Governors shall have the following powers, namely

93 1 to expend the funds of the Trust in such manner as they shall consider most beneficial for the achievement of the Objects and to invest in the name of the Trust such part of the funds as they may see fit and to direct the sale or transposition of any such investments and to expend the proceeds of any such sale in furtherance of the Objects, and

93 2 to enter into contracts on behalf of the Trust

94 The Governors shall exercise their powers and functions with a view to fulfilling a largely strategic role in the running of the school and shall consider any advice given by the Principal

GOVERNORS' EXPENSES

95 Except to the extent permitted by the memorandum and articles, no Governor shall take or hold any interest in property belonging to the Trust or receive remuneration or be interested otherwise than as a Governor in any contract to which the Trust is a party

THE MINUTES

96 The minutes of the proceedings of a meeting of the Governors shall be drawn up and entered into a book kept for the purpose by the person acting as secretary for the purposes of the meeting, and shall be signed (subject to the approval of the Governors) at the same or next subsequent meeting by the person acting as chairman thereof. The minutes shall include a record of

96 1 all appointments of officers made by the Governors, and

96 2 all proceedings at meetings of the Trust and of the Governors and of committees of Governors including the names of the Governors present at each such meeting

DELEGATION

- 97 Subject to these articles the Governors may delegate to any committee of Governors or Governor holding an executive office, or to the Principal, such of their powers or functions as they consider desirable to be exercised by them. Any such delegation may be made subject to any conditions the Governors may impose, and either collaterally with or to the exclusion of their own powers and may be revoked or altered.
- 98 Where any function of the Governors has been delegated under article 97 or is otherwise exercised by any committee, any Governor holding an executive office, the Principal or any Member, the person or committee to whom the function has been delegated, or who has otherwise exercised the function, shall report to the Governors in respect of any action taken or decision made with respect to the exercise of that function at the meeting of the Governors immediately following the taking of the action or the making of the decision.
- 99 In addition to their power to establish committees comprising Governors the Governors may establish advisory sub-committees comprising persons some or all of whom are not Governors. The Governors may not delegate any of its powers to any such advisory sub-committee which shall act merely in an advisory capacity.
- 100 The constitution, Membership, powers and proceedings of any committee of the Governors shall be determined by the Governors. The establishment, terms of reference, constitution and Membership of any committee of the Governors shall be reviewed at least once in every twelve months.

PRINCIPAL

- 101 The Sponsor Governors shall, in consultation with the other Governors, appoint the Principal of the School. Subject to these articles and within the general policy and financial limits approved from time to time by the Governors, the Principal shall be responsible for the overall management of the School, its teaching and curriculum and for the direction of training and research strategies.

MEETINGS OF THE GOVERNORS

- 102 Subject to these articles, the Governors may regulate their proceedings as they think fit.
- 103 The Governors shall hold at least three meetings in every school year. Meetings of the Governors shall be convened by the secretary. In exercising his functions under this article the secretary shall comply with any direction
- 103.1 given by the Governors, or

- 103 2 given by the Chairman of the Governors or, in his absence or where there is a vacancy in the office of Chairman, the Vice-Chairman of the Governors, so far as such direction is not inconsistent with any direction given as mentioned in article 103 1
- 104 Any Governor may, by notice in writing given to the secretary, requisition a meeting of the Governors, and it shall be the duty of the secretary to convene such a meeting as soon as is reasonably practicable
- 105 Each Governor shall be given at least fourteen clear days before the date of a meeting
- 105 1 notice in writing thereof, signed by the secretary, and sent to each Governor at the address provided by each Governor from time to time, and
- 105 2 a copy of the agenda for the meeting,
- provided that where the Chairman or, in his absence or where there is a vacancy in the office of Chairman, the Vice-Chairman, so determines on the ground that there are matters demanding urgent consideration, it shall be sufficient if the written notice of a meeting, and the copy of the agenda therefore are given within such shorter period as he directs
- 106 The convening of a meeting and the proceedings conducted at it shall not be invalidated by reason of any individual not having received written notice of the meeting or a copy of the relevant agenda
- 107 A resolution to rescind or vary a resolution carried at a previous meeting of the Governors shall not be proposed at a meeting of the Governors unless the consideration of the rescission or variation of the previous resolution is a specific item of business on the agenda for that meeting
- 108 A meeting of the Governors shall be terminated immediately if
- 108 1 the Governors so resolve, or
- 108 2 the number of Governors present ceases to constitute a quorum for a meeting of the Governors in accordance with article 111, subject to article 112
- 109 Where in accordance with article 108 a meeting is not held or is terminated before all the matters specified as items of business on the agenda for the meeting have been disposed of, a further meeting shall be convened by the clerk as soon as is reasonably practicable, but in any event within seven days of the date on which the meeting was originally to be held or was so terminated
- 110 Where the Governors resolve in accordance with article 109 to adjourn a meeting before all the items of business on the agenda have been disposed of, the Governors shall before doing so determine the time and date at which a further meeting is to be held for the purposes of

