

re•vision

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RE.VISION

COMPANY LIMITED BY GUARANTEE AND NOT
HAVING A SHARE CAPITAL

MEMORANDUM OF ASSOCIATION

of

RE•VISION LTD

1. The name of the Company (hereinafter called "the Charity ") is Re•Vision Ltd.
2. The registered office of the Charity shall be situated in England and Wales.
3. The objects for which the Charity is established are: -

to promote the preservation and protection of mental health, to advance education in mental health and related subjects and to relieve persons suffering from psychological, emotional or spiritual illness in particular by providing and assisting in the provision of workshops, classes, seminars, training, groups and conferences for counsellors and psychotherapists and for the general public, by providing and assisting, in the provision of counselling and psychotherapy for those suffering illness and by providing support and assistance to those engaged in the helping professions (including counsellors and psychotherapists) and the families and carers of those who are ill.
4. The Charity shall have the following powers exercisable in furtherance of its said objects but not further or otherwise namely:
 - (i) to establish local branches, projects and agencies provided that these should agree to abide by the aims and objectives of the Charity.
 - (ii) to undertake or sponsor research and to promulgate the usual results thereof
 - (iii) to coordinate and work with other agencies or bodies having similar aims and encourage the provision and development of appropriate support and educational services.
 - (iv) to present, promote, organise, provide, manage and produce, productions, films, broadcasts, concerts, musical pieces, entertainment's, exhibitions, tutorials, seminars, courses and workshops, whether on any premises of the Charity or elsewhere.
 - (v) to procure to be written, printed, published and issued gratuitously or otherwise such papers, books, pamphlets or other documents as shall further the above objects.
 - (vi) to promote an association for students, psychotherapists and counsellors and the provision of a low cost counselling service.

- (vii) 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 Charity
- (viii) to employ staff and/or agents, and to make provision for the proper remuneration of any such persons including power to make all reasonable and necessary provision for the payment of pensions and superannuation to or on behalf of employees and their widows widowers and other dependents.
- (ix) subject to such consents as may be required by law to purchase, take on lease or in exchange, hire or otherwise acquire any real or personal property and any rights or privileges which the Charity may think necessary for the promotion of its objects, and to construct, maintain and alter any buildings or erections necessary for the work of the Charity.
- (x) subject to such consents as may be required by law to sell, let, mortgage, dispose of or turn to account all or any of the property or assets of the Charity as may be thought necessary for the promotion of its objects.
- (xi) to undertake and execute any charitable trusts which may lawfully be undertaken by the Charity and may be necessary for its objects.
- (xii) subject to such consents as may be required by law to borrow or raise money for the purposes of the Charity on such terms and on such security as may be thought fit PROVIDED ALWAYS that the Charity shall undertake no permanent trading activities in raising funds to achieve its charitable objects.
- (xiii) to invest the moneys of the Charity not immediately required for its purposes in or upon such investments, securities or property as may be thought fit, subject nevertheless to such conditions (if any) and such consents (if any) as may for the time being be imposed or required by law and subject also as hereinafter provided.
- (xiv) to establish and support or aid in the establishment and support of any charitable associations or institutions and to subscribe or guarantee money for charitable purposes in any way connected with the purposes of the Charity or calculated to further its objects.
- (xv) to receive loans at interest or otherwise from and to lend money and give credit to, to take security for such loans or credit any person or company as may be necessary or convenient for the work of the Charity.
- (xvi) to establish, operate and maintain or to cooperate with others in establishing operating and maintaining at such places as may be deemed appropriate by the Charity any dining and refreshment rooms, stalls and facilities for the supply thereof of food, drink and refreshments in furtherance of the objects PROVIDED THAT such food, drink or refreshments shall only be available to persons participating in the activities of the Charity

- (xvii) to insure and arrange insurance cover for and to indemnify its officers servants voluntary workers and members from and against all such risks as the company may from time to time think fit.
- (xviii) to do all such other lawful things as shall further any or all of the above objects.

