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The Companies Acts 1862 to 1900
The Companies Acts 1948 to 1976

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a true copy.
Kinship

THE SPIRITUALISTS' NATIONAL
UNION

Limited by guarantee and not having a
capital divided into Shares

MEMORANDUM of ASSOCIATION

As amended by Special Resolution on the 7th September
1980

1. The name of the Company (hereinafter referred to as "the Union") is "THE SPIRITUALISTS' NATIONAL UNION"
2. The Registered Office of the Union will be situate in England
3. The objects for which the Union is established are:-
 - (a) To succeed to and take over the property rights and obligations of the existing "Spiritualists' National Federation"
 - (b) To promote the advancement and diffusion (particularly in the United Kingdom) of a knowledge of the religion and religious philosophy of Spiritualism. Such religion and philosophy is generally understood to recognise and for the purposes of this Memorandum shall be considered as recognising, the following principles:-
 - (1) The fatherhood of God
 - (2) The brotherhood of man
 - (3) The Communion of Spirits and the Ministry of Angels
 - (4) The continuous existence of the human soul
 - (5) Personal responsibility
 - (6) Compensation and retribution hereafter for all the good and evil deeds done on earth; and
 - (7) Eternal progress open to every human soul; and in this Memorandum the words "Spiritualism" and "Spiritualist" shall be construed accordingly
- (c) To unite in federal or other union Spiritualist Societies and Churches located in and belonging to the United Kingdom or any part of the British Commonwealth of Nations or the Republic of Ireland or in such other countries as may be thought desirable
- (d) To provide the machinery (by the appointment of executive officers or by such other means as may be found

- necessary or desirable) for the summoning and effectual holding and dispersion of an Annual National Conference and any other periodical National Conference to be held from time to time in various centres of population of (1) the representatives of and delegates from the Societies and Churches mentioned in the last section and (2) of Spiritualists generally resident in the United Kingdom or any part of the British Commonwealth of Nations or the Republic of Ireland or in such other countries as may be thought desirable
- (e) To provide similarly for provincial or district Councils and periodical Conferences representing local Societies Churches and individuals in Counties groups of Counties sections of Counties or other large districts
 - (f) To provide suitable offices for carrying on the objects of the Union
 - (g) To form and maintain libraries and reading rooms in connection with the literature of Spiritualism for the use of subscribers to the Union and others
 - (h) To act with or without remuneration as Trustee for Spiritualist Societies and Churches and other Institutions or bodies of persons established for the advancement of Spiritualism or other charitable objects and for such purpose so far as the law may from time to time allow to take conveyances assignments surrenders or leases of any interest in land or purely personal property and to hold and manage the same on such trusts as shall be determined upon by the members or subscribers of such Societies Churches Institutions or bodies of persons respectively with the approval of the Union and to convey assign or surrender and generally to deal with the same in accordance with the usual practice as to trusts and trust properties To appoint or join in appointing trustees to act instead of the Union in the like capacity with the like powers and for the same purposes as last before mentioned
 - (i) To appoint or recommend for appointment by any Society Church or Institution for the time being existing for the purpose any persons as Pastors or Ministers or as specially qualified lecturers or exponents or teachers on or of Spiritualism and for that purpose to make bye-laws or regulations as to the qualifications and examination of candidates for the position of pastor or minister or of lecturer or exponent as aforesaid

- (j) To arrange for lectures to be delivered either gratuitously or for remuneration upon Spiritualism and religious or philosophical subjects connected therewith either at such Conferences or Councils or on other occasions as may be determined upon
- (k) To purchase books pamphlets and other documents and publications dealing with all or any of the subjects aforesaid or containing any information relating thereto
- (l) To employ persons to make investigations and obtain and communicate information in connection with all or any of the matters aforesaid and to remunerate such persons for their services as may be thought proper
- (m) To print publish and distribute literature dealing with the aforesaid subjects suitable for general and special purposes and to afford information to Societies and Churches represented in the Union upon such matters as they may require from time to time to be informed upon and to aid students and enquirers in their researches and all the above either gratuitously or for remuneration
- (n) To promote mission work to assist in the formation of new Societies and Churches of Spiritualists in new districts or in the revival of lapsed Societies or Churches of Spiritualists and on the direct request of such Societies or Churches to render such financial and other aid as the circumstances call for and the means of the Union permit
- (o) To strengthen the fraternal relations between Spiritualists and facilitate co-operation in everything tending to the advancement of Spiritualism To maintain correspondence with Societies of Spiritualists and other Spiritualist communities throughout the world and to obtain information relating to the progress of Spiritualism at home and abroad and particularly to compile and preserve a roll or register of pastors ministers exponents speakers teachers societies and churches
- (p) To found or assist in founding or endowing or financially helping any colleges or other Educational establishments schools or institutions for the purpose of training the young in the principles of the religious philosophy of Spiritualism; or for the study of the religion of Spiritualism and of comparative religion and of kindred philosophies and religious beliefs; or for the educating or qualifying of pastors or ministers or of exponents lecturers or teachers of Spiritualism; and to regulate such colleges or institutions

- (q) To assist in procuring perfect religious equality and in promoting spiritual growth and moral reforms and in the doing of all and any such things as may assist in spreading abroad information regarding Spiritualism
- (r) To raise or receive funds for the furtherance of the above named objects by (1) affiliation fees from Societies and Churches in addition to subscriptions from members (2) subscriptions from other persons (3) donations for special or general purposes and (4) legacies or bequests and by such other methods as may be determined upon and to apply the said funds to all or any of the objects of the Union
- (s) To purchase take on lease hire or otherwise acquire and also let lease or dispose of any premises or other property for the purposes of the Union and to erect if necessary any buildings for such purposes To appoint Trustees to hold lands of any tenure for the purposes of the Union
- (t) To make grants in aid of investigations respecting all or any of the matters aforesaid by persons or institutions independent of the Union
- (u) To borrow any moneys required for the purposes of the Union upon such securities as may be determined
- (v) To invest the moneys of the Union not immediately required for its purposes in or upon such investments, securities or property as may be thought fit, subject nevertheless to such conditions (if any) and such consents (if any) as may for the time being be imposed or required by law and subject also as hereinafter provided
- (w) To amalgamate and co-operate with any other Society institution company or other body of persons whether at home or overseas having objects tending to the advancement of Spiritualism
- (x) To sell convey assign or otherwise assure and to improve manage develop mortgage or otherwise deal with all or any part of the property of the Union
- (y) To enter into arrangements with Insurance or other Companies or firms for insurances and guarantees in the course of actually carrying out the primary purpose of the Union
- (z) To appeal for and receive donations and subscriptions for the poor the sick and suffering and for the establishment of homes for the needy and the aged and to administer the same in accordance with the wishes of those who contribute for general

or specified purposes

(aa) To do all such other lawful things as are for the advancement of Spiritualism

Provided that the Union shall not impose on its members any regulations which could not legally be objects of a company registered under the Companies Acts

Provided also that the primary object of the Union shall be and is hereby declared to be the object specified in paragraph (b) of this Clause and the powers conferred by the succeeding paragraphs of this Clause shall be ancillary to the said object and shall be exercised only in furtherance of the said object

Provided also that:-

(i) In case the Union shall take or hold any property which may be subject to any trusts the Union shall only deal with or invest the same in such manner as allowed by law having regard to such trusts

(ii) The objects of the Union shall not extend to the regulation of relations between workers and employers

(iii) In case the Union shall take or hold any property subject to the jurisdiction of the Charity Commissioners for England and Wales the Union 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 National Executive Committee of the Union 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 as they would have been as Council of Management or Governing body of the Union if no incorporation of the Union had been effected and the incorporation of the Union shall not diminish or impair any control or authority exercisable by the Chancery Division or the Charity Commissioners over the National Executive Committee but they shall as regards any such property be subject jointly and separately to such control or authority as if the Union were not incorporated

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

the National Executive Committee shall be appointed to any office of the Union paid by salary or fees or receive remuneration or other benefit in money or money's worth from the Union

