

5538901

THE COMPANIES ACTS 1985 TO 1989

COMPANY LIMITED BY GUARANTEE
AND NOT HAVING A SHARE CAPITAL

MEMORANDUM OF ASSOCIATION

OF

SPORTS AID TRUST



We hereby certify this to be a true
copy of the original.

Matthew Arnold & Baldwin 2/8/05

Matthew Arnold and Baldwin
Solicitors, Watford.

- 048916
20
1. The name of the Company is **SPORTS AID TRUST** (and in this document it is called the "**Charity**").
 2. The Charity's registered office is to be situated in England and Wales.
 3. The Charity's objects (the "**Objects**") are:
 - (1) to advance for the benefit of the public the education of young persons who are pupils at schools colleges and universities in any part of the British Isles by ensuring that due attention is given to the physical education of such pupils as well as to the development and occupation of their minds and with a view to furthering that object to provide funds and to assist in the organisation and provision of facilities which will enable and encourage such pupils to participate in physical recreation and sport;
 - (2) in the interests of social welfare to provide funds or to organise or provide (or assist in the organisation or provision of) facilities for recreation in any part of the British Isles (with the object of improving the conditions of life for the persons for whom the same are provided) for persons who by reason of their youth or social and economic circumstances have need of such funds or facilities;
 - (3) such objects and purposes in the British Isles being objects and purposes exclusively charitable in accordance with the laws of England and Wales.
 4. In furtherance of the Objects but not otherwise the Charity may exercise the following powers:
 - (1) to draw, make, accept, endorse, discount, execute and issue promissory notes, bills, cheques and other instruments, and to operate bank accounts in the name of the Charity;
 - (2) to raise funds and to invite and receive contributions: provided that in raising funds the Charity shall conform to any relevant statutory regulations concerning substantial permanent trading activity;
 - (3) to acquire, alter, improve and (subject to such consents as may be required by law) to charge or otherwise dispose of property;

- (4) to set aside income as a reserve against future expenditure but only in accordance with a written policy about reserves;
- (5) to institute establish contribute towards and administer scholarships bursaries grants awards and other benefactions;
- (6) to provide or assist in providing appropriate facilities materials goods and sporting equipment of every kind for the use of beneficiaries necessary to or expedient in the attainment of the charitable objects;
- (7) to prepare provide and fund training programmes courses lectures meetings classes conferences and practical demonstrations in such a way or ways as the Trustees shall see fit;
- (8) subject to clause 5 below to employ such staff, who shall not be trustees of the Charity, as are necessary for the proper pursuit of the Objects and if required to make all reasonable and necessary provision for the payment of pensions and superannuation to staff and their dependants;
- (9) to establish or support any charitable trusts associations organisations branches or institutions formed for all or any of the Objects;
- (10) to co-operate with other charities, voluntary bodies statutory authorities organisations and individuals (whether in the United Kingdom or not) operating in furtherance of the Objects or similar charitable purposes and to exchange information and advice with them;
- (11) to pay out of the funds of the Charity the costs, charges and expenses of and incidental to the formation and registration of the Charity;
- (12) to do all such other lawful things as are necessary for the achievement of the Objects or any of them.

5. The income and property of the Charity shall be applied solely towards the promotion of the Objects and no part shall be paid or transferred, directly or indirectly, by way of dividend, bonus or otherwise by way of profit, to members of the Charity, and no trustee shall be appointed to any office of the Charity paid by salary or fees or receive any remuneration or other benefit in money or money's worth from the Charity: Provided that nothing in this document shall prevent any payment in good faith by the Charity:

- (1) of the usual professional charges for business done by any trustee who is a solicitor, accountant or other person engaged in a profession, or by any partner of his or hers, when instructed by the Charity to act in a professional capacity on its behalf: Provided that at no time shall a majority of the trustees benefit under this provision and that a trustee

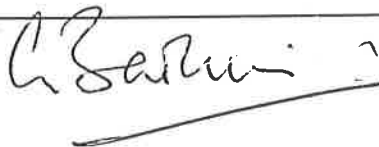
shall withdraw from any meeting at which his or her appointment or remuneration, or that of his or her partner, is under discussion;