PROVIDED THAT:

- (xix) In case the Charity shall take or hold any property which may be subject to any trusts, the Charity shall only deal with or invest the same in such a manner as allowed by law, having regard to such trusts.
- (xx) The objects of the Charity shall not extend to the regulation of relations between employers and workers or organisations of employers and organisations of workers.
- (xxi) In case the Charity shall take or hold any property subject to the jurisdiction of the Charity Commissioners for England and Wales, the Charity shall not sell, mortgage, charge or lease the same without such authority, approval or consent as may be required by law, and as regards any such property the directors of the Charity shall be chargeable for any such property that may come into their hands and shall be answerable and accountable for their own acts, receipts, neglects and defaults, and for the due administration of such property in the same manner and to the same extent as they would as such directors have been if no incorporation had been effected, and the incorporation of the Charity shall not diminish or impair any control or authority exercisable by the High Court of Justice or the Charity Commissioners over such directors, but they shall as regards to any such property be subject jointly and separately to such control or authority as if the Charity were not incorporated.
- (xxii) The income and property of the Charity, whencesoever derived, shall be applied solely towards the promotion of the objects of the Charity as set forth in this Memorandum of Association, and no portion thereof shall be paid or transferred directly or indirectly, by way of dividend, bonus or otherwise howsoever by way of profit, to the members of the Charity and no director shall be appointed to any office of the Charity paid by salary or fees or receive any remuneration or other benefit in money or money's worth from the Charity.

PROVIDED THAT nothing herein shall prevent the payment, in good faith by the Charity:

- (xxiii) of reasonable and proper remuneration for any services rendered to the Charity to any member, officer or servant of the Charity who is not a director;
- (xxiv) of the usual professional charges for business done by any director who is a solicitor, accountant or other person engaged in a profession, or by any partner of his or hers, when instructed by the Charity to act in a professional capacity on its behalf: provided that at no time shall a majority of the directors benefit under this provision and that a director shall withdraw from any meeting at which his or her appointment or remuneration, or that of his or her partner, is under discussion;

- (xxv) of interest on money lent by any member of the Charity or of a director at a rate per annum not exceeding 2% less than the base lending rate of a clearing bank-to be selected by the directors;
 - (xxvi) of reasonable and proper rent for premises demised or let by any member of the Charity or by a director;
 - (xxvii) of fees remuneration or other benefit in money or money's worth to a company of which a director may be a member holding not more than one hundredth part of the issued capital of such company;
 - (xxviii) of reasonable and proper out-of-pocket expenses to any director;
 - (xxix) of the payment of any premium in respect of any insurance or indemnity to cover the liability of the directors (or any of them) which by virtue of any rule of law would otherwise attach to them in respect of any negligence, default, breach of duty or breach of trust of which they may be guilty in relation to the company PROVIDED THAT any such insurance or indemnity shall not extend to any claim arising from any act or omission which the directors (or any of them) knew or ought reasonably to have known was a breach of trust or which was committed by the directors (or any of them) in reckless disregard of whether it was a breach of duty or breach of trust.
5. The liability of the members is limited.
 6. Every member of the Charity undertakes to contribute such amount as may be required (not exceeding £1) to the assets of the Charity, 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 debts and liabilities of the Charity 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.
 7. If the charity is wound up or dissolved, and after all its debts and liabilities have been satisfied there remains any property, it shall not be paid to or distributed among the members of the charity, but shall be given or transferred to some other charity or charities having objects similar to the objects of this charity which prohibits the distribution of its or their income and property to an extent at least as great as imposed on this charity by clause 4 above, chosen by the members of the charity at or before the time of dissolution, and if that cannot be done then to some other charitable object.

THE COMPANIES ACTS 1985 *k* 1989
COMPANY LIMITED BY GUARANTEE AND
NOT HAVING A SHARE CAPITAL
ARTICLES OF ASSOCIATION

- Of -
RE-VISION

GENERAL

1. The following defines the use of certain words within the Articles, which shall be deemed to bear the meaning set out below, if not inconsistent with the subject or context.

WORDS

the Act

the Charity

the directors

the secretary

the office

the seal

the United Kingdom

month

clear days

in writing

Meeting

MEANINGS

The Companies Act 1985, including any statutory modification thereof.

The above-named Company.

The directors of the Company and the Trustees of the Charity

Any person appointed to perform the duties of the secretary of the Company

The registered office of the Company.

