FILE COPY



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company No. 4606846

The Registrar of Companies for England and Wales hereby certifies that

COMMONWEALTH PARLIAMENTARY ASSOCIATION (UNITED KINGDOM BRANCH)

is this day incorporated under the Companies Act 1985 as a private company and that the company is limited.

Given at Companies House, London, the 3rd December 2002



N04606846L

псоруне





Package: 'Laserform' by Laserform International Ltd.	12
Please complete in typescript, or in bold black capitals.	Declaration on application for registration
CHFP025	
	4606846
Company Name in full	Commonwealth Parliamentary Association (United Kingdom Branch)
	I. EMMA KNIGHTS
c	ALLEN + OVERY, ONE NEW CHANGE, LONDON ECH
↑ Please delete as appropriate.	do solemnly and sincerely declare that I am a [Solicitor engaged in the formation of the company] (DECKORX XIER A XIOEXX XXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX
	And I make this solemn Declaration conscientiously believing the same to be true and by virtue of the Statutory Declarations Act 1835.
Declarant's signatu	re Eknight
Declared	at ONE, ST PAUL'S CHURCHYARD, LONDON ECHM 85H
	Day Month Year
(On 02122002
Please print name. before me	CHRIS BRIERLEY
Signe	
	TA Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor
Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.	David James Allen & Overy One New Change London EC4M 9QQ
	Tel0207 330 3909DX number73DX exchange London / City
LD1 *L ^{MFQUGFL} * 0115	When you have completed and signed the form please send it to the Registrar of Companies at: Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff for companies registered in England and Wales or
COMPANIES HOUSE 03/12/02 Laserform International 12/99	Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB for companies registered in Scotland DX 235 Edinburgh

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'Laserform'
nternational Ltd.
e in typescript,
capitals.
mpany Name in full

30(5)(a)

Declaration on application for registration of a company exempt from the requirement to use the word "limited" or "cyfyngedig"

4606846

Commonwealth Parliamentary Association (United Kingdom Branch)

1 EMMA KNIGHTS

of ALLEN + OVERY, ONE NEW CHANGE, LONDON ECY

† Please delete as appropriate.

a [Solicitor engaged in the formation of the company][person_named-as director or secretary of the company in the statement delivered under section 10 of the Companies Act 1965]† do solemnly and sincerely declare that the company complies with the requirements of section 30(3) of the Companies Act 1985.

And I make this solemn Declaration conscientiously believing the same to be true and by virtue of the Statutory Declarations Act 1835.



Laserform International 12/99

y ,	
Package: 'Laserform' by Laserform International Ltd.	· · 10
Piease contriere in voescou	First directors and secretary and intended situation of registered office
CHFP025 Notes on completion appear on final page	46016846
Company Name in full	Commonwealth Parliamentary Association (United Kingdom Branch)
	r
Proposed Registered Office (PO Box numbers only, are not acceptable)	Westminster Hall
(FO Box numbers only, are not acceptable)	Houses of Parliament
Post town	London
County / Region	Postcode SW1A OAA
If the memorandum is delivered by an agent for the subscriber(s) of the memorandum mark the box opposite and give the agent's name and address.	
Agent's Name	Allen & Overy
Address	One New Change
Post town	London
County / Region	Postcode EC4M 9QQ
Number of continuation sheets attached	125
You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you	Allen & Overy One New Change London EC4M 9QQ
give will be visible to searchere e	-1 -1 -1 -1 -1 -1 -1 -1
public record.	When you have completed and signed the form please send it to the Registrar of Companies at:
LD1 UNIT HELEFEDGE OF OF OF OST USUO LD1 USE USE 27/11/02 COMPANIES HOUSE 27/11/02	Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff r companies registered in England and Wales or Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB for companies registered in Scotland DX 235 Edinburgh

Laserrorm International 6/02

Company Secre	etary (see notes 1-5)		15073		1 5777		<u> </u>		
	Commence in anna 14	OMMON				BRANCH		ITAII3022	ON
N	AME *Style / Title	lr			*F	lonours etc	<u> </u>		
* Voluntary details	Forename(s)	Indrew							
	Surname	earson							
	Previous forename(s)								
tt Tick this box if the address shown is a	Previous surname(s)								
service address for the beneficiary of a	Address tt	50 Havan	nt Roa	d					
Confidentiality Order granted under section 7238 of the									
Companies Act 1985 otherwise, give your usual residential	Post town	Emswort	h						
address. In the case of a corporation or Scottish firm, give the	County / Region	Hampshi	re			Post	code	P010 7JG	
registered or principal office address.	Country	England							
		l consent	to act a	s secret	ary of	the compan	y nam	ed on page	1
	Consent			100	1)ate	29/11	/2002
Directors (see not	es 1-5)	L;-					L		
	in alphabetical order	ſ -					ſ		
	NAME *Style / Title	 	- <u></u>		'	Honours et			
	Forename(s)	<u> </u>					<u> </u>		
	Surname	 							
	Previous forename(s)	L							<u></u>
tt Tick this box if the address shown is a	Previous surname(s)	L							
service address for the beneficiary of a	Address tt								
Confidentiality Order granted under section 723B of the									
Companies Act 1985 otherwise, give your usual residential	Post town								
address. In the case of a corporation or	County / Region			<u> </u>		Pos	stcode		
Scottish firm, give the registered or principa office address.									
		Day	Month	Yea	r				
	Date of birth					Nationalit	у		
Business occupation									
	Other directorships								
		[···· <u></u>
		l conse	nt to act	as direc	tor of	the compan	y nam	ed on page	1
Consent signatu							Date		

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Company Secr		ee notes 1-5)	CANADAC	NINFATT	1 PA-01	1A1A	AFAIT	AUY/	/
	C	ompany name	ASSOCI	ATION (U	K BRANI	CH)		<u></u>	
٩	IAME	*Style / Title	MR		*Honours etc]
* Voluntary details		Forename(s)	ANDRI	EW					
		Surname	PEAR	PEARSON					
	Previou	is forename(s)							
†† Tick this box if the address shown is a	Previo	us surname(s)							
service address for the beneficiary of a Confidentiality Order	Addr	ess ††	60 HA	WANT &	OAD				
granted under section 723B of the							<u>* 7 a </u>		
Companies Act 1985 otherwise, give your usual residential		Post town	EMSK	VORTH					
address. In the case of a corporation or Scottish firm, give the	С	ounty / Region	HAM	SHIRE	Post	tcode	P010	JLG	
registered or principal office address.		Country		AND			<u> </u>		
			I consent to	act as secretary	of the compar	ny nam	ed on page	91	J
		Consent			[Date			
Directors (see no Please list directors		/	L			L.			
	NAME	*Style / Title	RTHO)N.	*Honours et	c	MP		
		Forename(s)	DONA			<u> </u>			
		Surname	ANDE	ANDERSON					
	Previo	us forename(s)					<u> </u>		
†† Tick this box if the	Previ	ous surname(s)	<u> </u>			<u></u>			
address shown is a service address for	Add	ress ††	88	LADBRO	KE. R	CAT)		/
the beneficiary of a Confidentiality Order granted under section	· [7							
723B of the Companies Act 1985 otherwise, give your		Post town	LON	500					
usual residential address. In the case of a corporation or		County / Region			Pos	stcode	WII	BNU	
Scottish firm, give the registered or principa office address.		Country	UK						
			Day M	onth Year					
Date of birth			170	6193	ရ Nationalii	y R.	PITIST]	
	Business occupation								
	Other d	irectorships		NONE					
			A						
	•			p act as director	of the compan	Ì	[$1 \rightarrow 1$	
	Cons	ent signature		Tholes	~	Date	22	0 17	2
			•	۲.					

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1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1		
Company Secr	etary (see notes 1-5) Company name	COMMONUCIALTH AARLIAMENTANY ASSOCIATION CUE BRANCH
٨	IAME *Style / Title	MR *Honours etc
* Voluntary details	Forename(s)	AWDREW
	Surname	PEARSON
	Previous forename(s)	
tt Tick this box if the address shown is a	Previous surname(s)	
service address for the beneficiary of a Confidentiality Order	Address ++	60 HAVANT/ROAD
granted under section 723B of the Companies Act 1985		
otherwise, give your usual residential address. In the case	Post town	EMSWORTH
of a corporation or Scottish firm, give the registered or principal	County / Region	HANTS Postcode P0107JG
office address.	Country	GNGLAWD
	Consent	Consent to act as secretary of the company named on page 1 Date
Directors (see no		
Please list director	s in alphabetical order	
	NAME *Style / Title	MI2 *Honours etc MP
	Forename(s)	PETER LANDRETH
	Surname Previous forename(s)	ATKINSON
	Previous surname(s)	
th Tick this box if the address shown is a service address for	Address tt	
the beneficiary of a Confidentiality Order granted under sectio	[]	The Manor House BIRTLEY
723B of the Companies Act 1985 otherwise, give your	Destásum	
usual residential address. In the case of a corporation or	County / Region	
Scottish firm, give th registered or princip office address.		
	Date of birth	Day Month Year
	Business occupation	
	Other directorships	MEMBER OF PARL, AMENT
	•	
		I consent to act as director of the company named on page 1
	Consent signature	e Pil AH Date 18 Nor 2002
	[

Company Secre	tary (see notes 1-5)				
	Compony name 1	COMMONWEALT ASSOCIATION (U	K BRANCH)		
NA	AME *Style / Title	MR	*Honours etc		
* Voluntary details	Forename(s)	ANDREW			
	Surname	PEARSON			
	Previous forename(s)				
tt Tick this box if the address shown is a	Previous surname(s)				
service address for the beneficiary of a Confidentiality Order	Address tt	60 HAVANT R	OAB		
granted under section 723B of the		/			
Companies Act 1985 otherwise, give your usual residential	Post town	EMSWORTH			
address. In the case of a corporation or Scottish firm, give the	County / Region	HAMPSHIRE	Postcode POIO 7JG		
registered or principal office address.	Country	ENGLAND			
		I consent to act as secretary	of the company named on page 1		
Directors (see note:	Consent		Date		
Please list directors i					
	•				
ľ	IAME *Style / Title	MR	*Honours etc MP		
	Forename(s)	JOHN ERIC			
	Surname	AUSTIN			
	Previous forename(s)				
tt Tick this box if the address shown is a	Previous surname(s)	AUSTIN - WAL			
service address for the beneficiary of a Confidentiality Order	Address tt	18 SUTHERL	AND ROAD		
granted under section 723B of the Companies Act 1985					
otherwise, give your usual residential address, in the case	Post town	- JELVE DERE			
of a corporation or Scottish firm, give the	County / Region		Postcode DAI7 GJR		
registered or principal office address.	Country				
Ľ	Date of birth	Day Month Year 211081944 Nationality BRITISH			
E	Business occupation		RLIAMENT		
C	Other directorships	LONDON MARATHON	CHARITABLE TRUST		
		CROSSNESS ENG			
		I consent to act as director of	of the company named on page 1		
	Consent signature	Bh that	Date 26-8-02		