- (2) of reasonable and proper remuneration for any services rendered to the Charity by any member, officer or servant of the Charity who is not a trustee;
 - (3) of interest on money lent by any member of the Charity or trustee at a reasonable and proper rate per annum not exceeding 2 per cent less than the published base lending rate of a clearing bank to be selected by the trustees;
 - (4) of fees, remuneration or other benefit in money or money's worth to any company of which a trustee may also be a member holding not more than 1/100th part of the issued capital of that company;
 - (5) of reasonable and proper rent for premises demised or let by any member of the Charity or a trustee;
 - (6) to any trustee of reasonable out-of-pocket expenses.
6. The liability of the members is limited.
 7. Every member of the Charity undertakes to contribute such amount as may be required (not exceeding £10) to the Charity's assets if it should be wound up while he or she is a member or within one year after he or she ceases to be a member, for payment of the Charity's debts and liabilities contracted before he or she ceases to be a member, and of the costs, charges and expenses of winding up, and for the adjustment of the rights of the contributories among themselves.
 8. If the Charity is wound up or dissolved and after all its debts and liabilities have been satisfied there remains any property it shall not be paid to or distributed among the members of the Charity, but shall be given or transferred to some other charity or charities having objects similar to the Objects which prohibits the distribution of its or their income and property to an extent at least as great as is imposed on the Charity by Clause 5 above, chosen by the members of the Charity at or before the time of dissolution and if that cannot be done then to some other charitable object.

WE, the persons whose names and addresses are written below, wish to be formed into a company under this Memorandum of Association

Signatures, Names and Addresses of Subscribers

Signed:



Signed:



Signed

x 

Date:

11 July 2005

Witness to the above Signatures:



Name:

MICHAEL TURNER CATN

Address:

5 POST ST.
LONDON

Occupation:

HUNTINGDON
CAMBS

ADMINISTRATOR CHARITY

Question amended
to 'three' at
first General
Meeting

COMPANIES ACTS 1985 TO 1989

ANY LIMITED BY GUARANTEE
NOT HAVING A SHARE CAPITAL

ARTICLES OF ASSOCIATION

OF

SPORTS AID TRUST

Interpretation

1. In these articles:

the "**Act**": means the Companies Act 1985 including any statutory modification or re-enactment thereof for the time being in force;

the "**address**" means a postal address or, for the purpose of electronic communication, a fax number, an e-mail address or a text message number in each case registered with the Charity;

the "**articles**": means these Articles of Association of the Charity;

the "**Charity**": means the company intended to be regulated by these articles;

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

"**the Commission**" means the Charity Commissioners for England and Wales;

"**committee**" means a committee or sub-committee appointed by the trustees;

"**executed**": includes any mode of execution;

the "**Members**" are, unless otherwise specifically defined, statutory members with voting rights at any general meeting and who provide the guarantee for the incorporated Charity

the "**memorandum**": means the memorandum of association of the Charity;

"**non-statutory members**" are persons who are not members but who are involved with the charity in such manner as the trustees shall decide from time to time in furtherance of the charity's objects;

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

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

the **"trustees"**: means the directors of the Charity (and **"trustee"** has a corresponding meaning);

the **"United Kingdom"**: means Great Britain and Northern Ireland.

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

Subject as aforesaid, words or expressions contained in these articles shall, unless the context requires otherwise, bear the same meaning as in the Act.

Members

2. (1) The subscribers to the memorandum and such other persons or organisations as are admitted to membership in accordance with the rules made under Article 62 shall be members of the Charity.
- (2) Unless the Charity in general meeting shall make other provision under Article 62, the trustees may in their absolute discretion permit any member of the Charity to retire, provided that after such retirement the number of members is not less than two.

Non-Statutory Members

3. The Trustees may establish non-statutory classes of membership with different purposes obligations titles and terms of reference in order to further the objects of the Charity. The purposes terms and obligations of these membership classes may be amended or terminated by the Trustees as they see fit.

General meetings

4. The Charity shall hold an annual general meeting each year in addition to any other meetings in that year, and shall specify the meeting as such in the notices calling it; and not more than fifteen months shall elapse between the date of one annual general meeting of the Charity 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. The annual general meeting shall be held at such times and places as the trustees shall appoint. All general meetings other than annual general meetings shall be called extraordinary general meetings.

