

**COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE
CAPITAL**

**MEMORANDUM OF ASSOCIATION
of
BRITISH CATTLE BREEDERS CLUB LIMITED**

1. The name of the Company (hereinafter called “the Association”) is “BRITISH CATTLE BREEDERS CLUB LIMITED”.
2. The registered office of the Association will be situate in England.
3. The objects for which the Association is established are:
 - a) To improve the breeding of livestock by promoting knowledge, by collecting, collating and distributing available information and data of practical and scientific interest, by promoting the exchange of all such information and data amongst breeders of cattle at home and overseas, and by doing all other things incidental or conducive to the attainment of the above-mentioned objects.
 - b) To further the above objects by continuing the issue of the publication called “*The Digest*” under its present form and according to the present system as to entries and advertisements therein, or otherwise, or with any alterations of form or system that may be or be deemed conducive to the above objects, and for that purpose to acquire the copyright and absolute property in the said publication, and the unsold stock thereof, and sundry documents relating thereto or connected therewith.
 - c) To further the same objects by acquiring and either continuing (with or without any kind of modification) or suspending the issue of any other publication dealing or bearing upon such subjects.
 - d) To receive subscriptions of annual and life members, and donations from honorary members and others, and payments for copies of the publications of the Association, and for the entries and advertisements in any such publications, and for any other services rendered by the Association.
 - e) To organise, arrange and hold conferences, lectures, demonstrations, shows and exhibitions at such times and places as may be thought fit.
 - f) To make and frame rules, regulations and bye-laws for the government of the Association, and to do all other things incidental or conducive to the attainment of the above objects or any of them.
 - g) Subject to the provisions of section 14 of the Companies Act 1948, to purchase, take on lease or in exchange, hire or otherwise acquire and real

or personal property and any rights or privileges which the Association may think necessary or convenient for the promotion of its objects, and to construct, maintain and alter any buildings or erections necessary or convenient for the work of the Association.

- h) To sell, let, mortgage, dispose of or turn to account all or any of the property or assets of the Association as may be thought expedient with a view to the promotion of its objects.
- i) To undertake and execute any trusts which may lawfully be undertaken by the Association and may be conducive to its objects.
- j) To borrow or raise money for the purposes of the Association on such terms and on such security as may be thought fit.
- k) To invest the moneys of the Association not immediately required for its purposes in or upon such investments, securities or property as may be thought fit, but so that moneys subject or representing property subject to the jurisdiction of the Charity Commissioners for England and Wales shall only be invested in such securities and with such sanction (if any) as may for the time being be prescribed by law.
- l) To establish and support or aid in the establishment and support of any charitable or benevolent associations or institutions and to subscribe or guarantee money for charitable or benevolent purposes in any way connected with the purposes of the Association or calculated to further its objects.
- m) To do all such other things as are incidental or conducive to the attainment of the above objects or any of them.

Provided that the Association shall not support with its funds any object, or endeavour to impose on or procure to be observed by its members or others any regulation, restriction or condition which if an object of the Association would make it a Trade Union.

Provided also that in case the Association shall take or hold any property subject to the jurisdiction of the Charity Commissioners for England and Wales or Ministry of Education, the Association shall not sell, mortgage, charge or lease the same without such authority, approval or consent as may be required by law, and as regards any such property the Managers or Trustees of the Association shall be chargeable for any such property that may come into their hands and shall be answerable and accountable for their own acts, receipts, neglects and defaults, and for the due administration of such property in the same manner and to the same extent as they would as such Managers or Trustees have been if no incorporation had been effected, and the incorporation of the Association shall not diminish or impair any control or authority exercisable by the Chancery Division, the Charity Commissioners or the Ministry of Education over such Managers or Trustees but they shall as regards any such property be subject jointly and separately to such control or authority as if the Association were not incorporated. In case the

Association shall take or hold any property which may be subject to any trusts, the Association shall only deal with the same in such manner as allowed by law, having regard to such trusts.

