



FILE COPY

**CERTIFICATE OF INCORPORATION
OF A
PRIVATE LIMITED COMPANY**

Company No. 7909123

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

TWYFORD PLAYGROUP

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

Given at Companies House on **13th January 2012**



N07909123I



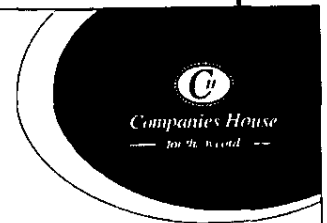
Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

IN01

Application to register a company



A fee is payable with this form
Please see 'How to pay' on the last page

✓ **What this form is for**
You may use this form to register a
private or public company

✗ **What this form is NOT for**
You cannot use this form to register
a limited liability partnership
this, please use form LL IN

WEDNESDAY



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A05

11/01/2012

#395

COMPANIES HOUSE

Part 1 Company details

→ **Filling in this form**
Please complete in typescript or in
bold black capitals

All fields are mandatory unless
specified or indicated by *

A1 Company details

Please show the proposed company name below

Proposed company
name in full ①

TWYFORD PLAYGROUP

For official use

① **Duplicate names**

Duplicate names are not permitted. A
list of registered names can be found
on our website. There are various rules
that may affect your choice of name.
More information is available at
www.companieshouse.gov.uk

A2 Company name restrictions ②

Please tick the box only if the proposed company name contains sensitive
or restricted words or expressions that require you to seek comments of a
government department or other specified body

- ☐ I confirm that the proposed company name contains sensitive or restricted
words or expressions and that approval, where appropriate, has been
sought of a government department or other specified body and I attach a
copy of their response

② **Company name restrictions**

A list of sensitive or restricted words
or expressions that require consent
can be found in guidance available
on our website
www.companieshouse.gov.uk

A3 Exemption from name ending with 'Limited' or 'Cyfyngedig' ③

Please tick the box if you wish to apply for exemption from the requirement to
have the name ending with 'Limited', 'Cyfyngedig' or permitted alternative

- ☒ I confirm that the above proposed company meets the conditions for
exemption from the requirement to have a name ending with 'Limited',
'Cyfyngedig' or permitted alternative

③ **Name ending exemption**

Only private companies that are
limited by guarantee and meet other
specific requirements are eligible to
apply for this
For more details, please go to our
website
www.companieshouse.gov.uk

A4 Company type ④

Please tick the box that describes the proposed company type and members'
liability (only one box must be ticked)

- ☐ Public limited by shares
☐ Private limited by shares
☒ Private limited by guarantee
☐ Private unlimited with share capital
☐ Private unlimited without share capital

④ **Company type**

If you are unsure of your company's
type, please go to our website
www.companieshouse.gov.uk

IN01

Application to register a company

A5

Situation of registered office ①

Please tick the appropriate box below that describes the situation of the proposed registered office (only one box must be ticked)

- ☒ England and Wales
☐ Wales
☐ Scotland
☐ Northern Ireland

① Registered office

Every company must have a registered office and this is the address to which the Registrar will send correspondence

For England and Wales companies, the address must be in England or Wales

For Welsh, Scottish or Northern Ireland companies, the address must be in Wales, Scotland or Northern Ireland respectively

A6

Registered office address ②

Please give the registered office address of your company

Building name/number THE GILBERT ROOMS, TWYFORD PARISH HALL
 Street HAZELEY ROAD
 TWYFORD
 Post town WINCHESTER
 County/Region HAMPSHIRE
 Postcode S O 2 1 1 Q Y

② Registered office address

You must ensure that the address shown in this section is consistent with the situation indicated in section A5

You must provide an address in England or Wales for companies to be registered in England and Wales

You must provide an address in Wales, Scotland or Northern Ireland for companies to be registered in Wales, Scotland or Northern Ireland respectively

A7

Articles of association ③

Please choose one option only and tick one box only

- Option 1 I wish to adopt one of the following model articles in its entirety Please tick only one box
☐ Private limited by shares
☐ Private limited by guarantee
☐ Public company
- Option 2 I wish to adopt the following model articles with additional and/or amended provisions I attach a copy of the additional and/or amended provision(s) Please tick only one box
☐ Private limited by shares
☐ Private limited by guarantee
☐ Public company
- Option 3 ☒ I wish to adopt entirely bespoke articles I attach a copy of the bespoke articles to this application

③ For details of which company type can adopt which model articles, please go to our website www.companieshouse.gov.uk

A8

Restricted company articles ④

Please tick the box below if the company's articles are restricted

☐

④ Restricted company articles

Restricted company articles are those containing provision for entrenchment For more details, please go to our website www.companieshouse.gov.uk

IN01

Application to register a company

Part 2

Proposed officers

For private companies the appointment of a secretary is optional, however, if you do decide to appoint a company secretary you must provide the relevant details. Public companies are required to appoint at least one secretary.

Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual.

For a secretary who is an individual, go to Section B1. For a corporate secretary, go to Section C1. For a director who is an individual, go to Section D1. For a corporate director, go to Section E1.

Secretary

B1

Secretary appointments ①

Please use this section to list all the secretary appointments taken on formation.
For a corporate secretary, complete Sections C1-C5.

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

① Corporate appointments
For corporate secretary appointments, please complete section C1-C5 instead of section B.

Additional appointments
If you wish to appoint more than one secretary, please use the 'Secretary appointments' continuation page.

② Former name(s)
Please provide any previous names which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes.

B2

Secretary's service address ①

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

① Service address
This is the address that will appear on the public record. This does not have to be your usual residential address.

Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of secretaries as the company's registered office.

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

B3

Signature ①

I consent to act as secretary of the proposed company named in Section A1.

Signature	<div style="border: 1px solid black; padding: 5px; display: inline-block;"> Signature X </div> <div style="border: 1px solid black; padding: 5px; display: inline-block; margin-left: 20px;">X</div>
-----------	--

① Signature
The person named above consents to act as secretary of the proposed company.

IN01

Application to register a company

Corporate secretary**C1****Corporate secretary appointments ①**

Please use this section to list all the corporate secretary appointments taken on formation.

Name of corporate body/firm

Building name/number

Street

Post town

County/Region

Postcode

Country

① Additional appointments

If you wish to appoint more than one corporate secretary, please use the 'Corporate secretary appointments' continuation page

Registered or principal address

This is the address that will appear on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO box number (unless contained within a full address), DX number or LP (Legal Post in Scotland) number

C2**Location of the registry of the corporate body or firm**

Is the corporate secretary registered within the European Economic Area (EEA)?

→ Yes Complete **Section C3 only**→ No Complete **Section C4 only****C3****EEA companies ②**

Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register

Where the company/firm is registered ②

Registration number

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

Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register

Legal form of the corporate body or firm

Governing law

If applicable, where the company/firm is registered ④

Registration number

④ Non-EEA

Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register

C5**Signature ⑤**I consent to act as secretary of the proposed company named in **Section A1**

Signature

Signature

X

X

⑤ Signature

The person named above consents to act as corporate secretary of the proposed company

IN01

Application to register a company

Director

D1

Director appointments ¹

Please use this section to list all the director appointments taken on formation
For a corporate director, complete Sections E1-E5

Title*	MRS
Full forename(s)	ROBYN FRANCES
Surname	GREIG
Former name(s) ²	
Country/State of residence ³	UNITED KINGDOM
Nationality	BRITISH
Date of birth	d2 d7 m0 m6 y1 y9 y7 y5
Business occupation (if any) ⁴	

¹ Appointments

Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual.

² Former name(s)

Please provide any previous names which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes.

