

**MEMORANDUM OF ASSOCIATION OF THE WELSH NETBALL ASSOCIATION:
CYMDEITHAS PEL-RWYD CYMRU**

Amended 17th December 2014

The Companies Act 1985

Company Limited By Guarantee and Not Having A Share Capital

1. The name of the Company (hereinafter called “the Association”) is the Welsh Netball Association: Cymdeithas Pel- rwyd Cymru
2. The Registered Office of the Association is currently at The Sport Wales National Centre, Sophia Gardens, Cardiff
3. The objects for which the Association is established are:-
 - 3.1. To promote, encourage and further the game of netball, participating with all relevant bodies and sponsors
 - 3.2. To act as controller and governing body of the game of Netball in Wales
 - 3.3. To be affiliated to the International Federation of Netball Associations whose current Rules shall be the Rules of the game of Netball
 - 3.4. To arrange with any person, company, undertaking or organisation for the provision of services for members of the Association in respect of insurances, travel facilities, the purchase or lease of goods, equipment and appliances
4. The Association shall have the following powers exercisable in furtherance of its said objects but not otherwise, namely:-
 - 4.1. To purchase, take on lease, or in exchange, hire or otherwise acquire real or personal property and rights or privileges and to construct, maintain and alter buildings or erections
 - 4.2. To sell, let or mortgage, dispose of or turn to account all or any of the property or assets of the Association
 - 4.3. To issue appeals and take such other steps as may be required for the purpose of procuring contributions to the funds of the Association, including sponsorship and grant aid applications
 - 4.4. To invest moneys of the Association not immediately required for its purposes in or upon such investments, securities or property as may be thought fit 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 herein after provided
 - 4.5. To undertake and execute charitable trusts
 - 4.6. To engage and pay any person or persons whether on a full time or part time basis or whether as consultant or employee to supervise, organise, carry on the work of or advise the Association
 - 4.7. To collect and receive money and funds by way of contributions, donations, membership fees, legacies, grants, sponsorship or any other lawful method. To accept, receive and disperse of property of any description for or towards all or any of the objects of the Association
 - 4.8. To do such lawful things as will further or are conducive and incidental to the attainments of the objects of the Association

5. The income and property of the Association shall be applied solely towards the promotion of its objects and no portion thereof shall be paid or transferred directly or indirectly by way of dividends, bonus or otherwise howsoever by way of profit to members of the Association.
Provided that nothing herein shall prevent any payment in good faith by the Association:
 - 5.1. Of reasonable and proper remuneration to any member, officer or servant of the Association for any services rendered and of legitimate out of pocket expenses incurred in carrying out the duties of any member, officer or servant of the Association
6. The liability of members is limited
7. Every member of the Association who is entitled to vote at General Meetings of the Association, undertakes to contribute to the assets of the Association, in the event of the same being wound up whilst such member is a member, or within one year after such member ceases to be a member, for payment of the debts and liabilities of the Association contracted before such member ceases to be a member and of the costs, charges, and expense of winding up and for the adjustment of the rights of the contributories among themselves, such amount may be required not exceeding £1 (one pound)
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 organisation or organisations having objects the same as the Association and which further and develop amateur sport 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 5 hereof, such organisation or organisations to be determined by members of the Association at or before the time of dissolution and insofar as effect cannot be given to such provisions then to some charitable object.