4. The income and property of the Association, whencesoever derived, shall be applied solely towards the promotion of the objects of the Association as set forth in this Memorandum of Association, and no portion thereof shall be paid or transferred directly or indirectly, by way of dividend, bonus or otherwise howsoever by way of profit, to the members of the Association.

Provided that nothing herein shall prevent the payment, in good faith, of reasonable and proper remuneration to any officer or servant of the Association, or to any member of the Association, in return for any services actually rendered to the Association, nor prevent the payment of interest at a rate not exceeding 5 per cent per annum on money lent or reasonable and proper rent for premises demised or let by any member to the Association; but so that no member of the Council of Management or Governing Body of the Association shall be appointed to any salaried office of the Association or any office of the Association paid by fees, and that no remuneration or other benefit in money or money's worth shall be given by the Association to any member of such Council or Governing Body, except repayment of out-of-pocket expenses and interest at the rate aforesaid on money lent or reasonable and proper rent for premises demised or let to the Association; provided that the provision last aforesaid shall not apply to any payment to any railway, gas, electric lighting, water, cable, or telephone company of which a member of the Council of Management or Governing Body may be a member, or any other company in which such member shall not hold more than one hundredth part of the capital, and such member shall not be bound to account for any share of profits he may receive in respect of any such payment.

5. The liability of members is limited.
6. Every member of the Association undertakes to contribute to the assets of the Association, in the event of the same being wound up while he is a member, or within one year after he ceases to be a member, for payment of the debts and liabilities of the Association contracted before he ceases to be a member, and of the costs, charges and expenses of winding up, and for the adjustment of the rights of the contributories among themselves, such amount as may be required not exceeding £1.
7. If upon the winding up or dissolution of the Association there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Association, but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Association, and which shall prohibit the distribution of its or

their income and property among its or their members to an extent at least as great as is imposed on the Association under or by virtue of clause 4 hereof, such institution or institutions to be determined by the members of the Association at or before the time of dissolution, and if and so far as effect cannot be given to such provision, then to some charitable object.

8. True accounts shall be kept of the sums of money received and expended by the Association, and the matters in respect of which such receipts and expenditure take place, and of the property, credits and liabilities of the Association; and, subject to any reasonable restrictions as to the time and manner of inspecting the same that may be imposed in accordance with the regulations of the Association for the time being, such accounts shall be open to the inspection of the members. Once at least in every year the accounts of the Association shall be examined and the correctness of the income and expenditure account and balance sheet ascertained by one or more properly qualified Accountant or Accountants.

We, the several persons whose names and addresses are subscribed, are desirous of being formed into a Company in pursuance of this Memorandum of Association.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS

ROGER HAROLD HOWARD (Farmer), 23 Ditton Court Road, Westcliff-on-Sea.

BERNARD HAROLD THEOBALD (Farmer), Westbury Farm, Purley, Reading.

PATRICK HENRY SPARROW (Farmer), Stansgate Abbey, Southminster.

DOROTHY MAITLAND WAINWRIGHT (Farmer), Kentwyns, Nutfield, Surrey.

CHARLES RICHARD NEVILLE BISHOP (Farmer & Co. Director, Wolverhampton Motor Services Ltd.), Shipton Hall, Much Wenlock, Salop.

ALBERT EDWARD RUMENS (Pedigree Livestock Consultant), Cleveley Manor, Enstone, Oxon.

JOHN SAMUEL WOOLLAN (Agricultural Chemist), Pyms, Beeston, Nottinghamshire.

Dated this 2nd day of May 1949.

Witness to the above Signatures-

PETER REDFERN (Farm Manager), Berwicks Farm, Hatfield Peverel, Essex.

**COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE
CAPITAL**

**ARTICLES OF ASSOCIATION
of
BRITISH CATTLE BREEDERS CLUB LIMITED**

GENERAL

1. In these presents the words standing in the first column of the Table next hereinafter contained shall bear the meaning set opposite to them respectively in the second column thereof, if not in consistent with the subject or context:

WORDS	MEANINGS
The Act	The Companies Act 1948
These presents	These Articles of Association, and the regulations of the Association from time to time in force.
The Association	The above named Association.
The Committee	The Council of Management for the time being of the Association.
The Office	The registered office of the Association.
The Seal	The common seal of the Association.
Month	Calendar month.
In writing	Written, printed or lithographed, or partly one and partly another, and other modes of representing or reproducing words in a visible form.
Member.....	A member of the Company
Director.....	A member of the Committee

And words importing the singular number only shall in clued the plural number and vice versa.