Company Secr	ofary (a second		
Company Secr		ASSOCIATION (U	H PARLIAMENTARY
Ν	IAME *Style / Title	MR	*Honours etc
* Voluntary details	Forename(s)	ANDREW	
	Surname	PEARSON	
	Previous forename(s)		
t† Tick this box if the address shown is a	Previous surname(s)		
service address for the beneficiary of a Confidentiality Order	Address tt	60 HAVANT A	LOAD
granted under section 723B of the Companies Act 1985		/	
otherwise, give your usual residential address. In the case	Post town	EMSWORTH	
of a corporation or Scottish firm, give the	County / Region	HAMPSHIRE	Postcode P010 7JG
registered or principal office address.	Country	ENGLAND	
	0	I consent to act as secretary	of the company named on page 1
Divestava	Consent		
Directors (see no Please list directors	tes 1-5)		
	NAME *Style / Title	MR	*Honours etc Mp
	Forename(s)	HUGH	
	Surname	BAYLEY	
	Previous forename(s)		
** *****	Previous surname(s)		
tt Tick this box if the address shown is a service address for	Address tt	9 HOLLY TO	ERRACE
the beneficiary of a Confidentiality Order granted under section			
723B of the Companies Act 1985 otherwise, give your	Post town	YORK	
usual residential address. In the case of a corporation or	County / Region		Postcode Y010 4DS
Scottish firm, give the registered or principa office address.		V. K.	╶───┘───└─────────
		Day Month Year	
	Date of birth	019011195	2 Nationality U.K
	Business occupation	MP	
	Other directorships		ASSOCIATION INTERNATIONATIONATIONATIONATIONATIONATIONATIO
		I consent to act as director	of the company named on page 1
	Consent signature	Then Bruh	Date 19-7-02

Company Secr		COMMONWEALT	TH PARLIA MENTARY	
		ASSOCIATION (U		
	AME *Style / Title	<u>MR</u>	*Honours etc	
* Voluntary details	Forename(s)	ANDREW		
	Surname	PEARSON		
	Previous forename(s)			
†† Tick this box if the address shown is a	Previous surname(s)			
service address for the beneficiary of a Confidentiality Order	Address #	60 HAVANT &	KAD	
granted under section 723B of the				
Companies Act 1985 otherwise, give your usual residential	Post town	EMSWORTH		
address. In the case of a corporation or Scottish firm, give the registered or principal office address.	County / Region	HAMPSHIRE	Postcode POIO 71G	
	Country	ENGLAND		
	•	I consent to act as secretary	of the company named on page 1	
	Consent		Date	
	/	Y		
	s in alphabetical order NAME *Style / Title	MR	*Honours etc TD MP	
	Forename(s)		<u> </u>	
	Surname	CONWAY		
	Previous forename(s)	NIA NIA		
†† Tick this box if the	Previous surname(s)	N/A		
address shown is a service address for the beneficiary of a	Address #	10 CARLISL	E MANSIONS	
Confidentiality Order granted under section 723B of the		CARLISLE	PLACE	
Companies Act 1985 otherwise, give your usual residential	Post town	LONDON	4	
address. In the case of a corporation or	County / Region	4(h	Postcode SWIP IHX	
Scottish firm, give the registered or principa office address.		ENGLAND		
		Day Month Year		
	Date of birth		3 Nationality BRitish	
	Business occupation		HAMENT.	
	Other directorships	L	ATS PROTECTICA	
		MANAGING DRUE (of the company named on page 1	
	Consent signature		Date 4.8.6-	
	Series in Signarate	L_N-G		

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Company Secre	etary (see notes 1-5)			
	Company name	OMMONUCALTH PARLIAMENMARY ASSOCIATION (UK BRANCH)		
N	AME *Style / Title	MIR *Honours etc		
* Voluntary details	Forename(s)	AWDREN		
	Surname	PEARSON		
	Previous forename(s)			
tt Tick this box if the address shown is a	Previous surname(s)			
service address for the beneficiary of a Confidentiality Order	Address ††	GO HAVANT ROAD		
granted under section 723B of the Companies Act 1985				
otherwise, give your usuai residential	Post town	EMSUDRITH		
address. In the case of a corporation or Scottish firm, give the	County / Region	HAWIS Postcode POID 756		
registered or principal office address.	Country	GNEKAND		
		I consent to act as secretary of the company named on page 1		
	Consent	Date		
Directors (see not				
	in alphabetical order	Program at Call - A to the state		
	NAME *Style / Title	BARON *Honours etc OF CASTLE VALE		
	Forename(s)	ROBIN		
	Surname	CORBETT		
	Previous forename(s)			
†† Tick this box if the address shown is a	Previous surname(s)			
service address for the beneficiary of a	Address tt	96 PICCOTTS END		
Confidentiality Order granted under section 723B of the				
Companies Act 1985 otherwise, give your usual residential	Post town	HEMEL HEMPSTERD		
address. In the case of a corporation or Scottish firm, give the	County / Regior	HERTS Postcode HP3AT		
registered or principa office address.				
	Date of birth	Day Month Year 77777778 Nationality BRITISH		
	Business occupation	DIRECTOR		
	Other directorships	REHABUK		
		consent to act as director of the company named on page 1		
	Consent signatur	e Diate 14.11.02		

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* *				
Cómpany Secr	etary (see notes 1-5) Company name	COMMONWEALT ASSOCIATION (UK	H PARLIAMENTARY BRANCH)	
N	AME *Style / Title		*Honours etc	
* Voluntary details	Forename(s)	ANDREW		
	Surname	PEARSON		
	Previous forename(s)			
†† Tick this box if the address shown is a	Previous surname(s)			
service address for the beneficiary of a Confidentiality Order	Address tt	60 HAVANT RI	OAD	
granted under section 723B of the Companies Act 1985				
otherwise, give your usual residential	Post town	EMSWORTH		
address. In the case of a corporation or Scottish firm, give the	County / Region	HAMPSHIRE	Postcode POID 7JG	
registered or principal office address.	Country	ENGLAND		
		I consent to act as secretary o	of the company named on page 1	
Directors (see not	Consent	L	Date	
	in alphabetical order			
	NAME *Style / Title	SIR	*Honours etc FSA MP	
	Forename(s)	PATRICK THOM		
	Surname			
	Previous forename(s)			
++	Previous surname(s)	L		
11 Tick this box if the address shown is a service address for	Address tt	THE LYONS		
the beneficiary of a Confidentiality Order granted under section		THE LYONS KNVILLE		
723B of the Companies Act 1985 otherwise, give your	Post town		ـــــــــــــــــــــــــــــــــــــ	
usual residential address. In the case of a corporation or	County / Region			
Scottish firm, give the registered or principal				
office address.	,	Day Month Year		
	Date of birth	18051930	9 Nationality BRITISH	
	Business occupation	MEMBER OF PARLIAMENT		
	Other directorships	PARLIAMENTAL	RY-BROADCASTING UNIT	
		(LTD.		
		consent to act as director o	of the company named on page 1	
	Consent signature	· anh (a	Mar 1 Date 18 - 8-02	
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,' Compony Soor	otonu							/
Company Secr	-	pany name	COMMONW	EALT	H PAG K BRA	LLIA	MEN	TARY
N	AME *	Style / Title	MR		*Honours e			
* Voluntary details	Fo	prename(s)	ANDREW				/	
		Surname	PEARSON					
	Previous fo	orename(s)	 					
th Tick this box if the address shown is a service address for	Previous	surname(s)	 					
the beneficiary of a Confidentiality Order	Address	s ††	60 HAVANTROAD					
granted under section 723B of the Companies Act 1985								
otherwise, give your usual residential address. In the case		Post town	EMSWORT	H				
of a corporation or Scottish firm, give the registered or principal	Cou	nty / Region	HAMPSHI	RE	Po	stcode	P010	7JG
office address.		Country	Light					
			I consent to act as s	ecretary or		any nan	ned on pag	
Directoro		Consent	<u> </u>			Date		
Directors (see not Please list directors		ral order						
	NAME	*Style / Title	MERS MS		+Honours	etc	ЛР	
	F	Forename(s)	JEAN AN	IN				
,		Surname	CORSTON					
	Previous	forename(s)						<u> </u>
tt Tick this box if the address shown is a	Previous	s surname(s)	PARKIN					
service address for the beneficiary of a Confidentiality Order	Addres	ss tt	3, AVENIN	NGGR	REEN		<u> </u>	
granted under section 723B of the			TORTINOT	TH				
Companies Act 1985 otherwise, give your usual residential		Post towr		UND		EDG		
address. In the case of a corporation or Scottish firm, give the		unty / Regior			F	ostcode	GLI	28HI
registered or principal office address.		Country	Day Month	ND Year		·		
	Date of bir	th	0150151	19 14 12	Nationa	lityB	RITT	SH
	Business o	occupation	MEMBER	OF-	- PAR	CUA	MEA	JT
	Other dire	ctorships	NONE					
			I consent to act as	director of	f the compa	any nam	ned on pag	ie 1
	Consen	t signatur	estern	k	~ lk	Date	1891	h200

Company Secre	etary (see notes 1-5)			
	Company name	COMMONWEAL	TH PARLIAMENTARY DKBRANCH	
N	AME *Style / Title	MR	*Honours etc	
* Voluntary details	Forename(s)	ANDREW		
	Surname	PEARSON		
	Previous forename(s)			
†† Tick this box if the address shown is a	Previous surname(s)			
service address for the beneficiary of a	Address tt	60 HAVANT	ROAD	
Confidentiality Order granted under section 723B of the				
Companies Act 1985 otherwise, give your usual residential	Post town	EMSWORTH		
address. In the case of a corporation or Scottish firm, give the	County / Region	HAMPSHIRE	Postcode POID 7JG	
registered or principal office address.	Country	ENGLAND		
		I consent to act as secretar	y of the company named on page 1	
	Consent		Date	
Directors (see note	is 1-5)	L		
Please list directors i	in alphabetical order	ſ <u>`</u>		
١	AME *Style / Title	MR	*Honours etc MP	
Forename(s)		THOMAS MI	CHAEL	
	Surname	Cox		
	Previous forename(s)			
11 Tick this box if the	Previous surname(s)			
address shown is a service address for the beneficiary of a	Address tt	9 Wincont	Ton Rd South Jieldo	
Confidentiality Order granted under section 723B of the				
Companies Act 1985 otherwise, give your usual residential	Post town	London	S. J. 18	
address. In the case of a corporation or Scottish firm, give the	County / Region		Postcode STZ.	
registered or principal office address.	Country	ENGLAN	S.	
		Day Month Year		
Date of birth Business occupation		9 112 1193	Nationality BRITISM	
		MEMBER .	OF. PARLIAMENT	
(Other directorships	NONE		
		I consent to act as directo	or of the company named on page 1	
	Consent signature	T.M bex	MP Date 25.7.2002	

