Notes

These explanatory notes are for advice and reference only and in no way form part of the text of the Memorandum of Association.

Details about the requirements of the Companies Act 2006 are available from the Companies House website www.companieshouse.gov.uk and our website www.charitycommission.gov.uk.

Section 8 of the Companies Act 2006 requires that the Memorandum of Association states that the company's subscribers:

(a) wish to form a company; and

(b) agree to become members of the company.

It also requires the members to authenticate the Memorandum of Association.

In general, the Commission can accept any name but has the power to direct registered charity names to be changed in the circumstances set out in section 42(2) of the Charities Act 2011, which are explained in our guidance *Registering as a Charity* (CC21) and in our Operational Guidance (*Names of charities*) available on our website. In very broad terms, the name should not be offensive, or identical to (or too like) the name of any other charity, or likely to mislead the public about its purposes, activities, status, or connections. Some words and expressions are controlled under the Companies Act 2006 and other legislation. A list of controlled words can be found in Appendices A - C of the Companies House website document 'Incorporation and Names' (GP1).

Authentication by Subscribers: The Memorandum of Association needs to be authenticated by the subscribers stating their names and adding their signatures, or by their use of a form of electronic authentication acceptable to Companies House.

Submission of Documents: The Memorandum of Association should be sent to the Registrar of Companies at Companies House as part of the application to register as a company (section 9 of the Companies Act 2006). The Charity Commission requires a copy of the:

- Memorandum of Association
- Articles of Association
- Certificate of Incorporation (and if applicable the Certificate of

COMPANY NOT HAVING A SHARE CAPITAL

Memorandum of Association of

FOUNDATION FOR COMMON LAND

Each subscriber to this memorandum of association wishes to form a company under the Companies Act 2006 and agrees to become a member of the company.

Name of each subscriber	Authentication by each subscriber
DAFYDD GWYN LLOYD JONES	
JULIA CATHERINE WEIR AGLIONBY	
ANDREW BRIAN HUMPHRIES	

Dated: 15th June 2012