³ Country/State of residence

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

⁴ Business occupation

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

Additional appointments

If you wish to appoint more than one director, please use the 'Director appointments' continuation page.

D2

Director's service address ⁵

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

Building name/number	THE COMPANY'S REGISTERED OFFICE
Street	
Post town	
County/Region	
Postcode	
Country	

⁵ Service address

This is the address that will appear on the public record. This does not have to be your usual residential address.


Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of directors as the company's registered office.

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

D3

Signature ⁶

I consent to act as director of the proposed company named in Section A1.

Signature	<div style="display: flex; align-items: center;"> <div style="margin-right: 20px;">Signature</div> <div style="border: 1px solid black; padding: 5px;"> X  </div> <div style="margin-left: 20px;">X</div> </div>
-----------	---

⁶ Signature

The person named above consents to act as director of the proposed company.

IN01

Application to register a company

Director

D1

Director appointments ①

Please use this section to list all the director appointments taken on formation
For a corporate director, complete Sections E1-E5

Title*	MRS
Full forename(s)	NINA
Surname	CAPACCIO
Former name(s) ②	KHOO
Country/State of residence ③	UNITED KINGDOM
Nationality	BRITISH
Date of birth	d2 d6 m1 m2 y1 y9 y6 y8
Business occupation (if any) ④	Personal Development Coach

① Appointments

Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual.

② Former name(s)

Please provide any previous names which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes.

③ Country/State of residence

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

④ Business occupation

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

Additional appointments

If you wish to appoint more than one director, please use the 'Director appointments' continuation page.

D2

Director's service address ⑤

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

Building name/number	THE COMPANY'S REGISTERED OFFICE
Street	
Post town	
County/Region	
Postcode	
Country	

⑤ Service address

This is the address that will appear on the public record. This does not have to be your usual residential address.

Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of directors as the company's registered office.

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

D3

Signature ⑥

I consent to act as director of the proposed company named in Section A1.

Signature	Signature X Nina Capaccio X
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⑥ Signature

The person named above consents to act as director of the proposed company.

IN01

Application to register a company

Director**D1****Director appointments ①**

Please use this section to list all the director appointments taken on formation
For a corporate director, complete Sections E1-E5

Title*	MRS
Full forename(s)	JADE SAMANTHA
Surname	PRITCHARD
Former name(s) ②	
Country/State of residence ③	UNITED KINGDOM
Nationality	BRITISH
Date of birth	d ¹ d ³ m ⁰ m ⁷ y ¹ y ⁹ y ⁸ y ²
Business occupation (if any) ④	

① Appointments

Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual.

② Former name(s)

Please provide any previous names which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes.

③ Country/State of residence

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

④ Business occupation

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

Additional appointments

If you wish to appoint more than one director, please use the 'Director appointments' continuation page.

D2**Director's service address ⑤**

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

Building name/number	THE COMPANY'S REGISTERED OFFICE
Street	
Post town	
County/Region	
Postcode	
Country	

⑤ Service address

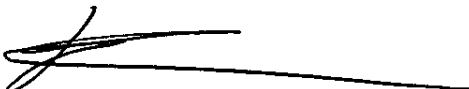
This is the address that will appear on the public record. This does not have to be your usual residential address.

Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of directors as the company's registered office.

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

D3**Signature ⑥**

I consent to act as director of the proposed company named in Section A1.

Signature	<div style="display: flex; align-items: center;"> <div style="margin-right: 20px;">X</div>  <div style="margin-left: 20px;">X</div> </div>
-----------	---


⑥ Signature

The person named above consents to act as director of the proposed company.

IN01

Application to register a company

Director

D1	Director appointments ①		
	Please use this section to list all the director appointments taken on formation For a corporate director, complete Sections E1-E5		
Title*	MRS		① Appointments Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual. ② Former name(s) Please provide any previous names which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes. ③ Country/State of residence This is in respect of your usual residential address as stated in Section D4. ④ Business occupation If you have a business occupation, please enter here. If you do not, please leave blank. Additional appointments If you wish to appoint more than one director, please use the 'Director appointments' continuation page.
Full forename(s)	MARIA JANE FRY		
Surname	PARKER		
Former name(s) ②	THORPE		
Country/State of residence ③	UNITED KINGDOM		
Nationality	BRITISH		
Date of birth	<div> <div>d2</div> <div>d0</div> <div>m0</div> <div>m2</div> <div>y1</div> <div>y9</div> <div>y7</div> <div>y1</div> </div>		
Business occupation (if any) ④	SECONDARY SCHOOL TEACHER		
D2	Director's service address ⑤		
	Please complete the service address below. You must also fill in the director's usual residential address in Section D4.		
Building name/number	THE COMPANY'S REGISTERED OFFICE		⑤ Service address This is the address that will appear on the public record. This does not have to be your usual residential address. Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of directors as the company's registered office. If you provide your residential address here it will appear on the public record.
Street			
Post town			
County/Region			
Postcode			
Country			
D3	Signature ⑥		
	I consent to act as director of the proposed company named in Section A1		
Signature	<div> <div>Signature</div> <div>X </div> </div>		⑥ Signature The person named above consents to act as director of the proposed company.

IN01

Application to register a company

Director**D1****Director appointments ①**

Please use this section to list all the director appointments taken on formation
For a corporate director, complete Sections E1-E5

Title*	DR
Full forename(s)	SARAH NADINE
Surname	EVANS
Former name(s) ②	
Country/State of residence ③	UNITED KINGDOM
Nationality	BRITISH
Date of birth	d ⁰ d ² m ¹ m ⁰ y ¹ y ⁹ y ⁷ y ⁵
Business occupation (if any) ④	GENERAL PRACTITIONER

① Appointments

Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual.

② Former name(s)

Please provide any previous names which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes.

③ Country/State of residence

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

④ Business occupation

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

Additional appointments

If you wish to appoint more than one director, please use the 'Director appointments' continuation page.

D2**Director's service address ⑤**

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

Building name/number	THE COMPANY'S REGISTERED OFFICE
Street	
Post town	
County/Region	
Postcode	
Country	

⑤ Service address

This is the address that will appear on the public record. This does not have to be your usual residential address.

Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of directors as the company's registered office.

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

D3**Signature ⑥**

I consent to act as director of the proposed company named in Section A1.

Signature	Signature X Sarah Evans X
-----------	------------------------------

⑥ Signature

The person named above consents to act as director of the proposed company.

IN01

Application to register a company

Director

D1

Director appointments ①

Please use this section to list all the director appointments taken on formation
For a corporate director, complete Sections E1-E5

Title*	MRS
Full forename(s)	Nicola Joanna
Surname	BOCCI
Former name(s) ②	BECKETT
Country/State of residence ③	UNITED KINGDOM
Nationality	BRITISH
Date of birth	d2 d2 m1 m0 y1 y9 y7 y2
Business occupation (if any) ④	COMPANY DIRECTOR

① Appointments

Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual.

② Former name(s)

Please provide any previous names which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes.

③ Country/State of residence

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

④ Business occupation

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

Additional appointments

If you wish to appoint more than one director, please use the 'Director appointments' continuation page.

D2

Director's service address ⑤

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

Building name/number	THE COMPANY'S REGISTERED OFFICE
Street	
Post town	
County/Region	
Postcode	
Country	

⑤ Service address

This is the address that will appear on the public record. This does not have to be your usual residential address.

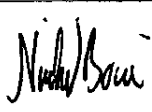
Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of directors as the company's registered office.

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

D3

Signature ⑥

I consent to act as director of the proposed company named in Section A1.