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Company Secre	etary (see notes 1-5)		/	
	Company name	COMMONWEAL THASSOCIATION (UK	+ PARLIAMENTARY BRANCH)	
N		MR	*Honours etc	
* Voluntary details	Forename(s)	ANDREW		
	Surname	PEARSON		
	Previous forename(s)			
	Previous surname(s)			
address shown is a service address for the beneficiary of a	Address tt	60 HAVANT RO	XD	
Confidentiality Order granted under section 723B of the				
Companies Act 1985 otherwise, give your usual residential	Post town	EMSWORTH		
address. In the case of a corporation or	County / Region	HAMPSHIRE	Postcode POIO 71G	
Scottish firm, give the registered or principal office address.	Country	ENGLAND		
			of the company named on page 1	
	Consent	/	Date	
Directors (see note	es 1-5)	<u> </u>		
	in alphabetical order]•	
r	NAME *Style / Title	LORP	*Honours etc	
	Forename(s)	JOHN		
	Surname	EVANS OF PARKSIDE		
	Previous forename(s)			
†† Tick this box if the	Previous surname(s)	EVANS		
address shown is a service address for the beneficiary of a	Address tt	6 KIRKBY ROAD		
Confidentiality Order granted under section 723B of the		CULCHETH		
Companies Act 1985 otherwise, give your usual residential	Post town	WARRINGT	TON	
address. In the case of a corporation or	County / Region	ſ	Postcode WA3 4BS	
Scottish firm, give the registered or principal office address.	Country	ENGL	9ND	
		Day Month Year		
Date of birth Business occupation Other directorships		19101930	Nationality BRITISH	
		Director		
		NONE		
		I consent to act as director o	of the company named on page 1	
	Consent signature	Evang of Part	Raide Date 18 JULY 2002	
		- 1		

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I		
Company Secr	etary (see notes 1-5) Company name	CURBRANCH)
N	IAME *Style / Title	MIL *Honours etc
* Voluntary details	Forename(s)	ANDREN
	Surname	PEARSON
	Previous forename(s)	
11 Tick this box if the address shown is a	Previous surname(s)	
service address for the beneficiary of a Confidentiality Order	Address ++	60 HAVANT ROAD
granted under section 723B of the Companies Act 1985		
otherwise, give your usual residential address. In the case	Post town	CNYSWORTH
of a corporation or Scottish firm, give the registered or principal	County / Region	ATANTS Postcode POIO 756
office address.	Country	GNGLAND
Consent		I consent to act as secretary of the company named on page 1 Date
Directors (see no		
	s in alphabetical order NAME *Style / Title	RT HON. *Honours etc MP
	Forename(s)	
	Surname	FOULKES
	Previous forename(s)	
	Previous surname(s)	
11 Tick this box if the address shown is a service address for	Address 11	1877 EWENFIELD ROMO
the beneficiary of a Confidentiality Order granted under section		
7238 of the Companies Act 1985 otherwise, give your	Post towr	AYR
usual residential address. In the case of a corporation or	County / Regior	
Scottish firm, give the registered or principa office address.		
	Date of birth	Day Month Year $7,1,0,1,1,9,4,7$ Nationality $9,9,1,7,5,1+$
Business occupation Other directorships		MEMBER OF PARLIAMENT NONE
	outor uncotoranipa	
		I consent to act as director of the company named on page 1
	Consent signatur	e Date 15 11 200 2

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Company Secret	t ary (see notes 1-5) Company name	CPA (UK BRANC	×++)	/
NA	ME *Style / Title	MR	*Honours etc	
* Voluntary details	Forename(s)	ANDREW	<u></u>	
	Surname	PEARSON		
F	Previous forename(s)			
tt Tick this box if the address shown is a	Previous surname(s)			
service address for the beneficiary of a Confidentiality Order	Address tt	60 HAVANT 120	OVAD	
granted under section 723B of the Companies Act 1985				
otherwise, give your usual residential	Post town	EMSWORTH		
address. In the case of a corporation or Scottish firm, give the	County / Region	HAMPSHIRE	Posto	ode POIO 7JG
registered or principal office address.	Country	ENGLAND		
	0	I consent to act as secretary		
Directors (see notes	Lonsent	L		ate
Please list directors in	alphabetical order			,
N	AME *Style / Title	MRS	*Honours etc	MP
	Forename(s)	CHERYL EUS	e kan	0466
	Surname	GILLAN		
	Previous forename(s)			
†† Tick this box if the address shown is a	Previous surname(s)			
service address for the beneficiary of a	Address tt	G WALNUT	Crosé	
Confidentiality Order granted under section 723B of the				
Companies Act 1985 otherwise, give your usual residential	Post town	EPSON		
address. In the case of a corporation or Scottish firm, give the	County / Region	SURREY	Post	tcode KT18 5JL
registered or principal office address.	Country			
ם	ate of birth	Day Month Year	2 Nationality	BRITISH
B	usiness occupation	np	<u> </u>	
c	Other directorships	- NONE		
		I consent to act as director	of the company	named on page 1
	Consent signature	VI. C. C		Date 25EPT 07

Company Secre				
company coord	Company name	COMMONWEALTH PARLIAMENTARY ASSOCIATION (UK BRANCH)		
N,	AME *Style / Title	MR *Honours etc		
* Voluntary details	Forename(s)	ANDREN		
	Surname	PEARSON		
	Previous forename(s)			
11 Tick this box if the address shown is a	Previous surname(s)			
service address for the beneficiary of a Confidentiality Order	Address tt	60 HAVANT ROAD		
granted under section 723B of the				
Companies Act 1985 otherwise, give your usual residential	Post town	EMSWORTH		
address. In the case of a corporation or Scottish firm, give the	County / Region	HAMPSHIRE Postcode POID 7JG		
registered or principal office address.	Country	ENVGLAND		
		i consent to act as secretary of the company named on page 1		
	Consent	Date		
Directors (see note				
Please list directors	•	×Honours etc Μ.Ρ		
·	NAME *Style / Title	MR *Honours etc MP		
	Forename(s)	ERIC		
	Surname	ILLSLEY		
	Previous forename(s)			
tt Tick this box if the address shown is a	Previous surname(s)			
service address for the beneficiary of a	Address tt	42 WESTMOOR CRESCENT		
Confidentiality Order granted under section 723B of the		POGMOOR		
Companies Act 1985 otherwise, give your usual residential	Post town	BARNSLEY		
address. In the case of a corporation or Scottish firm, give the	County / Region	South YORKSIHRE Postcode 575254		
registered or principal office address.	Country	UK		
		Day Month Year		
Date of birth Business occupation		09041955 Nationality BRITISH		
		MP,		
	Other directorships	- NONE		
		I consent to act as director of the company named on page 1		
	Consent signature	Date 23/7/02,		

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Company Secr	etary (see notes 1-5) Company name	Cannowic	ALTH PARLIAMENTARY ASSOCIATION		
N	AME *Style / Title	LUL ISI	*Honours etc		
Voluntary details	Forename(s)				
	Surname		/ /		
	Previous forename(s)			
Tick this box if the address shown is a	Previous surname(s)			
service address for the beneficiary of a Confidentiality Order	Address #	60 HAVI	ANT JOAD		
granted under section 723B of the Companies Act 1985					
otherwise, give your usual residential address. In the case	Post tow	" CMSWOR	744		
of a corporation or Scottish firm, give the registered or principal	County / Regio	n HANTS	Postcode POID 756		
office address.	Counti				
		I consent to act as	secretary of the company named on page 1		
.	Conser	nt /	Date		
Directors (see no Please list directors	tes 1-5) in alphabetical order				
	NAME *Style / Tit	le MR	*Honours etc JP MP		
	Forename(S) PIARA	PIARA SINGH		
	Suman	10 KHABRI	KHABRA		
	Previous forename(s)			
†† Tick this box if the address shown is a	Previous surname	s)	·		
service address for the beneficiary of a	Address 				
Confidentiality Order granted under section 723B of the		20 0	HURCH PLACE		
Companies Act 1985 otherwise, give your	Post to	M ICKEL	NHAM		
usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.	County / Reg	ion MIDDLE	ESEX Postcode UBIO 8XB		
	Date of birth	Day Month 2011	Year 1924 Nationality BRITISH		
	Business occupatio	n MEMB	JER OF PARLIAMENT.		
	Other directorships		NONE		
	Consent signat		as director of the company named on page 1 Markan Date [4.]-02		

Company Secr		CANADAAA (LATE AITL	PARLIAMENITARY	
	Company name	ASSOCIATION LUK	PARLIAMENTARY BRANCH	
Ν	IAME *Style / Title	MR	*Honours etc	
* Voluntary details	Forename(s)	ANDREW		
	Surname [PEARSON		
	Previous forename(s)			
†† Tick this box if the address shown is a	Previous surname(s)			
service address for the beneficiary of a Confidentiality Order	Address tt	60 HAVANTRI	OAD	
granted under section 723B of the				
Companies Act 1985 otherwise, give your usual residential	Post town	EMSWORTH		
address. In the case of a corporation or Scottish firm, give the	County / Region	HAMAPSHIRE	Postcode POID 7JG	
registered or principal office address.	Country	EXIGLAND		
		I consent to act as secretary o	of the company named on page 1	
	Consept		Date	
Directors (see no	tes 1-5)			
Please list directors	in alphabetical order	·		
	NAME *Style / Title	MR	*Honours etc MP	
Forename(s) Surname		PETER JAMES		
		LUFF		
	Previous forename(s)			
11 Tick this box if the	Previous surname(s)			
address shown is a service address for the beneficiary of a	Address tt	42 LARKHI		
Confidentiality Order granted under section 723B of the				
Companies Act 1985 otherwise, give your usual residential	Post town	WORDESTER		
address. In the case of a corporation or Scottish firm, give the	County / Region	ENGLAND	Postcode WRS ZER	
registered or principa office address.		VK		
		Day Month Year		
Date of birth Business occupation		18071955		
		MEMBER OF	PARLIDMENT	
	Other directorships	NONE		
		I consent to act as director o	of the company named on page 1	
	Consent signature	PUR	Date 25712002	
		-		