The common seal of the Company.

Great Britain and Northern Ireland.

Calendar Month

in relation to the period of a notice means the periods 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.

Written, printed or electronically delivered modes of representing or reproducing words in a visible form, sent to the most recently supplied postal or electronic address.

Other than the Annual General Meeting, meetings of Trustees and the various committees which are held by teleconference or other distance means, as well as those held face to face shall be deemed to be valid meetings within the meaning of the Articles, provided that they are, where relevant, quorate, and are minuted as required.

Words importing the singular number only shall include the plural number, and vice versa.

Words importing the masculine gender only shall include the feminine gender.

Words importing persons shall include corporations.

Subject as aforesaid, any words or expressions defined in the Act or any statutory modification thereof in force at the date on which these presents become binding on the Charity, if not inconsistent with the subject or contest, bear the same meanings in these presents.

2. The Charity is established for the purposes expressed in the Memorandum of Association.

3. The subscribers to the Memorandum of Association and such other persons as the Charity shall admit to membership in accordance with such regulations as the directors shall make from time to time shall be members of the Charity.

4. The directors shall have the right for good and sufficient reason to terminate the membership of any member PROVIDED ALWAYS that the member concerned shall have a right to be heard before a final decision is made.

5. The provisions of section 352 of the Act shall be observed by the Company, and every member of the Company shall either sign a written consent to become a member or sign the register of members on becoming a member.

MEMBERS

6. The subscribers to the memorandum and such other persons as are admitted to membership in accordance with the rules made under Article (10) shall be members of the Charity.

7. There will be four categories of members:

- (i) Trainers, and
- (ii) Subscribing Graduate Members who will have full voting rights
- (iii) Students of Re•Vision, and
- (iv) Honorary Members, (and Graduates who are not subscribing Graduate Members), who will have the right to attend general meetings, the Annual Community Meeting and the Annual General Meeting and will not have any voting rights.

ELECTION OF TRUSTEES

8. The number of trustees shall not be less than three and every effort will be made to have between three and, the maximum, of eight trustees.

POWER OF TRUSTEES

- 9 Subject to the provisions of the Act, the memorandum and the articles and to any directions given by special resolution, the business of the Charity shall be managed by the trustees who may exercise all the powers of the Charity. No alteration of the memorandum or the articles and no such direction shall invalidate any prior act of the trustees, which would have been valid if that alteration had not been made or that direction not been given. The powers given by this article shall not be limited by any special power given to the trustees and a meeting of the trustees at which a quorum is present may exercise all the powers exercisable by the trustees.
- 10 In addition to all powers hereby expressly conferred upon them and without detracting from the generality of their powers under the articles the trustees shall have the following powers, namely:
- (i) to expend the funds of the Charity in such a manner as they shall consider most beneficial for the achievements of the objects and to invest in the name of the Charity 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 of the Charity.
 - (ii) to enter into contracts on behalf of the Charity.
- 11 Trustees are herewith empowered to devolve all powers hereby conferred upon them to the Management Executive Committee (hereafter known as MEC) with whom they will meet four times a year for the purpose of furtherance of the objects of the Charity.
- 12 This devolution of powers to the MEC must be re-enacted each year at the first meeting of the trustees, to be held no later than four weeks after the Annual General Meeting.

APPOINTMENT AND RETIREMENT OF TRUSTEES

- 13 Election of a Trustee at a General Meeting shall be for a 3 year term of office. Subject to the provisions of the Act, they shall then retire, but may stand for re-election.
- 14 Not less than fourteen, nor more than thirty five clear days, before the date appointed for holding a meeting of the MEC, notice shall be given, to all persons who are entitled to receive notice of the meeting, of any person who is nominated to be a trustee. The notice shall give the particulars of that person which would, if s/he were so appointed or re-appointed, be required to be included in the Charity's register of trustees. Recommendation by the MEC for appointment or re-appointment of trustee(s) will be decided at the meeting. The election of trustees will take place at the Annual general meeting.
- 15 No person shall be appointed or re-appointed a trustee at any general meeting unless:
- (i) s/he is recommended by the MEC:
 - (ii) s/he is a member or honorary member of the Charity, or

(iii) s/he is an appropriately qualified or experienced individual whose knowledge and/or experience will enhance the functioning of the Board of Trustees. Upon election they will become a Member of the Charity, entitled to vote at meetings, for the duration of their term of office as a Trustee.