Signature	Signature X  X
-----------	--

⑥ Signature

The person named above consents to act as director of the proposed company.

IN01

Application to register a company

Director

D1	Director appointments ①	
	Please use this section to list all the director appointments taken on formation For a corporate director, complete Sections E1-E5	
Title*	Ms	
Full forename(s)	Caroline Patricia	
Surname	Molesworth	
Former name(s) ②		
Country/State of residence ③	UNITED KINGDOM	
Nationality	BRITISH	
Date of birth	<div> <div>d0</div> <div>d6</div> <div>m0</div> <div>m5</div> <div>y1</div> <div>y9</div> <div>y8</div> <div>y0</div> </div>	
Business occupation (if any) ④	BLOGGER	

① Appointments
Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual.

② Former name(s)
Please provide any previous names which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes.

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

④ Business occupation
If you have a business occupation, please enter here. If you do not, please leave blank.

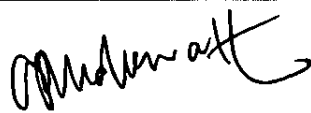
Additional appointments
If you wish to appoint more than one director, please use the 'Director appointments' continuation page.

D2	Director's service address ⑤	
	Please complete the service address below. You must also fill in the director's usual residential address in Section D4.	
Building name/number	THE COMPANY'S REGISTERED OFFICE	
Street		
Post town		
County/Region		
Postcode	<div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> </div>	
Country		

⑤ Service address
This is the address that will appear on the public record. This does not have to be your usual residential address.

Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of directors as the company's registered office.

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

D3	Signature ⑥	
	I consent to act as director of the proposed company named in Section A1	
Signature	<div> <div>Signature</div> <div> <div>X</div>  <div>X</div> </div> </div>	

⑥ Signature
The person named above consents to act as director of the proposed company.


IN01

Application to register a company

Director

D1		Director appointments ①	
		Please use this section to list all the director appointments taken on formation For a corporate director, complete Sections E1-E5	
Title*	Mrs		
Full forename(s)	Charlotte Lucy		
Surname	Treasure-Jones		
Former name(s) ②			
Country/State of residence ③	UNITED KINGDOM		
Nationality	BRITISH		
Date of birth	d1	d1	m1 m2 y1 y9 y7 y5
Business occupation (if any) ④			
		① Appointments Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual. ② Former name(s) Please provide any previous names which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes. ③ Country/State of residence This is in respect of your usual residential address as stated in Section D4. ④ Business occupation If you have a business occupation, please enter here. If you do not, please leave blank. Additional appointments If you wish to appoint more than one director, please use the 'Director appointments' continuation page.	

D2		Director's service address ⑤	
		Please complete the service address below. You must also fill in the director's usual residential address in Section D4.	
Building name/number	THE COMPANY'S REGISTERED OFFICE		
Street			
Post town			
County/Region			
Postcode			
Country			
		⑤ Service address This is the address that will appear on the public record. This does not have to be your usual residential address. Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of directors as the company's registered office. If you provide your residential address here it will appear on the public record.	

D3		Signature ⑥	
		I consent to act as director of the proposed company named in Section A1	
Signature	Signature X  X		⑥ Signature The person named above consents to act as director of the proposed company.

IN01

Application to register a company

Director**D1****Director appointments ①**

Please use this section to list all the director appointments taken on formation
For a corporate director, complete Sections E1-E5

Title*	MR
Full forename(s)	Duncan Charles
Surname	PRYDE
Former name(s) ②	
Country/State of residence ③	UNITED KINGDOM
Nationality	BRITISH
Date of birth	<div> <div>d</div> <div>2</div> <div>d</div> <div>4</div> <div>m</div> <div>0</div> <div>m</div> <div>8</div> <div>y</div> <div>1</div> <div>y</div> <div>9</div> <div>y</div> <div>7</div> <div>y</div> <div>5</div> </div>
Business occupation (if any) ④	PILOT

① Appointments

Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual.

② Former name(s)

Please provide any previous names which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes.

③ Country/State of residence

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

④ Business occupation

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

Additional appointments

If you wish to appoint more than one director, please use the 'Director appointments' continuation page.

D2**Director's service address ①**

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

Building name/number	THE COMPANY'S REGISTERED OFFICE
Street	
Post town	
County/Region	
Postcode	
Country	

① Service address


This is the address that will appear on the public record. This does not have to be your usual residential address.

Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of directors as the company's registered office.

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

D3**Signature ①**

I consent to act as director of the proposed company named in Section A1.

Signature	<div>Signature</div> <div>X</div> <div>  </div> <div>X</div>
-----------	---

① Signature

The person named above consents to act as director of the proposed company.

IN01

Application to register a company

Director

D1	Director appointments ①	
	Please use this section to list all the director appointments taken on formation For a corporate director, complete Sections E1-E5	
Title*	MISS	
Full forename(s)	HELEN ESTELLE	
Surname	BROWN	
Former name(s) ②		
Country/State of residence ③	UNITED KINGDOM	
Nationality	BRITISH	
Date of birth	<div> <div>d</div> <div>2</div> <div>1</div> <div>m</div> <div>0</div> <div>4</div> <div>y</div> <div>1</div> <div>9</div> <div>7</div> <div>2</div> </div>	
Business occupation (if any) ④	Self-employed Arboricultural Consultant	

① Appointments
Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual.

② Former name(s)
Please provide any previous names which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes.

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

④ Business occupation
If you have a business occupation, please enter here. If you do not, please leave blank.


Additional appointments
If you wish to appoint more than one director, please use the 'Director appointments' continuation page.

D2	Director's service address ⑤	
	Please complete the service address below. You must also fill in the director's usual residential address in Section D4.	
Building name/number	THE COMPANY'S REGISTERED OFFICE	
Street		
Post town		
County/Region		
Postcode	<div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> </div>	
Country		

⑤ Service address
This is the address that will appear on the public record. This does not have to be your usual residential address.

Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of directors as the company's registered office.

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

D3	Signature ⑥	
	I consent to act as director of the proposed company named in Section A1	
Signature	<div> <div>Signature</div> <div>X</div> <div></div> <div>X</div> </div>	

⑥ Signature
The person named above consents to act as director of the proposed company.

IN01

Application to register a company

Corporate director

E1	Corporate director appointments ①		<p>① Additional appointments If you wish to appoint more than one corporate director, please use the 'Corporate director appointments' continuation page</p> <p>Registered or principal address This is the address that will appear on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO box number (unless contained within a full address), DX number or LP (Legal Post in Scotland) number</p>
Please use this section to list all the corporate directors taken on formation			
Name of corporate body or firm			
Building name/number			
Street			
Post town			
County/Region			
Postcode	<input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>		
Country			
E2	Location of the registry of the corporate body or firm		
<p>Is the corporate director registered within the European Economic Area (EEA)?</p> <p>→ Yes Complete Section E3 only</p> <p>→ No Complete Section E4 only</p>			
E3	EEA companies ②		<p>② EEA A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk</p> <p>③ This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)</p>
Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register			
Where the company/firm is registered ③			
Registration number			
E4	Non-EEA companies		<p>④ Non-EEA Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register</p>
Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register			
Legal form of the corporate body or firm			
Governing law			
If applicable, where the company/firm is registered ④			
If applicable, the registration number			
E5	Signature ⑤		<p>⑤ Signature The person named above consents to act as corporate director of the proposed company</p>
Signature	<p>I consent to act as director of the proposed company named in Section A1</p> <p>Signature</p> <p>X</p>		

IN01

Application to register a company

Part 3 Statement of capital

Does your company have share capital?