Words importing the masculine gender only shall include the feminine gender; and words importing persons shall include corporations.

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

2. The number of Members with which the Association proposes to be registered is 250, but the Committee may from time to time register an increase of Members.
3. The provisions of section 110 of the Act shall be observed by the Association, and every Member of the Association shall either sign a written consent to become a Member or sign the register of Members on becoming a Member.
4. The Association is established for the purposes expressed in the Memorandum of Association.
5. The subscribers to the Memorandum of Association and such other persons as the Committee shall admit to membership in accordance with the provisions hereinafter contained shall be Members of the Association.
6. Members of the Association shall be:
 - a) Annual Members, or
 - b) Life Members, or
 - c) Honorary Members.
7. The subscription of an Annual Member shall be £5 5s per annum (except for dairy instructors and students, and such other persons as the Committee may from time to time decide, whose subscription shall be ten shillings and sixpence per annum), or such other sum as shall be determined upon at a General Meeting of the Association. The subscription of a Life Member shall be £50. Honorary Membership shall not be required to pay any subscription.
8. Any Member may at any time on giving not less than three months' notice in writing to the Secretary of the Association of his desire in that behalf resign his membership of the Association : Provided always (A) that no such notice shall be of any force or effect if at the date when it is served upon the Secretary notices have already been sent out convening a Special Meeting of the Committee for the purpose of considering a resolution for the removal from membership of the Association of the member so desiring to resign pursuant to Article 10 hereof, unless at such meeting the resolution for his removal is rejected, and (B) that if such notice shall be served upon the Secretary less than three months before the end of the financial year of the Association current at the date of such service the member so desiring to resign shall, if an Annual Member, be liable to pay to the Association the annual subscription for the next succeeding financial year.
9. The rights and privileges of Members shall be personal to themselves and shall not be transferable or transmissible, either by their own acts or by operation of law, and shall as regards each member cease forthwith upon his death, resignation or removal from the Association.

10. Any Member who or whose servants or agents shall fail in the observance of any of these presents or of any of the bye-laws, rules, regulations or conditions of the Association so far as the same are to be observed by him or them respectively, or shall be guilty of conduct which in the opinion of the Committee is detrimental to the Association, may be removed from the Association by a resolution passed by a majority of not less than two-thirds of such Directors as vote at a meeting of the Committee of which not less than twenty-one days' previous notice specifying the intention to propose such resolution shall have been sent to the offending Member, who shall be entitled to be heard in his defence.

GENERAL MEETINGS

11. The Association shall hold a General Meeting in every calendar year as its Annual General Meeting at such time and place as may be determined by the Committee, and shall specify the meeting as such in the notices calling it, provided that every General Meeting except the first shall be held not more than fifteen months after the holding of the last preceding meeting, and that so long as the Association holds its first Annual General Meeting within eighteen months after its incorporation it need not hold it in the year of its incorporation or in the following year.
12. All General Meetings, other than Annual General Meetings, shall be called Extraordinary Meetings.
13. The Committee may whenever they think fit convene an Extraordinary Meeting, and Extraordinary Meetings shall also be convened on such requisition, or in default may be convened by such requisitions as provided by section 132 of the Act.
14. Subject to the provisions of the Act relating to Special Resolutions, twenty-one days' notice at the least of every other General Meeting (exclusive in every case both of the day on which it is served or deemed to be served and of the day for which it is given), specifying the place, the day and the hour of meeting, and in the case of special business the general nature of that business, shall be given in manner hereinafter mentioned to such persons as are under these presents or under the Act entitled to receive such notices from the Association; but with the consent of all the Members entitled to receive notices thereof, or of such proportion thereof as is prescribed by the Act in the case of meetings other than Annual General Meetings, a meeting may be convened by such notice as those Members may think fit.
15. The accidental omission to give notice of a meeting to, or the non-receipt of such notice by, any person entitled to receive notice thereof shall not invalidate any resolution passed, or proceeding had, at any meeting.