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Company Secr	etary (see notes 1-5)			
	Company name	COMMONWEALTH PARLIAMENTARY ASSOCIATION (UK BRANCH)		
N	AME *Style / Title	MR *Honours etc		
* Voluntary details	Forename(s)	ANDREW		
	Surname	PEARSON		
	Previous forename(s)			
†† Tick this box if the address shown is a	Previous surname(s)			
service address for the beneficiary of a	Address tt	60 HAVANITROAD		
Confidentiality Order granted under section 723B of the				
Companies Act 1985 otherwise, give your usual residential	Post town	EMSWORTH		
address. In the case of a corporation or Scottish firm, give the	County / Region	HANNE Postcode POID 7JG		
registered or principal office address.	Country	ENGLAND		
		I consent to act as secretary of the company named on page 1		
	Consent	Date		
Directors (see not				
	in alphabetical order NAME *Style / Title	PROFESSOR LORD *Honours etc CPF		
	TAME Otyle / The	PROFESSOR LORD *Honours etc CBE		
Forename(s)		IAN		
	Surname	M'COLL OF DULWICH		
	Previous forename(s)			
†† Tick this box if the address shown is a	Previous surname(s)	MCCOLL		
service address for the beneficiary of a	Address ††	12 GILKES CRESCENT		
Confidentiality Order granted under section 723B of the				
Companies Act 1985 otherwise, give your usual residential	Post town	LONDON		
address. In the case of a corporation or Scottish firm, give the	County / Region	Postcode SE2178S		
registered or principal office address.	Country			
Date of birth Business occupation		Day Month Year		
		$\begin{array}{c c c c c c c c c c c c c c c c c c c $		
		SURGERY		
	Other directorships	MERCYSHIPS. MILDMAY CENTRE		
		I consent to act as director of the company named on page 1		
	Consent signature	march of Dahrik Date 20 7/02		
		C		

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Company Secre	etary (see notes 1-5)					
	Company name	ASSOCIATION LUK	PARLIAMENTARY BRANCH			
N	AME *Style / Title	MR	*Honours etc			
* Voluntary details	Forename(s)	ANDREW				
	Surname	PEARSON				
	Previous forename(s)					
†† Tick this box if the	Previous surname(s)					
address shown is a service address for the beneficiary of a	Address tt	60 HAVANIT &	OAD			
Confidentiality Order granted under section 723B of the						
Companies Act 1985 otherwise, give your usual residential	Post town	EMSWORTH				
address. In the case of a corporation or Scottish firm, give the	County / Region	HAMMESHIRE	Postcode POID 7JG			
registered or principal office address.	Country	ENGLAND				
	1	/	f the company named on page 1			
	Consent		Date			
Directors (see note	es 1-5)					
Please list directors	in alphabetical order	······	ر <u>۲</u>			
1	NAME *Style / Title	MR	*Honours etc MP			
Forename(s)		DAVID				
	Surname	MARSHALL				
	Previous forename(s)					
†† Tick this box if the	Previous surname(s)		<u></u>			
address shown is a service address for the beneficiary of a	Address tt	32 ENTERKIN STREET				
Confidentiality Order granted under section 723B of the						
Companies Act 1985 otherwise, give your usual residential	Post town	GLASGOW				
address. In the case of a corporation or Scottish firm, give the	County / Region		Postcode G32 7BA			
registered or principal office address.	Country	SCOTLAN	1			
		Day Month Year				
I	Date of birth	07051941	Nationality BRITISH			
Business occupation Other directorships		MEMBER OF	PARLIAMENT			
		NONE				
		I consent to act as director of	f the company named on page 1			
	Consent signature	David Mask	all. Date 23-07-02			

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Company Secr	Company name	COMMONWEALTH PARLIAMENTARY ASSOCIATION (UK BRANCH)
٩	IAME *Style / Title	MR *Honours etc
* Voluntary details	Forename(s)	ANDREW
	Surname	PEARSON
	Previous forename(s)	
tt Tick this box if the address shown is a	Previous surname(s)	
service address for the beneficiary of a Confidentiality Order	Address tt	60 HAVANT ROAD
granted under section 723B of the		
Companies Act 1985 otherwise, give your usual residential	Post town	EMSWORTH
address. In the case of a corporation or Scottish firm, give the	County / Region	HAMPSHIRE Postcode POID 7JG
registered or principal office address.	Country	ENGLAND
		I concent to act as secretary of the company named on page 1
	Consent	Date
Directors (see no	•	
	in alphabetical order NAME *Style / Title	MR *Honours etc MP
	Forename(s)	JAMES EDWARD THORNTON
	Surname	
	Previous forename(s)	
†† Tick this box if the	Previous surname(s)	
address shown is a service address for the beneficiary of a	Address tt	SNAILBRIDGE HOUSE, THE MOOR
Confidentiality Order granted under sectior 723B of the		SNAILBRIDGE HousE, THE MOOR FORDHAM
Companies Act 1985 otherwise, give your	Post town	FLY
usual residential address. In the case of a corporation or Scottish firm, give the registered or principa office address.	County / Regior	CAMBRIDGESTARE Postcode CB7 524
	Data and the	Day Month Year
Date of birth		24044949 Nationality BRITISH
	Business occupation	MEMBER of PARLAMENT
	Other directorships	Nove
		<i>p</i>
		I consent to act as director of the company named on page 1
	Consent signatur	e Pr/am Date 18/7/02
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Company Secr	etary (see notes 1-5)	COMMONWEATH PARLIAMENTARY			
	ſ	COMMONWEATH PARLIAMENTARY ASSOCIATION (UK BRANCH)			
N	IAME *Style / Title	MR *Honours etc			
* Voluntary details	Forename(s)	ANDREW			
	Surname	PEARSON			
	Previous forename(s)				
tt Tick this box if the address shown is a	Previous surname(s)				
service address for the beneficiary of a Confidentiality Order	Address tt	60 HAVANT KOAD			
granted under section 723B of the					
Companies Act 1985 otherwise, give your usual residential	Post town	EMSWORTH			
address. In the case of a corporation or Scottish firm, give the	County / Region	HANNESTTIRE Postcode POID 7JG			
registered or principal office address.	Country	ENGLAND			
		I consent to act as secretary of the company named on page 1			
Discolar	Consent	Date			
Directors (see not Please list directors	in alphabetical order				
	NAME *Style / Title	MR *Honours etc MP			
	Forename(s)	PETER LESLIE			
	Surname	PIKE			
	Previous forename(s)				
†† Tick this box if the	Previous surname(s)				
address shown is a service address for the beneficiary of a	Address tt	73 ORMEROD RD			
Confidentiality Order granted under section 723B of the					
Companies Act 1985 otherwise, give your usual residential	Post town	BJLNLEY			
address. In the case of a corporation or	County / Region	LANI) Postcode BBII 2RJ			
Scottish firm, give the registered or principal office address.		ENGLAND			
	-	Day Month Year			
	Date of birth	260619137 Nationality BLITISH			
	Business occupation	MEMBER OF PARIAMEM			
	Other directorships	BURNLEY YOUTH THEATRE			
		I consent to act as director of the company named on page 1			
	Consent signature	Date 18/7/22			

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Company Secretary (see notes 1-5) Company name		COMMONWEALTH PARLIAMENTARY ASSOCIATION (UK BRANCH)		
Ν	IAME *Style / Title	MR *Honours etc		
* Voluntary details	Forename(s)	ANDREW		
	Surname	PEARSON		
	Previous forename(s)			
†† Tick this box if the	Previous surname(s)			
address shown is a service address for the beneficiary of a	Address tt	60 HAVANT ROAD		
Confidentiality Order granted under section 723B of the				
Companies Act 1985 otherwise, give your usual residential	Post town	EMSWORDA		
address. In the case of a corporation or Scottish firm, give the	County / Region	HAMPSHIRE Postcode POID 71G		
registered or principal office address.	Country	ENGLAND		
		I consent to act as secretary of the company named on page 1		
	Consent	Date		
Directors (see no Please list directors	ies 1-5)			
	NAME *Style / Title	MRS *Honours etc MP		
	Forename(s)	MARION AUDREY		
	Surname	ROE		
	Previous forename(s)			
tt Tick this box if the	Previous surname(s)	KEYTE		
address shown is a service address for the beneficiary of a	Address tt	4 TEMPLE HOUSE, OLD PARK RIDE		
Confidentiality Order granted under section 723B of the		THEOBALDS PARK		
Companies Act 1985 otherwise, give your usual residential	Post town	CHESHUNT		
address. In the case of a corporation or Scottish firm, give the	County / Region	HERTFORDSHIPE Postcode ENT 5HY		
registered or principa office address.	^I Countr			
	Date of birth	Day Month Year		
	Business occupation	MEMBER OF PARLIAMENT		
	Other directorships	NONE		
		I consent to act as director of the company named on page 1		
	Consent signatur	e Contraction Date 18 7 02		
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Company Secre	Company nome	COMMONWEALTH PARLIAMENTARY		
		ASSOCIATION (UK BRANCH)		
N	AME *Style / Title	MR *Honours etc		
 Voluntary details 	Forename(s)	ANDREN		
	Surname	PEARSON		
	Previous forename(s)			
†† Tick this box if the address shown is a	Previous surname(s)			
service address for the beneficiary of a	Address tt	60 HAVAINT ROAD		
Confidentiality Order granted under section 723B of the				
Companies Act 1985 otherwise, give your usual residential	Post town	ENISWORTH		
address. In the case of a corporation or Scottish firm, give the	County / Region	HANNPSHIRE Postcode POID 7JG		
registered or principal office address.	Country	FXGLAND		
	L 	consent to act as secretary of the company named on page 1		
	Consent	Date		
Directors (see note				
	<i>in alphabetical order</i> NAME *Style / Title	REVEREND *Honours etc MP		
	Forename(s)	WILLIAM MARTIN		
	Surname	SMITH		
	Previous forename(s)			
44 	Previous surname(s)			
†† Tick this box if the address shown is a service address for	Address ††	6 MORNINGTON		
the beneficiary of a Confidentiality Order granted under section	[]			
723B of the Companies Act 1985	Post town	ANNADALE AVE		
otherwise, give your usual residential address. In the case	County / Region	BELFAST NIASLAND Postcode PT75J3		
of a corporation or Scottish firm, give the registered or principa	, -			
office address.	Country	Day Month Year		
	Date of birth	1150161191311 Nationality BRITISH		
	Business occupation	MP / PRESBYTERIAN MINISTER		
	Other directorships	NONE PAID: ORMEAN BUSINESS ENTERPRES		
		BERFAST BIBLE COLLEGE		
		I consent to act as director of the company named on page 1		
	Consent signature	Wmartin fry the Date 18/7/02		