→ Yes Complete the sections below

→ No Go to Part 4 (Statement of guarantee)

F1 Share capital in pound sterling (£)

Please complete the table below to show each class of shares held in pound sterling
 If all your issued capital is in sterling, only complete **Section F1** and then go to **Section F4**

Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
				£
				£
				£
				£
Totals				£

F2 Share capital in other currencies

Please complete the table below to show any class of shares held in other currencies
 Please complete a separate table for each currency

Currency				
Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
Totals				

Currency				
Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
Totals				

F3 Totals

Please give the total number of shares and total aggregate nominal value of issued share capital

Total number of shares

Total aggregate nominal value ❹

❹ Total aggregate nominal value
 Please list total aggregate values in different currencies separately For example £100 + €100 + \$10 etc

❶ Including both the nominal value and any share premium

❷ Number of shares issued multiplied by nominal value of each share

❸ Total number of issued shares in this class

Continuation Pages

Please use a Statement of Capital continuation page if necessary

IN01

Application to register a company

F4

Statement of capital (Prescribed particulars of rights attached to shares)

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in **Sections F1 and F2**

Class of share

Prescribed particulars
①

① Prescribed particulars of rights attached to shares

The particulars are

- a particulars of any voting rights, including rights that arise only in certain circumstances,
- b particulars of any rights, as respects dividends, to participate in a distribution,
- c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and
- d whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to redemption of these shares

A separate table must be used for each class of share

Continuation pages

Please use the next page or a 'Statement of Capital (Prescribed particulars of rights attached to shares)' continuation page if necessary

IN01

Application to register a company

Class of share		
Prescribed particulars 1		<p>1 Prescribed particulars of rights attached to shares</p> <p>The particulars are</p> <ul style="list-style-type: none"> a particulars of any voting rights, including rights that arise only in certain circumstances, b particulars of any rights, as respects dividends, to participate in a distribution, c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and d whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to redemption of these shares <p>A separate table must be used for each class of share</p> <p>Continuation pages</p> <p>Please use a 'Statement of capital (Prescribed particulars of rights attached to shares)' continuation page if necessary</p>

IN01

Application to register a company

F5

Initial shareholdings

This section should only be completed by companies incorporating with share capital

Please complete the details below for each subscriber

The addresses will appear on the public record. These do not need to be the subscribers' usual residential address

Initial shareholdings

Please list the company's subscribers in alphabetical order

Please use an 'Initial shareholdings' continuation page if necessary

Subscriber's details	Class of share	Number of shares	Currency	Nominal value of each share	Amount (if any) unpaid	Amount paid
Name						
Address						
Name						
Address						
Name						
Address						
Name						
Address						
Name						
Address						

IN01

Application to register a company

Part 4**Statement of guarantee**

Is your company limited by guarantee?

→ Yes Complete the sections below

→ No Go to **Part 5** (Statement of compliance)**G1****Subscribers**

Please complete this section if you are a subscriber of a company limited by guarantee. The following statement is being made by each and every person named below

I confirm that if the company is wound up while I am a member, or within one year after I cease to be a member, I will contribute to the assets of the company by such amount as may be required for

- payment of debts and liabilities of the company contracted before I cease to be a member,
- payment of costs, charges and expenses of winding up, and,
- adjustment of the rights of the contributors among ourselves, not exceeding the specified amount below

1 Name

Please use capital letters

2 Address

The addresses in this section will appear on the public record. They do not have to be the subscribers' usual residential address

3 Amount guaranteed

Any valid currency is permitted

Continuation pages

Please use a 'Subscribers' continuation page if necessary

Subscriber's details

Forename(s) ①	Robyn Frances
Surname ①	Greig
Address ②	The Malms Farmhouse, Shawford, Winchester
Postcode	S O 2 1 2 B U
Amount guaranteed ③	ONE POUND

Subscriber's details

Forename(s) ①	NINA
Surname ①	CAPACCIO
Address ②	5 Hill Rise, Twyford
	WINCHESTER
Postcode	S O 2 1 1 Q H
Amount guaranteed ③	ONE POUND

Subscriber's details

Forename(s) ①	Maria Jane Fry
Surname ①	PARKER
Address ②	6 School Road, Twyford, Winchester
Postcode	S O 2 1 1 Q Q
Amount guaranteed ③	ONE POUND

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Application to register a company

Subscriber's details

Forename(s) ①	Sarah Nadine
Surname ①	EVANS
Address ②	Post Cottage, High St, Twyford, Winchester
Postcode	S O 2 1 1 R F
Amount guaranteed ③	ONE POUND

Subscriber's details

Forename(s) ①	Nicola Joanna
Surname ①	BOCCI
Address ②	The Old Malthouse Queen Street Twyford WINCHESTER
Postcode	S O 2 1 1 Q G
Amount guaranteed ③	ONE POUND

Subscriber's details

Forename(s) ①	Caroline Patricia
Surname ①	Molesworth
Address ②	1 Hill Rise, Twyford, Winchester
Postcode	S O 2 1 1 Q H
Amount guaranteed ③	ONE POUND

Subscriber's details

Forename(s) ①	Charlotte Lucy
Surname ①	Treasure-Jones
Address ②	9 Hill Rise, Twyford, Winchester
Postcode	S O 2 1 1 Q H
Amount guaranteed ③	ONE POUND

Subscriber's details

Forename(s) ①	Duncan Charles
Surname ①	PRYDE
Address ②	4 The Stables Shawford Winchester
Postcode	S O 2 1 2 B P
Amount guaranteed ③	ONE POUND

① Name

Please use capital letters

② Address

The addresses in this section will appear on the public record. They do not have to be the subscribers' usual residential address.

③ Amount guaranteed

Any valid currency is permitted

Continuation pages

Please use a 'Subscribers' continuation page if necessary

IN01

Application to register a company

Subscriber's details	
Forename(s) ①	Jade Samantha
Surname ①	Pritchard
Address ②	6 Waterhouse Close Twyford Winchester
Postcode	S O 2 1 1 P N
Amount guaranteed ③	ONE POUND

Subscriber's details	
Forename(s) ①	HELEN ESTELLE
Surname ①	BROWN
Address ②	5 Hockley Cottages, Main Road, Twyford
Postcode	S O 2 1 1 P J
Amount guaranteed ③	ONE POUND

Subscriber's details	
Forename(s) ①	
Surname ①	
Address ②	
Postcode	
Amount guaranteed ③	

Subscriber's details	
Forename(s) ①	
Surname ①	
Address ②	
Postcode	
Amount guaranteed ③	

Subscriber's details	
Forename(s) ①	
Surname ①	
Address ②	
Postcode	
Amount guaranteed ③	

① Name

Please use capital letters

② Address

The addresses in this section will appear on the public record. They do not have to be the subscribers' usual residential address

③ Amount guaranteed

Any valid currency is permitted

Continuation pages

Please use a 'Subscribers' continuation page if necessary

IN01

Application to register a company

Part 5

Statement of compliance

This section must be completed by all companies

Is the application by an agent on behalf of all the subscribers?

