**MEMORANDUM OF ASSOCIATION**

 **OF THE NORTH DUFFIELD CONSERVATION AND LOCAL HISTORY SOCIETY**

1 The name of the Society(hereinafter referred to as ‘the Society’) is The

 North Duffield Conservation and Local History Society.

2 The objects for which the Society is established are for the Public

 Benefit:-

 i) to encourage a greater interest in and understanding of the local

 environment;

 ii) to guard against unsuitable development, protect historic buildings and

 conserve the character of the village;

 iii) to oppose the abuse of country lanes by unsuitable traffic;

 iv) to protect and plant trees, hedges and woods and to encourage a

 varied flora and fauna;

 v) to conserve the river, streams and ponds;

 vi) to secure the clearance of litter and rubbish;

 vii) to further the maintenance and promote the proper use and

 establishment of public footpaths and bridleways;

 viii) to research into local history;

 ix) to safeguard common land;

 x) for the purposes aforesaid:

 a) to diffuse among members of the Society and the general public,

 information on all matters appertaining to the objects of the Society

 and to print, publish, issue, sell and circulate such papers,

 periodicals, books. circulars and other literary undertakings as may

 seem conducive to any of the objects of the Society;

 b) to promote and encourage the objects of the Society by means of

 tours, rambles, excursions and the like;

 c) to establish, undertake the supervision of, administer and contribute

 to any charitable fund from which donations or advances to

 deserving persons in necessitous circumstances, who may have

 been engaged in or connected with pursuits or occupations within

 the purview of the objects of the Society, may be made and to

 contribute to or otherwise assist and charitable institution or

 undertaking;

 d) to purchase, lease or otherwise acquire and hold any real and

 personal property and any rights or privileges necessary,

 convenient or desirable for the purpose of the objects of the Society

 and to construct, alter and maintain any houses or buildings

 required for such purposes. To sell, improve and develop , lease, let on hire,

 mortgage , dispose of or otherwise deal with all or any of such

 property, rights or privileges;

 e) to sell light refreshments, fancy articles, printed matter and the like

 to persons visiting or frequenting the premises of the Society;

 f) to manufacture, buy, sell, rent, let on hire and deal in all articles and

 commodities, of whatsoever nature, as may be deemed suitable or

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 desirable for promoting the objects of the Society;

 g) to accept subscriptions and donations and apply the same either

 generally for the purpose of the Society or for any specific purpose

 connected with its objects or calculated to promote the same;

 h) to adopt such means of making known the work and aims of the

 Society and to take such steps by personal or written appeals and

 public meetings to procure contributions to the funds of the Society

 as may be deemed expedient;

 i) to make, accept, endorse and execute promissory notes, bills of

 exchange and other negotiable instruments;

 j) for all or any of the objects of the Society, to employ secretaries,

 clerks, keep-watchers and assistants, together with lecturers,

 guides and professional assistance of all kinds and to remunerate

 any person for services rendered;

 k) to promote or concur in promoting and to do all lawful things

 incidental to or conducive to the attainment of any of the above

 objects, in any part of the world as may seem expedient;

 l) to do all such other lawful things as are incidental or conducive to

 the preservation and maintenance of the property of the Society or to

 the attainment of the objects hereinbefore described or any of them;

3 The income and property of the Society whencesoever derived shall be

 applied solely towards the promotion of the objects of the Society as

 set forth in this Memorandum of Association and no portion thereof

 shall be paid or transferred, directly or indirectly , by way of dividend,

 bonus or otherwise howsoever by way of profit to the members of the

 Society. Provided that nothing herein shall prevent the payment in

 good faith ofreasonable and proper remuneration to any Officer or

 servant of the Society, or to any member of the Society in return for

 any services actually rendered to the Society, nor prevent the payment

 of interest at a rate not exceeding 5% per annum on money lent, or on

 reasonable and proper rent for premises demised or let by any member

 to the Society;

4 If upon the winding up or dissolution of the Society, 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

 Society , but shall be given to or transferred to some other charitable

 institution having objects similar to the objects of the Society and

 which shall prohibit the distribution of its or their income and property

 amongst its or their members to an extent at least as great as is

 imposed on the Society under or by virtue of Clause 4 hereof, such

 institution or institutions to be determined by the members of the

 Society at or before the time of dissolution, or in default thereof by such

 Judge of the High Court of Justice as may have or acquire jurisdiction

 in the matter , and if and so far as effect cannot be given to the

 aforesaid provision, then to some charitable object.

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5 True accounts shall be kept of the sums of money received and

 expended by the Society, the matters in respect of which such receipts

 and expenditure take place, and of the property, credits and liabilities of

 the Society; and , subject to any reasonable restrictions as to the time

 and manner of inspecting the same that may be imposed in

 accordance with the regulations of the Society for the time being, shall

 be open to the inspection of the members. Once, at least, in any year,

 the accounts of the Society shall be examined and the correctness

 of the balance sheet ascertained by one or more properly qualified

 auditors.