



**MEMORANDUM OF ASSOCIATION OF
THE GENERAL CONFERENCE OF THE NEW CHURCH**

Company number 00006039

(As amended by Special Resolutions passed 18th July 1977, 27th July 1988, 24th July 1990 and 26th July 1999)

1. The name of the Association is The General Conference of the New Church.
2. The registered office of the Association will be situate in England.
3. The objects for which the Association is established are:-
 - (a) The formation into a corporate body under the above title for the purposes of Religion and not for the purposes of gain of Receivers of the Doctrines of the New Church, signified by the New Jerusalem in the Apocalypse or Revelation of John, as contained in the Theological Writings of the Honourable Emanuel Swedenborg, and for the doing of all such things as the Members in General Meeting, or the Council appointed in accordance with the Articles of Association registered herewith, shall from time to time determine or think necessary for disseminating or sustaining the said Doctrines.
 - (b) To provide for the admission of proper persons into the ministry of The General Conference of the New Church and where necessary for their remuneration.
 - (c) (i) To make all reasonable and necessary provision for the payment of pensions or superannuation to or on behalf of Ministers and the Widows and other dependants of Ministers of The General Conference of the New Church and to or on behalf of employees and ex-employees of the Association and their Widows and other dependants.

* (ii) To make at the discretion of the Association all reasonable and necessary provision of such financial and other assistance as the Association thinks fit for the support of the spouse and any dependant of a Minister or of an employee of the Association in the event of a total breakdown of the marriage of the Minister or the said employee and who is or are considered by the Association to be in financial need.
 - (d) To erect, or contribute towards the erection of, places of worship, schools, and other buildings, in connection with The General Conference of the New Church or for any Society recognised by The General Conference of the New Church, and for the purposes of this and the following sub-clauses of this Clause "Society recognised by The General Conference of the New Church" means a Society all of whose members are receivers of the doctrines mentioned in sub-clause (a) above and which is formed for public worship or for performing any other charitable activity compatible with the objects herein set forth or any of them.
 - (e) To purchase, take on lease or by other means acquire any freehold, leasehold or other property whether in the United Kingdom or elsewhere for any estate or interest whatever and rights privileges or easements over or in respect of any property and any building thereon for the objects herein set forth or any of them.
 - ** (f) Subject to such orders of the Court or of the Charity Commissioners as may be necessary, to receive, hold, manage, procure the management of, appropriate, administer, sell, dispose of, exchange, mortgage, charge, lease, hire, grant any right or interest in or over, and apply property, real and personal, heretofore vested in Trustees in trust for The General Conference of the New Church, or which may hereafter be purchased by or given, devised or bequeathed to or devolve upon The General Conference of the New Church for the objects herein set forth, or any of them or for any Society recognised by The General Conference of the New Church.

- (g) To support, maintain, subsidise, contribute to, finance, develop, sponsor, promote, establish or otherwise to assist or take part in the supporting or setting up of any charitable Society, Organisation, Institution, Benefaction or Association the aims and purposes of which are calculated directly or indirectly to advance the aims or purposes of the Association.
- (h) To lend and advance money or give credit to, and to guarantee and give guarantees for the payment of money by or the performance of contracts or obligations of and to secure or undertake the repayment of moneys lent or advanced to or the liabilities incurred by any Minister of The General Conference of the New Church or any Society recognised by The General Conference of the New Church.
- (i) To do all such lawful things as will further the attainment of the above objects.

