

**FEDERATION OF  
RACIAL EQUALITY COUNCILS  
LIMITED**

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**FWR/AUGUST 2007**

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RACIAL EQUALITY COUNCILS  
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# **FEDERATION OF RACIAL EQUALITY COUNCILS LIMITED**

## **MEMORANDUM OF ASSOCIATION**

### **1.0 Memorandum**

- 1.1 This is the memorandum of association drawn up under the Companies Acts 1985 and 1989, for the Federation of Racial Equality Councils, a charity and company limited by guarantee.

### **2.0 Name**

- 2.1 The name of the Charity shall be the Federation of Racial Equality Councils Limited, hereinafter referred to as FOREC.

### **3.0 Registered office**

- 3.1 The registered office of FOREC shall be situated in England.

### **4.0 Objects**

The objects of FOREC shall be:

- 4.1 To work towards the elimination of discrimination, especially of the kind based on colour, race, ethnicity or religion.
- 4.2 To promote equality of opportunity.
- 4.3 To promote good relations between persons of different racial, ethnic and religious groups and cohesion between and within communities.
- 4.4 To support, represent and defend the rights of minorities.

### **5.0 Functions**

In furtherance of these objects but not further or otherwise, FOREC may undertake the following functions within the limits of the law, doing anything lawful and necessary to fulfil them.

- 5.1 To represent, promote and protect at national, European and international levels the interests of those organisations in the English regions, Scotland and Wales which have the same or similar objects as FOREC.
- 5.2 To work in partnership with organisations in the English regions, Scotland and Wales which have the same or similar objects as FOREC in order to assist them in building their strategic effectiveness and capacity to provide high quality services.

- 5.3 To work with international, European, national and regional bodies to develop and implement effective strategies in furtherance of the aforementioned objects.
- 5.4 To facilitate policy development, community development, education and training, research, strategic planning of provision, service and quality improvement, the search for, acquisition and allocation of funds, marketing and promotion, consultancy, and other kindred activities in furtherance of the aforementioned objects.
- 5.5 To provide information and advice for and about the work and achievements of race equality councils and other bodies with similar objects and functions.

## **6.0 Area of benefit**

The objects for which FOREC is established shall be undertaken primarily in Great Britain: the English regions, Scotland and Wales.

## **7.0 Powers**

FOREC shall have the following powers exercisable in furtherance of its objects but not further or otherwise.

- 7.1 To raise funds provided that in raising funds, FOREC shall not undertake any permanent trading activities and shall conform to any relevant requirements of law.
- 7.2 To invest temporarily surplus funds not immediately required for the objects.
- 7.3 To rent, lease or buy premises and necessary equipment.
- 7.4 To undertake research and publish the results thereof.
- 7.5 To market and charge fees for services (including for training and corporate consultancy) and publications supplied when it considers it necessary to do so to recover its outlay, but on a non-profit-making basis and without engaging in any permanent trading activities.
- 7.6 To employ and pay staff in accordance with any relevant requirements of law.
- 7.7 To insure to full value against loss or damage any property belonging to FOREC.
- 7.8 To insure and to indemnify its members, staff and voluntary workers against all risks incurred in the performance of their duties as may be thought fit.
- 7.9 Otherwise to expand or allocate funds as necessary to further its objects.
- 7.10 Subject to such consents as may be required by law, to sell, mortgage, charge or borrow on the security of, any real property belonging to FOREC.

- 7.11 Power to do all such other lawful things as are necessary for the furtherance of the objects.

## **8.0 Income and property**

- 8.1 The income and property of FOREC from whatever source, shall be applied solely towards the promotion of the objects of FOREC as set forth in the Memorandum of Association and no portion thereof shall be paid or transferred, directly or indirectly by way of dividend, bonus or otherwise by way of profit to the members or directors of FOREC, provided that nothing herein shall prevent the payment in good faith by FOREC of:

- (a) Reasonable and proper interest on money lent by any member of FOREC, or reasonable and proper rent for premises let by any member of FOREC, but that no director or member of the Board and no other person appointed director by them receive any remuneration or be interested in the supply of work or goods at the cost of FOREC.
- (b) Reasonable and proper remuneration to any member, officer or servant of FOREC (not being a member of the Board).