Provided that nothing herein shall prevent any payment in good faith by the Union

(i) of reasonable and proper remuneration to any member officer or servant of the Union not being a member of the National Executive Committee or the Council or any other Governing body for any services rendered to the Union;

(ii) of interest on money (lent by any member of the Union or of the National Executive Committee or the Council or any other Governing body) at a rate per annum not exceeding 2 per cent less than the minimum lending rate prescribed for the time being by the Bank of England or 3 per cent whichever is the greater;

(iii) of reasonable and proper rent for premises demised or let by any member of the Union or the National Executive Committee or the Council or any other Governing body

(iv) of fees remuneration or other benefit in money or money's worth to a company of which a member of the National Executive Committee the Council or any Governing body may be a member holding not more than 1/100th part of the capital of that company

(v) to any member of the National Executive Committee the Council or any other Governing body of out of pocket expenses

5. The liability of the members is limited

6. Every member of the Union undertakes to contribute to the assets of the Union in the event of the same being wound up during the time that he is a member or within one year afterwards for payment of the debts and liabilities of the Union contracted before the time at which he ceases to be a member and of the costs charges and expenses of winding up the same and for adjustment of the rights of the contributories amongst themselves such amount as may be required not exceeding 50 pence

7. If upon the winding up or dissolution of the Union 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 Union but shall be given or transferred to some other charitable institution or institutions having objects similar to

the objects of the Union and which shall prohibit the distribution of its or their income and property to an extent at least as great as is imposed on the Union under or by virtue of clause 4 of this Memorandum of Association such institution or institutions to be determined by the members of the Union at or before the time of dissolution and if and so far as effect cannot be given to such provision then to some other charitable object

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	WITNESSES
1. JOHN VENABLES Hydesville Foden Road Walsall Manufacturer	John James Bennet Hydesville Foden Road Walsall Manufacturer's Clerk
2. JAMES JOHNSON MORSE 26 Osnaburgh Street Euston Road London Journalist	Florence Morse Spinster 26 Osnaburgh Street Euston Road London
3. WILLIAM JOHNSON 148 Mottram Road Hyde Cheshire Letterpress Printer	Charles Robert Richardson 148 Mottram Road Hyde Letterpress Printer
4. WILLIAM GREENWOOD Ashleigh Fairfield Hebden Bridge Mill Manager	Jessy Mabel Greenwood Spinster Ashleigh Fairfield Hebden Bridge
5. JAMES PARKER 647 Little Horton Lane Bradford Yorks Plumber and Painter	Joseph Collins 22 Hampden Street Little Horton Bradford Tailor
6. HANSON GLEDHILL HEY 68 Crown Street Halifax Tobacconist	John J. Parr 227 Stanley Road Liverpool Tobacconist
7. WILLIAM HARRISON 42 Hillary Street Burnley Warehouseman	John J. Parr 227 Stanley Road Liverpool Tobacconist

DATED this 18th day of October 1901

ARTICLES OF ASSOCIATION

OF

THE SPIRITUALISTS' NATIONAL UNION

A Company not for profit and Limited By Guarantee

"(Adopted by Special Resolution on 7th September 1980)"

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The Companies Acts 1948 to 1976

ARTICLES of ASSOCIATION

OF

THE SPIRITUALISTS' NATIONAL UNION

A Company Limited by Guarantee and not having a Share Capital

PRELIMINARY

1. (1) In these Articles except where the context otherwise requires the following words and expressions have the meanings hereby respectively assigned to them:

- | | |
|-----------------------------------|--|
| (a) The Union | The above-named Company |
| (b) The Memorandum of Association | The Memorandum of Association of the Union as for the time being in force |
| (c) These Articles | These Articles of Association as for the time being in force |
| (d) Spiritualism | As shown in Clause 3(b) of the |
| Spiritualist | Memorandum of Association |
| (e) The Seven Principles | The seven principles of Spiritualism mentioned in Clause 3(b) of the Memorandum of Association |
| (f) Church | A Spiritualist church or society or |
| Mission Church | other institution or body of persons |
| Kindred Body | for the time being in affiliation with the Union as a Church Mission Church or Kindred Body respectively in accordance with Articles 6 and 8 |
| (g) Affiliated Body | A Church Mission Church or Kindred Body |
| (h) Associated | A society institution or other body |

Body	of persons for the time being in association with the Union in accordance with Articles 7 and 8
(i) Branch	As shown by Article 10
(j) District Council	As shown by Article 12
(k) Accredited Representative	As shown by Article 14
(l) Member	As shown by Article 4 subject to
Class A Member	the provisions of Article 14
Class B Member	
Class C Member	
(m) Church Member	A Spiritualist who is for the time being a full member of an affiliated body
(n) Full Member	As shown by Article 6 when used in relation to an affiliated body
(o) Honorary Officer	As shown by Article 5
Honorary Member	
Junior Associate	
(p) National Executive Committee	As shown by Article 27
(q) The Council	As shown by Article 28
Councillor	
The Officers	
The President	
The Vice-President	
(r) Auditor	Professional auditor or elective auditor as shown by Article 47
(s) The General	The person appointed as General
Secretary	Secretary under Article 42 to act as

- Secretary to the Union or any
assistant secretary or other person
for the time being performing the
duties of General Secretary
- (t) The Seal The common seal of the Union
- (u) Extraordinary As shown by section 141 of the Companies Act
resolution 1948
Special resolution
- (v) The Bye-Laws As shown by Article 55
- (w) Year Calendar year and month respectively
Month
- (x) Written Include references to printing
In Writing lithography photography and other modes of
reproducing words in visible form
- (y) The Act The Companies Act 1948

(2) The Interpretation Act 1889 shall apply to the interpretation of these Articles as it applies to the interpretation of an Act of Parliament

COMPOSITION AND MEMBERSHIP

2. The Union shall be composed of:-
 - (a) members;
 - (b) honorary officers and honorary members;
 - (c) junior associates;
 - (d) affiliated bodies (that is to say Churches Mission Churches and Kindred Bodies) and their respective members;
 - (e) Branches District Councils and their respective members; and
 - (f) Associated Bodies

Their respective status rights privileges and obligations shall be as provided by or under these Articles
3. The Union is registered as having not more than 200,000 members but the National Executive Committee may from time to time register an increase in the number of members
4. There shall be three classes of members namely:-
 - (a) Class A members being the accredited representatives of Churches elected in accordance with Article 14
 - (b) Class B members (Subscribing Members) being individual Spiritualists elected to membership in accordance with Article 8 hereinafter called Class 'B' members
 - (c) Class C members being the accredited representatives of Kindred Bodies elected in accordance with Article 14
5. (1) Persons of distinction who are Spiritualists or in

sympathy with the work of the Union may be invited by the National Executive Committee to become honorary officers or honorary members of the Union for such periods and with such rights and privileges as the National Executive Committee may from time to time determine. Except as otherwise determined by the National Executive Committee such persons shall be treated as members of the Union for all purposes other than those of Clause 5 of the Memorandum of Association

(2) Junior Associate membership is open to young people who are in sympathy with the objects of the Union and have reached their 14th but not their 18th birthday. Junior Associates shall have such rights and privileges (other than the right to vote) as may be prescribed in the Bye-Laws or from time to time decided by the National Executive Committee

6. (1) A Spiritualist Church or society or other institution or body of persons (whether incorporated or not) shall be eligible for affiliation as a Church, Mission Church or Kindred Body if it is established for the advancement of Spiritualism and is governed by a written constitution or set of rules which complies with the respective conditions prescribed in the Bye-Laws and in the case of a Church has more than twelve full members

(2) The Bye-Laws shall prescribe minimum requirements for the constitution of Churches, Mission Churches and Kindred Bodies and in particular shall provide for compliance with the following conditions:-

(a) In the case of a Church:

- (i) Membership must be of two classes, namely full membership and associate (i.e. probationary) membership
- (ii) A permanent record of persons in membership must be maintained
- (iii) All full members must be required to signify in writing their adherence to the Seven Principles, full individual liberty of interpretation being accorded to each member
- (iv) The Church must be controlled on a democratic basis by the full members through an elected Committee
- (v) There must be annually a meeting of full members at which an audited statement of accounts is presented

- (b) In the case of a Mission Church or Kindred Body:

All persons who take part in the management or have a right to vote in the affairs of the body must be required to signify in writing their adherence to the Seven Principles, full individual liberty of interpretation being accorded to each member

(3) The National Executive Committee shall from time to time approve and publish Model Rules for Churches prepared so as to comply with the Bye-Laws

(4) All affiliated bodies and their members shall be bound by these Articles and by the Bye-Laws in the same manner as if they were members of the Union

(5) The books, accounts and vouchers of any affiliated body shall be open to the inspection of the auditors of the Union and of any other accountant or qualified person appointed by the National Executive Committee for the purpose in any particular case when so requested by the affiliated body or by members thereof upon such conditions as may be prescribed in the Bye-Laws

(6) A member of the National Executive Committee, an officer of the

appropriate District Council the General Secretary and any other representative of the Union whose credentials are authenticated by a member of the National Executive Committee or by the General Secretary or by an officer of the appropriate District Council shall be entitled to attend and speak at any general meeting of an affiliated body

(7) The National Executive Committee may after consultation with any District Council concerned determine in the case of any Mission Church or Kindred Body whether or not its members or any of them are to be treated for the purpose of these Articles and the Bye-Laws as full members of the body; and in the case of a Kindred body may also determine after such consultation whether or not its accredited representatives (if any) under Article 14 are as Class C members to have the rights and privileges or such of them as may be specified equal to those of Class A members under all or any of these Articles; and may from time to time vary any such determination in consequence of any material change in circumstances:
Provided that:

(i) Every person so treated as a full member and every person whose membership is taken into account in determining the number of accredited representatives to which the body is entitled shall have signified in writing his adherence to the Seven Principles full liberty of interpretation being accorded to each individual and

(ii) Every person whose membership is taken into account in determining the number and selection of accredited representatives to which the body is entitled shall have a right to participate either directly or indirectly in the nomination election or removal of such accredited representative on basis of equality with other such persons

(iii) Any determination of the National Executive Committee hereunder or any subsequent variation thereof shall be open to revision by any general meeting held within thirteen months after such decision and the National Executive Committee shall give effect to any direction thereon given by the meeting Subject to any direction and such conditions as may be prescribed in the Bye-Laws every such decision of the National Executive Committee shall be final

7. A society or other body of persons (whether incorporated or not) shall be eligible to become an Associated Body if its objects are such as to promote those of the Union subject to such conditions as may be prescribed in the Bye-Laws

8. (1) An application for acceptance into membership junior associateship affiliation or association shall be made to the General Secretary in such form as may from time to time be prescribed by the National Executive Committee and shall contain such information as the National Executive Committee may reasonably require

(2) Every applicant for election to Class B membership must be over the age of 18 and shall be required to signify in writing his adherence to the Seven Principles (full individual liberty of interpretation being accorded to him) and the application must be accompanied by one year's subscription

(3) Every applicant for election as a junior associate must have reached his 14th but not his 18th birthday and shall be required to sign a declaration of his or her desire to serve God and the Spirit World

(4) Every application for acceptance into affiliation as a

Church must be accompanied by at least one calendar quarter's subscription

(5) All applications shall be submitted to the National Executive Committee who may accede to defer or reject any application without explanation:

Provided that:-

(i) no application shall be considered at any meeting of the National Executive Committee unless a majority of the National Executive Committee members present is satisfied that sufficient notice of the application has been given; and

(ii) the decision of the National Executive Committee on any application shall if so requested by any member present be taken by ballot in which case two adverse votes in five shall reject

(6) An application for affiliation may be accepted on a provisional basis on condition that all the conditions prescribed in Article 6 and in the Bye-Laws are complied with within a period not exceeding six months and subject to review at the end of that period. A body accepted on this basis shall not be entitled to appoint any accredited representatives under Article 14 during such period

(7) When an application is rejected any subscription already paid shall be refunded

(8) The decision of the National Executive Committee on any application shall be open to revision by any general meeting held within thirteen months after such decision and the National Executive Committee shall give effect to any direction thereon given by the meeting. Subject to any such direction and to such conditions as may be prescribed in the Bye-Laws every such decision of the National Executive Committee shall be final

9. (1) Each Class B member each junior associate each affiliated body and each Associated Body shall be liable to pay to the Union an annual subscription of amount provided for in this Article. The first subscription shall be payable on acceptance into membership affiliation or association and subsequent subscriptions shall be payable on such dates as may be prescribed in the Bye-Laws. The Bye-Laws may make provision for payment by instalments

(2) The minimum annual subscription of a Class B member shall be of such amount as may be decided from time to time by resolution (of which notice shall have been given as for a special resolution) passed by a two thirds majority of the Class B members present and voting at a general meeting of the Union and having the consent of the National Executive Committee and the subscription of a Class B member who is also a Church member may be lower than that of other Class B members:

Provided that no person who was a Class B member on the 1st July 1950 and has remained a Class B member continuously since that date shall be obliged to subscribe more than twenty-five pence annually unless he agrees in writing to do so

Until otherwise decided as aforesaid the amount shall be three pounds

When a married couple are or become Class B members and being members of an affiliated body and are in receipt of retirement pensions they shall both be entitled to full rights of membership on payment of three quarters of the standard (or current) rates of contribution

(3) The minimum annual subscription of a junior associate

shall be of such amount as may be decided from time to time by the National Executive Committee not exceeding one half of the amount payable by a Class B member

(4) The minimum annual subscription of a Church shall be of such amount and shall be calculated on such basis (having regard to the membership of the Church) as may be decided from time to time by resolution (of which notice shall have been given as for a special resolution) passed by a two thirds majority of the Class A members present and voting at a general meeting of the Union. Until otherwise decided as aforesaid the amount shall be fifty five pence in respect of each full member of the Church at the 31st December in the preceding year or (for the year in which it is accepted into affiliation and for the following two years) such lower amount as the National Executive Committee may decide

(5) The first subscription of a Class B member or a Church shall be a full year's subscription except that a Church which is accepted into affiliation on or after the 1st April in any year shall pay for that year a reduced subscription calculated pro rata from the first day of the calendar quarter in which it was accepted

(6) The annual subscription of a Mission Church, Kindred Body or an Associated Body shall be of such amount as may from time to time be decided in each case by the National Executive Committee having regard to the basis that applies to Churches

(7) The National Executive Committee may in any case of hardship reduce the amount of subscription

(8) When any subscription has been overdue for two months or more notice of the fact may be given by post to the member or body concerned. If the subscription has not been paid within two months after the service of such notice a second notice may be sent intimating that if payment is not made within a further fourteen days all rights and privileges of membership, affiliation or association (as the case may be) will be suspended. If payment is not made in accordance with such notice such rights and privileges shall be suspended accordingly subject to restoration on such conditions as the National Executive Committee may decide in each case

10. Branches of the Union may be set up and dissolved from time to time. The constitution, functions, powers and responsibilities of each Branch shall be prescribed in the Bye-laws or by resolution of the National Executive Committee after consultation with the Council

11. (1) There shall be a Branch called the Spiritualists' Lyceum Union with the special responsibility for the education and training of the young and such other functions and responsibilities as may be prescribed in the Bye-laws or by resolution of the National Executive Committee after consultation with the Lyceum Central Committee

(2) The constitution and powers of the Spiritualists' Lyceum Union shall be prescribed in the Bye-laws, which shall in particular make provision for:-

(a) The acceptance into membership of Lyceums and other organisations for young people and children and of individual subscribers;