- No Go to **Section H1** (Statement of compliance delivered by the subscribers)
- Yes Go to **Section H2** (Statement of compliance delivered by an agent)

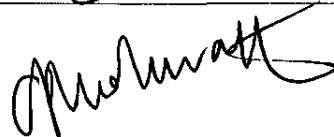

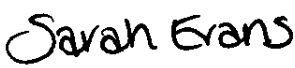

H1

Statement of compliance delivered by the subscribers ¹

Please complete this section if the application is not delivered by an agent for the subscribers of the memorandum of association



I confirm that the requirements of the Companies Act 2006 as to registration have been complied with

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

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

IN01

Application to register a company

Subscriber's signature	Signature X  X	Continuation pages Please use a 'Statement of compliance delivered by the subscribers' continuation page if more subscribers need to sign
Subscriber's signature	Signature X  X	
Subscriber's signature	Signature X X	
Subscriber's signature	Signature X X	

H2	Statement of compliance delivered by an agent										
	Please complete this section if this application is delivered by an agent for the subscribers to the memorandum of association										
Agent's name											
Building name/number											
Street											
Post town											
County/Region											
Postcode	<table border="1"><tr><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td></tr></table>										
Country											
	I confirm that the requirements of the Companies Act 2006 as to registration have been complied with										
Agent's signature	Signature X X										

IN01

Application to register a company

Presenter information

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

Contact name **BRUCE GZEIG**

Company name

Address **THE MALMS FARMHOUSE**
SHAWFORD

Post town **WINCHESTER**

County/Region

Postcode **S O 2 1 2 B U**

Country

DX

Telephone **0 7 5 1 5 1 1 6 8 0 0**

✓ Certificate

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

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

☐ At the agents address (Given in Section H2)

✓ Checklist

We may return forms completed incorrectly or with information missing

Please make sure you have remembered the following

☒ You have checked that the proposed company name is available as well as the various rules that may affect your choice of name. More information can be found in guidance on our website

☐ If the name of the company is the same as one already on the register as permitted by The Company and Business Names (Miscellaneous Provisions) Regulations 2008, please attach consent

☒ You have used the correct appointment sections

☒ Any addresses given must be a physical location. They cannot be a PO Box number (unless part of a full service address), DX or LP (Legal Post in Scotland) number

☒ The document has been signed, where indicated

☒ All relevant attachments have been included

☒ You have enclosed the Memorandum of Association

☒ You have enclosed the correct fee

! Important information

Please note that all information on this form will appear on the public record, apart from information relating to usual residential addresses

£ How to pay

A fee is payable on this form

Make cheques or postal orders payable to 'Companies House'. For information on fees, go to www.companieshouse.gov.uk

✉ Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below

For companies registered in England and Wales

The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ
DX 33050 Cardiff

For companies registered in Scotland

The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post)

For companies registered in Northern Ireland

The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG
DX 481 N R Belfast 1

Section 243 exemption

If you are applying for, or have been granted a section 243 exemption, please post this whole form to the different postal address below

The Registrar of Companies, PO Box 4082,
Cardiff, CF14 3WE

i Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

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

THE COMPANIES ACTS 2006

COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL

MEMORANDUM OF ASSOCIATION

-OF-

TWYFORD PLAYGROUP

Each subscriber to this memorandum of association wishes to form a company under the Companies Act 2006 and agrees to become a member of the company

NAME OF SUBSCRIBERS

Robyn Frances Greig

R Greig

Jade Samantha Pritchard

J Pritchard

Nina Capaccio

Nina Capaccio

Maria Jane Fry Parker

M J Fry Parker

Sarah Nadine Evans

Sarah Evans

Nicola Joanna Bocci

N Bocci

Caroline Patricia Molesworth

C Molesworth

Charlotte Lucy Treasure-Jones

C Jones

Duncan Charles Pryde

D Pryde

Helen Estelle Brown

H Brown

Dated 9 Jan 2012

THE COMPANIES ACTS 2006

COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL

ARTICLES OF ASSOCIATION

-OF-

TWYFORD PLAYGROUP

1 **NAME**

The name of the company is "**Twyford Playgroup**" ("the Pre-school")

2. **REGISTERED OFFICE**

The registered office of the Pre-school is to be in England and Wales

3. **INTERPRETATION**

3 1 In these Articles if not inconsistent with the subject or context the following words and phrases shall have the following meaning -

"Articles"	these Articles of Association as amended from time to time;
"Charity Commission"	the Charity Commission of England and Wales,
"Memorandum"	the Memorandum of Association of the Pre-school,
"Member"	any person or organisation registered as a member of the Pre-school in its register of members,
"Model Articles"	the model articles of private companies limited by guarantee contained in Schedule 2 of the Companies (Model Articles) Regulations 2008 (SI 2008/3229) as amended from time to time,
"Committee"	the management committee of the Pre-school appointed in accordance with Article 11,
"Pre-school Learning Alliance"	the charity registered in England known as the Pre-school Learning Alliance,

3 2 The provisions of the Model Articles shall not apply to the Pre-school but the Articles hereinafter contained shall instead constitute the Articles of Association of the Pre-school

3 3 In these Articles any reference to the "Companies Act" or the "Charities Act" shall be to all legislation affecting companies and charities in force in England from time to time

3 4 References to an Act of Parliament are references to such Act as amended or re-enacted from time to time and to any subordinate legislation made under it

4. OBJECTS

The objects of the Pre-school ("the Objects") are to enhance the development and education of children primarily under statutory school age by encouraging parents to understand and provide for the needs of their children through community groups and by -

4 1 Offering appropriate play, education and care facilities and training courses, together with the right of parents to take responsibility for and to become involved in the activities of such groups, ensuring that such groups offer opportunities for all children whatever their race, culture, religion, means or ability,

4 2 Encouraging the study of the needs of such children and their families and promoting public interest in and recognition of such needs,

4 3 Instigating and adhering to and furthering the aims and objects of the Pre-school Learning Alliance

5. POWERS

In pursuance of the Objects the Pre-school shall have the following powers.-

5 1 To provide accommodation and equipment,

5 2 To raise money to pay for the Pre-school's activities,

5 3 To make such payments as shall be necessary,

5 4 To fix and collect the fees payable in respect of children attending groups run by the Pre-school,

5 5 To control the admission of children to the groups run by the Pre-school and if appropriate, require parents or guardians to withdraw them,

5 6 As a member of the Pre-school Learning Alliance to send an accredited representative to vote at local Branch and/or County meetings and to the national Annual General Meeting of the Pre-school Learning Alliance,

- 5 7 Subject to such consent of the Charity Commission of England and Wales ("Charity Commission") as maybe required by law, to borrow for the purposes of the Pre-school such amounts of money whether at one time or from time to time and at such rates of interest and in such form and manner and upon the giving of such security as shall be agreed by not less than two thirds in number of the Committee For such purpose the Pre-school shall make all such dispositions of the Pre-school's property or any part thereof and enter into such agreements in relation thereto as the Committee may deem proper for giving security for such loans and interest If more than two thirds in number of the members of the Committee shall so require, a General Meeting of the Pre-school shall be called to approve the proposed borrowing In such case the borrowing shall not proceed unless the General Meeting shall authorise it for which purpose approval by a simple majority shall be required,
- 5 8 To hire or acquire property of any kind,
- 5 9 To buy, lease or rent any land or buildings and to maintain and equip it for use,
- 5 10 To sell, lease or otherwise dispose of all or any part of the Pre-school's property subject to complying with the restrictions on disposal imposed by section 36 of the Charities Act 1993 unless the disposal is exempt from these restrictions by section 36(9)(b) or (c) or section 36(10) of that Act,
- 5 11 To set aside funds for special purposes or as reserves against future expenditure,
- 5 12 To maintain and pay for membership of the Pre-school Learning Alliance,
- 5 13 To insure the property of the Pre-school against any foreseeable risk and to take out other insurance policies to protect the Pre-school when required,
- 5 14 To provide indemnity insurance to cover the liability of the Committee members which by virtue of any rule of law would otherwise attach to them in respect of negligence, default, of which they may be guilty in relation to the Pre-school provided that any such insurance shall not extend to any claim arising from any act or omission which the Committee members knew to be a breach of trust or breach of duty or which was committed by the Committee members in reckless disregard to whether it was a breach of trust or breach of duty or not provided also that any such insurance shall not extend to the costs of any unsuccessful defence to a criminal prosecution brought against the Committee members in their capacity as Committee members of the Pre-school,
- 5 15 Subject to clause 6 to employ such paid and unpaid staff, agents and advisors as may be required from time to time,
- 5 16 To pay the costs of incorporating the Pre-school,