5. The trustees may call general meetings and, on the requisition of members pursuant to the provisions of the Act, shall forthwith proceed to convene an extraordinary general meeting for a date not later than eight weeks after receipt of the requisition.

Notice of general meetings

6. An annual general meeting and an extraordinary general meeting called for the passing of a special resolution appointing a person as a trustee shall be called by at least twenty-one clear days' notice. All other extraordinary general meetings shall be called by at least fourteen clear days' notice but a general meeting may be called by shorter notice if it is so agreed:
 - (1) in the case of an annual general meeting, by all the members entitled to attend and vote; and
 - (2) in the case of any other meeting by a majority in number of members having a right to attend and vote, being a majority together holding not less than 90 per cent of the total voting rights at the meeting of all the members.

The notice shall specify the time and place of the meeting and the general nature of the business to be transacted and, in the case of an annual general meeting, shall specify the meeting as such.

The notice shall be given to all the members and to the trustees and auditors.

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

Proceedings at general meetings

8. No business shall be transacted at any meeting unless a quorum is present. Two persons entitled to vote upon the business to be transacted, each being a member or a duly authorised representative of a member organisation, shall constitute a quorum.
9. If a quorum is not present within half an hour from the time appointed for the meeting, or if during a meeting a quorum ceases to be present, the meeting shall stand adjourned to the same day in the next week at the same time and place or to such time and place as the trustees may determine.
10. The chairman, if any, of the trustees or in his absence some other trustee nominated by the trustees shall preside as chairman of the meeting, but if neither the chairman nor such other trustee (if any) be present within fifteen minutes after the time appointed for holding the meeting and willing to act, the

trustees present shall elect one of their number to be chairman and, if there is only one trustee present and willing to act, he shall be chairman.

11. If no trustee is willing to act as chairman, or if no trustee is present within fifteen minutes after the time appointed for holding the meeting, the members present and entitled to vote shall choose one of their number to be chairman.
12. A trustee shall, notwithstanding that he is not a member, be entitled to attend and speak at any general meeting.
13. The chairman may, with the consent of a meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at an adjourned meeting other than business which might properly have been transacted at the meeting had adjournment not taken place. When a meeting is adjourned for fourteen days or more, at least seven clear days' notice shall be given specifying the time and place of the adjourned meeting and the general nature of the business to be transacted. Otherwise it shall not be necessary to give any such notice.
14. A resolution put to the vote of a meeting shall be decided on a show of hands unless before, or on the declaration of the result of, the show of hands a poll is duly demanded. Subject to the provisions of the Act, a poll may be demanded:
 - (1) by the chairman; or
 - (2) by at least two members having the right to vote at the meeting; or
 - (3) by a member or members representing not less than one-tenth of the total voting rights of all the members having the right to vote at the meeting.
15. Unless a poll is duly demanded 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 shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the resolution.
16. The demand for a poll may be withdrawn, before the poll is taken, but only with the consent of the chairman. The withdrawal of a demand for a poll shall not invalidate the result of a show of hands declared before the demand for the poll was made.
17. A poll shall be taken as the chairman directs and he may appoint scrutineers (who need not be members) and fix a time and place for declaring the results of the poll. The result of the poll shall be deemed to be the resolution of the meeting at which the poll is demanded.

18. In the case of an equality of votes, whether on a show of hands or on a poll, the chairman shall be entitled to a casting vote in addition to any other vote he may have.
19. A poll demanded on the election of a chairman or on a question of adjournment shall be taken immediately. A poll demanded on any other question shall be taken either immediately or at such time and place as the chairman directs not being more than thirty days after the poll is demanded. The demand for a poll shall not prevent continuance of a meeting for the transaction of any business other than the question on which the poll is demanded. If a poll is demanded before the declaration of the result of a show of hands and the demand is duly withdrawn, the meeting shall continue as if the demand had not been made.
20. No notice need be given of a poll not taken immediately if the time and place at which it is to be taken are announced at the meeting at which it is demanded. In other cases at least seven clear days' notice shall be given specifying the time and place at which the poll is to be taken.