PROCEEDINGS AT GENERAL MEETINGS

16. All business shall be deemed special that is transacted at an Extraordinary Meeting, and all that is transacted at an Annual General Meeting shall also be deemed special, with the exception of the consideration of the income and expenditure account and balance sheet, and the reports of the Committee and of the Accountants, the election of members of the Committee in the place of those retiring by rotation, and the fixing of the remuneration of the Accountants.
17. No business shall be transacted at any General Meeting unless a quorum is present when the meeting proceeds to business. Save as herein otherwise provided twelve members personally present shall be a quorum.
18. If within half an hour from the time appointed for the holding of a General Meeting a quorum is not present, the meeting, if convened on the requisition of members, shall be dissolved. In any other case it shall stand adjourned to the same day in the next week, at the same time and place, or at such other place as the Chairman shall appoint, and if at such adjourned meeting a quorum is not present within half an hour from the time appointed for holding the meeting the Members present shall be a quorum.
19. The Chairman of the Committee shall preside as Chairman at every General Meeting, but if there be no such Chairman, or if at any meeting he shall not be present within fifteen minutes after the time appointed for holding the same, or shall be unwilling to preside, the Members present shall choose a Director, or if no such Director be present, or if all Directors present decline to take the chair, they shall choose some Member of the Association who shall be present to preside.
20. The Chairman may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting), adjourn a meeting from time to time, and from place to place, but no business shall be transacted at any adjourned meeting other than business which might have been transacted at the meeting from which the adjournment took place. Whenever a meeting is adjourned for ten days or more, notice of the adjourned meeting shall be given in the same manner as of an original meeting. Save as aforesaid, the Members shall not be entitled to any notice of an adjournment, or of the business to be transacted at an adjourned meeting.
21. At all General Meetings a resolution put to the vote of the meeting shall be decided on a show of hands by a majority of the Members present in person and entitled to vote, unless before or upon the declaration of the result of the show of hands a poll be demanded in writing by the Chairman or by at least three Members present and entitled to vote, and unless a poll be so demanded a declaration by the Chairman of the meeting that the resolution has been carried, or

has been carried unanimously or by a particular majority, or lost, or not carried by a particular majority, shall be conclusive, and an entry to that effect in the minute book of the Association shall be conclusive evidence thereof, without proof of the number or proportion of the votes recorded in favour of or against that resolution.

22. Subject to the provision of Article 23, if a poll be demanded in manner aforesaid, it shall be taken at such time and place, and in such manner, as the Chairman of the meeting shall direct, and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.
23. No poll shall be demanded on the election of a Chairman of a meeting, or on any question of adjournment.
24. In case of equality of votes, whether on a show of hands or on a poll, the Chairman of the meeting shall be entitled to a second or casting vote.
25. The demand of a poll shall not prevent the continuance of a meeting for the transaction of any business other than the question on which a poll has been demanded.

VOTES OF MEMBERS

26. Subject as hereinafter provided, every Member shall have one vote.
27. Save as herein expressly provided, no person other than a Member duly registered, and who shall have paid every subscription and other sum (if any) which shall be due and payable to the Association in respect of his membership, shall be entitled to be present or to vote on any question at any General Meeting.
28. A corporation may vote by its duly authorised representative as provided by section 139 of the Act.