- 5 17 To do all such other lawful things as are necessary or desirable for the attainment of the aforesaid Objects,

6. BENEFITS TO MEMBERS AND THE COMMITTEE

- 6 1 The income and property of the Pre-school 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 the members of the Pre-school and no member of the Committee shall be appointed to any office of the Pre-school paid by salary or fees or receive any remuneration or other benefit in money or monies worth from the Pre-school save that -

- 6 1 1 A Member who is a member of the Committee may be a paid employee of the Pre-school provided that

- 1 No Committee Member may be paid for services provided to the Pre-school that form part of their duties as a Committee member and trustee of the Pre-school,
- 2 Any services which are provided by a Member to the Pre-school must be subject of a written agreement between the individual and the Pre-school on such terms as are considered by the Committee to be in the interests of the Pre-school and have been approved by a resolution of the Committee,
- 3 The amount of remuneration for such services is what is reasonable in the circumstances and does not exceed the amount that is customarily paid by the Pre-school to other persons who are not Committee members for such services,
- 4 Not more than a minority of Committee members may at any time be the subject of such arrangements with the Pre-school and no such committee members shall vote on or sit in any committee meeting at which any matters concerning any such agreement relating to the provision of their services to the Pre-school is considered by the Committee

- 6 1 2 Members (including members of the Committee) may be paid interest at a reasonable rate on money lent to the Pre-school,

- 6 1 3 Members (including members of the Committee) may be paid a reasonable rent or hiring fee for property lent or hired to the Pre-school,

- 6 1 4 Members (who are not members of the Committee) but who are beneficiaries may receive charitable benefits in that capacity,

- 6 2 A member of the Committee may not receive any payment of money or other material benefit (whether directly or indirectly) from the Pre-school except -

- 6 2 1 As mentioned in clauses 6 1 2 or 6 1 3,
- 6 2 2 Reimbursement of reasonable out of pocket expenses incurred in the proper performance of their duties,
- 6 2 3 An indemnity in respect of any liabilities properly incurred in running the Pre-school (including the cost of a successful defence to criminal proceedings),
- 6 2 4 Payment to any company in which a member of the Committee has no more than a 1% shareholding,
- 6 3 Whenever a member of the Committee has a personal interest in a matter to be discussed at a meeting of the Committee or a sub-committee of the Committee the member concerned must -
 - 6 3 1 Declare their interest in writing at or before the discussion begins on the matter,
 - 6 3 2 Withdraw from the meeting during consideration of that item unless expressly invited to remain in order to provide information,
 - 6 3 3 Not to be counted in the quorum for that part of the meeting,
 - 6 3 4 Withdraw during the vote and have no vote on the matter
- 6.4 This clause 6 may not be amended without the prior written consent of the Charity Commission

7. LIMITED LIABILITY

- 7 1 The liability of the Members of the Pre-school is limited ✓

8. GUARANTEE

- 8 1 Every Member of the Pre-school undertakes to pay such amount as may be required not exceeding £1 towards the Pre-school's assets if the Pre-school should be wound up while he, she or it remains a Member or within one year after they cease to be a Member towards the costs of dissolution and the liabilities incurred by the Pre-school while the contributor was a Member

9. MEMBERSHIP

- 9 1 The number of Members with which the Pre-school proposes to be registered is unlimited
- 9 2 The Pre-school shall maintain a register of Members
- 9 3 Membership of the Pre-school is open to any individual, family or organisation interested in promoting the Objects which applies to the Pre-school in the

form required by the Committee and is approved by the Committee in its absolute discretion and who consents in writing to become a Member either personally or (in the case of a member organisation) through an authorised representative

- 9 4 The Committee may establish different classes of membership and prescribe their respective privileges and duties subject to approval by the Members in General Meeting The Committee shall set the amounts of any subscriptions

- 9 5 At the date of adoption of these Articles membership of the Pre-school shall comprise the following categories -

9 5 1 Family Membership, and

9 5 2 Affiliate Membership

- 9 6 Family Membership shall be open to parents or guardians of all children who attend any group run by the Pre-school who wish to further the Objects of the Pre-school and each family -

9 6 1 shall count as one Member, and

9 6 2 shall have one vote in General Meetings of the Pre-school

- 9 7 Affiliate Membership shall be open to those individuals, persons or other bodies interested in supporting the Objects of the Pre-school but such persons shall not be entitled to become Affiliate Members until the Pre-school has received the appropriate subscription Affiliate Membership shall carry one vote in General Meetings of the Pre-school

- 9 8 The number of votes referred to in this Article 9 shall be applicable at all General Meetings of the Pre-school at which a Member is eligible to attend and vote

- 9 9 Membership of the Pre-school shall be terminated if the Member concerned -

9 9 1 Gives written notice of resignation to the Pre-school,

9 9 2 Dies or in the case of an organisation ceases to exist,

9 9 3 Fails to pay a subscription within two months from the date on which the same falls due in which case the Member shall be deemed to have resigned with effect from the date on which the period of two months expires,

9.9.4 In the case of a Family Member the end of the last term in which any child or children of the Family Member attended any group run by the Pre-school,

9 9 5 Is removed from membership by a resolution of the Committee on the grounds that the Member has acted so as to bring the Pre-school into disrepute or failed to abide by the Objects of the Pre-school or the terms of membership or any bylaws established by the Committee from time to time Before the Committee decides whether to terminate the membership of any Member the Committee shall give the Member concerned written notice of the misconduct or failure alleged to have occurred and shall afford such Member not less than 14 days in which to answer such allegations in writing The Committee shall have regard to the Member's written response in deciding whether or not to terminate membership and may in its absolute discretion interview the Member in question (who in such circumstances shall have the right to be accompanied by a friend) or hold an inquiry into the matter. The Committee shall have the final decision on whether or not to terminate the membership

9 10 Membership of the Pre-school is not transferable

10. SUBSCRIPTION

10 1 All Members shall be liable to pay such subscription (if any) as may be set in accordance with Article 9 4

11. COMMITTEE

11 1 The overall management and control of the Pre-school shall vest in the individual members of its management committee ("the Committee") who are the company directors and charity trustees of the Pre-school

11 2 The Committee shall consist of -

11 2 1 a Chair, a Treasurer and a Secretary ("the Officers"), and

11 2 2 Not less than 2 nor more than 9 elected members, and

11 2 3 If the Committee so decides, not more than 3 members co-opted by the Committee

11 3 Not less than 60 per cent of the Committee members, including co-opted members, shall at the time of election or co-option be Family Members In the event that this requirement cannot be achieved, the Members in General Meeting may elect Affiliate Members to make up the balance subject to each of those Affiliate Members being approved by the local Sub-Committee of the Pre-school Learning Alliance

11 4 The Committee members in Articles 11 2 1 and 11 2 2 shall be elected for a term of one year at the Annual General Meeting Retiring Committee Officers and Committee members are eligible for re-election unless they have already served on the Committee in any capacity for six consecutive years

Committee Officers and Committee members so elected shall serve until the end of the next following Annual General Meeting at which they were elected