- 8.2 As a charitable company limited by guarantee, any profit made by FOREC shall be used exclusively and entirely to further the objects of the company.

## **9.0 Liability**

- 9.1 The liability of FOREC members is limited by guarantee.

## **10.0 Winding up**

- 10.1 Every member of FOREC undertakes to contribute to the assets of FOREC in the event of its being wound up while s/he is a member or within one year after s/he ceases to be a member, for payment of debts and of the costs, charges and expenses of winding up the same, and for the adjustment of the rights of the contributories among themselves, such amount as may be required not exceeding one pound.

- 10.2 If upon winding up or dissolution of FOREC, there remains, after the satisfaction of all its debts and liabilities, any income and property whatsoever, the same shall not be paid or distributed among the members of FOREC, but shall be given or transferred to some other charitable institution(s) having objects similar to the objects of FOREC, such institution or institutions to be determined by the members of FOREC at, or before, the time of dissolution or in default thereof by such court of law as may be given to such provisions then to some other charitable object or objects.

**11.0 Names and addresses of FOREC Limited subscribers**

We the several persons whose names and addresses and descriptions are subscribed are desirous of being formed into a company under this Memorandum of Association.

<b>Title</b>	<b>Name</b>	<b>Signature</b>	<b>Home address including postcode</b>	<b>D.O.B</b>	<b>Occupation</b>	<b>Nationality</b>
<b>Dated</b>						

Witness to the above signatures.

<b>Title</b>	<b>Name</b>	<b>Signature</b>	<b>Address</b>	<b>Occupation</b>
<b>Dated</b>				

**FEDERATION OF  
RACIAL EQUALITY COUNCILS LIMITED**

**ARTICLES OF ASSOCIATION**

**1.0 Articles**

1.1 These are the Articles of Association, drawn up under the Companies Acts 1985 and 1989 for the Federation of Racial Equality Councils (FOREC) Limited, a charitable company limited by guarantee and not having a share capital.

**2.0 Objects**

2.1 FOREC is established for the objects expressed in the Memorandum of Association.

**3.0 Membership of the National Forum**

3.1 FOREC National Forum membership shall be of three kinds: elected regional representatives, country-wide representatives and co-opted members who bring special expertise.

3.2 When FOREC members assemble together, they shall be referred to collectively as the National Forum of FOREC.

3.3 FOREC is a charitable company limited by guarantee and any profit made shall be used exclusively and entirely to further the objects of the company and not be paid to members as dividends.

***Regional and Country-Wide representatives***

3.4 Regional and national representatives of local or sub-regional voluntary organisations which share the constitutional objects of FOREC shall be elected/nominated by English regional and Scottish and Welsh country-wide forums or networks to the National Forum. Members of these organisations, consisting in the main of representatives of racial equality councils, shall come together on an English regional basis, each region to select two representatives for the FOREC National Forum, or, on a Scottish and Welsh country-wide basis, each country to select two representative to the FOREC National Forum.

3.5 Each regional or country-wide representative on the National Forum shall be entitled to one vote.

3.6 The table below indicates the theoretical full numerical strength of 22, if all

English regions and Scotland and Wales are represented on the National Forum as laid down in 3.2.