Votes of members

21. Subject to Article 18, every member shall have one vote. In every notice convening a general meeting of the Charity there shall appear with reasonable prominence a statement that a member entitled to attend and vote is entitled to appoint a proxy to attend and, on a poll or a show of hands, to vote instead of him and that such proxy need not also be a member.
22. No member shall be entitled to vote at any general meeting unless all moneys then payable by him to the Charity have been paid.
23. No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is tendered, and every vote not disallowed at the meeting shall be valid. Any objection made in due time shall be referred to the chairman whose decision shall be final and conclusive.
24. Any organisation which is a member of the Charity may by resolution of its Council or other governing body authorise such person as it thinks fit to act as its representative at any meeting of the Charity, and the person so authorised shall be entitled to exercise the same powers on behalf of the organisation which he represents as the organisation could exercise if it were an individual member of the Charity. The organisation must give written notice to the Charity of the name of its representative.

Trustees

25. The number of trustees shall be not less than three but (unless otherwise determined by ordinary resolution) shall not be subject to any maximum.
26. The first trustees shall be those persons named in the statement delivered pursuant to Section 10(2) of the Act, who shall be deemed to have been appointed under the articles. Future trustees shall be appointed as provided subsequently in the articles.

Powers of trustees

27. Subject to the provisions of the Act, the memorandum and the articles and to any directions given by special resolution, the business of the Charity shall be managed by the trustees who may exercise all the powers of the Charity. No alteration of the memorandum or the articles and no such direction shall invalidate any prior act of the trustees which would have been valid if that alteration had not been made or that direction had not been given. The powers given by this article shall not be limited by any special power given to the trustees by the articles and a meeting of trustees at which a quorum is present may exercise all the powers exercisable by the trustees.
28. In addition to all powers hereby expressly conferred upon them and without detracting from the generality of their powers under the articles the trustees shall have the following powers, namely:
 - (1) to expend the funds of the Charity in such manner as they shall consider most beneficial for the achievement of the objects and to invest in the name of the Charity such part of the funds as they may see fit and to direct the sale or transposition of any such investments and to expend the proceeds of any such sale in furtherance of the objects of the Charity;
 - (2) to enter into contracts on behalf of the Charity.

Appointment and retirement of trustees

29. At the first annual general meeting all the trustees shall retire from office, and at every subsequent annual general meeting one-third of the trustees who are subject to retirement by rotation or, if their number is not three or a multiple of three, the number nearest to one third shall retire from office; but, if there is only one trustee who is subject to retirement by rotation, he shall retire.
30. Subject to the provisions of the Act, the trustees to retire by rotation shall be those who have been longest in office since their last appointment or reappointment, but as between persons who became or were last reappointed

trustees on the same day those to retire shall (unless they otherwise agree among themselves) be determined by lot.

31. If the Charity at the meeting at which a trustee retires by rotation, does not fill the vacancy the retiring trustee shall, if willing to act, be deemed to have been reappointed unless at the meeting it is resolved not to fill the vacancy or unless a resolution for the reappointment of the trustee is put to the meeting and lost
32. No person other than a trustee retiring by rotation shall be appointed or reappointed a trustee at any general meeting unless:
 - (1) he is recommended by the trustees; or
 - (2) not less than fourteen nor more than thirty-five clear days before the date appointed for the meeting, notice executed by a member qualified to vote at the meeting has been given to the Charity of the intention to propose that person for appointment or reappointment stating the particulars that, if he was so appointed or reappointed, the Charity would have to file at Companies House together with a notice executed by that person of his eligibility and willingness to be appointed or reappointed.
33. No person may be appointed as a trustee:
 - (1) unless he is a human being who has attained the age of 18 years; or
 - (2) in circumstances such that, had he already been a trustee, he would have been disqualified from acting under the provisions of Article 38.
34. Not less than seven nor more than twenty-eight clear days before the date appointed for holding a general meeting notice shall be given to all persons who are entitled to receive notice of the meeting of any person (other than a trustee retiring by rotation at the meeting) who is recommended by the trustees for appointment or reappointment as a trustee at the meeting or in respect of whom notice has been duly given to the Charity of the intention to propose him at the meeting for appointment or reappointment as trustee. The notice shall give the particulars of that person which would, if he were so appointed or reappointed, be required to be included in the Charity's register of trustees.
35. Subject as aforesaid, the Charity may by ordinary resolution appoint a person who is willing to act to be a trustee either to fill a vacancy or as an additional trustee and may also determine the rotation in which any additional trustees are to retire.
36. Subject as aforesaid, a trustee who retires at an annual general meeting may, if willing to act, be reappointed.
37. The Trustees may appoint a person who is willing to act to be a trustee. A trustee appointed by a resolution of the other trustees must retire at the next

annual general meeting and must not be taken into account in determining the trustees who are to retire by rotation. The appointment of a trustee, whether by the Charity in general meeting or by the other trustees, must not cause the number of trustees to exceed any number fixed as the maximum number of trustees.