completing the consideration of those items, and they shall direct the secretary to convene a meeting accordingly

111 Subject to article 112 the quorum for a meeting of the Governors, and any vote on any matter at it, shall be any three Governors

112 The Governors may act notwithstanding any vacancies in their number but, if the number of Governors is less than the number fixed as the quorum, the continuing Governors may act only for the purpose of filling vacancies or of calling a general meeting

113 Subject to these articles, every question to be decided at a meeting of the Governors shall be determined by a majority of the votes of the Governors present and voting on the question

114 Where there is an equal division of votes the Chairman of the Governors or, as the case may be, the person who is acting as chairman for the purposes of the meeting, shall have a second or casting vote

115 The proceedings of the Governors shall not be invalidated by

115 1 any vacancy among their number, or

115 2 any defect in the election, appointment or nomination of any Governor

116 A resolution in writing, signed by all the Governors entitled to receive notice of a meeting of Governors or of a committee of Governors, shall be valid and effective as if it had been passed at a meeting of Governors (or as the case may be) a committee of Governors duly convened and held. Such a resolution may consist of several documents in the same form, each signed by one or more of the Governors

117 Subject to this article, the Governors shall ensure that a copy of—

117 1 the agenda for every meeting of the Governors,

117 2 the draft minutes of every such meeting, if they have been approved by the person acting as chairman of that meeting,

117 3 the signed minutes of every such meeting, and

117 4 any report, document or other paper considered at any such meeting,

are, as soon as is reasonably practicable, made available at the School to persons wishing to inspect them

118 There may be excluded from any item required to be made available in pursuance of article 117, any material relating to

- 118 1 a named teacher or other person employed, or proposed to be employed, at the School,
- 118 2 a named pupil at, or candidate for admission to, the School, and
- 118 3 any matter which, by reason of its nature, the Governors is satisfied should remain confidential
- 119 Any Governor shall be able to participate in meetings of the Governors by telephone provided that he has given notice of his intention to do so detailing the telephone number on which he can be reached at the time of the meeting at least 48 hours before the meeting
- 120 Whenever a Governor has an interest, whether pecuniary or non-pecuniary in a matter to be discussed at a meeting of the Governors (or at one of its committees), the Governor concerned must
- 120 1 declare an interest at the point when or before discussion begins on the matter,
- 120 2 withdraw from the meeting for that item,
- 120 3 not be counted in the quorum for that part of the meeting, and
- 120 4 withdraw during any vote on the matter and have no vote on the matter
- 121 Without limitation to the generality of article 120, a Governor shall be treated as having a pecuniary interest in a contract or proposed contract or other arrangement with the School if
- 121 1 he is a director or a Member holding more than 1% of the issued share capital of a company with which the contract or arrangement was made or is proposed to be made or which has a direct pecuniary interest in the matter under consideration,
- 121 2 he is a partner in a partnership or Member of an unincorporated association or any other body with whom the contract or arrangement was made or is proposed to be made or which has a direct pecuniary interest in the matter under consideration, or
- 121 3 he, or a partner of his, is in the employment of a person with whom the contract was made or is proposed to be made or who has a direct pecuniary interest in the matter under consideration
- 122 For the purposes of articles 120 and 121, an interest of a person who is, within the meaning of section 346 of the Act, connected with a Governor shall be treated as an interest of the Governor
This shall include
- 122 1 that Governor's spouse, child or stepchild,

122 2 a body corporate with which the Governor is associated (i.e. if that Governor and persons connected with him together are interested in shares comprising at least one fifth of the share capital of the company),

122 3 a person acting in his capacity as trustee of any trust (other than a charitable trust) the beneficiaries of which include

(a) the Governor, his spouse or any children or stepchildren of his, or

(b) a body corporate with which he is associated, or

122 4 a person acting in his capacity as a partner of that Governor or of any person who, by virtue of articles 122 1, 122 2 and 122 3 above, is connected with that Governor