<b>England</b>	
North East	2
North West and Merseyside	2
Yorkshire and Humber	2
East Midlands	2
West Midlands	2
Eastern	2
London	2
South East	2
South West	2
<b>Scotland</b>	2
<b>Wales</b>	<u>2</u>
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- 3.7 Regional and country-wide representatives shall serve for a three-year term on the FOREC National Forum, but shall be eligible for re-selection for further terms.
- 3.8 A written notice shall be sent by the authorised officer of each regional or country-wide forum to the FOREC secretary, giving the name and contact address of the regional representatives or country-wide representatives selected for the National Forum.
- 3.9 In the event of a duly elected regional or national country-wide ceasing for whatsoever reason to be a member of FOREC, a regional or country-wide forum shall select from its membership another representative to serve for the remainder of any three- year period of office.

***Co-opted members***

- 3.10 Regional and country-wide representatives shall at the first meeting of the National Forum, or at subsequent meetings, be free to co-opt up to a total of 6 (six) other members.
- 3.11 Co-opted members shall be persons which the National Forum has good reason to believe bring special expertise and can make a substantial contribution to the objects and functions of FOREC and are demonstrably committed to achieving race equality. Co-opted persons may be members or officers of organisations which share objects in common with FOREC and are members of their regional country-wide forums. Alternatively, co-opted persons may be drawn from organisations which do not have objects in common with FOREC, but support FOREC’s objects and functions in principle or practice, through their contribution to policy, public education, community involvement, provision of financial assistance, or through some other means.

3.12 Each co-opted member on the National Forum shall be entitled to one vote.

#### **4.0 Admission to membership**

4.1 A FOREC register of names and contact addresses and numbers shall be kept of all affiliated regional and country-wide National Forum members and co-opted members. Regional and country-wide forum members shall be informed of the names of all elected and co-opted members of the National Forum at least once a year.

4.2 The FOREC National Forum shall have the power to decide on whether and how to levy a FOREC affiliation fee on regional and country-wide forums or on their constituent organisations, and in the event that organisations fail to pay such a fee to decide on an appropriate sanction, including denial of representation or expulsion.

4.3 The FOREC National Forum shall for good reason have the power to refuse any application for membership.

#### **5.0 The FOREC Limited Board**

5.1 Members of the FOREC National Forum shall at the Annual General Meeting of the Forum elect the following honorary officers:

Honorary Chair

Honorary Vice-Chair (who shall also serve as chair elect)

Honorary Ex-Chair (who shall normally be the previous year's retired chair)

Honorary Treasurer

Three Honorary Regional and Country-wide Conveners

Honorary Secretary

5.2 Together with the initial subscribers, who in any case are likely to be Honorary Officers, the eight FOREC Honorary Officers shall normally be drawn from a minimum of three of the eleven constituencies listed at 3.3 and National Forum members should pay due regards to ensure the Board reflects the regional and country-wide federal ethos implied by FOREC functions.

5.3 The Honorary Chair, the Honorary Vice Chair, the Honorary Ex-Chair, the Honorary Treasurers, and the three Honorary Regional and/or country-wide Conveners shall be the directors of the FOREC Company Limited within the meaning of the Companies Act, and Charity Trustees within the meaning of charity law, and constitute the FOREC Board.

5.4 The Honorary Secretary shall be registered at the Secretary of the FOREC Company and Charity, and shall not serve as a company director.

5.5 The Honorary Vice-Chair shall normally become Honorary Chair in the year following her/his election, and then, in the year following her/his service as Honorary Chair, become Honorary Ex-Chair. This arrangements is aimed to

provide continuity and consistency in FOREC leadership over a three-year period.

5.6 None of the following shall serve on the FOREC Board:

- (a) employees of FOREC,
- (b) persons under eighteen years of age,
- (c) persons who are bankrupt, or who are otherwise disqualified by law from serving as company directors, or
- (d) persons who have an unspent conviction involving dishonesty, or who are otherwise disqualified by law from serving as charity trustees.

5.7 A member of the Board shall declare an interest in and shall not speak or vote in respect of any matter in which they have a personal, material or financial interest or any matter arising from it, and shall withdraw from any meeting while such a matter is discussed.