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Company data ASSOCIATION (UK BRANCH) NAME Style / Title MR "variary data Forename(s) ANDREW Surname Previous sorname(s) ANDREW Previous sorname(s) Previous sorname(s) Address th Address th Address th 60 HAVANT ROAD Companies Act 1955 Address th 60 HAVANT ROAD Companies Act 1955 Post town EMSWORTH Country (Region Country (Region Country (Region Consent Date Date Directors (see notes 1-s) Previous forename(s) JDHN f. Summere STANLEY Previous forename(s) Vite this box if the act of a companies or in alphabetical order NAME "Style / Title Previous forename(s) JDHN f. Summere STANLEY Previous forename(s) JDHN f. Summere Mdress th Outres of the act as correlating Country / Region Country / Region The this box if the address of the act as correlating Previous forename(s) I all GR E v/LLE PLACE Outres of the address if the case of a companies of the act as director of the company named on page 1	Company Secr	-	COMMONWER	LTH PARLIAMENTARY	
Noticities Forename(s) ANDREW Sumame PEARSON Previous forename(s) Previous sumame(s) Address tr 60 HAVANT ROAD generations and the section of according of a corporation of according of accordi					
Previous forename(s) Previous sumame Previous sumame Previous sumame(s) Address ti Contentiality Order Previous sumame(s) Address ti Companies At 195 Post town EMSW5RTH Country EMSW5RTH Directors Country EMSW5RTH EMSW5RTH Country EMSW5RTH	Ν	IAME *Style / Title	MR	*Honours etc	
Previous forename(s) Previous sumame(s) Address in Address in Address in 60 HAYANT ROAD Contributinity order granted under section Zage in the contrained and res. In the case of ecoporation or Sectish firm, give the registered or principal office address. In the case of a coporation or Sectish firm, give the registered or principal office address in alphabetical order Post town Directors (see notes 1-5) Post town EMSWDRTH HAVPSHIRE Postcode POID 110 Country Directors (see notes 1-5) Post town EXT HON_SIR "Honours etc. MP Please is directors in alphabetical order NAME "Style / Title Forename(s) RT HON_SIR "Honours etc. MP Previous forename(s) JDHN_f. Sumame STANLEY Previous sumame(s) Previous sumame(s) Address tr I3 CREV/LLE PLACE PLACE Previous sumame(s) Post town Country (J) K Date Contentiantly Order granted ours address for content and grant set region country (J) K Date MP Date of birth Business occupation Other directorships Day Month Year Date of birth Business occupation Other directorships Dec State or of the company named on page 1	Voluntary details	Forename(s)	ANDREW		
HT Tick Nik box if the entropy of e		Surname	PEARSON		
indicess shown is a service address for the beneficiary of a comparison of the sector for the beneficiary of a comparison of a		Previous forename(s)			
Address tt 60 HAVANT ROAD Companies Act 1985 Post town Companies Act 1985 Post town County / Region EMSWORTH County / Region EMALAND County / Region County Directors (see notes 1-5) Please list directors in alphabetical order NAME "Style / Title Forename(s) JDHN Previous forename(s) JDHN Previous surname(s) Previous surname(s) Previous forename(s) Post town Context of the bondition or grade of the company named on page 1 Consent Date Previous forename(s) JDHN Previous surname(s) Address tt Previous forename(s) Previous forename(s) Previous forename(s) Previous forename(s) Previous forename(s) Country (JK Condensity Order granted under section rises or include or director of the company named on page 1 Consent to act as director of the company named on page 1 Consent to act as director of the company named on page 1		Previous surname(s)			
ranted under section zas of the Companies Act 1965 threvides, give your said residential differse. In the case of a comparison or said residential differse. Act 1965 threvides, give your said residential differse. Act 1965 threvides at 1965 threvides give your said residential differse at 1965 threvides at 1965 threvides give your said residential differse at 1965 threvides give your said residential threvides at 1965 threvides give your said residential differse at 1965 threvides give your said residential differse at 1965 threvides give your said residential threvides at 1965 threvides give your said residential threvide your your your your your your your your	he beneficiary of a	Address tt	60 HAVANT ROAD		
Intervents Post town Edited proteining Country Post town EMSWDKTH Iddress, in the case Country Securital firm, give the egistered or principal Country Since Address Country EXAMPLE Post country EXAMPLE Post country Example Country Example Date Directors (see notes 1-5) Please list directors in alphabetical order NAME NAME "Style / Title Forename(s) JDHN Previous forename(s) JDHN Previous sumame(s) Frevious sumame(s) Address tr I3 Company Act 1985 Post town Company Act 1985 Post town Country Country Company Act 1985 Post town Country Country Date of birth Business occupation Other directorships Tele Tele Consent to act as director of the company named on page 1	ranted under section 23B of the				
address. In the case sectish firm, give the gestered or principal office address. County / Region HAMPSHIRE Postcode P010 710 County / Region EDMALAND County / EDMALAND County / EDMALAND Directors (see notes 1-5) Date Date Please list directors in alphabetical order NAME *Style / Title RT HON. SIR *Honours etc MP Previous forename(s) JDHN f. Surname STANLEY Previous forename(s) Previous forename(s) Previous surname(s) Address tt I3 CREVILLE PLACE Previous forename(s) Previous forename(s) Post town Low Dow County / Region Postcode NU65 JE Softenting we the registered or principal office address. for address for the case of a corporation or Socialish fing we the registered or principal office address. County / Region Postcode NU65 JE Date of birth Business occupation County / Region Post come In Guilandity British County / Region Post code Mu65 JE Date of birth Business occupation Month Year In Guilandity British Consent to act as director of the company named on page 1	otherwise, give your	Post town	EMSWORTH		
egistered or principal iffice address. Country ENGLAND Consent Consent Consent Consent Consent Directors (see notes 1-5) Please list directors in alphabetical order NAME *Style / Title RT HON. SIR *Honours etc MP Forename(s) JDHN P. Surname STANLEY Previous forename(s) Previous forename(s) Previous forename(s) Address t+ I3 BREVILLE PLACE Contention or Socials hims give the Country []K Date of birth Business occupation Other directorships Peel at director of the company named on page 1 Consent to act as director of the company named on page 1 Consent to act as director of the company named on page 1 Consent Consent Directors (see notes 1-5) Please list directors in alphabetical order NAME *Style / Title RT HON. SIR *Honours etc MP Previous forename(s) Previous forename(s) Previous surname(s) Address t+ I3 BREVILLE PLACE Contention or Socials him give the Country []K Date of birth Business occupation Other directorships Peel at ta check Consent to act as director of the company named on page 1 Consent to act as director of the company named on page 1 Consent to act as director of the company named on page 1 Consent to act as director of the company named on page 1 Consent to act as director of the company named on page 1 Consent to act as director of the company named on page 1 Consent to act as director of the company named on page 1 Consent to act as director of the company named on page 1 Consent to act as director of the company named on page 1 Consent to act as director of the company named on page 1 Consent to act as director of the company named on page 1 Consent to act as director of the company named on page 1 Consent to act as director of the company named on page 1 Consent to act as director of the company named on page 1 Consent to act as director of the company named on page 1 Consent to act as director of the company named on page 1 Consent to act as director of the company named on page 1 Consent to act as director of the company named on page 1 Consent to act as director of the company named on	of a corporation or	County / Region		E Postcode POIO 71G	
It consent Date Directors (see notes 1-5) Date Please list directors in alphabetical order NAME NAME *Style / Title RT HON. SIR *Honours etc MP Surname STANLEY Previous forename(s) Previous forename(s) Previous surname(s) Address for the benchicary of a confidential with the case of a conportion or social minipal office address. Post town Comparison or social minipal office address. Post town Date of birth Business occupation Date of birth Business occupation Other directorships If e e	egistered or principal	Country			
Directors (see notes 1-5) Please list directors in alphabetical order NAME *Style / Title RT HON. SIR *Honours etc MP Forename(s) JDHN P. Surname STANLEY Previous forename(s) Previous surname(s) Address tr I3 Compension Act 1985 Components Act 1985 Otherwise give pour usual regidential address. Output Date of birth Business occupation Other directorships Jee Sheet atta = Acta In Quillet actorships					
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THE COMPANIES ACT 1985

COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL

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MEMORANDUM OF ASSOCIATION OF COMMONWEALTH PARLIAMENTARY ASSOCIATION (UNITED KINGDOM BRANCH)

1. NAME

The name of the **Charity** is the "Commonwealth Parliamentary Association (United Kingdom Branch)".

2. **REGISTERED OFFICE**

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

3. OBJECTS

The Objects for which the Charity is established are the advancement and promotion of knowledge and education in the social, economic, cultural, constitutional, and legislative systems within a parliamentary democratic framework with particular reference to the countries of the Commonwealth of Nations and to countries outside the Commonwealth having close historical and parliamentary associations with it.

4. POWERS

In furtherance of the Objects (but not otherwise) the Charity has and may exercise all or any of the following powers:

- 4.1 to provide or assist in providing conferences, seminars, exhibitions, lectures, meetings, classes and workshops;
- 4.2 to organise international visits for the exchange of points of view between parliamentarians and other persons in a position to spread information;
- 4.3 to write, make, commission, print, and publish or distribute (gratuitously or otherwise) written or electronic materials, films, audio or visual tapes or other materials or assist in such activities;
- 4.4 to appoint delegates from the Charity to attend conferences and meetings of the Association and appoint and make all requisite arrangements for members of the Charity to visit other branches of the Association;
- 4.5 to make arrangements for parliamentary visits based at Westminster;

- 4.6 to co-operate with the executive committee of the Association, the British-American Parliamentary Group at Westminster, the British Group of the Inter-Parliamentary Union and the Parliamentary Groups associated with Commonwealth countries or areas of the Commonwealth in promoting closer relationships and mutual understanding between the members and the achievement of their respective objects;
- 4.7 to establish or support any other charitable body formed for all or any of the Objects;
- 4.8 to make grants and to provide other forms of financial assistance or assistance in kind, including loans (with or without interest);
- 4.9 to reserve funds for special purposes or against future expenditure;
- 4.10 to raise funds and to invite and accept (or disclaim) sponsorship, gifts, bequests, or loans of money and any other property whatsoever, real or personal and subject or not to any special charitable trust or any condition: PROVIDED that in raising funds the Charity may not undertake any **non-charitable trading**;
- 4.11 to draw, make, accept, endorse, discount, execute, issue and deal with promissory notes, bills of exchange and other instruments of any kind, whether or not negotiable or transferable, and to operate bank accounts in the name of the Charity;
- 4.12 to advertise in such manner as may be thought expedient;
- 4.13 to conduct or promote the conduct of research and to publish knowledge acquired as a result of such research;
- 4.14 to promote and carry out or assist in promoting and carrying out surveys and investigations;
- 4.15 to acquire (whether by grant, assignment, licence, purchase, gift or otherwise) any copyright, patent, design right, trade mark, right of publication, translation or reproduction or other intellectual property right which may appear useful to the Charity and to register, renew, revoke, license or assign or otherwise turn to account or use the same;
- 4.16 to co-operate or enter into arrangements or agreements with any government department, local authority, university, college or professional, commercial or other body or person;
- 4.17 to purchase, take on lease or in exchange, hire or otherwise acquire property of any kind;
- 4.18 to construct, alter and maintain any buildings;
- 4.19 subject to the requirements of the Charities Act 1993, to sell, lease or otherwise dispose of property of any kind;
- 4.20 subject to the requirements of the Charities Act 1993, to borrow money and obtain any form of credit or finance on such terms and on such security as may be thought fit;