OFFICERS

- 29.1 The Chairman and Vice-Chairman of the Association together with such other officers as the Committee may determine shall be elected annually at the first meeting of the Committee held after each Annual General Meeting. They shall be eligible for re-election.
- 29.2 A President of the Association may be nominated by the Committee to the Annual General Meeting of the Association and if elected to office by a majority of members attending and voting shall hold office for three years after which he or she shall be eligible for re-election for one further term of three years only. The office of President shall be honorary

30. a) Until the first General Meeting the Directors shall be the subscribers to the Memorandum of Association.
 - b) After the first General Meeting the Committee shall consist of the officers for the time being of the Association (other than the Secretary) together with sixteen Members of the Association elected at the meeting. The Committee so formed may co-opt Members of the Association to be additional Directors and Members so so-opted shall retire from office at the Annual General Meeting ensuing next after their co-option but may be again co-opted.
31. The Committee may from time to time and at any time appoint any Member as a Director to fill a casual vacancy. Any Director so appointed shall retain his office only until the next Annual General meeting, but he shall then be eligible for re-election.
 32. No person who is not a Member of the Association shall in any circumstances be eligible to hold office as a Director.
 33. Notwithstanding anything in these presents contained the Committee may, if it should see fit, take such steps as may be necessary to ensure that not less than 60 per cent of the elected Directors shall be cattle breeders, active or retired.

POWERS OF THE COMMITTEE

34. The business of the Association shall be managed by the Committee who may pay all such expenses of, and preliminary and incidental to, the promotion, formation, establishment and registration of the Association as they think fit, and may exercise all such powers of the Association, and do on behalf of the Association all such acts as may be exercised and done by the Association, and as are not by statute or by these presents required to be exercised or done by the Association in General Meeting, subject nevertheless to any regulations of these presents, to the provisions of the Statutes for the time being in force and affecting the Association, and to such regulations, being not inconsistent with the aforesaid regulations or provisions, as may be prescribed by the Association in General Meeting, but no regulation made by the Association in General Meeting shall invalidate any prior act of the Committee which would have been valid if such regulation had not been made.
35. Without prejudice to the generality of the last preceding Article hereof, it is expressly declared that the Committee may exercise the following powers, that is to say:
 - a) They may from time to time make, frame, alter, rescind and amend such byelaws, rules, regulations and conditions of the Association (not being inconsistent with these presents or involving such an alteration of or addition to these Articles as could only lawfully be made by Special Resolution) as they may in their absolute discretion

think fit, and in particular (but without prejudice to the generality of the foregoing) they may make, frame, alter, rescind and amend byelaws and regulations governing and relating to the admission of members, the rights, privileges and advantages to be enjoyed by Members (and so that a difference may be made between the rights, privileges and advantages enjoyed by Annual Members paying subscriptions at different rates), the period and duration of the financial year of the Association, the date on which the subscriptions of Annual Members become due, the constitution, functions and powers of any sub-committee of the Committee, the holding of meetings of the Committee and of any sub-committees thereof, and any other matter or thing relating to the Association and its affairs which the Committee may think fit.

- b) They may admit persons as Annual Members of the Association during the last two months of the current financial year or the Association on the footing that only one subscription shall be payable by such persons in respect of the balance of such financial year and the whole of the financial year of the Association next following.

- 36. The Directors for the time being of the Committee may act notwithstanding any vacancy in their body.

SECRETARY

- 37. The first Secretary of the Association shall be Major Robert Hickman Holmes, of Meadow Cottage, Mason's Bridge Road, Salfords, Surrey. The Committee may from time to time by resolution appoint an assistant or deputy Secretary, and any person so appointed may act in place of the Secretary if there be no Secretary or no Secretary capable of acting.

THE SEAL

- 38. The Seal of the Association shall not be affixed to any instrument except by the authority of a resolution of the Committee, and in the presence of at least one Director and of the Secretary, and the said Director and Secretary shall sign every instrument to which the seal shall be so affixed in their presence, and in favour of any purchaser or person bona fide dealing with the Association such signatures shall be conclusive evidence of the fact that the seal has been properly affixed.

DISQUALIFICATION OF DIRECTORS

- 39. The office of Director shall be vacated:
 - a) If a receiving order is made against him or he makes any arrangement or composition with his creditors.
 - b) If he becomes of unsound mind.
 - c) If he ceases to be a member of the Association.