5.8 Members of the FOREC Board may be paid all reasonable out-of-pocket expenses incurred by them in attending and returning from general meetings of FOREC Forum, Board or other committees or in connection with FOREC business, but otherwise, shall receive no remuneration.

## **6.0 Cessation of membership of the FOREC Limited Board**

6.1 A member of the Board shall cease to be such immediately if she/he:

- (a) resigns her/his office in writing to FOREC, or
- (b) ceases to be a member of FOREC, or is the representative of an organisation which ceases to be a member, or is the representative of a member organisation which replaces her/him as its representative, or
- (c) fails to attend three consecutive Board meetings without offering good reason and the Board decides that by virtue of such absence s/he shall cease to hold office, or
- (d) in the opinion of a majority of the Board, fails to declare an interest in any contract, or
- (e) becomes bankrupt, or in the opinion of the Board, incapable on medical or psychological grounds of carrying out the duties of a Board member, or
- (f) is removed from office by resolution of the Board in accordance with Section 303 of the Act, or as a director of a company or as a trustee of a charity, or
- (g) fails to pay any affiliation fee as determined by the Board, or
- (h) ceases to meet the criteria for membership set out in 3.0 above, or
- (i) dies, or
- (j) is expelled by a majority of the Board for conduct prejudicial to FOREC, provided that any member so expelled shall be entitled to make representation in person to the Board, where the decision will be put to the vote, its result being final.

6.2 Members of the FOREC Board serve for a one-year period but shall be eligible to stand for re-election of further cooptation at the Annual General Meeting of the FOREC Forum.

## **7.0 Forum and Board Meetings of FOREC Limited**

7.1 Within the limit of its resources, the Board of FOREC shall meet as often as it sees fit to conduct its business, but not less than twice a calendar year.

7.2 One of the annual meetings shall be the FOREC Forum Annual General Meeting held at a time and place decided by the Board.

7.3 An annual schedule of meetings shall be circulated to all members but additional meetings may also be called providing ten working days' notice is given. A calling notice, agenda and any reports for a Board meeting shall be circulated to members at least ten working days before a scheduled meeting date.

7.4 The business of the FOREC Forum Annual General Meeting shall comprise:

- (a) consideration of the annual report and accounts
- (b) the election of the FOREC Board and any other standing committees considered necessary
- (c) the appointment and the fixing of the remuneration of the auditor or auditors
- (d) such other business as may have been specified in the notices calling the meeting.

7.5 Decisions at all Forum and Board meetings shall be made by passing resolutions.

7.6 Decisions involving alterations to the Memorandum and Articles of Association of FOREC, to remove from office Honorary Officers, and other decisions so required from time to time, shall be made by Special Resolution of the Forum requiring a majority of not less than two thirds of the votes cast, by those present, at the Forum meeting.

7.7 Other decisions shall be made by ordinary resolution requiring a simple majority vote of votes cast at Board or Forum Meetings.

## **8.0 FOREC Limited national conference**

8.1 The FOREC Full Committee shall organise a national (England, Scotland and Wales) conference at least once every three years, and if business so requires and resources permit, on an annual basis on a date and at a venue that it decides.