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- 4.21 to lend money or give credit on such terms and conditions and on such security as may be thought fit;
- 4.22 subject to the requirements of the Charities Act 1993, to guarantee or give security for the performance of contracts or obligations by any person or body being legally associated with the Charity;
- 4.23 to invest moneys of the Charity not immediately required for its purposes in or upon such investments, securities or property as the Trustees may determine;
- 4.24 to appoint as the Charity's **Investment Manager** on such reasonable terms as to remuneration and other matters as the Trustees determine a person who they are satisfied after inquiry is a proper and competent person to act in that capacity and who is either:
 - (a) an individual of repute with at least 15 years' experience of investment management who is an authorised person within the meaning of the Financial Services and Markets Act 2000 ("FSMA"); or
 - (b) a company or firm of repute which is either an authorised person under FSMA or an exempted person under the Financial Services and Markets Act 2000 (Exemption) Order 2001, except persons within paragraph 44 of the Schedule thereto

and to delegate to the Investment Manager the exercise of any or all of the Trustees' **investment management functions** under clause 4.23 including (where it is reasonably necessary to do so) on terms -

- (c) authorising the Investment Manager to appoint a substitute Investment Manager to exercise any or all of the Investment Manager's delegated functions on terms consistent with this sub-clause,
- (d) restricting the liability of the Investment Manager to the Charity, and
- (e) permitting the Investment Manager to act in circumstances giving rise to a conflict of interests:

PROVIDED that:

- 4.24.1 the Trustees may not authorise the Investment Manager to exercise any of their investment management functions except by an agreement which is in or evidenced **in writing** and which includes a term to the effect that the Trustees may, with reasonable notice, revoke the authority or vary any of its terms consistently with this sub-clause;
- 4.24.2 the Trustees may not authorise the Investment Manager to exercise any of their investment management functions:
 - (a) except in accordance with a **policy statement** which is in or evidenced in writing, and

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- (b) unless the agreement under which the Investment Manager is to act includes a term to the effect that he will secure compliance with the policy statement;
- 4.24.3 the Trustees must formulate the policy statement with a view to ensuring that the **functions** will be exercised in the best interests of the Charity and must revise or replace the policy statement from time to time if they consider there is a need to do so;
- 4.24.4 the Trustees must keep under regular review the arrangements under which the Investment Manager acts and how those arrangements are put into effect and must:
 - (a) ensure that they are kept informed on the performance of the Charity's investment portfolio managed by the Investment Manager and assess whether the policy statement is being complied with, and
 - (b) review the appointment of the Investment Manager and its terms at such intervals not exceeding 24 months as they determine;
- 4.25 to appoint on such reasonable terms as to remuneration and other matters as the Trustees determine a body corporate which carries on a business which consists of or includes acting as a nominee to act as the Charity's **Nominee** in relation to such of the assets of the Charity as the Trustees determine and to take such steps as are necessary to secure that those assets are vested in a Nominee so appointed; and any such appointment must be in or evidenced in writing PROVIDED that this sub-clause does not authorise the appointment of a Nominee on terms that:
 - (a) permit the Nominee to appoint a substitute Nominee, or
 - (b) restrict the liability of the Nominee to the Charity, or
 - (c) permit the Nominee to act in circumstances capable of giving rise to a conflict of interests

unless it is reasonably necessary to do so;

- 4.26 to appoint on such reasonable terms as to remuneration and other matters as the Trustees determine a body corporate which carries on a business which consists of or includes acting as a custodian to act as the Charity's **Custodian** in relation to such of the assets of the Charity as the Trustees determine and to take such steps as are necessary to secure that those assets are vested in a Custodian so appointed; and any such appointment must be in or evidenced in writing: PROVIDED that this sub-clause does not authorise the appointment of a Custodian on terms that:
 - (a) permit the Custodian to appoint a substitute Custodian, or
 - (b) restrict the liability of the Custodian to the Charity, or
 - (c) permit the Custodian to act in circumstances capable of giving rise to a conflict of interests

unless it is reasonably necessary to do so;

- 4.27 subject to clauses 4.24, 4.25, 4.26 and 5, to appoint on such reasonable terms as to remuneration and other matters as the Trustees determine agents and to delegate to any such agent or to any such agents jointly the exercise of any or all of the Trustees' functions: PROVIDED that this sub-clause:
 - 4.27.1 does not authorise the appointment of any agent on terms that:
 - (a) permit the agent to appoint a substitute, or
 - (b) restrict the liability of the agent to the Charity, or
 - (c) permit the agent to act in circumstances capable of giving rise to a conflict of interests

unless, in relation to the exercise of **delegable functions**, it is reasonably necessary to do so, or

- (d) permit the remuneration of the agent for the exercise of nondelegable functions;
- 4.27.2 does not otherwise authorise the delegation of non-delegable functions except in accordance with the **articles**;
- 4.28 subject to clause 5, to appoint on such reasonable terms as to remuneration and other matters as the Trustees determine, employees, independent contractors and voluntary workers;
- 4.29 subject to clause 5, to pay reasonable annual sums or premiums for or towards the provision of pensions for employees for the time being of the Charity or their widows, widowers or dependents;
- 4.30 to insure the property of the Charity against any foreseeable risks and take out other insurance policies to protect the Charity as required;
- 4.31 to provide indemnity insurance to cover the liability of any Trustee, agent, employee, independent contractor or voluntary worker of the Charity in accordance with the articles;
- 4.32 to undertake and carry out any charitable trusts or agencies;
- 4.33 to secure the discharge of any of the Charity's liabilities and obligations in any lawful manner;
- 4.34 to amalgamate or affiliate with or to acquire or take over all or part of the undertaking or assets of any charitable body having objects altogether or mainly similar to those of the Charity;
- 4.35 to pay all expenses arising in connection with the formation and registration of the Charity;
- 4.36 to do any other lawful thing in furtherance of the Objects.

5. MEMBERS' AND TRUSTEES' INTERESTS

The income and property of the Charity must be applied solely towards the promotion of the Objects and may not be paid or distributed directly or indirectly by way of dividend, bonus or otherwise by way of profit to any member or (except as provided in the articles) to any Trustee and (except as provided in this clause) no Trustee may 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 in this clause prevents any payment in good faith by the Charity:

- 5.1 of reasonable remuneration to any member (not being a Trustee) for any services rendered to the Charity;
- 5.2 of interest at a reasonable rate on money lent by any member (whether or not being a Trustee) to the Charity;
- 5.3 of reasonable rent for premises leased or let by any member (whether or not being a Trustee) to the Charity;
- 5.4 of charitable benefits to any member (not being a Trustee) in his capacity as a beneficiary of the Charity;
- 5.5 of reasonable out-of-pocket expenses to any Trustee under the articles;
- 5.6 of professional fees to any Trustee, or to any firm or body corporate in which any such Trustee is beneficially interested, for services rendered to the Charity when instructed by the other Trustees to act in a professional capacity on behalf of the Charity;

PROVIDED that:

- 5.6.1 such Trustee may not be present at or take part in any discussions or decision relating to such fees and may not be counted in the quorum for that part of the meeting of the Trustees;
- 5.6.2 the other Trustees are satisfied that the level of fees is reasonable having regard to the services rendered;
- 5.6.3 the other Trustees are satisfied that the engagement of such Trustee's services is expedient in the interests of the Charity having regard to his ability, qualifications or experience;
- 5.6.4 the number of Trustees for the time being in receipt of fee from the Charity may not exceed a minority of the Trustees;
- 5.7 of reasonable premiums in respect of trustee indemnity insurance effected under the articles.

6. LIMITED LIABILITY

The liability of the members is limited.

7. GUARANTEE

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Every member undertakes to contribute such amount as may be required not exceeding $\pounds 1$ to the Charity's assets if it should be wound up while he is a member or within one year after he ceases to be a member, for payment of the Charity's debts and liabilities contracted before he ceases to be a member and of the costs, charges and expenses of winding up and for the adjustment of the rights of the contributors among themselves.

8. SURPLUS ASSETS UPON WINDING UP

Upon the winding up of the Charity, any surplus assets of the Charity remaining after the satisfaction of all its debts and liabilities may not be paid to or distributed among the members but must be given or transferred to such other charitable institution or institutions having objects similar to the Objects or, in default of any such institution, to such other charitable object as the members determine.

9. INTERPRETATION

Words and expressions defined in the articles have the same meanings in this Memorandum.

WE, the subscribers to this Memorandum of Association, wish to be formed into a charitable company pursuant to this Memorandum.

NAMES AND ADDRESSES OF SUBSCRIBERS SIGNATURE Sir Patrick Thomas Cormack The Lyons Con Enville Stourbridge West Midlands DY7 5LD WITNESS to the above signature: Signature Annt Name: ANDREW PEARSON Address: 60 HAVANT ROAD EMSWORTH HANTS POID 75G Jean Ann Corston 3 Avening Green tanlo Tortworth Wotton Under Edge Gloucester GL12 8HD WITNESS to the above signature: 21 Signature . Name: ANDIEW PEARJON Address 60 HAVANT ROAD GUSWORTH HAWTS POID FJG DATED this 26th day of November, 2002

Company No:

THE COMPANIES ACT 1985

COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL

ARTICLES OF ASSOCIATION

OF

COMMONWEALTH PARLIAMENTARY ASSOCIATION (UNITED KINGDOM BRANCH)

1. PRELIMINARY

None of the regulations contained or incorporated in Tables A or C in the Schedule to the Companies (Tables A to F) Regulations 1985 applies to the Charity except so far as they are contained or repeated in the articles.

2. MEMBERSHIP

- 2.1 The members of the Charity are the subscribers to the Memorandum and any Member of **Parliament** who is admitted to membership in accordance with rules made under article 20 and who consents in writing to become a Member.
- 2.2 Membership of the Charity is not transferable.
- 2.3 The Charity must maintain and keep at the **registered office** a **Register of members** containing the following particulars with respect to each Member:
 - (1) his name and address;
 - (2) the date at which he was entered in the Register as a member and the date at which he ceased to be a member.
- 2.4 Membership terminates automatically if a member:
 - 2.4.1 resigns from membership by giving not less than seven clear days' notice to the Charity; or
 - 2.4.2 dies; or
 - 2.4.3 fails to pay any subscription within three months after the due date of payment; or
 - 2.4.4 is removed from membership by resolution of the Trustees by reason of conduct inconsistent with membership of the Charity: PROVIDED that the Trustees must give the member not less than fourteen clear days' notice of their intention to consider the resolution and invite the member to submit written representations before a decision is made.

