

R 5404

LICENCE BY THE BOARD OF TRADE,

pursuant to Section 23 of the Companies' Act, 1867.

WHEREAS it has been proved to the Board of Trade that the

Ipwich Chamber of Commerce and Shipping (Incorporated)

which is about to be registered under the Companies' Acts, 1862 to 1883, as an Association limited by guarantee, is formed for the purpose of promoting objects of the nature contemplated by the 23rd section of the Companies' Act, 1867, and that it is the intention of the said *Chamber*

that 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 the memorandum of association of the said

Chamber

and that 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 said *Chamber* or to any of them, or to any person claiming through any of them.

NOW, THEREFORE, the Board of Trade, in pursuance of the powers in them vested, and in consideration of the provisions and subject to the conditions contained in the memorandum of association of the said

Ipwich Chamber of Commerce and Shipping (Incorporated)

as subscribed by *fifteen* members thereof on the *twelfth* day of *August* 18*84*, do by this their licence direct the

Ipwich Chamber of Commerce and Shipping (Incorporated)

to be registered with limited liability, without

the addition of the word "Limited" to its name.

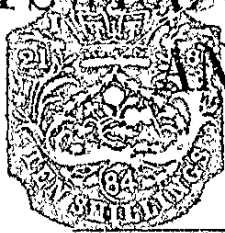
SIGNED by order of the Board of Trade, this *eighteenth* day of *August* 18*84*

George A. ...

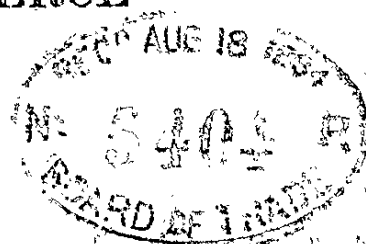
An Assistant Secretary to the Board of Trade.

Memorandum of Association

THE IPSWICH CHAMBER OF COMMERCE AND SHIPPING.



(INCORPORATED).



1. The name of the Association is "The Ipswich Chamber of Commerce and Shipping (Incorporated)."

2. The registered Office of the Association will be situate in Ipswich.

3. The objects for which the Association is established, are:—

- (1) The promotion of the trade, commerce, shipping, and manufactures of the Port and Town of Ipswich, and of the home, colonial, and foreign trades of the United Kingdom.
- (2) The collection and dissemination of statistical and other information relating to trade, commerce, shipping, and manufactures.
- (3) The promoting, supporting, or opposing, legislative or other measures affecting the aforesaid interests.
- (4) The undertaking by arbitration the settlement of disputes arising out of trade, commerce, shipping, or manufactures.
- (5) The doing of all such lawful things as may be conducive to the extension of trade, commerce, or manufactures, or incidental to the attainment of the above objects, provided always that it shall not be lawful for the Association to impose on its Members or to support with its funds any regulation which could not lawfully be one of the objects of an Association registered under the Companies Acts.

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 the Memorandum of Association, and no portion thereof shall be paid or transferred, directly or indirectly, by way of dividend, bonus, or otherwise howsoever, to the Members of the Association, provided that nothing herein shall prevent the payment in good faith of remuneration to any Officers or Servants of, or persons employed by the Association, or to any Member of the Association, or other person, in return for any services actually rendered to the Association.

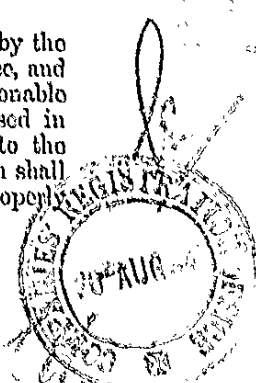
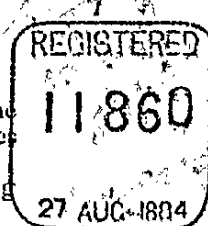
5. The fourth paragraph of this Memorandum is a condition on which a License is granted by the Board of Trade to the Association, in pursuance of Section 23 of "The Companies Act, 1867."

6. If any Member of the Association pays or receives any dividend, bonus, or other profit in contravention of the terms of the fourth paragraph of this Memorandum, his liability shall be unlimited.

7. 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 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, or in case of his liability becoming unlimited, in the terms of the last preceding paragraph of this Memorandum, such other amount as may be required in pursuance of that paragraph.

8. 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 institution or institutions having objects similar to the objects of the Association, to be determined by the Members of the Association 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.