(iv) No one shall be eligible for election as a trustee if circumstances exist such that, had s/he already been a trustee, s/he would have been disqualified from acting under the provisions of Article 24.

16 Subject, as aforesaid, the Charity may by ordinary resolution appoint a person who is willing to act to be a trustee either to fill a vacancy or as an additional trustee provided that the appointment does not cause the number of trustees to exceed any number fixed in accordance with the articles as the maximum number of trustees. A trustee so appointed shall hold office only until the next following Annual general meeting. If not re-appointed at such Annual general meeting, s/he shall vacate office at the conclusion thereof

17 Subject as aforesaid, a trustee who retires at an Annual General meeting may, if willing to act, be re-appointed.

DISQUALIFICATION AND REMOVAL OF TRUSTEES

18 A trustee shall cease to hold office if s/he,

- (i) ceases to be a trustee by virtue of any provision in the Act or is disqualified from acting as a trustee by virtue of Section 45 of the Charities Act 1992 (or any statutory re-enactment of that provision);
- (ii) becomes incapable, by reason of mental disorder, illness or injury, of managing and administering his/her own affairs;
- (iii) resigns his/her office by notice to the Charity (but only if at least two trustees will remain in office when the notice of resignation is to take effect);
- (iv) is absent without permission of the trustees from all their meetings held within a period of six months and the trustees resolve that his/her office be vacated.

PROCEEDINGS OF TRUSTEES

19 Subject to the provisions of the articles, trustees may regulate their proceedings as they see fit. A trustee may, and the secretary at the request of a trustee shall, call a meeting of the trustees. It shall not be necessary to give notice of a meeting to a trustee who is absent from the United Kingdom. Questions arising at a meeting shall be decided by arriving at consensus wherever possible and by a simple majority where not. In the case of an equality of votes, the chairperson shall have a second or casting vote.

20. The trustees may appoint one of their number to be the chairperson of their meetings and may at any time remove him/her from that office. Unless s/he is unwilling to do so,

the trustee so appointed shall preside at every meeting of trustees at which s/he is present. But if there is no trustee holding that office, or if the trustee holding it is unwilling to preside or is not present within five minutes after the time appointed for the meeting, the trustees may appoint one of their number to be chairperson of the meeting.

- 21 The quorum for the transaction of business of the trustees may be fixed by the trustees but shall not be less than one third of their number or three trustees, whichever is greater.
- 22 The trustees shall attend a minimum of four meetings a year with the MEC (in addition to their own meetings) for the purpose of furtherance of the objects of the Charity.
- 23 Trustees shall have the responsibility to ensure that the MEC is correctly composed in accordance with the structure and rules of membership of the MEC set out below.

MINUTES

- 24 The trustees shall keep minutes in books kept for that purpose:
 - (i) of all appointments of officers made by the trustees; and
 - (ii) of all proceedings at meetings of the Charity and of the trustees, the MEC and of all committees.

ANNUAL REPORT

- 25 Charity trustees shall comply with the accounting requirements of the Charities Act 2006, relevant to the income/expenditure level of the charity, with regard to:
 - i. the keeping of accounting records for the charity;
 - ii. the preparation of annual statements of account for the charity;
 - iii. the auditing, or independent examination, of the statements of account of the charity;
 - iv. the preparation of an Annual Report and the sending of it together with the statements of account to the Charity Commission; and
 - v. the preparation of an Annual Return and its transmission to the Commission.
 - vi. accounts shall be prepared in accordance with the provisions of Part VII of the Companies Act 1985.

BANK ACCOUNT

- 26 All bank accounts shall be in the name of the Charity. Operation of these accounts will be in accordance with the financial policies of the charity.

MANAGEMENT EXECUTIVE COMMITTEE

27 The MEC shall consist of The Steward of ReVision, the Operations Officer, The Community and Membership Coordinator and a representative of each of the following: The Trustees, the Training Committee and the Stage Coordinators group.