3. GENERAL MEETINGS

- 3.1 The Charity must hold a general meeting in each year as its annual general meeting at such time and place as the Trustees appoint and must specify the meeting as such in the notices calling it; and that not more than fifteen months may elapse between the date of one annual general meeting and that of the next: PROVIDED that so long as the Charity holds its first annual general meeting within eighteen months of its incorporation it need not hold it in the year of its incorporation or in the following year.
- 3.2 The annual general meeting is held for the following purposes:
 - 3.2.1 to receive from the Trustees a full statement of account for the preceding year, duly audited;
 - 3.2.2 to receive from the Trustees a report of the activities of the Charity since the previous annual general meeting;
 - 3.2.3 to elect the members of the Executive **Committee**;
 - 3.2.4 to appoint the Charity's auditors; and
 - 3.2.5 to transact such other business as may be brought before it.
- 3.3 General meetings other than annual general meetings are called extraordinary general meetings.
- 3.4 The Trustees may call extraordinary general meetings and, by the requisition of the members under the provisions of the Act, must call an extraordinary general meeting for a date not later than twenty one days after receipt of the requisition, such days only to be counted if they fall within a period when **Parliament** is in session. If there are not within the **United Kingdom** sufficient Trustees to form a quorum, any Trustee or any member may call an extraordinary general meeting.
- 3.5 General meetings must be attended in person.

4. NOTICE OF GENERAL MEETINGS

- 4.1 An annual general meeting and an extraordinary general meeting called for the passing of a special resolution must be called by at least fourteen clear days' notice. All other extraordinary general meetings must be called by at least twenty one clear days' notice such days only to be counted if falling within a period when Parliament is in session.
- 4.2 The notice must specify:
 - 4.2.1 the time of the meeting;
 - 4.2.2 the place of the meeting;
 - 4.2.3 the general nature of the business to be transacted; and
 - 4.2.4 in the case of an annual general meeting, the meeting as such.

- 4.3 The notice for an annual general meeting must be delivered with a copy of the annual report and accounts for the preceding year.
- 4.4 Subject to the provisions of the articles, the notice must be given to all the members and to the Trustees and the auditors of the Charity.
- 4.5 The accidental omission to give notice of a general meeting to, or the non-receipt of notice of a meeting by, any person entitled to receive notice does not invalidate the proceedings at that meeting.

5. PROCEEDINGS AT GENERAL MEETINGS

- 5.1 No business may be transacted at any general meeting unless a quorum is present. Twenty members present in person are a quorum.
- 5.2 (1) The Speaker of the House of Commons or, in his absence, the **Chairman** or, in his absence, some other Trustee present nominated by the Trustees or being the only Trustee present, shall preside as chairman of the meeting.
 - (2) If neither the Speaker of the House of Commons, nor the Chairman, nor such other Trustee is present within fifteen minutes after the time appointed for holding the meeting and willing to act, the members present must choose one of themselves to preside as chairman of the meeting.
- 5.3 The chairman may, with the consent of a meeting at which a quorum is present (and must if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business may be transacted at an adjourned meeting other than business which might properly have been transacted at the meeting had the adjournment not taken place. When a meeting is adjourned for fourteen days or more, at least seven clear days' notice must be given specifying the time and place of the adjourned meeting and the general nature of the business to be transacted. Otherwise it is not necessary to give any notice.
- 5.4 A resolution put to the vote of a meeting must be decided on a show of hands.
- 5.5 A declaration by the chairman 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 is conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the resolution.
- 5.6 In the case of an equality of votes the chairman is entitled to a casting vote in addition to any other vote he may have.
- 5.7 (1) A resolution in writing **executed** by or on behalf of each member who at the date of the resolution would be entitled to vote on it if it had been proposed at a general meeting at which he was present is as valid and effectual as if it had been passed at a general meeting duly convened and held. The resolution may be contained in one document or in several documents each stating the terms of the resolution accurately and executed by or on behalf of one or more members.
 - (2) The date of the resolution means when the resolution is signed by or on behalf of the last member to sign.

- (3) A resolution may be agreed to in accordance with this article which would otherwise be required to be passed as a special, extraordinary or elective resolution.
- (4) A document or documents executed in accordance with this article may be evidenced by facsimile transmission thereof.
- (5) This article is in addition to, and not limited by, the provisions of sections 381A, 381B and 381C of the Act.

6. VOTES OF MEMBERS

- 6.1 Subject to article 5.6, every member present in person has one vote.
- 6.2 No member may exercise his vote at any general meeting unless all moneys then payable by him to the Charity have been paid.
- 6.3 No objection may 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 is valid. Any objection made in due time must be referred to the chairman of the meeting and his ruling in relation to any member other than himself is final and conclusive. In relation to the chairman of the meeting, the question must be decided by ordinary resolution of the other members.

7. APPOINTMENT OF EXECUTIVE COMMITTEE

- 7.1 The members of the Executive Committee shall be the Trustees. Subject to article 7.2, the Executive Committee shall consist of up to 24 persons elected by the members of the Charity and up to 3 persons co-opted by the Executive Committee.
- 7.2 Notwithstanding the provisions of article 7.1, the first Trustees are those persons named in the statement delivered under section 10(2) of the Act, who are deemed to have been elected or co-opted under the articles.
- 7.3 Trustees shall be elected annually by the members from among their number in accordance with rules made pursuant to article 20.

8. CHAIRMAN, AND HONORARY TREASURERS

- 8.1 The Trustees must appoint one of themselves to be Chairman. The Chairman may hold office for a period not exceeding three years, but the Trustees may determine in exceptional circumstances during the current period of office of the Chairman that he may continue beyond the end of such period until his successor has been appointed. Having completed three consecutive years in office no such person shall be eligible for reappointment during the period of the next three years.
- 8.2 The Trustees must appoint one of themselves to be a Joint Honorary Treasurer. The Chancellor of the Exchequer shall be a Joint Honorary Treasurer *ex officio*. The Joint Honorary Treasurer appointed by the Trustees shall hold office for such period not exceeding three years as the Trustees determine. Having served three consecutive years in office, no such person may be re-appointed during the period of the next three years.

9. TERMINATION OF OFFICE OF TRUSTEE

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The office of a Trustee automatically terminates:

- 9.1 if he ceases to be a director by virtue of any provision of the Act or he is disqualified under section 72 of the Charities Act 1993 from acting as a charity trustee or he is otherwise prohibited by law from being a director or a Trustee; or
- 9.2 if he is incapable, whether mentally or physically, of managing his own affairs; or
- 9.3 if he resigns from office by notice to the Charity (but only if at least two Trustees will remain in office when the notice is to take effect); or
- 9.4 if he ceases to be a Member of Parliament; or
- 9.5 on the expiration of his period of office.

10. POWERS OF TRUSTEES

- 10.1 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 must 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 is to be treated as invalidating any prior act of the Trustees which would have been valid if that alteration had not been made or that direction had not been given.
- 10.2 The powers given by this article are not limited by any special power given to the Trustees by the articles and a meeting of the Trustees at which a quorum is present may exercise all powers exercisable by the Trustees.

11. DELEGATION OF TRUSTEES' NON-DELEGABLE FUNCTIONS

- 11.1 The Trustees may delegate revocably to committees, consisting of two or more persons (of whom at least one shall be a Trustee) appointed by them in the exercise of any of their duties, powers and discretions: PROVIDED that:
 - 11.1.1 any such delegation is subject to such conditions as the Trustees may from time to time impose;
 - 11.1.2 all acts and proceedings of any committee must be reported promptly to the Trustees;
 - 11.1.3 no committee may incur expenditure except in accordance with a budget which has been approved by the Trustees.
- 11.2 The proceedings of any committee are governed by the articles regulating the proceedings of the Trustees so far as they are capable of applying.
- 11.3 Members of any committee may be paid all reasonable travelling, hotel and other expenses incurred by them in connection with the discharge of their duties.

12. TRUSTEES' EXPENSES

The Trustees may be paid all reasonable travelling, hotel, and other expenses properly incurred by them in connection with the discharge of their functions.

13. TRUSTEES' APPOINTMENTS AND INTERESTS

- 13.1 No Trustee is accountable for any remuneration or other benefit received by him (whether by reason of his position with the Charity or otherwise) from any body corporate, securities of which comprise the assets of the Charity or any part thereof PROVIDED that where the Trustee's appointment to a position with such body corporate resulted wholly or partly from the exercise of voting rights vested in the Charity then such Trustee is accountable for any remuneration or other benefit received by him except to the extent that such remuneration or other benefit represents reasonable compensation for the services provided by the Trustee to the body corporate concerned.
- 13.2 Any Trustee who is in any way, whether directly or indirectly, interested other than as a Trustee in any contract, transaction or arrangement or any proposed contract, transaction or arrangement with the Charity must declare the nature of his interest at a meeting of the Trustees and may not:
 - 13.2.1 be counted in the quorum for that part of the meeting;
 - 13.2.2 vote on any resolution concerning the matter.

14. MEETINGS AND PROCEEDINGS OF THE TRUSTEES

- 14.1 Subject to the provisions of the articles, the Trustees may regulate their meetings in such manner as they think fit but must hold at least two meetings in each year. A Trustee may, and the Secretary at the request of a Trustee must, call a meeting of the Trustees. Not less than 48 hours' notice of Trustees' meetings must be given to all Trustees. Questions arising at a meeting must be decided by a majority of votes. In the case of an equality of votes, the chairman of the meeting has a second or casting vote.
- 14.2 The quorum at a meeting for the transaction of the business of the Trustees may be fixed by the Trustees and, unless so fixed, is six.
- 14.3 Meetings of the Trustees must be attended in person unless the Trustees for sufficient reason agree to participation under article 14.4.
- 14.4 Subject to article 14.3, a meeting of the Trustees may be held by any communication system which permits each participant:
 - 14.4.1 to hear each of the other participants addressing the meeting; and
 - 14.4.2 if he wishes to do so, to address all the other participants simultaneously.
- 14.5 The Chairman or, in his absence, some other Trustee appointed by the Trustees is to preside as chairman of meetings of the Trustees.
- 14.6 All acts done by a meeting of the Trustees or of committees or by a person acting as a Trustee or as a committee member, notwithstanding that it be afterwards discovered that there was a defect in the appointment of any Trustee or committee member or that any of them were disqualified from holding office, or had vacated office, or were not entitled to vote, are as valid as if every such person had been duly appointed and was qualified and had continued to be a Trustee or a committee member and had been entitled to vote.

- 14.7 14.7.1 A resolution in writing signed and dated by all the Trustees entitled to vote on it is as valid and effectual as if it had been passed at a meeting of the Trustees duly convened and held. The resolution may be contained in one document or in several documents each stating the terms of the resolution accurately and signed and dated by one or more Trustees. The resolution is to be treated as passed at the date of the last signature.
 - 14.7.2 A document or documents signed and dated in accordance with this article may be evidenced by facsimile transmission thereof.
- 14.8 If a question arises as to the right of a Trustee to vote, the question must be referred to the chairman of the meeting and his ruling in relation to any Trustee other than himself is final and conclusive. In relation to the chairman of the meeting, the question must be decided by resolution of the other Trustees.

15. SECRETARY

Subject to the provisions of the Act and to clause 5 of the Memorandum, the **Secretary** must be appointed by the Trustees on such reasonable terms as to remuneration and other matters and subject to such conditions as the Trustees from time to time determine; and any Secretary so appointed may be removed by the Trustees by reasonable notice.