9. True accounts shall be kept of the sums of money received and expended by the Association, and the matter in respect of which such receipt and expenditure take place, and of the property, credits, and liabilities of the Association; 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 Association for the time being shall be open to the inspection of the Members. Once at least in every year the accounts of the Association shall be examined, and the correctness of the balance sheet ascertained by one or more properly qualified Auditor or Auditors.



We, the several persons whose names and addresses are subscribed, are desirous of being formed into an Association, in pursuance of this Memorandum of Association.

NAMES.	ADDRESSES.	DESCRIPTIONS.
John May	154 Norwich Road Ipswich	Merchant Mayor of Ipswich
Ed. Puckard Jr	Ipswich House, Braintree	Chemist Manufacturer
Frederick H. Ford George Calver Mason	Park Corner, New Road, Lonsdale House Ipswich	Merchant Merchant
Henry Ridley	26 St. Nicholas Street Ipswich	Timber Merchant
Edwin Mearns	Ipswich	Bank Manager
Wm. Alexander	12 St. Andrew's Rd. Ipswich	Banker
Robert James Ransom	Ipswich Hall, Ipswich Road Ipswich	Engineer
Alexander Curtis	29 Belvidere Street Ipswich	Merchant
Charles Henry Court	Cotton House, Ipswich	Merchant
Henry Clarke Esq.	Gladwin, Crescent Rd. Ipswich	Shoe Manufacturer
Alexander Francis Weston	Russell House, Russell Road Ipswich	Drapery
Robert Charles Newman	Ipswich Lodge, Ipswich	Engineer
David Henry Booth	Sembidge House, Anglepoole Road, Ipswich	Merchant
Edward Rush Hurvell	Clare Lodge, Keeley Road Ipswich	Engineer

Dated this 12th day of August 1884.

Witness to the above Signatures.

Henry C. Caspary
Solicitor, Ipswich.

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The Ipswich Chamber of Commerce

and Shipping (Incorporated)
the word Limited being omitted by licence of the
Board of Trade,
Limited, is Incorporated under the Companies' Acts, 1862 to 1880, as a Limited

Company, this Twenty seventh day of August

One thousand eight hundred and eighty four.

Ernest Cress

Assistant-Registrar of Joint Stock Companies.

Certificate of Incorporation received by:—

Henry C. Casley

Hon. Secretary



Exchange Chambers

Ipswich



Date 30th August 1884

(No. 1.)



Articles of Association

OF

THE IPSWICH CHAMBER OF COMMERCE AND SHIPPING.

(INCORPORATED).

REGISTERED

11861

27 AUG 1884

1. For the purpose of registration the number of members of the Chamber is declared not to exceed three hundred.
2. The Council, hereinafter mentioned, may, whenever the purposes of the Association require it, register the Chamber on an increased number.
3. These Articles shall be construed with reference to the provisions of the Companies Acts, 1862 to 1883, and terms used in these Articles shall be taken as having the same respective meanings as they have where used in those Acts.
4. The Chamber is established for the objects stated in the Memorandum of Association, and to represent, express, and give effect to the opinions of the mercantile community on commercial questions.
5. The Association shall be styled "The Ipswich Chamber of Commerce and Shipping (Incorporated)." It is herein for brevity's sake, called "The Chamber."
6. Any person whom the Council may consider eligible may be elected a Member of the Chamber, as hereinafter provided.

THE COUNCIL.

7. The business of the Chamber shall be managed by a Council. Until the first General Meeting, the Council shall consist of gentlemen, not exceeding 21, to be nominated by the signatories to the Memorandum and Articles of Association, who shall retire at the first General Meeting; and also of the *ex-officio* Members hereinafter provided. The Council shall thenceforward be constituted as follows:
 - 1st. *Elected Members*.—There shall be such number divisible by three, as the Chamber may from time to time determine, of elected Members chosen out of the general body of Members in accordance with the Bye-Laws.
 - 2nd. *Ex-officio Members*.—The *ex-officio* Members shall be the Mayor of Ipswich for the time being, the Members of Parliament for the Borough of Ipswich for the time being, and such other persons as the Chamber shall from time to time appoint.
8. At the first general meeting the Members of the Chamber shall elect the Council.
9. At each succeeding Annual Meeting of the Chamber one third of the elected Members of the Council shall retire, but be eligible for re-election. The retirement at the first and second of such Annual Meetings shall, unless the Members of Council agree among themselves, be determined by ballot, and at the third of such Annual Meetings, and thenceforward the retirement shall be according to seniority of Membership of the Council. The election of Members to supply these vacancies shall be conducted in the manner prescribed by the Bye-Laws.