(b) the holding of annual lyceum conferences; and

(c) the establishment of a central committee and of lyceum district councils

- (3) All property and funds from time to time given or

subscribed to and for the express benefit of the Spiritualists' Lyceum Union shall (together with the property and funds transferred to the Union by the British Spiritualists' Lyceum Union upon its amalgamation with the Union or its equivalent) be held by the Union upon trust to be applied for the purposes of the Spiritualists' Lyceum Union in accordance with these Articles and the Bye-laws as from time to time in force

12. (1) The Churches shall be grouped into District Councils by the National Executive Committee who may from time to time vary such grouping after consultation with the Council
- (2) Each District Council shall consist of not less than fifteen Churches together with such other persons or bodies as may be admitted in accordance with the Bye-Laws. The Bye-Laws shall include provisions for the conduct of meetings of District Councils and the election of officers and committees
- (3) The District Councils and their officers and committees shall have such functions powers and responsibilities as may be prescribed in the Bye-Laws or otherwise delegated to them by the National Executive Committee. In the exercise of their functions powers and responsibilities they shall conform to such regulations and directions as may from time to time be imposed either generally or specially by the National Executive Committee
- (4) Until the National Executive Committee shall make other provision there shall continue to be fourteen District Councils corresponding approximately to the geographical areas indicated by the titles by which they are designated namely:-
- (a) East London District Council
 - (b) West London District Council
 - (c) East Midlands District Council
 - (d) West Midlands District Council
 - (e) Northern District Council
 - (f) Manchester District Council
 - (g) North Lancashire and Cumbria District Council
 - (h) South-West Lancashire and Cheshire District Council
 - (i) Scottish District Council
 - (j) Southern District Council
 - (k) South-Western District Council
 - (l) South Wales District Council
 - (m) Sheffield District Council
 - (n) Yorkshire District Council
13. (1) District Councils shall subject to the conditions prescribed in the Bye-Laws have control over their own finance notwithstanding that their property and funds (except where vested expressly upon separate trusts) form part of the assets of the Union
- (2) The following provisions shall have effect until amended or replaced by resolution (of which notice shall have been given as for a special resolution) passed by a two thirds majority of those present and voting at a general meeting of the Union:-
- (a) Subject to such conditions as may be prescribed in the Bye-Laws the Union shall from time to time pay to each District Council such proportion of the subscription paid by the Churches comprising the District Council as may be determined by or under the Bye-Laws and such proportion of the subscription paid by Class B members allocated to the District Council as may be so determined

(b) One quarter of the subscriptions paid by Churches not in any District Council shall be allocated to a fund to be known as "the Isolated Churches Fund" which shall be utilised at the discretion of the National Executive Committee

14. (1) Churches Kindred Bodies Branches and District Councils shall be entitled to accredited representatives on the basis of the following provisions or of such other provisions as may be substituted by resolution (of which notice shall have been given as for a special resolution) passed by a two thirds majority of those present and voting at a general meeting of the Union

(a) Churches shall be entitled to accredited representatives (in these Articles called "Class A members") in each year on the basis of the number of full members in membership on the 31st December of the preceding year as follows;

(i) A church with less than 20 full members in the year in which it is accepted into affiliation and/or in the following two years may have one Class A member

(ii) A church with not less than 20 and not more than 75 full members may have one Class A member

(iii) A church with more than 75 full members may have one Class A member for every 50 full members; if the excess over the next lower multiple of 50 is 26 or more it shall for this purpose be counted as 50 and if it is 25 or less it shall be ignored

(iv) Two or more churches which have in the aggregate not less than 20 full members but are not entitled to Class A members under any one of the foregoing rules may have one Class A member between them

(b) A Kindred Body shall be entitled to such number (if any) of accredited representatives (in these Articles called "Class C members") as may from time to time be decided in each case by the National Executive Committee

(c) A Branch of the Union shall be entitled to such number (if any) of accredited representatives as may from time to time be decided in each case by the National Executive Committee

(d) A District Council shall be entitled to one accredited representative for every 1,500 full members of Churches in the District Council as shown in the last published annual report of the Union; for this purpose any incomplete fraction of 1,500 shall be counted as 1,500

(e) Every accredited representative must be a full member of the Church (or one of the Churches) or other body which he represents except that an accredited representative of a District Council must be a full member of one of the Churches in the District Council and a Class B member

(f) Accredited representatives may be elected and removed from office in such manner as may be determined by or under the constitution of the Church or Churches or other body electing them Any such election or removal shall not be effective until written notice thereof (authenticated in such manner as the National Executive Committee may require) has been received by the General Secretary

(g) An accredited representative may subject to

such conditions as may be prescribed in the Bye-Laws by instrument in writing appoint another duly-qualified person as his proxy to attend and vote and use his credential card at any meeting of the Union. A proxy so appointed shall at and in relation to that meeting have all the rights of the accredited representative appointing him (but without prejudice to the exercise of such rights by the accredited representative in person) and accordingly in these Articles where the context admits any reference to an accredited representative or to a member Class A member or Class C member shall be construed as including a reference to a proxy so appointed. Any instrument appointing a proxy shall be in the following form or as near thereto as circumstances will admit

"I, _____
"of _____
"a member of _____
"hereby appoint _____
"of _____
"and failing him _____
"of _____
"to vote for me and on my behalf at the [Annual
"or Extraordinary, or Adjourned as the case
"may be] General Meeting of the Association to
"be held on the _____ day of _____
"and at every adjournment thereof.
"as witness my hand this _____ day of _____ 19 ____."

(h) Except as mentioned in paragraph (a) (iv) hereof no person may at the same time represent (either as accredited representative or as proxy) more than one Church or other body; no accredited representative may be a proxy for another and no person may be a proxy for more than one accredited representative. No member of the National Executive Committee or Councillor may be an accredited representative or proxy.

- (2) The Church or other body electing an accredited representative shall be responsible for any financial obligations to the Union incurred by him in that capacity and such responsibility shall continue notwithstanding that the office of accredited representative may for the time being be vacant.

15. Credential cards valid for such periods as may be prescribed in the Bye-Laws shall be issued by the General Secretary upon fulfilment of the following conditions:-

- (a) In the case of a Class A member the payment by his Church of all its outstanding subscriptions the submission of the prescribed annual return duly completed and the fulfilment of such other conditions as may be prescribed in the Bye-Laws
(b) In the case of a Class B member the payment of all his outstanding subscriptions
(c) In the case of a Class C member the payment by the Kindred Body which he represents of all its outstanding subscriptions and the fulfilment of such other conditions as may have been agreed with the National Executive Committee
(d) In the case of a Branch of the Union the fulfilment of such conditions as may from time to time be laid down

by the National Executive Committee

(e) In the case of a District Council the receipt by the General Secretary of its audited statement of accounts for the preceding year and such other information as may be prescribed in the Bye-Laws

(f) In the case of a member of the Council or National Executive Committee the declaration of his election or appointment or continued membership of these bodies

16. (1) A Class A member or Class C member shall cease to be such upon the occurrence of any of the following events namely:-
- (a) Death
 - (b) Receipt by the General Secretary of written notice of resignation
 - (c) Receipt by the General Secretary of written notice (authenticated in such manner as the National Executive Committee may require) of his removal from office or of the election of a successor
 - (d) Cessation of affiliation of the Church (or one of the Churches) or Kindred Body which elected him
 - (e) Cessation of the entitlement to an accredited representative of the Church or Churches or Kindred Body which elected him In a case where the number of accredited representatives which a Church or Kindred Body is entitled is reduced the representative last elected shall cease to be a member
 - (f) Resolution of the National Executive Committee pursuant to paragraph (6) of this Article
- (2) A Class B member or junior associate shall cease to be such upon the occurrence of any of the following events namely:-
- (a) Death
 - (b) Receipt by the General Secretary of written notice of resignation
 - (c) Resolution of the National Executive Committee pursuant to paragraph (6) of this Article
 - (d) In the case of a junior associate becoming a Class B member or the expiry after attaining the age of 18 years of the period in respect of which the subscription has been paid
- (3) An affiliated body or Associated Body shall cease to be in affiliation (or association as the case may be) upon the occurrence of any of the following events namely:-
- (a) Dissolution
 - (b) Withdrawal pursuant to paragraph (5) of this Article
 - (c) Resolution of the National Executive Committee pursuant to paragraph (6) of this Article
- (4) If at any time the number of full members of a Church shall be reduced to twelve or less that Church shall thereafter have the status of a Mission Church subject to restoration when the number once again exceeds twelve
- (5) Withdrawal from affiliation or association shall be effective only if and when:-
- (a) A resolution for withdrawal has been passed (by such majority as is requisite according to its own constitution) at a general meeting of members of the affiliated body or Associated Body duly convened and held for the purpose; and
 - (b) Not less than three weeks' advance notice of the intention to propose such resolution at such meeting has been given to the General Secretary; and
 - (c) Any representative of the Union under Article 6(6) desiring to attend such meeting and speak on such resolution has been permitted to do so; and