Disqualification and removal of trustees

38. A trustee shall cease to hold office if he:
- (1) ceases to be a trustee by virtue of any provision in the Act or is disqualified from acting as a trustee by virtue of section 45 of the Charities Act 1992 (or any statutory re-enactment or modification of that provision);
 - (2) becomes incapable by reason of mental disorder, illness or injury of managing and administering his own affairs;
 - (3) resigns his office by notice to the Charity (but only if at least two trustees will remain in office when the notice of resignation is to take effect); or
 - (4) is absent without the permission of the trustees from all their meetings held within a period of twelve consecutive months and the trustees resolve that his office be vacated.
 - (5) ceases to be a member of the charity

Trustees' expenses

39. The trustees may be paid all reasonable travelling, hotel and other expenses properly incurred by them in connection with their attendance at meetings of trustees or committees of trustees or general meetings or otherwise in connection with the discharge of their duties, but shall otherwise be paid no remuneration.

Trustees' appointments

40. Subject to the provisions of the Act and to Clause 5 of the memorandum, the trustees may appoint one or more of their number to the unremunerated office of managing director or to any other unremunerated executive office under the Charity. Any such appointment may be made upon such terms as the trustees determine. Any appointment of a trustee to an executive office shall terminate if he ceases to be a trustee. A managing director and a trustee holding any other executive office shall not be subject to retirement by rotation.

41. Except to the extent permitted by Clause 5 of the memorandum, no trustee shall take or hold any interest in property belonging to the Charity or receive remuneration or be interested otherwise than as a trustee in any other contract to which the Charity is a party.

Proceedings of trustees

42. Subject to the provisions of the articles, the trustees may regulate their proceedings as they think fit. A trustee may, and the secretary at the request of a trustee shall, call a meeting of the trustees. It shall not be necessary to give notice of a meeting to a trustee who is absent from the United Kingdom. Questions arising at a meeting shall be decided by a majority of votes. In the case of an equality of votes, the chairman shall have a second or casting vote. Trustees may hold a meeting of trustees by use of the telephone.
43. The quorum for a meeting of the trustees may be fixed by the trustees but shall not be less than two trustees.
44. The trustees may act notwithstanding any vacancies in their number, but, if the number of trustees is less than the number fixed as the quorum, the continuing trustees or trustee may act only for the purpose of filling vacancies or of calling a general meeting.
45. The trustees may appoint one of their number to be the chairman of their meetings and may at any time remove him from that office. Unless he is unwilling to do so, the trustee so appointed shall preside at every meeting of trustees at which he is present. But if there is no trustee holding that office, or if the trustee holding it is unwilling to preside or is not present within five minutes after the time appointed for the meeting, the trustees present may appoint one of their number to be chairman of the meeting.
46. The trustees may appoint one or more committees each including at least two trustees for the purpose of making any inquiry or supervising or performing any function or duty which in the opinion of the trustees would be more conveniently undertaken carried out or delegated to a committee: provided that all acts and proceedings of any such committees shall be fully and promptly reported to the trustees and that the terms of any delegation have been recorded in the minute book.
47. The trustees may revoke or alter a delegation and may impose conditions when delegating, including the conditions that:
- (1) the relevant powers are to be exercised exclusively by the committee to whom they delegate;
 - (2) no expenditure may be incurred on behalf of the Charity except in accordance with a budget previously agreed with trustees.