Provided that:-

- (1) In case the Association shall take or hold any property which may be subject to any trusts, the Association shall only deal with or invest the same in such manner as allowed by law having regard to such trusts:
 - (2) The objects of the Association shall not extend to the regulation of relations between workers and employers or organisations of workers and organisations of employers;
 - (3) In case the Association shall take or hold any property subject to the jurisdiction of the Charity Commissioners for England and Wales, the Association 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 Council of Management or Governing Body of the Association 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 and to the same extent as they would as such Council of Management or Governing Body have been if no incorporation had been effected, and the incorporation of the Association shall not diminish or impair any control or authority exercisable by the Chancery Division or the Charity Commissioners over such Council of Management or Governing Body but they shall as regards any such property be subject jointly and separately to such control or authority as if the Association were not incorporated.
4. *** The income and property of the Association whencesoever derived shall be applied solely towards the promotion of the objects of the Association as set forth in this Memorandum of Association, and no portion thereof shall be paid or transferred directly or indirectly by way of dividend or bonus or otherwise howsoever by way of profit to the persons who at any time are or have been Members of the Association or to any of them or to any person claiming through any of them: Provided that nothing in this document shall prevent any payment in good faith by the Association;
- (1) of reasonable and proper remuneration for any services rendered to the Association by any member, officer or servant of the Association who is not a member of Council,
 - (2) to any member of Council of reasonable out of pocket expenses,
 - (3) of stipends to Ministers of the Association who are also members of Council and of reasonable remuneration to the Secretary and Treasurer of the Association in respect of their employment by the Association should they be appointed members of Council: Provided that
 - (a) the Council is satisfied after careful consideration that it is in the best interests of the Association for them to be so appointed (this consideration to be made for any new appointment to these posts and duly minuted),
 - (b) a member of Council withdraws from any meeting whilst his or her appointment, remuneration or other terms of employment or the appointment, remuneration or other terms of employment of any other employee or employees which might affect the member of Council is being discussed,
 - (c) a majority of the members of Council do not benefit under this clause.
5. The liability of the Members is limited.
6. Every Member of the Association undertakes to contribute to the assets of the Association, in the event of the same being wound up during the time that he is a Member or within one year afterwards, for the payment of the debts and liabilities of the Association 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 the adjustment of the rights of the contributories amongst themselves, such amount as may be required, not exceeding five pounds.

7. If upon the winding-up or dissolution of the Association 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 Association but shall be given or transferred to some other charitable institution or institutions having objects similar to the objects of the Association, 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 Association under or by virtue of Clause 4, hereof, such institution or institutions to be determined by the Members of the Association at or before the time of dissolution, and if in so far as effect cannot be given to such provision, then to some other charitable object.
8. We, the several persons whose names and addresses are subscribed, being the President, Secretary, Treasurer, and five of the Trustees of the General Conference, do for ourselves and on behalf of the General Conference, and at its request, apply to have the same formed into an Association, in pursuance of this Memorandum of Association.

DATED this 29th day of January 1872.

Names, Addresses, and Descriptions of Subscribers

JOHN HYDE, 83 Broughton Lane, Manchester, a Minister of the said New Church, and President of the said General Conference.

JOHN PRESLAND, 37 Wilmot Street, Derby, a Minister of the said New Church, and Secretary to the said General Conference.

RICHARD GUNTON, 19 Oseney Crescent, Camden, London, N.W., Treasurer of the said General Conference.

WILLIAM PICKSTONE, 2 College Villas, London, N.W., Gentleman.

HENRY BATEMAN, 32 Compton Terrace, London, N., FRCS., England.

FREDK PITMAN, 20 Paternoster Road, London, Publisher.

THOMAS WATSON, 19 Highbury Crescent, London, Gentleman.

H.R. WILLIAMS, 183 Camden Road, London, N.W. Gentleman.

Witness to the signature of John Hyde,
JOHN BROADFIELD of Cheetwood, Manchester, Gentleman.

Witness to the signature of John Presland,
THOMAS MADELEY, Stamp-Distributor, Derby.

Witness to the signatures of Richard Gunton, William Pickstone, Henry Bateman, Frederick Pitman, Thomas Watson, and Henry Richard Williams,
SAML. TEED of 37 Colebrook Row, Islington, London, Gentleman.

* As amended by Special Resolution passed on 27th July 1988.

** As amended by Special Resolution passed on 24th July 1990.

*** As amended by Special Resolution passed on 26th July 1999.