- (d) Written notice of the passing of such resolution (authenticated in such manner as the National Executive Committee may require) has been received by the General Secretary
- (6) The National Executive Committee may by resolution terminate the membership or junior associateship of any person or the affiliation or association of any body as the case may be in any of the following circumstances namely:-
- (a) If the annual subscription of any person (being a Class B member or junior associate) or of such body as the case may be is twelve months or more overdue
- (b) If so recommended by a tribunal or arbitrator appointed in pursuance of Article 52 or of the Bye-Laws to consider a dispute or complaint directly involving the person or body
- (c) If in the opinion of the National Executive Committee either:-
- (i) Such person no longer adheres to the Seven Principles or such body is no longer an effective organisation or no longer satisfies the requirements for eligibility for affiliation or association (as the case may be); or
- (ii) The continued membership or junior associateship of such person or the continued affiliation or association of the body with the Union (as the case may be) will be detrimental to the Union for the furtherance of its objects; or
- (iii) The conduct of such person affiliated or associated body is prejudicial to the ideals of Spiritualism or detrimental to an affiliated body or associated body of the Union

Provided that:-

- (i) A resolution in pursuance of sub-paragraph (c) hereof shall be effective only if the person or body concerned has been informed in advance of the intention to propose such resolution and of the grounds therefor and has been given reasonable opportunity in accordance with the Bye-Laws of making written and/or oral representations thereon; and
- (ii) any resolution under this Article shall take effect forthwith but shall be open to revision by any general meeting held within thirteen months after the date of such resolution and the National Executive Committee shall give effect to any direction thereon given by the meeting
- (7) The termination of membership junior associateship affiliation or association from any cause shall not affect:-
- (a) The right of the Union to enforce payment of debts and the fulfilment of other obligations incurred before the date of termination; or
- (b) The jurisdiction of any tribunal or arbitrator in any matter which arises out of events prior to the date of termination

MEETINGS

17. (1) The annual general meeting of the Union shall be held each year in the month of July or at such other date as may be decided by the National Executive Committee provided that one annual general meeting is held in each calendar year and that the date is not more than 15 calendar months from the date of the previous annual general meeting
- At such meeting a statement of the accounts of the Union and a report of the work of the Union for the year ended on the preceding 31st December shall be submitted to the members together with an interim report covering the six months

immediately prior to such meeting

(2) Whenever possible the annual general meeting shall be followed immediately by a national consultative conference. The programme and procedure of such conferences shall be decided by the National Executive Committee

18. The National Executive Committee may whenever they think fit convene an extraordinary general meeting and shall convene such a meeting on a requisition stating the purpose for which the meeting is desired and signed by members of the Union representing not less than one tenth of the total voting rights of all the members having at the date of the requisition a right to vote at general meetings of the Union. In default such a meeting may be convened in such a manner as is provided in section 132 of the Act

19. (1) An annual general meeting and a meeting called for the passing of a special resolution shall be called by twenty-one days' notice in writing at the least and a meeting of the Union other than an annual general meeting or a meeting for the passing of a special resolution shall be called by fourteen days' notice in writing at the least

(2) The notice shall be exclusive of the day on which it is served or deemed to be served and of the day for which it is given and shall specify the place the day and hour of meeting. It shall be accompanied by an agenda and in the case of an annual general meeting by a copy of the statement of accounts and of the annual report to be submitted

(3) Such notice shall be given in the manner mentioned in Article 48 to every Class B member junior associate Church Mission Church Kindred Body Branch District Council and Associated Body and to the auditors; but the accidental omission to give notice of a meeting to or the non-receipt of notice of a meeting by any such person or body shall not invalidate the proceedings at that meeting

20. (1) The agenda of every annual general meeting shall include the consideration of the statement of accounts and of the reports of the National Executive Committee and Council and of the auditors the declaration of election of President and Vice-President the appointment (if required) and the fixing of the remuneration of the auditors and the election of an elective auditor

(2) The General Secretary shall place on the agenda any motion of which notice is given to him by any member affiliated body Branch or District Council or by the National Executive Committee or Council of the Union subject to such reasonable restrictions as to form length of notice and otherwise as may be prescribed in the Bye-Laws

(3) At an extraordinary general meeting no business shall be transacted other than that specified in the agenda At an annual general meeting business other than that specified in the agenda may be transacted unless the Chairman decides that by reason of the nature of its subject matter no vote ought to be taken thereon until notice has been given to the National Executive Committee or to all members

21. (1) No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business; 20 members present in person (or in the case of Class A or Class C members by proxy) of whom not less than 10 are Class A members shall be a quorum

(2) If within an hour from the time appointed for a meeting a quorum is not present the meeting shall stand adjourned for such a period not exceeding two hours as may be agreed on by a

majority of those present and entitled to vote. If on re-assembling a quorum is still not present the meeting shall be from time to time further adjourned to such time or times on the same day as may be similarly agreed upon. Should a quorum not be present on the final re-assembly the Officers shall issue notices reconvening the meeting at a later date. If within an hour from the time appointed for the meeting on such later date a quorum is not present if convened upon the requisition of members it shall be dissolved and in any other case the members present shall be a quorum.

22.

(1) The President of the Union shall preside as chairman at every general meeting unless he is absent or unwilling in which event the members of the National Executive Committee who are present shall choose one of their number to be chairman of the meeting.

(2) If at any meeting no member of the National Executive Committee is willing to act as chairman or if no member of the National Executive Committee is present within fifteen minutes after the time appointed for holding the meeting the members present shall choose one of their number to be chairman of the meeting.

(3) Notwithstanding the foregoing sub-paragraph (2) the National Executive Committee or in case of emergency the Officers may appoint from the Class B members having not less than six years such membership immediately preceding the date of appointment a chairman for any general meeting if such a course is deemed expedient by a majority of the National Executive Committee or of the Officers as the case may be.

23.

The chairman may (and shall if so directed by the meeting) adjourn the meeting from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

24.

(1) Subject to the provisions of this Article every member shall have one vote.

2.

The following provisions shall have effect until amended or replaced by resolution (of which notice shall have been given as for a special resolution) passed by a two thirds majority of those present and voting at a general meeting of the Union:-

(a) Every member of the National Executive Committee and Council and every accredited representative of a Branch or District Council shall (subject to the following provisions hereof) have one vote in addition to the persons entitled under paragraph (1).

(b) On a show of hands in a ballot at a meeting and in a postal vote an accredited representative who is also a Class B member and a member of the National Executive Committee or Council who is also a Class B member may vote under both qualifications.

(c) On a show of hands in a ballot at a meeting in a postal vote on a resolution or for the election of President or Vice-President each vote cast by an accredited representative shall be calculated as five votes.

(d) Only Class A Class B and Class C members may vote upon an extraordinary resolution or special resolution.