8.2 The business of the triennial conference shall include:

- (a) consideration of the exercise of functions, the policy programme and finances of FOREC.
  - (b) speaking and voting on any resolution, providing that resolution has been circulated to all affiliated organisations at least ten working days before the conference and has been proposed and seconded by affiliated organisations.
- 8.3 Conference resolutions shall be passed by a simple majority.
- 8.4 Conference business shall be presided over by the Honorary Chair or, in her/his absence, Honorary Vice Chair.
- 8.5 The FOREC Forum and Board shall at their next full meeting give proper consideration to any resolution passed at conference, but the status of the resolution shall be regarded as advisory and shall not be considered binding upon the Forum or Board. The Board's decision shall be considered final.
- 8.6 Conferences held in addition to the triennial required by the Articles of Association may adopt the same business agenda as the triennial.
- 9.0 Honorary officers**
- 9.1 The chair of the FOREC Forum and Board shall be elected at the first properly convened meeting of the Forum and thereafter every year. S/he shall act as Chair of the Forum, Board, and Conference.
- 9.2 Other Honorary officers shall be elected in accordance with the provision of 5.1, 5.2, 5.3 and 5.4.
- 9.3 Honorary officers, who shall serve as the FOREC Board, shall normally be nominated and elected at the first properly convened meeting of the Forum and serve for a period of a year, but may stand for re-election on completion of term. To ensure continuity, the Honorary Vice-Chair shall normally succeed to the position of Honorary Chair in the subsequent year and Honorary Ex-Chair in the year following.
- 9.4 In the event of a casual vacancy in any honorary officer post, the Board may fill that vacancy at a duly convened Forum meeting.
- 10.0 Executive officer**
- 10.1 FOREC may appoint a Executive officer and other employees to undertake such action as is necessary to fulfil its objects, implement Board decisions, and manage its business, financial or otherwise.
- 10.2 The Executive officer shall not be a member of the Board but should attend and clerk its meetings and those of the FOREC Forum, ensuring that the powers and duties of FOREC are properly exercised and offering advice to members at the Chair's invitation.

## **11.0 Notices**

- 11.1 Board meetings shall be called by a least ten working days' notice unless they are called to consider a special resolution to remove a member of the Board or the auditor, in which case at least fifteen working days' notice must be given.
- 11.2 Notice of each Board meeting shall be given in writing to every member of the FOREC Board and to the auditor and to such other persons who are entitled to receive notice and shall be given personally, sent by post or e-mailed to each member at the address recorded in the register of members.
- 11.3 Notice of all meetings shall specify the exact time and place of the meeting. The general business to be considered and/or resolutions shall also be specified in calling notices.
- 11.4 Where notice is sent by post, notice shall be deemed to have been served by properly addressing, franking and posting the notice and to have been served forty-eight hours after the notice of a meeting to, or non-receipt of notice of a meeting, by any person entitled to receive a notice, shall not invalidate proceedings at that meeting.

## **12.0 Proceedings at FOREC Board meetings**

- 12.1 Only registered directors present in person shall be entitled to vote. Proxy voting is not permitted.
- 12.2 Only one vote may be cast by each director on any particular resolution except in the case of the Honorary Chair's casting vote, see 13.10).
- 12.3 No business shall be transacted at a Board meeting unless a quorum is present. A quorum shall consist of three directors.
- 12.4 If thirty minutes after the time appointed for a Board meeting a quorum is not present, the meeting shall stand adjourned until such time and place as the Board may decide.
- 12.5 At every Board meeting the Honorary Chair of FOREC shall preside, but if s/he is not present twenty minutes after the time appointed for the commencement of the meeting, the vice-chair shall preside and, in the event of her/his absence, the Honorary Ex-Chair and in the event of her/his absence too, the members present shall choose one of their number to be chair of that meeting, whose function shall be to conduct that business in an orderly manner.
- 12.6 The Chair may with the consent of any meeting at which a quorum is present and shall, if so directed by the meeting, adjourn the meeting from time to time and from place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. Where a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of the

original meeting. Otherwise it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

- 12.7 At any Board meeting, a resolution put to the vote of the meeting shall be decided on a show of hands, demanded by at least two members present in person. Unless a secret ballot be so demanded, a declaration by the Chair that a resolution has on the show of hands been carried or lost and an entry to that effect in the minutes of the proceedings of the FOREC company shall be conclusive evidence of the fact without proof of the number or proportions of the votes recorded favour or against such resolution.
- 12.8 If a secret ballot is duly demanded it shall be taken in such a manner as the Chair directs provided that each member shall have only one vote, and the result of the ballot shall be deemed to be the resolution of the meeting at which the ballot was demanded. The demand for a secret ballot may be withdrawn.
- 12.9 The demand for a secret ballot shall not prevent the continuance of a meeting for the transaction of any other business than the question upon which a ballot has been demanded.
- 12.10 In the case of an equality of votes whether on a show of hands or on a ballot, the Chair of the meeting shall be permitted a second or casting vote.
- 12.11 FOREC may at its discretion invite other persons to attend a Board meeting with or without speaking rights and without voting rights.

