

INSTITUTE OF MARINE ENGINEERS.

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FIRST VOLUME

OF

TRANSACTIONS

COMPRISING

THE PAPERS PUBLISHED AND MEETINGS HELD

DURING

SESSION, 1889-90.

EDITED BY

JAS. ADAMSON,

HONORARY SECRETARY.

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1. ARTICLES OF ASSOCIATION, BY-LAWS, &c.  
LIST OF MEMBERS AT 31st JANUARY, 1890.
2. STEERING GEAR—Paper by Mr. A. J. MAGINNIS (Member).
3. SHAFTING—Paper by Mr. G. W. MANUEL (Vice-President).
4. SCIENTIFIC TRI-UNITIES—Paper by Mr. W. J. CRAIG (Vice-President).
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*Inst*

COPY.

No. 29,475 C.



N. L. 28,598.

# CERTIFICATE OF INCORPORATION

OF THE

INSTITUTE OF MARINE ENGINEERS.

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I hereby Certify that the Institute of Marine Engineers (the word "Limited" being omitted by License of the Board of Trade) is this day incorporated under the Companies' Acts 1862 to 1886, and that the Company is Limited.

Given under my hand, at London, this Thirty-first day of July, One Thousand Eight Hundred and Eighty-nine.

*Fees and Deed Stamps, £8 5s. 0d.*

*Stamp Duty on Capital, £* \_\_\_\_\_

ERNEST CLEAVE,

*Assistant Registrar of Joint Stock Companies.*

## MEMORANDA.

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Every Company registered under the Companies' Act, 1862 (ss. 39—40), must, before carrying on business, file with the Registrar of Joint Stock Companies, Somerset House, a Notice of the situation of its Registered Office, and subsequently of any change therein.

Every Company having a Capital divided into Shares, must file annually with the Registrar, a Summary of its Capital, and List of its Members (ss. 26—27), made up to the 14th day after the first Ordinary General Meeting in each year, and to be registered within 7 days after such 14 days.\*

Every Company formed under the Companies' Act, 1862, must hold a General Meeting within four months after its Memorandum of Association is registered (Co.'s Act, 1867, s. 39.) The first return of Capital and Members is to be made up to the 14th day after this meeting, and registered within 7 days of such 14th day.

A copy of every Special Resolution passed by a Company (ss. 51—52) must be printed and forwarded to the Registrar within 15 days from the date of the confirmation of the Resolution.

All Documents tendered for Registration must be signed by an authorised Officer of the Company (s. 64c), and must be according to the approved Forms, and bear an impressed Companies' Registration Fee Stamp of 5s., except in the case of an increase of Capital, when an *ad valorem* Stamp, in addition to the Registration Fee Stamp of 5s., must be impressed upon the prescribed Form for giving notice of such increase (s. 34).

Stamped Forms for the various Notices and Returns under the Companies' Act may be obtained at the Companies Registration Office, Somerset House. The charge is 5/2 for each stamped Form, except for a Memorandum of Association or a Notice of Increase, in which cases the Fee depends upon the nominal capital. Unstamped continuation Forms for Lists of Members are sold at one penny per form.

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\* The provision does not apply to a Company registered pursuant to s. 23 of the Companies' Act, 1857, and holding a License from the Board of Trade to dispense with the word " Limited " as part of its name.

# Memorandum of Association

OF THE

## INSTITUTE OF MARINE ENGINEERS.

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1. The name of the Association is "THE INSTITUTE OF MARINE ENGINEERS."
2. The registered office of the Association will be situate in England.
3. The objects for which the Association is established are:—
  - (a) To promote the science and practice of Marine Engineering in all its branches.
  - (b) To enable Marine Engineers to meet and to correspond, to facilitate the interchange of ideas respecting the improvements in, and original and improved methods of working machinery, and the publication and communication of information on such subjects.
  - (c) To maintain and improve the status of Marine Engineers and the profession of Marine Engineering, to afford facilities for education, study and self-culture to Marine Engineers, and to promote their progressive advancement in knowledge of their profession.
  - (d) With a view to carrying out the objects aforesaid, to establish and carry on Institution premises and premises in connection with the Institution, and thereon to supply to members and persons entitled to attend meetings of the Association, and on complying with all conditions required by law, refreshments and accommodation of all kinds, to charge reasonable and proper sums for such refreshments and accommodation, and to enforce payment of such sums.
  - (e) Subject to the provisions of the 21st section of "The Companies Act, 1862," to acquire, borrow, lend, and dispose of property for the purposes aforesaid.

(f) To do all such other lawful things as are incidental or conducive to the attainment of the above objects, provided that the Institute shall not impose on its Members, or support with its funds any regulation the enforcing of which could not properly be an object of the Company registered under "The Companies Acts of 1862 and 1867."

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, bonus, or otherwise howsoever, by way of profit 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 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 licence 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 ten shillings, or in case of his liability becoming unlimited, such other amount as may be required in pursuance of the last preceding paragraph of this Memorandum.

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 takes 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.

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NAMES, ADDRESSES, AND DESCRIPTIONS OF SUBSCRIBERS.

- ASPLAN BELDAM, Engineer, The Lodge, Acton.  
 JOHN MACFARLANE GRAY, Chief Examiner of Engineers, Board of Trade, 1, Claremont Road, Forest Gate.  
 GEORGE W. MANUEL, Superintendent Engineer, Eildon, Catford, Kent.  
 HENRY M. RAIT, Engineer, 1, Nester Terrace, N.W.  
 WILLIAM JEFFERS CRAIG, M. Insts. N.A. & C.E., Earlam Grove, Forest Gate.  
 JOHN H. THOMSON, Engineer, 26, Ethel Road, Victoria Docks.  
 ROBERT LESLIE, Engineer, Mayfield, Sprowston Road, Forest Gate.  
 J. W. DOMONEV, Merchant, Montrose, Balham Park Road, S.W.  
 JAS. ADAMSON, Engineer, St. Quivox, Stopford Road, Upton Manor.  
 L. P. COUBRO, Engineer, 13, Park Villas, Charlton Road, Blackheath.

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Dated the 18th day of July, 1889.

Witness to the above signatures,

RICHD. BROWSE,

Clerk to JOHN NEELY,

Solicitor,

25, Old Jewry, London, E.C.