(3) The Chairman of a general meeting may at the instance of not less than ten Class A and/or Class C members declare that any particular resolution proposed to be put to the meeting is one

which concerns Churches only and upon such declaration being made only Class A and Class C members shall be entitled to vote upon the resolution

- (4) The right to vote shall be conditional upon the holding and (in the case of voting at a meeting) the production of a current credential card or of proof (to the satisfaction of the Chairman) of the right to hold such a card
 - (5) In the case of an equality of votes whether on a show of hands a ballot or a postal vote the chairman of the meeting at which the show of hands or ballot takes place or the resolution which is the subject of the postal vote was passed shall be entitled to a second or casting vote
25. (1) In any voting at a general meeting the question shall be decided by the votes of those present and voting; proxies shall be permitted only as prescribed in Article 14
- (2) Voting shall be by show of hands unless a ballot is (before or on the declaration of the result of the show of hands) demanded by the chairman or-
- (a) If the question is the election of the chairman of the meeting or the adjournment of the meeting by a majority vote of those present and voting; or
 - (b) On any other question by not less than five persons having the right to vote at the meeting or by a member or members representing one-tenth of the total voting rights of all the members having the right to vote at the meeting
- (3) Unless a ballot be so demanded a declaration by the chairman that a resolution has on a show of hands been carried or carried unanimously or by a specified majority or lost and an entry to that effect in the minutes of the meeting shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution. The demand for a ballot may be withdrawn
- (4) A ballot demanded on the election of a chairman or on a question of adjournment shall be taken forthwith
- (5) A ballot demanded on any other question shall be taken in such manner as the chairman may direct and the result shall be declared before the conclusion of the meeting. Any business other than that upon which a ballot has been demanded may be proceeded with pending the taking of the ballot and the declaration of the result thereof
26. (1) The operation of any resolution carried by less than a two thirds majority at a general meeting shall be subject to confirmation by a simple majority on a postal vote of the persons having the right to vote at the time of the meeting on such resolution if-
- (a) Within three days from the date of the conclusion of the meeting a notice in writing signed by five persons having the right to vote at the time of the meeting on such resolution and intimating intention to obtain signatures to a requisition for such a postal vote is received by the General Secretary; and
 - (b) Within six weeks from the date of the conclusion of the meeting a requisition for such postal vote signed by not less than fifty persons having the right to vote at the time of the meeting on such resolution of whom not less than thirty are Class A and/or Class C members is received by the General Secretary
- (2) The operation of any resolution carried at a general

meeting at which less than fifty members are present or at which less than twenty-five Class A and Class C members are present shall be subject to confirmation by a sufficient majority on a postal vote of the persons having the right to vote at the time of the meeting on such resolution unless either-

- (a) the precise terms of the resolution were included in the agenda accompanying the notice of the meeting or
 - (b) it is decided by the unanimous vote of those present at the next meeting of the National Executive Committee that such a postal vote is unnecessary
- (3) Postal votes shall be taken in such manner and at such time (subject to any relevant provisions of the Bye-Laws) as the Officers direct and the result of the vote shall be deemed to be the resolution of the meeting from which the vote originated
- (4) The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a postal vote but not to vote thereon

THE NATIONAL EXECUTIVE COMMITTEE

27. (1) The direction of the affairs of the Union (including the implementation of Council policy) shall be administered by a National Executive Committee consisting of such Officers and such number of other members as is hereinafter provided. This National Executive Committee shall meet adjourn and otherwise regulate its meetings as it thinks fit
- (2) The following provisions as to the number and method of appointment of members of the National Executive Committee shall have effect until amended or replaced by resolution (of which notice shall have been given as for a special resolution) passed by a two thirds majority of those present and voting at a general meeting of the Union:-
- (a) The National Executive Committee shall consist of:-
 - (i) Three Officers namely the President the Vice-President and the Treasurer of the Union;
 - (ii) The chairmen of such Standing Committees as may be provided for in the Bye-Laws
 - (b) The President and Vice-President shall be elected annually from among the full members of affiliated bodies and Class B members. The election shall be by postal vote of eligible Class A and Class C members and of Class B members whose voting shall be in accordance with Article 24.
 - (c) The Treasurer and the Chairmen of the Standing Committees shall subject to the provisions of the following sub-paragraph be appointed annually by the President from among full members of affiliated bodies who are Class B members and have been duly nominated for these offices. None of the Chairmen of the Standing Committees shall be members of the Council.
 - (d) If in respect of any office which is subject to appointment by the President a vacancy remains unfilled at the end of three months from the conclusion of the annual general meeting at which the vacancy arose it shall be filled by the National Executive Committee by co-option of a qualified member whether nominated or not

THE COUNCIL.

- (1) The policy of the Union shall be formulated by a Council

- consisting of the President and Vice-President and such number of other Councillors as is hereinafter provided
- (2) The following provisions as to the number and method of appointment of Councillors shall have effect until amended or replaced by resolution (of which notice shall have been given as for a special resolution) passed by a two thirds majority of those present and voting at a general meeting of the Union:-
- (a) The Council shall consist of:-
- (i) Three Officers namely the President the Vice-President and the Treasurer of the National Executive Committee
- (ii) The following representatives:
One from each District Council as shown in Article 12(4); One from the Guild of Spiritualist Healers; One from the Spiritualists Lyceum Union; One Class B representative
- (b) The Lyceum representative shall be appointed by the Central Committee of the Spiritualists' Lyceum Union and shall hold office for such period or periods (not exceeding two years on any one appointment) as the Central Committee may determine or as may be prescribed in the Bye-Laws
- (c) The Guild of Spiritualist Healers representative shall be appointed by the National Committee of the Guild and shall hold office for such period as may be prescribed in the Bye-Laws
- (d) The Class B representative shall be elected annually from among themselves by a postal vote of Class B members
- (e) In this Article the expressions "year" and "twelve months" in relation to a period beginning with an annual general meeting mean the period ending with the close of the annual general meeting in the following year

ADMINISTRATION

29. Subject to the provisions of these Articles the qualifications and conditions of eligibility for the several positions on the National Executive Committee and Council the procedure governing nomination of candidates and the conduct of elections the filling of vacancies and the duties and functions of members of the National Executive Committee and Councillors shall be prescribed in the Bye-Laws
30. (1) Except as may be provided in the Bye-Laws the retiring members of the National Executive Committee or Councillors shall vacate office and the persons elected or appointed shall take office from the conclusion of the annual general meeting
- (2) The persons holding office at the date of the adoption of these Articles shall continue to hold their respective offices until the close of the periods for which they were last elected or appointed
31. The office of a member of the National Executive Committee or Council shall be vacated:-
- (a) if for any reason he loses the qualifications which entitled him to be elected; or
- (b) if by notice in writing to the Union he resigns; or
- (c) if he becomes of unsound mind; or
- (d) if a resolution of which special notice has been given in accordance with section 142 of the Act has been passed at a general meeting removing him from office; or
- (e) if he accepts or continues to hold a post which has been declared under Article 39 to be incompatible with the office; or
- (f) if he becomes prohibited from holding office by

reason of any order made under the Companies Acts 1948 to 1976; or

(g) if he is directly or indirectly interested in any contract with the Union and fails to declare the nature of his interest in manner required by section 199 of the Act; or

(h) if a receiving order is made against him or he makes any arrangement or composition with his creditors

32. (1) A casual vacancy in the National Executive Committee or Council may be filled either by holding an election or by appointment as may be prescribed in the Bye-Laws

(2) The continuing members of the National Executive Committee or Council may act notwithstanding any vacancy in it so long as a quorum can be obtained

(3) If a quorum is not obtainable the continuing members of the National Executive Committee or Council may act for the purpose of filling any vacancy by arranging for elections or appointments as appropriate to fill vacancies or of summoning a general meeting of the Union but for no other purpose

(4) A person chosen to fill any vacancy shall vacate office on the date on which the person he replaced was due to vacate office

33. The National Executive Committee may exercise all such powers and do all such things as may be exercised or done by the Union which are not in these Articles or by statute expressly directed or required to be exercised or done by the Union in general meeting subject nevertheless to the provisions of any statute and of these Articles and to any regulation (being not inconsistent with the aforesaid provisions) as may from time to time be prescribed by resolution of the Union in general meeting; but no regulation so made shall invalidate any prior act of the National Executive Committee which would have been valid if that regulation had not been made