48. All acts done by a meeting of trustees, or by a committee appointed by the trustees, shall, notwithstanding that it be afterwards discovered that there was a defect in the appointment of any trustee or that any of them were disqualified from holding office, or had vacated office, or were not entitled to vote, be as valid as if every such person had been duly appointed and was qualified and had continued to be a trustee and had been entitled to vote.
49. A resolution in writing, signed by all the trustees entitled to receive notice of a meeting of trustees or of a committee appointed by the trustees, shall be as valid and effective as if it had been passed at a meeting of trustees or (as the case may be) a committee appointed by the trustees duly convened and held. Such a resolution may consist of several documents in the same form, each signed by one or more of the trustees.
50. Any bank account in which any part of the assets of the Charity is deposited shall be operated by the trustees and shall indicate the name of the Charity.

Secretary

51. Subject to the provisions of the Act, the secretary shall be appointed by the trustees for such term, at such remuneration (if not a trustee) and upon such conditions as they may think fit; and any secretary so appointed may be removed by them.

Minutes

52. The trustees shall keep minutes in books kept for the purpose:
 - (1) of all appointments of officers made by the trustees; and
 - (2) of all proceedings at meetings of the Charity and of the trustees and of committees appointed by the trustees including the names of the trustees present at each such meetings; and
 - (3) the decisions made at the meetings

Accounts

53. Accounts shall be prepared in accordance with the provisions of Part VII of the Act.

Annual Report

54. The trustees shall comply with their obligations under the Charities Act 1992 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual report and its transmission to the Commissioners.

Annual Return

55. The trustees shall comply with their obligations under the Charities Act 1992 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual return and its transmission to the Commissioners.

Notices

56. Any notice to be given to or by any person pursuant to the articles shall be in writing or given by using electronic communications except that a notice calling a meeting of the trustees need not be in writing.
57. The Charity may give any notice to a member either personally or by sending it by post in a prepaid envelope addressed to the member at his registered address or by leaving it at that address or by giving it using electronic communications to the member's address. A member whose registered address is not within the United Kingdom and who gives to the company an address within the United Kingdom at which notices may be given to him shall be entitled to have notices given to him at that address, but otherwise no such member shall be entitled to receive any notice from the Charity.
58. A member present in person at any meeting of the Charity shall be deemed to have received notice of the meeting and, where necessary, of the purposes for which it was called.
59. Proof that an envelope containing a notice was properly addressed, prepaid and posted shall be conclusive evidence that the notice was given. Proof that a notice contained in an electronic communication was sent in accordance with guidance issued by the Institute of Chartered Secretaries and Administrators shall be conclusive evidence that the notice was given.

Indemnity

60. Subject to the provisions of the Act every trustee or other officer or auditor of the Charity shall be indemnified out of the assets of the Charity against any liability incurred by him in that capacity in defending any proceedings, whether civil or criminal, in which judgment is given in his favour or in which he is acquitted or in connection with any application in which relief is granted to him by the court from

liability for negligence, default, breach of duty or breach of trust in relation to the affairs of the Charity.



Honorary Appointments

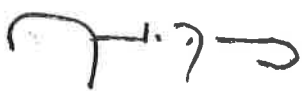

61. the trustees may in their absolute discretion invite and appoint persons of distinction to be Patrons, President and Vice-Presidents of the Charity. Patrons, President and Vice-Presidents shall have no obligations or duties provided always that the trustees may invite any one or more of them from time to time to attend meetings of the trustees if he she or they (as the case may be) so wish but such Patrons, President and Vice-Presidents shall not be entitled to vote at any meetings of the trustees.

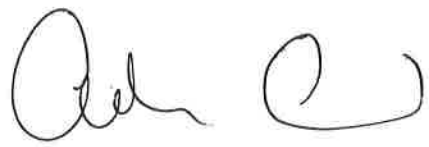

Rules

62. The members in general meeting may from time to time make such rules or bye laws as they may deem necessary or expedient or convenient for the proper conduct and management of the Charity and for the purposes of prescribing classes of and conditions of membership, and in particular but without prejudice to the generality of the foregoing, they may by such rules or bye laws regulate:
- (1) the admission and the classification of members of the Charity (including the admission of organisations as members) and the rights and privileges of members, and the conditions of and obligations of membership and the terms on which members may resign or have their membership terminated;
 - (2) the conduct of members of the Charity in relation to one another, and to the Charity's servants;
 - (3) generally, all such matters as are commonly the subject matter of company rules.
63. The trustees may from time to time and in accordance with Article 3 make such rules as they deem necessary or expedient or convenient for the establishment and regulation of classes and conditions of non-statutory membership. In particular and without prejudice to the generality of the foregoing they may by such rules regulate the admission termination and conditions of such non-statutory membership and the entrance fees obligations or payments to be made by such non-statutory members.