POWER OF MEC

28 Subject to the provisions of the Act, the memorandum and the articles and to any directions given by special resolution, the business of the Charity shall be managed by the MEC, having had this power devolved to its members by the trustees.

29 Any decision being taken by the MEC involving 5% more or less of the budget shall be subject to ratification by the trustees.

30 Any significant policy decision or any decision that might have legal consequences for the trustees shall also be subject to ratification by the trustees.

APPOINTMENT AND RETIREMENT OF MEMBERS OF THE MEC

31 The Chair/Steward shall be nominated from within the staff team and appointed by the Trustees. The appointment will be for a 2 year term of office. Subject to re-nomination the Chair may be re-appointed. The appointment will be ratified at the AGM.

The Community and Membership Coordinator shall be nominated by the MEC and appointed by the Trustees. The appointment will be for a 2 year term of office. Subject to re-nomination the Community & Membership Coordinator may be re-appointed. The appointments will be ratified at the AGM.

32. The Operations Officer is a salaried employee of the Company and will serve on the MEC for the duration of their employment. They will report directly to the Chair/Steward, who will line manage the post holder.

33. The representatives of the Trustees, Training Committee and Coordinators groups will be nominated and appointed from within each of those groups. They will be an annually renewable appointment.

34 The trustees may appoint a person who is willing to act to be a member either to fill a vacancy or as an additional member provided that the appointment does not overly cause an imbalance of representatives. A member so appointed shall hold office only until the next following Annual General Meeting. If then not nominated and appointed by trustees s/he shall vacate office at the conclusion thereof

35 Co-opted members to the MEC may be appointed by the MEC and can be nominated from a body of honorary members and advisors to the Charity. The duration of membership shall be of a fixed term agreed mutually and individually between each honorary member and the MEC. Co-opted members do not have voting rights.

36 All co-opted members shall also be ratified at the Annual General Meeting.

DISQUALIFICATION AND REMOVAL OF MEMBERS

- 37 A member of the MEC shall cease to hold office if s/he
- (i) becomes incapable by reason of mental disorder, illness or injury of managing and administering his/her own affairs;
 - (ii) resigns her/his office by notice to the Charity ;or
 - (iii) is absent without notice from all meetings held within a period of six months and the members resolve that his/her position be vacated.

PROCEEDINGS OF THE MEC

- 38 Subject to the provisions of the articles, the MEC may regulate proceedings as its members see fit.
- 39 Six meetings shall be held each year and notification of meetings shall be sent to all members by the secretary. A minimum of four further meetings will be held with trustees for the purpose of furtherance of the objects of the Company (Charity). Questions arising at a meeting shall be decided by consensus wherever possible. Failing a consensus being reached a majority of votes will decide the question. In case of equality of votes the chairperson shall have a second or casting vote.
- 40 The quorum for the transaction of the business of the MEC may be fixed by members but shall not be less than one third of their members, or a minimum of two, which ever shall be the greater.
- 41 The MEC may appoint one or more sub-committees of three or more members for the purpose of making any inquiry or supervising or performing any function or duty which in the opinion of the MEC would be more conveniently undertaken or carried out by a sub-committee: provided that all acts and proceedings of any such sub-committees shall be fully and promptly reported to the MEC.
- 42 The training committee, which will be composed of representatives of the different stages of the training, and selected from within the staff group shall determine its own terms of reference and shall report to the MEC at regular intervals.
- 43 All acts done by a meeting of the MEC, or of a committee of members, shall, notwithstanding that it be afterwards discovered that there was a defect in the appointment of any member, or that any of them were disqualified from holding office, or had vacated office, or were not entitled to vote, be as valid as if every such person had been duly appointed and was qualified and had continued to be a member and had been entitled to vote.

THE COUNCIL PURPOSE OF THE COUNCIL

- 44 The Council allows for representation of the community to the MEC of the Charity. Information needs to flow in both directions and the Council provides a forum for this purpose. Opportunity for dialogue regarding any issues deemed relevant to members of the Community in relationship to the development of and vision for the Charity will be able to be raised at Council meetings.
- 45 The Council is a forum for information and ideas and its members have a representative function but it is not a decision making body.
- 46 The Council shall meet three times a year and will also debate issues raised at the Annual Community Meeting.
- 47 The chairperson of the Council will be elected by those that attend meetings and the chairing of these meetings may rotate.