34. The National Executive Committee may from time to time and at any time by power of attorney appoint any company firm or person or body of persons whether nominated directly or indirectly by the National Executive Committee to be the attorney or attorneys of the Union for such purposes and with such powers authorities and discretions (not exceeding those vested in or exercisable by the National Executive Committee under these Articles) and for such period and subject to such conditions as the National Executive Committee may think fit and any such powers of attorney may contain such provisions for the protection and convenience of persons dealing with any such attorney as the National Executive Committee may think fit and may also authorise any such attorney to delegate all or any of the powers authorities and discretions vested in him

35. (1) The council may meet for the despatch of business not more than twice annually unless for emergency business
- (2) The Officers may and the General Secretary on the direction of the Officers shall at any time summon a meeting of the National Executive Committee or Council
- (3) The President shall preside as chairman at every meeting of the National Executive Committee or Council unless he is absent or unwilling to preside in which event the Vice-President shall preside unless he also is absent or unwilling in which event the members of the National Executive Committee or Councillors present shall choose one of their number to be

chairman of the meeting

(4) Questions arising at any meeting shall except where otherwise provided in these Articles or in the Bye-Laws be decided by a majority of votes of those present and voting. In the case of an equality of votes the chairman shall have a second or casting vote

36. The quorum necessary for the transaction of the business of the National Executive Committee may be fixed by the National Executive Committee but shall not be less than the smallest number constituting a majority of its members including at least two officers. The quorum necessary for the transaction of business of the Council shall be ten including at least two officers

37. All acts done by any meeting of the National Executive Committee or of a committee appointed by the National Executive Committee or of any Branch or District Council or any committee thereof or by any person acting as a member of the National Executive Committee or member of such committee shall notwithstanding that it be afterwards discovered that there was some defect in the appointment of any member of the National Executive Committee member of committee or other 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 qualified

38. A resolution in writing signed by all the members of the National Executive Committee shall be as valid and effectual as if it had been passed at a meeting of the National Executive Committee duly convened and held. If no reply is received by the General Secretary from any member within fourteen days after the giving to him by the General Secretary of a notice specifying the proposed resolution the signature of such member shall not be required to make such resolution effective provided always that it is actually signed by a sufficient number of members to form a quorum

39. The National Executive Committee may from time to time allocate responsibilities and functions to Officers and members and may in particular determine in the case of any post (paid or unpaid) under the Union or a Branch or District Council or any company trust fund or other body or institution which is under the control of the Union or a Branch or District Council whether it is compatible with the office of and may be held by a member of the National Executive Committee

40. All cheques promissory notes drafts bills of exchange and other negotiable instruments and all receipts for moneys paid to the Union shall be signed drawn accepted endorsed or otherwise executed as the case may be in such manner as the National Executive Committee shall from time to time by resolution determine

41. The National Executive Committee shall cause minutes to be made in books provided for the purpose-

(a) of all elections and appointments made by the National Executive Committee or by postal votes conducted by or under the authority of the National Executive Committee

(b) of the names of the members present at each meeting of the National Executive Committee and Council and of any committee appointed by the National Executive Committee;

(c) of all resolutions and proceedings at all meetings of the Union and of the National Executive Committee and

Council and of committees appointed by the National Executive Committee;

(d) of all resolutions passed otherwise than at a meeting by virtue of any provision of these Articles or of the Bye-Laws

42. (a) Subject to sections 21 and 22 of the Companies Act 1976 the General Secretary of the Union shall be appointed by the National Executive Committee for such term at such remuneration and upon such conditions as are consistent with the provisions of clause 4 of the Memorandum of Association but otherwise as they may think fit; and any Secretary so appointed may be removed by them. The National Executive Committee may likewise appoint and remove or authorise the appointment and removal of such other officers and servants as they may think fit.
- (b) A provision of the Act or these Articles requiring or authorising a thing to be done by or to a member of the National Executive Committee and the General Secretary shall not be satisfied by its being done by or to the same person acting both as a member of the National Executive Committee and as or in place of the General Secretary.
- (c) Anything required or authorised to be done by or to the General Secretary may if the office is vacant or there is for any other reason no General Secretary capable of acting be done to or by any assistant or deputy Secretary or if there is no assistant or deputy Secretary capable of acting by or to any officer of the Union authorised generally or specially in that behalf by the National Executive Committee.
43. The National Executive Committee shall provide for the safe custody of the Seal of the Union which shall be used only by the authority of the National Executive Committee. Every instrument to which the Seal shall be affixed shall be signed by one member of the National Executive Committee and countersigned by the General Secretary.
44. Every person who incurs expense in:-
- (a) attending a meeting of the National Executive Committee or Council or of a committee appointed by the National Executive Committee or by the Union; or
- (b) carrying out the duties of his office; or
- (c) performing any work delegated to him by the National Executive Committee
- shall have refunded to him the reasonable expenses so incurred.
- The National Executive Committee may if it thinks fit charge to the funds of a District Council or Branch of the Union or to any funds held in trust or managed by the Union any portion of such expenses which has been incurred in connection with the work of such Council Branch or fund.

ACCOUNTS

45. The National Executive Committee shall cause accounting records to be kept in accordance with section 12 of the Companies Act 1976.
46. (1) The accounting records shall be kept at the registered office of the Union or subject to section 12 (6) and (7) of the Companies Act 1976 at such other place or places as the National Executive Committee think fit and shall always be open to the inspection of members of the National Executive

Committee

- (2) The National Executive Committee shall from time to time determine whether and to what extent and at what times and places under what conditions or regulations the accounts and books of the Union or any of them shall be open to the inspection of members (not being officers of the Union) and no member (not being an officer) shall have any right of inspecting any account or book or document of the Union except as conferred by statute or authorised by the National Executive Committee or by the Union in General Meeting
- (3) The members of the National Executive Committee shall from time to time in accordance with sections 150 and 157 of the Act and sections 1,6 and 7 of the Companies Act 1976 cause to be prepared and printed and to be laid before the Union in general meeting such income and expenditure accounts balance sheets group accounts (if any) and reports as are referred to in those sections
- (4) A copy of every balance sheet (including every document required by law to be annexed thereto) which is to be laid before the Union in general meeting together with a copy of the auditors' report and the report of the National Executive Committee shall not less than 21 days before the date of the meeting be sent to every member of the Union and every holder of debentures of the Union Provided that this Article shall not require a copy of those documents
47. (1) At every annual general meeting auditors shall be appointed in accordance with section 161 of the Act section 14 of the Companies Act 1967 and sections 13 to 18 of the Companies Act 1976 the members of the National Executive Committee being treated as the Directors mentioned in those sections to hold office as professional auditor or auditors from the conclusion of that until the conclusion of the next annual general meeting:
- (2) In addition to the professional auditors there shall be two honorary elective auditors who shall be elected at the annual general meeting (one in each year) and shall hold office for two years Their qualifications functions and duties and the procedure governing their nomination for office and election shall be prescribed in the Bye-Laws
- (3) No member of the National Executive Committee no Councillor no servant of the Union or of any Branch or District Council and no partner or employee of any such person shall be qualified for appointment or election as auditor
- (4) The National Executive Committee may fill any casual vacancy in the office of auditor but while any such vacancy continues the surviving or continuing auditor or auditors if any may act
- (5) The remuneration of the professional auditors shall be fixed by the Union in general meeting or in such manner as the Union in general meeting may decide but the remuneration of a professional auditor appointed by the National Executive Committee or by the Secretary of State may be fixed by the National Executive Committee or by the Secretary of State as the case may be For this purpose any sums paid by the Union in respect of professional auditors' expenses shall be deemed to be included in the expression "remuneration"
- (6) Every auditor of the Union shall have a right of access

at all times to the books accounts and vouchers of the Union and of any Branch or District Council and shall be entitled to require such information and explanation as he thinks necessary for the performance of the duties of the auditors. Such right shall extend to any duly-appointed agent of the professional auditors.