Signatures, Names and Addresses of Subscribers

Signed:  X CHRISTOPHER BAILLIEU
11 WOODTHORPE ROAD
PUTNEY
LONDON SW15 6UR 

Signed:  X MARK DAY
14 MARDLEY DELL
WELWYN
HERTS
AL6 0UR 

Signed  X ADRIAN FRIEND
STONE PARK
WIMBORNE
DORSET
BH21 4DP 

Date: 11 JULY 2005 

Witness to the above Signatures: 

Name: MICHAEL TURNER CATW

Address: 5 POST ST.
GOSMARTON CHURCH
MUNTINGHILL
CAMBS

Occupation: ADMINISTRATOR, CAMMITY

**DRAFT BYE-LAW FOR THE REGULATION OF STATUTORY MEMBERS OF
THE SPORTS AID TRUST CHARITABLE COMPANY.**

Introduction and Purpose

1. Statutory Members of the Charity, as interpreted in the Articles of Association of the Sports Aid Trust, provide the guarantee for the incorporated charity and have voting rights at any general meeting.
2. In accordance with the Articles of Association 2 (1) and 62, the first subscribers to the Memorandum of the Sports Aids Trust may, in general meeting, prescribe the conditions of membership. The purpose of this bye-law is to do so.

Appointment and Registration of Statutory Members

3. Statutory Membership is open to individuals over 18 years of age and organisations who:
 - (1) having been invited to do so by the trustees, declare their willingness to become Statutory Members in the form required by the trustees, or;
 - (2) apply to the Charity in the form required by the trustees, and;
 - (3) are approved by the trustees.
4. The trustees must keep a register of names and addresses of the Statutory Members and membership is not transferable to anyone else.
5. The trustees must provide a newly-appointed Statutory Member with a copy of the Memorandum and Articles of Association of the Charity together with a copy of this bye-law.

Rights and obligations of Statutory Members

6. To support and further the objects of the Charity.
7. Unless with reasonable excuse, to attend general meetings of the Charity.
8. To provide the limited liability guarantee for the Charity (not exceeding £10) as specified in paragraphs 6 and 7 of the Memorandum of Association.
9. Unless with reasonable excuse and having been invited to do so, to serve as members of any committee appointed by the trustees for furthering the objects of the Charity.

DRAFT BYE-LAW FOR THE REGULATION OF STATUTORY MEMBERS OF THE SPORTS AID TRUST CHARITABLE COMPANY.

Introduction and Purpose

1. Statutory Members of the Charity, as interpreted in the Articles of Association of the Sports Aid Trust, provide the guarantee for the incorporated charity and have voting rights at any general meeting.
2. In accordance with the Articles of Association 2 (1) and 62, the first subscribers to the Memorandum of the Sports Aids Trust may, in general meeting, prescribe the conditions of membership. The purpose of this bye-law is to do so.

Appointment and Registration of Statutory Members

3. Statutory Membership is open to individuals over 18 years of age and organisations who:
 - (1) having been invited to do so by the trustees, declare their willingness to become Statutory Members in the form required by the trustees, or;
 - (2) apply to the Charity in the form required by the trustees, and;
 - (3) are approved by the trustees.
4. The trustees must keep a register of names and addresses of the Statutory Members and membership is not transferable to anyone else.
5. The trustees must provide a newly-appointed Statutory Member with a copy of the Memorandum and Articles of Association of the Charity together with a copy of this bye-law.

Rights and obligations of Statutory Members

6. To support and further the objects of the Charity.
7. Unless with reasonable excuse, to attend general meetings of the Charity.
8. To provide the limited liability guarantee for the Charity (not exceeding £10) as specified in paragraphs 6 and 7 of the Memorandum of Association.
9. Unless with reasonable excuse and having been invited to do so, to serve as members of any committee appointed by the trustees for furthering the objects of the Charity.