10. The Council shall, at its first Meeting, and thenceforward at the Meeting first held after each Annual Meeting, elect from its own body a Chairman, a Deputy-Chairman, and a Treasurer.

11. The Council shall meet once a quarter at least, and shall appoint such Committees as it may deem necessary. It may associate with such Committees any Member or Members of the Chamber, with full power to act and vote on those Committees.

12. Special Meetings of the Council may be convened by order of the Chairman, the Deputy-Chairman, or five Members of Council; and notice of such Meeting, stating the objects thereof, shall be given at least two days previously by the Secretary.

13. Meetings of the Council shall be presided over by the Chairman, or by the Deputy-Chairman, or, in their absence, by one of the Council; and the Chairman of the day shall have an original and also a casting vote.

14. In the event of any elected Member of Council absenting himself from three consecutive Quarterly Meetings of the Council, or resigning, dying, or becoming insolvent between the regular periods of annual election, the Council may declare the seat vacant, and may elect another Member of the Chamber to fill the occasional vacancy. Any vacancy in the Council not so filled up shall be filled up at the next Annual Meeting, and the term of office of each member so elected shall be for the unexpired period of the Member whose place he shall supply. Any vacancy, however occasioned, which shall not have been duly filled up at an Annual Meeting, may be filled up by the Council. The Council shall have full power to act, notwithstanding any vacancy shall not have been filled up.

15. At each Annual Meeting the Council shall present a Report of its proceedings, and a statement of the Accounts of the Chamber, signed by the Treasurer and duly certified by two Auditors, being either Members of the Chamber or not, who shall be elected for the purpose at each Annual Meeting.

16. The Council shall have power to take offices for the use of the Chamber, and to appoint a Secretary, and such other officers as may be found necessary for the due conduct of the business of the Association, with Annual Salaries or otherwise, to engage professional assistance, and to remunerate all persons employed by it; and, subject to the provisions of the Memorandum of Association and these Articles, to appoint its own Meetings and regulate its own proceedings, to manage and superintend the affairs of the Chamber, and act in the name of the Chamber, and for that purpose to order the Seal of the Chamber to be affixed to any Petition to Parliament, Memorial, or other document, and generally to execute all powers and functions of the Chamber not hereby conferred upon General Meetings of the Chamber.

17. The Council shall have power to make, alter, or revoke Bye-Laws for carrying on the business of the Chamber, provided always that the Bye-Laws in force shall not be repugnant to the Memorandum of Association or Articles of Association.

MEMBERSHIP.

18. A Candidate for Membership must sign a written application for election, and an agreement to be bound, if elected, by the Memorandum and Articles of Association. This application shall be brought before the Council at their next Meeting, when the majority of the Members of the Council then present may admit the Candidate as a Member. Such admission, together with payment of the Entrance Fee and of the proper Subscription, will constitute Membership.

19. A Member's subscription year shall date from the 1st of July, 1884, or the 1st of July preceding his formal admission by the Council, and the Annual Subscription shall be due and payable on the same day of each succeeding year.

20. The Council, with the consent of a Meeting of the Chamber, may from time to time fix the amount of the Entrance Fee and Annual Subscription. Until otherwise determined, the Entrance Fee shall be Half-a-Guinea and the Annual Subscription shall be Half-a-Guinea for each Member.

21. Any person duly elected making a payment of Five Guineas shall become a Life Member.

22. A Member must give written Notice to the Secretary one calendar month before the expiration of his Subscription Year of his wish to retire, or he will be liable for the Subscription for the ensuing year. A Member whose Subscription is in arrear cannot vote

on a poll, and when his Subscription is six months overdue, all privileges of Membership will be forfeited, and his name may be posted in an Arrears List in the Offices of the Chamber; but the arrears will still be a debt due to and recoverable by the Chamber.

23. A majority of two-thirds Members present and voting at an Annual or Special Meeting of the Chamber may by resolution expel any Member whose conduct, in their opinion, renders him unfit to be a Member of the Chamber. And such person shall from the passing of such resolution cease to be a Member of the Chamber.

MEETINGS OF THE CHAMBER.

24. The first General Meeting of the Chamber shall be held at such time, not being more than four months after the registration of the Memorandum of Association, as the Council may determine.

