PART 1 – INTERPRETATION AND LIMITATION OF LIABILITY

1. DEFINED TERMS

In the Articles, unless the context requires otherwise:
Articles means the Company's Articles of Association.
Company means Nutfield Village Hall Limited.
Bankruptcy includes individual insolvency proceedings in a jurisdiction other than England and Wales or Northern Ireland which have a similar affect to that of bankruptcy.
Chairman shall have the meaning as given in Article 18.
Chairman of the Meeting shall have the meaning given in Article 21.
Companies Acts shall mean the Companies Acts as defined in section 2 of the Companies Act 2006 in so far as they apply to the Company.
Director shall mean a Director of the Company and includes any person occupying the position of Director by whatever name called.
Document includes, unless otherwise specified, any document sent or supplied in electronic form.
Electronic form has the meaning given in section 112 of the Companies Act 2006
Writing means the representation or reproduction of words, symbols or other information in a visible form by any method or combination of methods, whether sent or supplied in electronic form or otherwise.
Objects means the not-for-profit business aims, objectives and purposes for which the Company has been set up.
Ordinary Resolution has the meaning given in section 282 of the Companies Act 2006
Special Resolution has the meaning given in section 283 of the Companies Act 2006

Unless the context requires otherwise, other words or expressions contained in these Articles bear the same meaning as in the Companies Act 2006 as in force on the date when these Articles became binding on the Company.

2. OBJECTS

a) The objects of the Company reflect those stated in a Covenance and Trust Deed dated 23 March 1964 between The South Nutfield Village Hall Limited (in liquidation) and Nutfield Parish Council and involve the day-to-day administration, management, maintenance and preservation of the Nutfield Village Hall on behalf of the Nutfield Parish Council for hire and use by the local parishioners, surrounding communities and organisations of the villages of Nutfield and South Nutfield in the County of Surrey and the promotion or regulation of commerce, art, science, education, religion, charity or any profession and anything incidental or conducive to any of these Objects;

b) The Objects of the Company require it's income only to be applied in and towards promoting and pursuing these Objects. All and any profits accrued by the Company from it's activities must be retained by the Company solely for these purposes and not distributed amongst the Directors or to any other third party individuals or organisations;

c) The objects of the Company require that all assets that would otherwise be available to it's Directors generally must be transferred on it's winding up to another body or organisation with Objects similar to it's own.

3. LIABILITY OF DIRECTORS

The liability of each Director is limited to two pounds sterling, being the amount that each Director undertakes to contribute to the assets of the Company in the event of its being wound up while he/she is a Director or within one calendar year after he/she ceases to be a Director for:

a) payment of the Company's debts and liabilities contracted before he/she ceases to be a Director
b) payment of the costs, charges and expenses of winding up the Company
c) adjustment of the rights of the contributors among themselves