PATRONS AND HONORARY OFFICERS

123 The Governors may from time to time appoint any person whether or not a Member of the Trust to be a patron of the Trust or to hold any honorary office and may determine for what period he is to hold such office

THE SEAL

124 The seal shall only be used by the authority of the Governors or of a committee of Governors authorised by the Governors. The Governors may determine who shall sign any instrument to which the seal is affixed and unless otherwise so determined it shall be signed by a Governor and by the secretary or a second Governor

ACCOUNTS

125 Accounts shall be prepared in accordance to the provisions of Part VII of the Act

ANNUAL REPORT

126 The Governors shall comply with their obligations under the Charities Act 1993 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual report and its transmission to the Commissioners

ANNUAL RETURN

127 The Governors shall comply with their obligations under the Charities Act 1993 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual return and its transmission to the Commissioners

NOTICES

- 128 Any notice to be given to or by any person pursuant to the articles shall be in writing except that a notice calling a meeting of the Governors need not be in writing
- 129 A notice may be given by the Trust to a Member either personally or by sending it by post in a prepaid envelope addressed to the Member at his registered address or by leaving it at that address. A Member whose registered address is not within the United Kingdom and who gives to the Trust an address within the United Kingdom at which notices may be given to him shall be entitled to have notices given to him at that address, but otherwise no such Member shall be entitled to receive any notice from the Trust
- 130 A Member present in person at any meeting shall be deemed to have received notice of the meeting and, where necessary, of the purposes for which it was called
- 131 Proof that an envelope containing a notice was properly addressed, prepaid and posted shall be conclusive evidence that the notice was given. A notice shall be deemed to be given at the expiration of 48 hours after the envelope containing it was posted

INDEMNITY

- 132 Subject to the provisions of the Act every Governor or other officer or auditor of the Trust shall be indemnified out of the assets of the Trust against any liability incurred by him in that capacity in defending any proceedings, whether civil or criminal, in which judgment is given in favour or in which he is acquitted or in connection with any application in which relief is granted to him by the court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of the Trust

RULES

- 133 The Governors may from time to time make such rules or bye laws as they may deem necessary or expedient or convenient for the proper conduct and management of the Trust and for purposes of prescribing classes of and conditions of Membership, and in particular but without prejudice to the generality of the foregoing, they may by such rules or bye laws regulate
- 133 1 the admission and classification of Members of the Trust (including the admission of organisations to Membership) and the rights and privileges of such Members, and the conditions of Membership and the terms on which Members may resign or have their Membership terminated and the entrance fees, subscriptions and other fees or payments to be made by Members,
- 133 2 the conduct of Members of the Trust in relation to one another, and to the Trust's servants,

- 133 3 the setting aside of the whole or any part or parts of the Trust's premises at any particular time or times or for any particular purpose or purposes,
- 133 4 the procedure at general meetings and meetings of the Governors and committees of the Governors and meetings of the Governors in so far as such procedure is not regulated by the articles, and
- 133 5 generally, all such matters as are commonly the subject matter of company rules
- 134 The Trust in general meeting shall have power to alter, add or to repeal the rules or bye laws and the Governors shall adopt such means as they think sufficient to bring to the notice of Members of the Trust all such rules or bye laws, which shall be binding on all Members of the Trust Provided that no rule or bye law shall be inconsistent with, or shall affect or repeal anything contained in, the memorandum or the articles

DISSOLUTION

- 135 Clause 8 of the memorandum relating to the winding up and dissolution of the Trust shall have effect as if the provisions thereof were repeated in these Articles

Names and Addresses of Subscribers

Names and Addresses of Subscribers		
1	Hugh Welby Guinness De Capell Brooke Home Farm Great Oakley Corby Northamptonshire NN18 8HQ	Witnessed by J C Spence 40 West Street Geddington Northants
2	Sir Montague Finniston 6 Manchester Square London W1A 1AU	Witnessed by P Darling Flat 29 Townshens Court London NW8
3	Cyril Julian Hebden Taylor 1 Lexham Walk London W8	Witnessed by M A Eaton 21 Ennismore Gardens London SW7
4	John Austen Nelson-Jones Lincoln House 296-302 High Holborn London WC1V 7JL	Witnessed by Catherine Allison Lincoln House 296-302 High Holborn London WC1V

Dated the 25th day of June 1989