25. At this Meeting two Auditors shall be appointed.

26. There shall be an Annual Meeting on such day in the year 1884, and each subsequent year, as the Council shall from time to time determine, to

- (1.) Receive the Report of the Council;
- (2.) Receive the statement of Accounts;
- (3.) Fill up vacancies in the Council;
- (4.) Elect two Auditors;
- (5.) Consider, and if necessary take action, with reference to any business or motion of which due notice may have been given, or which the majority of those present may determine to entertain, not being inconsistent with the Memorandum and Articles of Association.

27. Special Meetings shall be convened by the Secretary by order of the Chairman of the Council or on the requisition of five Members of the Council or ten ordinary Members; the Requisition and the Notice shall state the objects of the Meeting, and no other business shall be entertained.

28. Three days' notice at least shall be given of all Meetings by a Circular addressed to the Members.

29. Questions shall be determined by the majority of Members present and voting, unless a poll of the Chamber be demanded by one-fourth of those present, in which case a poll shall be taken in the manner prescribed by the Bye-Laws.

30. No resolution of an Annual Meeting or of a Special Meeting shall be rescinded except by a Special Meeting convened for that purpose.

31. Each Meeting of the Chamber shall be presided over by the Chairman or the Deputy-Chairman of the Council, and in their absence the Meeting shall elect a Chairman; the Chairman presiding at any Meeting shall have an original and also a casting vote.

32. The Annual Meeting, on the recommendation of the Council, may

- (a) Change the number of elected Members of Council.
- (b) Vary the list of *Ex-officio* Members.

33. The Chamber being instituted solely for commercial objects, and comprising among its Members persons of all political opinions, all questions of party politics, general or local, shall be excluded from discussion, and no Member shall be allowed at any Meeting to call in question the conduct of any other Member in reference to the exercise of his political privileges.

ARBITRATION.

34. The Chamber may undertake, through its Council, the settlement of dispute, arising out of commercial transactions, under such regulations as the Council shall direct by its Bye-Laws.

MINUTES.

35. Correct Minutes of the proceedings of the Chamber, of the Council, and of the Committees, shall be kept; and the Minutes of the Chamber and of the Council shall be open to the inspection of Members at all convenient times.

36. These Articles may be altered by special resolution of the Chamber, passed according to the provisions of "The Companies Act, 1862."

NAMES.	ADDRESSES.	DESCRIPTIONS.
John May	154 Norwich Road Norwich	Merchant Mayor of Norwich
Ed: Packard Jr	Grove House, Brampton	Chemical Manufacturer
Frederick Hyland Foster	Bank (Corner) Healey Road Norwich	Merchant
George Calver Mason	Linn, Dale Street Norwich	Merchant
Henry Ridley	26 1/2 St. Andrew's Street Norwich	Timber Merchant
Edwin Winsor	Lombard Street Norwich	Bank Manager
W. Alexander	18 Healey Rd Norwich	Banker
Robert James Ransome	Hole Hall, Belton Road Norwich	Engineer
Etheridge Curtis	32 Albert Street Norwich	Merchant
Wm. Henry Coult	Hole Hall, Belton Road Norwich	Mechanic
Henry Clarke Junr	Glasden Crescent Rd Norwich	Shoe Manufacturer
Alexander Francis Medson	Rusden House, Thurstle Road Norwich	Draper
Robert Charles Ransome	Orwell Lodge Norwich	Engineer
David Henry Burt	Cromwell House Angles Road Norwich	Merchant
Edward Rusk Furness	Blair Lodge, Healey Road Norwich	Engineer

Dated this 12th day of August 1884.

Witness to the above Signatures.

Henry C. Casley
Sol. Norwich.



To the Registrar of Joint Stock Companies

11862

27 AUG 1884

The Ipswich Chamber of
Commerce and Shipping (Incorporated)
hereby gives you Notice in accordance
with the Companies' Act 1862, that
the registered Office of the Company
is situate at Exchange Chambers, King
Street Ipswich in the County of Suffolk -

Dated the nineteenth day of
August One thousand eight hundred
and eighty four. -

Henry Casley,
Secretary



The Ipswich Chamber
of Commerce and Shipping
(Incorporated)

Notice of the situation
of the Registered Office of
Company.

W. Langley Chambers

Spanish 30th Aug. 84

Sir

Special Chamber of Commerce
Shipping (Incorporated)

I have the honor to acknowledge
Certificate of Incorporation and
enclose herewith formal receipt.

Yours obedt servant

Mary C. Casley

Hon. Sec.

Copy

Sec Registrar

Companies Registration Office

Island Revenue

W.C.

~~Whitehall~~

Lowermost House