(7) The professional auditors shall make a report to the members as required by the Companies Acts and the elective auditors shall make such report to the members as the circumstances may require.

NOTICES

48. (1) A notice may be given by the Union to any member or junior associate by addressing it to him at his address as appearing in the register of members and leaving it thereat or sending it through the post in a prepaid letter.
- (2) A notice may be given by the Union to a Church or other body by addressing it to its secretary or other appropriate officer either by name (as appearing in the Union's register of Churches and other bodies) or by his office and either at his own address (as appearing in the said register) or at the address of the Church or other body and leaving it thereat or sending it through the post in a prepaid letter.
- (3) A notice or requisition to the Union or the National Executive Committee or the General Secretary may be given by sending it through the post in a prepaid registered letter addressed to the registered office of the Union or by depositing it thereat and obtaining a receipt for it from a servant of the Union.
- (4) Service of any notice shall be deemed to have been effected when it is left or deposited as aforesaid or at the expiration of twenty-four hours after the letter containing it is posted.

TRUST

49. (1) When and so often as it shall in the opinion of the National Executive Committee become necessary or advisable for trustees to be appointed as the original trustees of any property or fund for the purposes of either Clause 3(h) or Clause 3(s) of the Memorandum of Association the National Executive Committee shall by resolution appoint the persons to act as such trustees and the property or fund shall be vested in them accordingly upon the appropriate trusts.
- (2) When and so often as any trustee of any property or fund for the purposes of either Clause 3(h) or Clause 3(s) of the Memorandum of Association shall die or cease to be a trustee by virtue of Article 49 hereof the National Executive Committee may by resolution select the person or persons to be appointed as new trustee or new trustees in his or their place and the person or persons so selected shall be duly appointed new trustee or new trustees either by the surviving or continuing trustees or trustee (excluding any trustee whose place is being filled) or the personal representative of the last surviving trustee or by deed under the Seal of the Union.
- (3) The Union or any other trust corporation may itself be appointed as trustee (either alone or jointly with another person or persons) under the foregoing provisions. In any

other case the number of trustees originally appointed shall be not less than three and when the number is reduced below three a new trustee or new trustees shall be nominated and appointed forthwith so as to make up not less than that number

- (4) A person (other than the Union itself or a trust corporation) shall not be eligible to be a trustee under the foregoing provisions unless at the date of his appointment he is and throughout the period of five years immediately preceding that date he has been either a Class B member or a full member of an affiliated body
50. (1) Any property or assets vested in the Union or in trustees for Spiritualist Societies Churches Institutions or other bodies under Clause 3(h) of the Memorandum of Association shall be held upon the following trusts or terms:-
- (a) On those provided by the trust instrument under which the trust in question was originally or actually created and subject thereto
 - (b) On those from time to time legally and consistently imposed or stipulated for by the Union
- (2) The Bye-Laws shall contain provisions requiring that in the case of any such trust as aforesaid any person who is suitable and eligible in accordance with these Articles and the Bye-Laws and is nominated for the purpose by the Church or other body concerned shall be duly appointed or selected as trustee
51. The appointment and office of a trustee appointed under these Articles shall ipso facto be terminated on the happening of any of the following events namely:-
- (a) Death
 - (b) Becoming bankrupt or having a receiving order made against him being convicted of a felony or becoming insane
 - (c) The expiration (where there will remain not less than two continuing trustees or a trust corporation able and willing to act) of two months' written notice to the General Secretary of his (the trustee's) intention to retire from his office
 - (d) Ceasing to be either (i) a Class B member or (ii) a Church Member
 - (e) The passing of a resolution by the National Executive Committee removing him from office but not until the said trustee has been allowed the opportunity of a hearing by the National Executive Committee
52. The Union shall at all times indemnify and keep indemnified trustees appointed under these Articles and each of them from and against all distresses actions proceedings losses claims demands expenses damages and costs which may be levied brought or made against them or him or which they or he may pay sustain or incur by reason or in respect or arising out of their or his office as such trustees or trustee except in so far as such distresses actions proceedings losses claims demands expenses damages and costs result from the wilful act or default of such trustees or trustee respectively or from an act done by them or him otherwise than by written consent of the Union or from their or his failure to comply with the written instructions of the Union
53. The Bye-Laws may contain provisions regulating the administration and management of any trust property or fund for which trustees have been or may be appointed under these

Articles

MISCELLANEOUS

54. (1) Provision shall be made in the Bye-Laws for the setting up of tribunals for the settlement of disputes and the hearing of complaints and for prescribing their jurisdiction procedure and powers
- (2) Any dispute or complaint to which this Article applies shall at the request of either party be referred to the arbitration of the appropriate tribunal in accordance with the Bye-Laws and the decision of such tribunal shall (subject to the rights of appeal if any prescribed in the Bye-Laws) be binding upon all parties concerned
- (3) In so far as the Bye-Laws do not make other provision the provisions of the Arbitration Act 1950 and of the general law relating to arbitration shall apply to any such arbitration
- (4) The Article applies to any dispute between members arising out of or in connection with their membership and to any complaint made by one member against another member of conduct which is considered to be unworthy of a Spiritualist or prejudicial to the good name of Spiritualism In this Article "member" means any member of the Union or of any Branch or District Council or affiliated body (including any associate member associate honorary member or officer or holder of an award) and in addition any other person who may accept the jurisdiction of the Union in the matter and includes also any person who at the relevant time was or claims to have been a member as so defined
55. (1) The National Executive Committee shall have power to make and from time to time amend or repeal Bye-Laws rules or regulations providing for or prescribing any matter required or permitted by these Articles to be provided for or prescribed in the Bye-Laws and any other matter for which these Articles make no provision provided that such Bye-Laws shall not be inconsistent with the provisions of these Articles or the Companies Acts
- (2) Any Bye-Laws rules or regulations in operation at the time of coming into force of this Article shall remain in force until amended or replaced in accordance with the provision of this Article
- (3) In case of any conflict between the provisions of the Bye-Laws rules or regulations and the provisions of these Articles or of the Memorandum of Association the latter shall prevail
- (4) Any such Bye-Law rule or regulation may from time to time by the Union in general meeting be:-
- (a) amended or repealed by special resolution; or
 - (b) repealed with ordinary resolution if not less than three months' notice of the intention to propose such resolution shall have been given to the General Secretary who shall include notice of such proposed resolution in the agenda of the meeting
56. The members of the National Executive Committee and Council shall be indemnified out of the funds of the Union against all costs charges losses damages and expenses which they shall respectively incur or be put to on account of any contract matter or thing which shall be made done entered into or executed by them respectively on behalf of the Union and shall be reimbursed by the Union all reasonable expenses

incurred by them in or about any legal proceedings or arbitration on account of the Union or otherwise in the execution of their respective offices except such costs losses or expenses as shall happen through their wilful neglect or default and no member of the National Executive Committee or Council shall be chargeable for any money which he shall not actually receive or be answerable for the act receipt neglect or default of any other member of the National Executive Committee or Council or any banker broker collector agent or other person appointed by the National Executive Committee with whom or into whose hands any property or moneys of the Union may be deposited or come or for the insufficiency of the title to any property which may from time to time be purchased leased taken or acquired by order of the National Executive Committee on behalf of the Union or for the insufficiency of any security or investment in or upon which any of the moneys of the Union shall be invested by order of the National Executive Committee or for any loss or damage which may happen in the execution of his office unless the same shall happen through his own wilful neglect or default

57. Subject to the provisions of the Act the Union in general meeting may from time to time by special resolution repeal alter or add to any of the provisions of these Articles Any alteration or addition so made shall be subject to modification in like manner

58. Clause 7 of the Memorandum relating to the winding up and dissolution of the Company shall have effect as if its provisions were repeated in these Articles