- d) If by notice in writing to the Association he resigns his office.
- e) If he ceases to hold office by reason of any order made under section 188 of the Act.

ROTATION OF THE DIRECTORS

- 40. At the Annual General Meeting to be held in the year 1950 and in every subsequent year, four of the elected Directors for the time being shall retire from office.
- 41. A retiring Director shall retain his office until the dissolution or adjournment of the meeting at which his successor is elected or until it is determined not to fill his place.
- 42. The elected Directors to retire shall be those who have been longest in office since their last election or appointment. As between Directors of equal seniority, the Directors to retire shall in the absence of agreement be selected from among them by lot. The length of time a Director has been in office shall be computed from his last election or appointment. A retiring Director shall be eligible for re-election. Provided that a Member who has served on the Committee for eight consecutive years shall not be eligible for re-election until after the lapse of one year.
- 43. The Association shall, at the meeting at which any Directors retire in manner aforesaid, fill up the vacated office of each Director by electing a person thereto.
- 44. If at any meeting at which an election of Directors ought to take place, the places of the retiring members, or some of them, are not filled up, the retiring members or such of them as have not had their places filled up and are willing to act, shall be deemed to have been re-elected, unless it shall be determined at such meeting to reduce the number of Directors.
- 45. The Association may from time to time in General Meeting increase or reduce the number of Directors and determine in what rotation such increased or reduced number shall go out of office, and may make the appointments necessary for effecting any such increase.
- 46. Without prejudice to any statutory provision for the time being in force relating to the removal of Directors by Ordinary Resolution, the Association may by Extraordinary Resolution remove any Director before the expiration of his period of office, and may by an Ordinary Resolution appoint another qualified Member in his stead; but any person so appointed shall retain his office so long only as the Member in whose place he is appointed would have held the same if he had not been removed.

PROCEEDINGS OF THE COMMITTEE

47. The Committee may meet together for the dispatch of business, adjourn and otherwise regulate their meetings as they think fit, and determine the quorum necessary for the transaction of business. Unless otherwise determined, three shall be a quorum. Questions arising at any meeting shall be decided by a majority of votes. In case of an equality of votes the Chairman shall have a second or casting vote.
48. The Chairman may, and on request of the Chairman or three Directors, the Secretary shall, at any time, summon a meeting of the Committee by notice served upon the Directors of the Committee. A Director who is absent from the United Kingdom shall not be entitled to notice of a meeting.
49. The Chairman shall preside at all meetings of the Committee at which he shall be present, but if at any meeting the Chairman be not present within five minutes after the time appointed for holding the meeting the Vice-Chairman shall preside. Failing him the Directors present shall choose one of their number to be the Chairman of the meeting.
50. A meeting of the Committee at which a quorum is present shall be competent to exercise all the authorities, powers and discretions by or under the regulations of the Association for the time being vested in the Committee generally.
51. (A) The Committee may delegate any of their powers to sub-committees consisting of such Director or Directors as they think fit; (B) Any sub-committee so formed shall, in the execution of the powers so delegated, conform to any regulations imposed on it by the Committee. The meetings and proceedings of any such sub-committee shall be governed by the provisions of these presents for regulating the meetings and proceedings of the Committee so far as applicable and so far as the same shall not be superseded by any regulations made by the Committee as aforesaid; (C) The Chairman and Vice-Chairman for the time being of the Association shall be ex-officio members of every such sub-committee.
52. All acts bona fide done by any meeting of the Committee or of any sub-committee of the Committee, or by any person acting as a member of the Committee, shall, notwithstanding it be afterwards discovered that there was some defect in the appointment of any such Member or person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a Director.
53. The Committee shall cause proper minutes to be made of all appointments of officers made by the Committee and of the proceedings of all meetings of the Association and of the Committee and of sub-committees of the Committee, and all business transacted at such meetings, and any such minutes of any meeting, if

purporting to be signed by the Chairman of such meeting, or by the Chairman of the next succeeding meeting, shall be sufficient evidence without any further proof of the facts therein stated.