APPOINTMENT AND RETIREMENT OF MEMBERS OF THE COUNCIL

- 48 The Council shall consist of representatives from the MEC, Office staff, Training Committee, a representative from each Stages 1 – 4/5 of the training, Graduate Association representatives, honorary members and trustees who wish to attend. Each group sending representatives will use their own group's method for election to the Council. Term of office shall be for one year unless decided otherwise by the body electing representatives.
- 49 Any representatives unable to attend a Council Meeting may co-opt another member of their group to attend in their absence.

ANNUAL COMMUNITY MEETING

- 50 The Annual Community Meeting will be held once a year and will usually take place at the annual Winter Residential.
- 51 The Annual Community Meeting is open to all members of the community, trainers, graduates, students, honorary members and trustees.
- 52 This is a consultative meeting and no decisions will be made at this meeting. It is an opportunity for the whole community to engage in a sharing of ideas, observations, constructive criticisms, hopes and aspirations. It is the seeds that are planted here that will result in the flourishing of growth and direction.

ANNUAL GENERAL MEETING

- 53 The Charity shall hold an Annual General Meeting each 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 Charity and the next. The Annual General Meeting shall be held at such times and places as the trustees shall appoint.

- 54 An Annual General Meeting shall be called by at least twenty-one days' clear notice. The notice shall specify the time and place of the meeting and the nature of the business to be transacted.
- 55 The accidental omission to give notice of the Annual General Meeting to, or the non-receipt of a notice of meeting by, any persons entitled to receive notice shall not invalidate the proceedings at that meeting.

PROCEEDINGS AT THE AGM

- 56 (i) No business shall be transacted unless a quorum is present. Ten persons entitled to vote upon the business to be transacted, each being a member with full voting rights, or one tenth of the total number of such persons for the time being, whichever is the greater, shall constitute a quorum.
- (ii) Each member with full voting rights shall be entitled to vote by proxy upon notified elections to take place at that meeting. The proxy vote will only be valid where the requirements of the proxy voting slip are fulfilled and if that slip is presented by another member with full voting rights at that meeting.
- 57 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 time and place as the trustees may determine.
- 58 The chairperson, if any, of the trustees, or in their absence some other trustee nominated by the trustees shall preside as chairperson of the meeting, but if neither the chairperson nor such other trustee (if any) be present within fifteen minutes after the time appointed for holding the meeting and willing to act, the members present and entitled to vote shall choose one of their number to be chairperson.
- 59 A resolution put to the vote of a meeting shall be decided on a show of hands. A declaration by the chairperson that a resolution has 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 or against the resolution.
- 60 In the case of an equality of votes the chairperson shall be entitled to a casting vote in

addition to any other vote s/he may have.

NOTICES

- 61 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 trustees need not be in writing.
- 62 The Charity may give any notice to a member either personally or in writing.
- 63 A member present at any meeting of the Charity shall be deemed to have received notice of the meeting and, where necessary, of the purposes for which it was called.
- 64 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 forty-eight hours after the envelope containing it was posted, or the date of proof of electronic dispatch of the notice.

RULES

- 65 The trustees may from time to time make such rules as they may deem necessary or expedient or convenient for the proper conduct and management of the Charity. They may by such rules regulate:
- (i) the conduct of members of the Charity in relation to one another;
 - (ii) the procedure at the AGM and meetings of trustees and committees;
 - (iii) generally, all such matters as are commonly the subject matter of company rules.
- 66 The Trustees may make amendments to the Articles and Memorandum of Association, without prior consent of the Charity Commission, except where expressly required by legislation to obtain such consent.
- 67 The Charity in general meeting shall have power to alter, add or to repeal the rules and the trustees shall adopt such means as they think sufficient to bring to the notice of members of the Charity all such rules, which shall be binding on all members of the Charity. Provided that no rules shall be inconsistent with, or shall affect or repeal anything contained in the memorandum or the articles.

Amended January 2011.