16. **REGISTER OF TRUSTEES**

The Trustees must maintain a **Register of Trustees** containing the following particulars with respect to each Trustee:

- 16.1 his present name, any former name, his usual residential address, his nationality, his business occupation (if any), particulars of any other directorships held or which have been held by him and his date of birth; and
- 16.2 the date at which he was appointed or re-appointed as a Trustee and the date at which he ceased to be a Trustee.

17. **RECORDS**

The Trustees must cause proper records to be kept of:

- 17.1 all appointments of officers made by the Trustees;
- 17.2 all proceedings at meetings of the Charity, of the Trustees and of any committees appointed under article 11, including the names of the persons present at each meeting;
- 17.3 all professional advice obtained.

18. ACCOUNTS, REPORTS AND RETURNS

The Trustees must comply with the requirements of the Act and of the Charities Act 1993 with respect to the keeping of accounting records, the audit or independent examination of accounts and the preparation and transmission to the Registrar of Companies and the Charity Commissioners for England and Wales of:

- 18.1 annual accounts;
- 18.2 annual reports; and
- 18.3 annual returns.

19. NOTICES

- 19.1 Subject to article 19.7, any notice or other communication (in this article referred to generally as "notice") required to be given under the articles must be in writing and must be given by or to the Secretary (as the case may be), either personally or by sending it by pre-paid first class or facsimile transmission.
- 19.2 A member present in person at any meeting of the Charity is deemed to have received notice of the meeting and, where required, of the purposes for which it was called.
- 19.3 The address for service of the Charity is the registered office.
- 19.4 Subject to article 19.5, the address for service of members and Trustees is the address recorded in the Register of members and the Register of Trustees respectively.
- 19.5 Any member or Trustee, whose address recorded in the Register of members or the Register of Trustees (as the case may be) is outside the United Kingdom, who from time to time gives to the Secretary an address within the United Kingdom at which notice may be served on him is entitled to have notice served on him at that address.
- 19.6 Notice is deemed duly served:
 - 19.6.1 in the case of the personal service, at the time of delivery;
 - 19.6.2 in the case of service by post, two clear business days after the date of posting;
 - 19.6.3 in the case of service by facsimile transmission, at the time of despatch.
- 19.7 Notice calling a meeting of the Trustees need not be in writing.
- 19.8 Proof that:
 - 19.8.1 an envelope containing a notice was properly addressed, prepaid and posted by first class post; or
 - 19.8.2 a facsimile transmission setting out the terms of the notice was properly despatched

is conclusive evidence that the notice was given.

20. RULES

- 20.1 To such extent and for such period as may be determined by the Trustees, the Rules of the **Branch** shall continue in force where not inconsistent with the Memorandum, the articles and the Act. The Trustees may from time to time make rules consistent with the Memorandum, the articles and the Act for the proper conduct and management of the Charity and in particular (but without prejudice to the generality of the foregoing), they may by such rules regulate the following matters in so far as not regulated by the articles:
 - 20.1.1 the admission and classification of members, including Life Members, the rights and privileges of members, the conditions of membership, the terms on which members may retire or have their membership terminated and any entrance fees, subscriptions and other fees or payments to be made by members;
 - 20.1.2 the election of Trustees by the members;
 - 20.1. 3 the appointment of officers of the Charity;
 - 20.1.4 the designation of ex officio officers of the Charity;
 - 20.1.5 the admission of Life Associates of the Charity;
 - 20.1.6 the conduct of members in relation to one another and to the Charity's employees;
 - 20.1.7 the setting aside of the whole or any part or parts of the Charity's premises at any particular time or times for any particular purpose or purposes;
 - 20.1.8 the procedure at general meetings and meetings of the Trustees and committees;
 - 20.1.9 the operation of bank accounts;
 - 20.1.10 the custody of documents;
 - 20.1.11 generally, all such matters as are commonly the subject of company rules.
 - 20.2 The Charity in general meeting may alter, add to or repeal the rules and the Trustees must adopt such means as they think sufficient to bring to the notice of the members all such rules which, so long as they are in force, are binding on all the members.

21. INDEMNITY

21.1 Subject to the provisions of the Act but without prejudice to any indemnity to which a Trustee or other officer or auditor may otherwise be entitled, every Trustee or other officer or auditor of the Charity is entitled to be indemnified out of the assets of the Charity against any liability incurred by him in defending any proceedings (whether civil or criminal) in which judgment is given in his favour or he is acquitted or in connection with any application in which relief is granted to him by the court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of the Charity PROVIDED that:

- 21.1.1 the indemnity does not apply to any liability to the extent that it is recovered from any other body or person; and
- 21.1.2 the indemnity is subject to that Trustee or other officer or auditor taking all reasonable steps to effect such recovery, so that the indemnity does not apply to the extent that an alternative right of recovery is capable of being enforced.
- 21.2 The Charity may purchase and maintain indemnity insurance to cover any Trustee for:
 - 21.2.1 any liability which by any rule of law may attach to him in respect of any negligence, default, breach of duty or breach of trust of which he may be guilty in his capacity of Trustee;
 - 21.2.2 all costs, charges and expenses which may be incurred by him in contesting any such liability or alleged liability;
 - 21.2.3 all costs of a successful defence to a criminal prosecution against him in his capacity of Trustee;

but always excluding liability arising from any act or omission which the Trustee knew to be a breach of duty or breach of trust or which was committed by the Trustee in reckless disregard of whether it was or was not a breach of duty or breach of trust or for the costs of an unsuccessful defence to a criminal prosecution.

21.3 The Charity may also provide indemnity insurance to cover the liability of its agents, employees, independent contractors and voluntary workers against all such risks incurred in the performance of their duties as may be thought fit.

22. SURPLUS ASSETS UPON WINDING UP

Clause 8 of the Memorandum relating to the winding up of the Charity shall have effect as if its provisions were repeated in the articles.

23. INTERPRETATION

23.1 In the Memorandum and in the articles:

"Act" means the Companies Act 1985;

the "Association" means the Commonwealth Parliamentary Association;

"articles" mean these articles of association as originally adopted or as from time to time altered;

"Branch" means the unincorporated association whose undertaking is to be or has been transferred to the Charity;

"business day" means a day (other than a Saturday) when banks are open for the normal transaction of business in London;

"Chairman" means the chairman of the Trustees appointed under article 8;

"Charity" means the company called the Commonwealth Parliamentary Association (UK Branch);

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

"Custodian" means a body corporate or more than one who may be appointed by the Trustees under clause 4.26 of the Memorandum;

"delegable functions" means:

- (a) any function consisting of carrying out a decision that the trustees have taken;
- (b) any function relating to the investment of assets (including, in the case of land held as an investment, managing the land and creating or disposing of an interest in the land);
- (c) any function relating to the raising of funds for the Charity otherwise than by means of profits of a trade which is an integral part of carrying out the Charity's charitable purposes;
- (d) any other function prescribed by an order made by the Secretary of State under section 11(3) of the Trustee Act 2000;

"executed" includes any mode of execution;

"functions" includes powers and duties;

"investment management functions" means the Trustees' functions under clause 4.23 of the Memorandum relating to:

- (a) the investment of assets of the Charity;
- (b) the acquisition of property by the Charity; and
- (c) managing property of the Charity and disposing of, or creating or disposing of an interest in, such property;

"Investment Manager" means an individual, company or firm or more than one who may be appointed by the Trustees under clause 4.24 of the Memorandum;

"member" means an individual or an organisation who is a member of the Charity for the purposes of the Act;

"Member of Parliament" includes a person who was a Member of Parliament on the day before a dissolution for the period from that day up to and including the day before Parliament is next convened, except any such person retiring as a Member of Parliament on the day of dissolution;

"Memorandum" means the Charity's memorandum of association as originally adopted or as from time to time altered;

"Nominee" means a body corporate or more than one who may be appointed by the Trustees under clause 4.25 of the Memorandum;

"**non-charitable trading**" means carrying on a trade for the purpose of raising funds for the Charity *other than* a trade the profits of which are applied solely to the purposes of the Charity and either:

- (a) the trade is exercised in the course of the actual carrying out of a primary purpose of the Charity; or
- (b) the work in connection with the trade is mainly carried out by the beneficiaries of the Charity; or
- (c) the profits accrue to the Charity from a lawful society lottery; or
- (d) the profits of the trade are entitled to exemption from tax under section 46 of the Finance Act 2000 or would have been so entitled by Extra Statutory Concession prior to 1st April, 2000;

"non-delegable functions" means functions other than delegable functions;

"Objects" means the Objects of the Charity as defined in clause 3 of the Memorandum;

"Organisation" means a corporation or an unincorporated association;

"Parliament" means the House of Commons and the House of Lords of the United Kingdom;

"**policy statement**" means a statement giving guidance as to how the investment management functions should be exercised by the Investment Manager under clause 4.24 of the Memorandum and includes any revised or replacement policy statement;

"registered office" means the registered office of the Charity;

"Register of members" means the register of members required to be maintained under article 2.3;

"Register of Trustees" means the register of trustees required to be maintained under article 16;

"Secretary" means the secretary of the Charity or any other person appointed to perform the duties of the secretary of the Charity including an assistant or deputy secretary;

"**Trustees**" means the persons who are the directors of the Charity for the purposes of the Act and the charity trustees within the meaning of section 97(1) of the Charities Act 1993;

the "United Kingdom" means the United Kingdom of Great Britain and Northern Ireland;

"written" or "in writing" means a legible document on paper including a facsimile transmission.

23.2 Whenever, and for so long as, the Charity has a single member the articles apply (in the absence of any express provision to the contrary) with such modification as is necessary in relation to a single member company.

- 23.3 Any reference in the Memorandum or the articles to an enactment includes a reference to that enactment as re-enacted or amended from time to time and to any subordinate legislation so made under that enactment.
- 23.4 Unless the context otherwise requires, words or expressions contained in the Memorandum or the articles bear the same meaning as in the Act but excluding any statutory modification of it not in force when the articles become binding on the Charity.
- 23.5 Unless the contrary intention appears, words importing the singular number include the plural number and vice versa, words importing one gender include all genders and words importing persons include bodies corporate and unincorporated associations.
- 23.6 Headings to the Memorandum and the articles are inserted for convenience and shall not affect construction.

NAMES AND ADDRESSES OF SUBSCRIBERS SIGNATURE Sir Patrick Thomas Cormack The Lyons Enville Stourbridge West Midlands DY7 5LD WITNESS to the above signature: insi Signature Name: ANDREW PEARSON Address: 60 HAVANT ROAD ENS WORTH HANTS POID 756 Jean Ann Corston 3 Avening Green Tortworth Wotton Under Edge Gloucester GL12 8HD WITNESS to the appve signature: Signature Name: ANDREW PEARSON Address: 60 HAVANT ROAD ENSWORTH HANTS POID 73G DATED this 26th day of November, 2002

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