

**THE COMPANIES ACT 1985 & 1989**

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

**MEMORANDUM OF ASSOCIATION  
OF THE  
INTERNATIONAL ASSOCIATION FOR COMMUNITY DEVELOPMENT**

1. The Company's name (hereinafter called "the Company") is the International Association for Community Development (IACD).
2. The Company's Registered Office is situated in Scotland, UK.
3. The Company's objects are as follows:
  - a) To advance the education of the public through the promotion of community development, community capacity building, and other charitable purposes on behalf of the community.
  - b) To represent to international bodies, governments, business and non-governmental organisations the importance of community development.
  - c) To research, publish and disseminate information relating to community development.
  - d) To organise international meetings, conferences, training and exchanges in the field of community development.

In the furtherance of the foregoing objects but not further or otherwise, the Company shall have the following powers:

- a) To carry on trade insofar as either the trade is exercised in the course of and ancillary to the carrying out of the objects aforesaid and to incorporate any wholly owned company to carry on any such trade.
- b) To raise funds, whether by the levying of subscriptions by the Company, private or public appeals or otherwise, and to seek any form of assistance, sponsorship or grant from international, governmental, municipal, commercial or private sources or from any national, or international health, welfare, educational, social or cultural organisation for, or on behalf of the Company, or any person or body of persons pursuing any object which this company is authorised to carry on, and to take and accept gifts of property whether subject to any special trust or not, for the objects of the Company.
- c) To retain or employ professional or technical advisers or workers in connection with the objects of the Company and to pay reasonable and proper fees for their services, and to recruit and assist in the recruitment of voluntary workers in and for the Company.

- d) To make any financial grant or award, and to enter into any contract or arrangement for the provision of any person or body of persons of any technical, financial or other assistance, of any service or equipment, labour or of travel, accommodation or other facilities, and generally to do all such things as may, in the opinion of the Officers, further the objects of the Company.
- e) To undertake research and surveys and publish the useful results to print, publish and disseminate information, to provide, publish or contribute to the publication of any papers, books, periodicals, reports or other documents, films, slides, tapes, pictures, plans or models, to give and exchange information and advice and to promote, encourage, foster and maintain the interest and support of the public in the objects and activities of the Company.
- f) To organise, provide facilities for and hold conferences, meetings, courses of instruction, demonstrations, lectures, exhibitions, competitions, tours and exchanges.
- g) To establish, promote or assist in establishing or promoting and to subscribe to or become a member of, or co-operate or federate with any other organisations or associations whose objects are in whole or in part similar to the objects of the Company or the establishment or promotion of which may be beneficial to the Company, to act as trustees or agents for and to manage and to undertake the property, assets, liabilities and engagements of any such organisations or associations and to subscribe or guarantee money for any purposes in any way calculated to further the objects of the Company.
- h) To foster and encourage co-operation and communication between similar international organisations, societies and institutions and to co-ordinate the activities and represent the views of those making use of the facilities of the Company and its Members.
- i) To purchase, take on lease or exchange, hire or otherwise acquire and hold for any estate or interest, sell, mortgage, lease or otherwise dispose of or turn to account any real or personal property and any rights or privileges which the Company may think necessary or convenient for the promotion of its objects and to construct, maintain and alter any buildings or erections necessary or convenient for the work of the Company.
- j) To borrow or raise money for the purposes of the Company on such terms and on such security as the Officers shall think fit, and whether by the creation and issue of debentures or debenture stock or otherwise.
- k) To receive money on deposit or loan upon such terms as the Company may approve, and to undertake and execute any trusts which may lawfully be undertaken by the Company and may be conducive to its objects.
- l) To invest and deal with the moneys of the Company not immediately required for its purposes in or upon such investments or securities and in such manner as may from time to time be determined, 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.

- m) To sell, mortgage, improve, manage, turn to account, exchange, let or grant licences, easements and other rights in or over, and in any other manner deal with or dispose of all or any of the property and assets for the time being of the company as may be expedient for the promotion of its objects.
  - n) To make all reasonable and necessary provision for the payment of pensions and superannuating to or on behalf of employees and their widows and other dependants.
  - o) To pay out of the funds of the Company the costs, charges and expenses of and incidental to the formation and registration of the Company.
  - p) To do all other things as are necessary for the attainment of the objects of the Company or any of them.
4. The income and property of the Company whencesoever derived shall be applied solely towards the promotion of the objects of the Company as set forth in the Memorandum of Association, and no portion thereof shall be paid or transferred directly or indirectly as dividend bonus or otherwise howsoever by way of profit to the Members of the Company and no Trustees shall be appointed to any office of the Company paid by salary or fees or receive any remuneration or other benefits in money or money's worth from the company. Provided that nothing herewith shall prevent the payment in good faith of reasonable and proper remuneration to any officer or servant of the Company or to any Member of the Company not being a trustee for service actually rendered, nor prevent the payment of interest at a reasonable and proper rate on money lent or reasonable proper rent for premises demised or let by any Member of the Company subject nevertheless to the conciliation that no Member shall be entitled to vote on a Resolution concerning the payment of rent for premises demised or let by him to the Company.
5. The liability of the Company is limited.
6. Every member of the Company undertakes to contribute such amount as may be required (not exceeding £1 Sterling) to the Company's assets if it should be wound up while he is a Member or within one year after he ceases to be a Member, for payment of the Company's debts and liabilities contracted before he ceases to be a Member, and of the costs, charges and expenses of winding up, and for the adjustments of the rights of the contributories among themselves.
7. If upon winding up or dissolution of the Company there remains after satisfaction of its debts and liabilities any property whatsoever the same shall not be paid to or distributed among the Members but shall be given or transferred to some other charitable society, institution or organisation having objects similar to those of the Company and which shall be established for charitable purposes only and which shall prohibit the distribution of its or their income and property among its or their Members to the extent at least as great as imposed on the Company by Clause 6

hereof, such society, institution or organisation to be determined by the Members of the Company at or before the time of dissolution and, if and so far as effect cannot be given to the aforesaid provision, then to some charitable object.

Ref Memorandum of Association 16/04/2004