

# PHP London Articles of association

## Name

The name of the company is “PHP London Limited” and is hereafter referred to as “The Company”

## Terminology

The company has three members. These three members are also the Directors of the Company.

The Company is associated with the user group known as “PHP London” hereafter referred to as *PHP-L*.

## Liability of members

Each member’s liability on cessation of business is limited to £1.

## Objects

The aims of The Company are:

1. to promote the use of the PHP programming language in London and the United Kingdom;
2. to foster communication between developers, managers, recruiters, and employers who use PHP in London and the United Kingdom;
3. to encourage best practice amongst PHP technologists, broaden and increase their skills, and improve their employability.

These will be achieved through working with *PHP-L* and the membership of *PHP-L*.

## Powers

The Company will organise a monthly meeting for *PHP-L* and an annual conference, and may organise other events and activities which further its objects.

The profits of The Company shall not be distributed to its members (Directors) or to the membership of *PHP-L*.

The Company may pay for meeting venues and refreshments for the membership of *PHP-L* and the reasonable expenses of its members (Directors), speakers and organisers at events organised through *PHP-L*.

The Company may market itself online and offline. The Company may raise funds through sponsorship, donations, ticket sales for events, and any other means.

The Company may undertake any lawful or legal trade or business at the discretion of the Directors in pursuit of its objects.

## Directors

The Company shall have three Directors.  
Directors should expect to serve between 1 and 3 years.  
The Company has no officers other than the Directors.

## Appointment of Directors

When a Director wishes to stand down a new Director will be appointed to serve in his/her place, by agreement between the three Directors.  
If a Director leaves the organisation for any other reason than a desire to stand down, a replacement may be appointed by the remaining two directors.

## Remuneration of Directors

The Directors shall not be remunerated.

## Directors' Responsibilities

As described under sections 170 - 177 of the 2006 Companies Act <http://www.legislation.gov.uk/ukpga/2006/46/part/10/chapter/2>.

*Additionally:*

1. Timely submission accounts to Companies House.
2. Payment of VAT and other taxes incurred in trading
3. Administer the Company bank account
4. Run an annual conference
5. Run a monthly meeting for the membership of *PHP-L*
6. To hold four Directors' meetings each year and to make the minutes available to the membership of *PHP-L*
7. To hold one annual general meetings (which may be one of the above) and to make the meeting minutes available to the membership of *PHP-L*

Directors may delegate duties except where they involve any task related to the company accounts, payment of taxes, or require access to the bank account.

## Decisions

Decisions may always be taken by a majority vote of the Directors at a Directors meeting and must be minuted.

## Changes

Changes to these Articles require a majority vote of the Directors.

## **Dissolution**

The Company may be dissolved by unanimous agreement of its Directors.

Any surplus funds on dissolution shall be donated to one or more organisations whose stated aims are in accordance with the aims of PHP London.