- 11 5 Committee members co-opted pursuant to Article 11 2 3 may join the Committee at any time on the invitation of the Committee but shall retire at the next Annual General Meeting. No co-opted Committee member shall serve on the Committee for more than four consecutive years
- 11 6 In the event of the death or resignation of an elected Committee member, the vacancy shall be filled until the next Annual General Meeting by a Member appointed by the Committee
- 11 7 All voting Members shall be eligible to stand for election to the Committee. Paid employees of the Pre-school can only be Committee members or vote at Committee meetings provided the requirements of clause 6 of the Articles are complied with. Otherwise they, or their representative, can be invited to attend any or all Committee meetings in an advisory capacity and should normally be so invited, but need not attend the whole of such meetings. Paid employees of the Pre-school may hold Affiliate Membership and may attend General meetings of the Pre-school in that capacity, but may not vote on matters affecting their terms and conditions of employment
- 11 8 Not less than two weeks prior to the date of the next Annual General Meeting at which the election of elected Committee members will take place each eligible Member shall be sent a form which any Member wishing to stand as a candidate for election to the Committee must return to the Secretary. Members returning such form shall be deemed to have notified their willingness to act as a member of the Committee if so elected
- 11 9 At the next Annual General Meeting the prospective new elected members of the Committee shall be those candidates from amongst those having notified their willingness to stand who receive the highest number of votes from the Members up to a maximum of 12
- 11 10 At the first Committee meeting following the Annual General Meeting at which the newly elected members of the Committee shall have been elected in accordance with Article 11 4 the newly elected members of the Committee shall appoint from amongst their number a Chair, a Treasurer and a Secretary (who shall be the "Company Secretary" of the Pre-School for company law purposes) in place of any such persons standing down by retirement by virtue of Article 11 4 to serve as members of the Committee until the end of the next Annual General Meeting
- 11 11 The Secretary shall notify Companies House in the appropriate manner of any changes to the Committee
- 11 12 The term of office of any Committee member shall automatically terminate -

- 11 12 1 At the expiry of the period referred to in Article 11 4 if he or she is not re-elected or re-appointed in accordance with the provisions of these Articles,
- 11 12 2 If they are disqualified under the Charities Acts from acting as a charity trustee or under the Companies Acts from acting as a company director,
- 11 12 3 If they are incapable whether mentally or physically of managing his or her own affairs,
- 11 12 4 If they resign by written notice to the Secretary (but only if at least 5 other elected members of the Committee will remain in office),
- 11 12 5 If they are removed by a resolution passed by a majority of the members of the Committee
- 11 13 Any technical defect in the appointment of a Committee member of which the Committee are unaware at the time shall not invalidate any decisions taken at Committee meetings at which such member was present
- 11 14 Notwithstanding any other provisions contained in these Articles the first Officers and other elected members of the Committee as referred to in this Article 11 shall at the date of adoption of these Articles be those persons holding positions of comparable standing within the unincorporated association registered as a charity in England known as The Twyford Playgroup, or such other persons as the chair of such organisation may select

12. PROCEEDINGS OF THE COMMITTEE

- 12 1 The Committee shall hold at least 3 meetings each year unless the Committee shall decide by simple majority to hold a further meeting or meetings
- 12 2 The Officers, elected and co-opted Committee members shall each have one vote at Committee meetings. In the event of a tie the Chair shall have a second or casting vote. The Chair shall not have a second or casting vote in respect of a particular meeting or part of a meeting if in accordance with Article 6 3 the Chair is not entitled to vote or form part of the quorum
- 12 3 A quorum at Committee meetings shall be not less than half the Committee, including two Officers. If the total number of members entitled to vote is less than the quorum required at Committee meetings, the members of the Committee shall not take any decision other than to co-opt further members or call a General Meeting to enable additional members of the Committee to be elected
- 12 4 Every issue considered at Committee meetings may be determined by a simple majority of the votes cast at the meeting. A written resolution signed by all members of the Committee entitled to vote on such matter at such Committee meeting is as valid as a resolution passed in meeting (and for this

purpose the resolution may be contained in more than one document and will be treated as passed on the date of the last signature)

13. POWERS OF THE COMMITTEE

The Committee shall have the following powers in the administration of the Pre-school -

- 13 1 To elect by simple majority the Officers of the Committee being the Chair, Secretary and Treasurer of the Committee
- 13 2 To remove from office any Officer or other member of the Committee
- 13 3 To co-opt individuals up to a maximum of 3 to serve on the Committee
- 13 4 To invite any person or persons to attend Committee meetings in a non-voting capacity
- 13 5 To make by-laws consistent with these Articles and the Charities Acts and the Companies Acts to govern proceedings at General Meetings of the Pre-school.
- 13 7 To make rules consistent with these Articles to govern proceedings at Committee meetings
- 13 8 To exercise any powers of the Pre-school which are not reserved to a General Meeting of the Pre-school
- 13 9 To engage all staff at such remuneration as it thinks fit and enter into written contracts of employment with such staff on such terms as the Committee shall from time to time determine

14. OVERRIDING OBLIGATIONS OF THE COMMITTEE

- 14 1 The Committee shall (subject to Article 17 2) -

14 1 1 Abide by the Objects of the Pre-school,

14 1 2 Maintain up to date accounting records containing entries of all monies received and paid out and the matters in respect of which the receipt and payment takes place, in each case in such manner as may be required by the Charities Acts and/or Companies Acts or other applicable legislation or regulations

15. GENERAL MEETINGS OF THE PRE-SCHOOL

- 15 1 The Pre-school shall in each calendar year hold a general meeting which shall be referred to as the Annual General Meeting in addition to any other general

meetings in that year and shall specify the meeting as such in the notice calling it. The Annual General Meeting in each year shall be held at such time and place as the Committee shall decide. All general meetings other than the Annual General Meeting shall be General Meetings.

- 15.2 Each Annual General Meeting will be chaired by the Chair or in his/her absence another member of the Committee and shall -

15.2.1 Receive the accounts of the Pre-school for the previous financial year,

15.2.2 Receive an annual report from the Committee,

15.2.3 Elect the new members of the Committee;

15.2.4 Transact any other business properly put to the meeting,

15.2.5 Receive such other reports and documents as may be required by law from time to time.

- 15.3 The Committee may convene a General Meeting to discuss specific matters if it so resolves. If the Committee receives a request in writing from not fewer than 25 percent of the Members eligible to vote (and for the avoidance of doubt a Family Member shall count as one Member) it shall convene a General Meeting within 2 months of receiving such a request. Such request must clearly state the business to be considered at the General Meeting. The General Meeting subsequently called shall restrict its business to the matters contained in the written request or, if the meeting is convened by the Committee, those specific matters resolved by the Committee, as set out in the notice calling the General Meeting.

- 15.4 All Members shall be entitled to be notified of and attend any General Meeting of the Pre-school, but no minor failure or irregularity in giving such notice shall invalidate any decision taken at a General Meeting.

- 15.5 Not less than 21 clear days' notice shall be given of each Annual General Meeting and not less than 28 clear days' notice shall be given of every General Meeting.

- 15.6 The notice of any General Meeting shall include the date, time and place of the meeting and the nature of the business to be transacted.

- 15.7 No business shall be transacted at any General Meeting unless a quorum is present. 5 Members or 30% of the Members (whichever is the greater) present in person shall constitute a quorum at any Annual General Meeting or General Meeting.

- 15.8 If a quorum is not present within 1 hour of the time appointed for the General Meeting or if during a General Meeting such quorum ceases to be present the meeting shall stand adjourned until such time and place as the Committee shall determine.