### **13.0 Powers and duties of the FOREC Limited Board**

- 13.1 FOREC business shall be managed by the Board which constitutes the FOREC company and exercises all its powers when in general meeting.
- 13.2 All cheques, promissory notes, drafts, bills of exchange and other negotiable instruments, and all receipts for moneys paid to FOREC shall be signed, draw, accepted, endorsed, or otherwise executed in such manner as the Board shall from time to time direct.
- 13.3 Without prejudice to its general powers, the Board may exercise powers to borrow money and to mortgage or charge its undertaking and property or any part of them and to issue debentures and other securities whether outright or as security for any debt, liability or obligation of the FOREC company, subject to such consents as may be required by law.
- 13.4 The Board shall cause accurate records to be made, in books provided for the purpose of:
  - (a) the name, details and date of appointment of all persons appointed to office,

- (b) the names of the Board members, Forum members, representatives and other persons present at FOREC meetings,
  - (c) minutes of all proceedings and resolutions at all FOREC Board and Forum general meetings.
- 13.5 All such records and minutes shall be open to inspection during normal working hours by any member of the Board and by any person authorised by FOREC in general meetings. Minutes of general Forum and board meetings shall be available for inspection by any member of FOREC during normal working hours.
- 13.6 The Board may delegate any of its powers to the sub-committees consisting of such members of FOREC as it thinks fit. Any sub-committee so formed shall in the exercise of the powers so delegated conform to any regulations imposed on it by the Board which regulations shall always include provision for regular and prompt reports to the Board.
- 13.7 All acts done by any meeting of the Board by any person acting as a member of the Board shall, even if it be afterwards discovered that there was some defect in the appointment of any such Board member or person acting as such, or that they or any of them was disqualified, be as valid as if every such person had been duly appointed and was qualified to be a Board member.
- 13.8 A resolution in writing, signed by all the Board members for the time being entitled to vote, shall be valid and effective as if it had been passed at a meeting of the Board and may consist of several documents in the same form, each signed by one or more.
- 13.9 The Board may at its discretion invite other persons to attend meetings, with or without speaking rights and without voting rights. Where a person attends a meeting as a representative of an organisation which funds the Board she or he shall be permitted to speak at the chair's discretion, but not to vote or make decisions in any other way.

#### **14.0 Accounts**

- 14.1 The Board shall cause proper accounts to be kept in accordance with the law for the time being in force with respect to:
  - (a) all sums of money received and expended by the Board and the matters in which the receipt and expenditure takes place.
  - (b) all sales and purchases of goods by the Board.
  - (c) the assets and liabilities of the Board.
- 14.2 Proper accounts shall be deemed to be kept if they give a true and fair record of the state of FOREC company affairs and explain its transactions.
- 14.3 The accounts shall be kept at the Registered Office of the FOREC company or, subject to section 222 of the Act, at such other place or places as the Board

thinks fit, and shall always be open to the inspection of all FOREC members and honorary officers/Board members and by other persons authorised by FOREC at a full committee meeting.

- 14.4 The Board shall from time to time, in accordance with sections 226 and 241 of the Act, cause to be prepared and be approved by the Board such income and expenditure accounts, balance sheets, and any reports referred to in those sections.
- 14.5 A copy of every balance sheet (including every document required by law to be annexed to it) which is laid before the FOREC Forum annual general meeting together with a copy of the auditor's report and Board report, shall not less than twenty-one days before the date of the meeting, subject nevertheless to the provision of section 238(4) of the Act, be sent to every member of the FOREC Forum, provided that this regulation shall not require a copy of those documents to be sent to any person of whose address FOREC is not aware. The auditor's report shall be open to inspection and shall be read before the meeting.
- 14.6 The Board shall comply with its obligations under the Charities Act 1993 (or any statutory re-enactment or modification of that Act) with regard to the transmission of the statements of account of the FOREC company to the Commissioners.