54. A resolution in writing signed by all the members for the time being of the Committee or of any sub-committee of the Committee shall be as valid and effectual as if it had been passed at a meeting of the Committee or of such sub-committee duly convened and constituted.

ACCOUNTS

55. The Committee shall cause proper books of account to be kept with respect to:
- a) All sums of money received and expended by the Association and the matters in respect of which such receipts and expenditure take place;
 - b) All sales and purchases of goods by the Association; and
 - c) The assets and liabilities of the Association.

Proper books shall not be deemed to be kept if there are not kept such books of account as are necessary to give a true and fair view of the state of the affairs of the Association and to explain its transactions.

56. The books of account shall be kept at the office, or, subject to section 147 (3) of the Act, at such other place or places as the Committee shall think fit, and shall always be open to the inspection of the members of the Committee.
57. The Association in General Meeting may from time to time make reasonable conditions and regulations as to the time and manner of the inspection by the members of the accounts and books of the Association, or any of them, and subject to such conditions and regulations the accounts and books of the Association shall be open to the inspection of members at all reasonable times during business hours.
58. At the Annual General Meeting in every year the Committee shall lay before the Association a proper income and expenditure account for the period since the last preceding account (or in the case of the first account since the incorporation of the Association) made up to a date not more than four months before such meeting, together with a proper balance sheet made up as at the same date. Every such balance sheet shall be accompanied by proper reports of the Committee and the Accountants, and copies of such account, balance sheet and reports (all of which shall be framed in accordance with any statutory requirements for the time being in force) and of any other documents required by law to be annexed or attached thereto or to accompany the same shall not less than twenty-one clear days before the date of the meeting be sent to all persons entitled to receive notices of General Meetings in the manner in which notices are hereinafter directed to be served. The Accountants' report shall be read before the meeting as required by the Act.

ACCOUNTS

59. Once at least in every year the accounts of the Association shall be examined and the correctness of the income and expenditure account and balance sheet ascertained by one or more properly qualified Accountant or Accountants.
60. Accountants shall be appointed and their duties regulated in accordance with sections 159 to 162 of the Act, the members of the Committee being treated as the Directors mentioned in those sections.

NOTICES

61. A notice may be served by the Association upon any member, either personally or by sending it through the post in a prepaid letter, addressed to such member at his registered address as appearing in the register of members.
62. Any member described in the register of members by an address not within the United Kingdom, who shall from time to time give the Association an address within the United Kingdom at which notices may be served upon him, shall be entitled to have notices served upon him at such address, but, save as aforesaid, only members described in the register of members by an address within the United Kingdom shall be entitled to receive notices from the Association.
63. Any notice, if served by post, shall be deemed to have been served on the day following that on which the letter containing the same is put into the post, and in proving such service it shall be sufficient to prove that the letter containing the notice was properly addressed and put into the post office as a prepaid letter.

DISSOLUTION

64. Clause 7 of the Memorandum of Association of the Association relating to the winding up and dissolution of the Association shall have effect as if the provisions thereof were repeated in these Articles.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS

ROGER HAROLD HOWARD (Farmer), 23 Ditton Court Road, Westcliff-on-Sea.

BERNARD HAROLD THEOBALD (Farmer), Westbury Farm, Purley, Reading.

PATRICK HENRY SPARROW (Farmer), Stansgate Abbey, Southminster.

DOROTHY MAITLAND WAINWRIGHT (Farmer), Kentwyns, Nutfield, Surrey.

CHARLES RICHARD NEVILLE BISHOP (Farmer & Co. Director, Wolverhampton Motor Services Ltd.), Shipton Hall, Much Wenlock, Salop.

ALBERT EDWARD RUMENS (Pedigree Livestock Consultant), Cleveley Manor, Enstone, Oxon.

JOHN SAMUEL WOOLLAN (Agricultural Chemist), Pyms, Beeston, Nottinghamshire.

Dated this 2nd day of May 1949.

Witness to the above Signatures-
PETER REDFERN (Farm Manager),
Berwicks Farm,
Hatfield Peverel,
Essex.

Amended 21/09/2006