- 15 9 A resolution put to the vote at a General Meeting shall be decided on a show of hands unless before or on the declaration of the result of the show of hands a poll is demanded. Subject to the provisions of the Companies Act a poll may be demanded by the Chair or 5 Members having the right to vote at the General Meeting or by a Member or Members representing not less than 1/10th of the total voting rights of all Members attending and having the right to vote at the General Meeting. For this purpose a demand by a person as a proxy for a member shall be the same as a demand by that Member.
- 15 10 Unless a poll is duly demanded a declaration by the Chair 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 on the minutes of the meeting shall be conclusive evidence of the fact without proof of the number or proportion of votes recorded in favour of or against the resolution.
- 15 11 A demand for a poll may, before the poll is taken, be withdrawn only with the consent of the Chair and a demand so withdrawn shall not be taken to have invalidated the results of a show of hands declared before the demand is made.
- 15 12 The poll should be taken as the Chair directs. The result of the poll shall be deemed to be a resolution of the meeting at which the poll is demanded.
- 15 13 On a show of hands every voting Member present in person or by proxy shall have one vote. On a poll every voting Member present in person or by proxy shall be entitled to the number of votes ascribed to their membership by these Articles.
- 15 14 An instrument appointing a proxy shall be in writing executed by or on behalf of the appointor and shall be in such form as the Committee shall determine from time to time. Each Member who wishes to appoint a proxy shall be afforded the opportunity of instructing the proxy how he/she should act. Unless otherwise instructed a proxy may vote as he/she thinks fit or abstain from voting. Members shall be entitled to appoint the Chair of the meeting as their proxy in which case they shall instruct the Chair how they wish the Chair to vote (or abstain) on each resolution to be put at the relevant General Meeting.
- 15 15 The instrument appointing a proxy shall be deposited at the registered offices of the Pre-school or such other place as is specified in the notice convening the General Meeting 48 hours before the time for holding the General Meeting at which the person named in the instrument proposes to vote and an instrument of proxy which is not deposited or delivered in accordance with this Article shall be invalid.
- 15.16 No employee of the Pre-school shall be allowed to speak at a General Meeting unless he or she is also a Member in which case he or she shall be allowed to speak in his or her capacity as a Member alone. An employee may however speak if required to do so by or on behalf of the Committee.

15 17 Proposals may be put to a General Meeting of the Pre-school by one or both of the following -

15 17 1 Any Member, and

15 17 2 The Committee,

15 18 All resolutions put to the vote at General Meetings shall be decided by an ordinary resolution (a simple majority of votes cast) except resolutions to amend the Memorandum and Articles, to dissolve the Pre-school or as may be required by the Companies Acts, which shall be decided by a special resolution (not less than 75% of votes cast)

15 19 No resolution to amend the Memorandum or Articles shall be effective unless approved by the Pre-school Learning Alliance in writing

16 MINUTES

16 1 The Committee shall cause minutes to be made by the Secretary in books kept for the purpose of -

16 1 1 All appointments of members of the Committee, and

16 1 2 Of all proceedings at meetings of the Pre-school and of the Committee

17. FINANCE AND ACCOUNTS

17 1 The Committee shall comply with the requirements of the Companies Acts and the Charities Acts as to the keeping of financial records, the auditing of accounts and the preparation and transmission to the Registrar of Companies and the Charity Commission of -

17 1 1 annual reports,

17 1 2 annual returns, and

17 1 3 annual statements of account

17 2 The accounting records shall, in particular, contain -

17 2 1 entries showing from day to day all monies received and expended and the matters in respect of which the receipts and expenditures took place, and

17 2 2 a record of the assets held and any monies owed by the Pre-school

17 3 At each meeting of the Committee the Treasurer shall present an up to date written statement of accounts to the Committee

17 4 All accounting records relating to the Pre-school shall be available for inspection by any member of the Committee at any reasonable time during normal office hours and may be available for inspection by Members at the discretion of the Committee

17 5 The Pre-school may open one or more bank accounts Where necessary funds shall be maintained in segregated accounts in accordance with guidelines determined by the Committee from time to time All such accounts shall be in the name of the Pre-school All cheques and orders for payment of money from such accounts shall require to be signed by two designated persons, one of whom shall normally be the Treasurer Duplicate bank statements shall be sent to the Chair

18. DISSOLUTION

18 1 If the Committee shall resolve that the Objects can no longer be filled by the Pre-school the Committee shall convene a General Meeting of the Pre-school to consider the winding up and dissolution of the Pre-school

18 2 If at the General Meeting a quorum is not present within 1 hour of the time appoint the meeting shall stand adjourned to the same day of the next following week at the same time and place If at the adjourned meeting a quorum is not present within 1 hour of the time appointed for the meeting the Members present shall constitute a quorum

18 3 If the General Meeting referred to in Article 18 1 shall resolve by a special resolution that the Pre-school shall be wound up or if the Pre-school is otherwise dissolved and after all of its debts and liabilities have been satisfied there remains any property or assets these shall not be paid or distributed amongst the Members of the Pre-school but shall be applied in one or more of the following ways -

18 3 1 Transferred to the Pre-school Learning Alliance or other body established for exclusively charitable purposes the same as or similar to or falling within the Objects and whose governing instrument prohibits the distribution of income and property to an extent at least as great as imposed on the Pre-school by Article 6 above, chosen by the Committee in accordance with the provisions contained in the Articles,

18 3 2 In such other manner consistent with the charitable status of the Pre-school as the Pre-school Learning Alliance and the Charity Commission shall approve in writing in advance

19. NOTICES

- 19 1 Any notice to be given to or by any person pursuant to these Articles shall be in writing except the notice calling a meeting of the Committee need not be in writing
- 19 2 The Pre-school may give any notice to a Member either (i) personally or (ii) by sending it by post in a pre-paid envelope addressed to the Member at the address for the Member shown in the register of Members maintained by the Pre-school or (iii) by electronic means to an email address supplied by the Member for the purpose of receiving any notices from the Pre-school
- 19 3 A Member present either in person or by proxy at any General Meeting of the Pre-school shall be deemed to have received notice of the meeting and where requisite of the purposes for which it was called
- 19 4 Proof that an envelope containing a notice was properly addressed, pre-paid and posted shall be conclusive evidence that the notice was given. A notice shall be deemed to be given at the expiration of 48 hours after the envelope containing it was posted
- 19 5 If notice is sent electronically then if properly addressed and sent it shall be deemed to have been received 24 hours after it was sent

20. THE SEAL

- 20 1 In accordance with section 48 of the Companies Act the Pre-school shall not have a Company Seal

21. INDEMNITY

- 21 1 Subject to the provisions of the Companies Acts and Charities Acts but without prejudice to any indemnity to which a member of the Committee may otherwise be entitled, every member of the Committee or other officer or auditor of the Pre-school shall be indemnified out of the assets of the Pre-school against any liability incurred by him/her in defending any proceedings, whether civil or criminal, in which judgement is given in his/her favour or in which he/she is acquitted or in connection with any application in which relief is granted to him/her by the court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of the Pre-school

NAME OF SUBSCRIBERS

Robyn Frances Greig

R. Greig

Jade Samantha Pritchard

J. Pritchard

Nina Capaccio

Nina Capaccio

Maria Jane Fry Parker

M. J. Parker

Sarah Nadine Evans

Sarah Evans

Nicola Joanna Bocci

N. Bocci

Caroline Patricia Molesworth

C. Molesworth

Charlotte Lucy Treasure-Jones

C. Jones

Duncan Charles Pryde

D. Pryde

Helen Estelle Brown

H. Brown