## **15.0 Audit**

- 15.1 In accordance with the law for the time being in force the FOREC company may – if it is eligible to do so – apply the small company audit exemptions. Otherwise once at least in every year the accounts of the FOREC company shall be examined and the correctness of the income and expenditure account and balance sheet ascertained by one or more properly qualified auditor or auditors.
- 15.2 Auditors shall be appointed and their duties regulated in accordance with sections 237 and 384 of the Act. A member of the Board or her/his firm shall not be authorised to act as an auditor to the FOREC company.

## **16.0 Annual report**

- 16.1 The Board shall comply with its obligations under the Charities Act 1993 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual report and its transmission to the Commissioners.

## **17.0 Indemnity**

- 17.1 Subject to the provisions of the Act, every FOREC member or other officer or auditor of the FOREC company shall be indemnified out of the assets of the FOREC against any liability incurred by them in that capacity in defending any proceedings, whether civil or criminal, in which judgement is given in her/his favour or in which they are acquitted or in connection with any application in which relief is granted to them by the court from liability for

negligence, default, breach of duty or breach of trust in relation to the affairs of the FOREC company.

## **18.0 Regulations**

18.1 The FOREC company in meetings may from time to time make, adopt and amend such regulations in the form of by-laws, standing orders, secondary rules or otherwise as they may think fit for the management, conduct and regulation of the affairs of the company and the proceedings and powers of the Board and sub-committees, provided that such regulations are not inconsistent with the Memorandum and Articles, and do not amount to an addition or alteration such as could only legally be made by an alteration to the Memorandum and Articles of Association. All members of the FOREC company shall be bound by such relations whether or not they have received a copy of them.

## **19.0 Interpretation**

In the preceding Articles of Association:

- 19.1 *FOREC* means Federation of Racial Equality Councils Limited, the company intended to be regulated by these articles.
- 19.2 *Federation* implies a regional (England) and country-wide (Scotland and Wales) association of race equality organisations, all members of which having one vote, with profits used to further the objects of the company and not being paid to members as individuals.
- 19.3 *The Charity* means the company intended to be regulated by these articles.
- 19.4 *The Act* means the Companies Act 1985, including any statutory modification or re-enactment thereof for the time being in force.
- 19.5 *The Articles* mean the Articles of Association of the FOREC charity.
- 19.6 *The Memorandum* means the Memorandum of Association of the FOREC charity.
- 19.7 *The Board* means the Board of Directors of the FOREC Limited Company within the meaning of the Company Act and the Charity Trustees within the meaning of charity law.
- 19.8 *Members of the Board* means those persons appointed to perform the duties of directors of the company.
- 19.9 *Secretary* means the Secretary of the FOREC Limited Company, or any other person appointed to perform the duties of Company Secretary.

**20.0 Names and addresses of FOREC Limited subscribers**

We the several persons whose names and addresses are written below, wish to be formed into a Company under these Articles of Association.

<b>Title</b>	<b>Name</b>	<b>Signature</b>	<b>Home address including postcode</b>	<b>D.O.B</b>	<b>Occupation</b>	<b>Nationality</b>
Mr	Amir Kabal		246A Lichfield Road, Barton Under Needwood Staffordshire, DE13 8ED	01.02.1950	Race Equality Director	British
<b>Dated</b>						

Witness to the above signatures.

<b>Title</b>	<b>Name</b>	<b>Signature</b>	<b>Address</b>	<b>Occupation</b>
<b>Dated</b>				