



# JUNIOR LEAGUE OF LONDON

## FORMAL APPLICATION TO BE A MEMBER OF THE COMPANY

Junior League of London  
Company number 5045667  
(the “**Company**”)

I hereby apply to be a member of the Company.

I hereby undertake to contribute such amount as may be required (up to a maximum of £10.00) to the Company’s assets if it should be wound up while I am a member, or within one year after I cease to be a member, for:

- A. payments of debts and liabilities of the Company contracted before I cease to be a member;**
- B. costs, charges and expenses of winding up; and**
- C. adjustments of the rights of the contributories among themselves.**

## **JLL BECOMES A LIMITED LIABILITY COMPANY**

In May 2004, the JLL was reorganised as a company limited by guarantee (usually referred to as a limited liability company, or “LLC”). Here are the answers to questions you may have about the risk management process and our legal status:

### **What factors led the Board to recommend that JLL incorporate as an LLC?**

For twenty years, the JLL operated as an “unincorporated association”, meaning that the charity itself did not exist as a legal entity. Instead, we – each of us, individually – functioned as “the charity”, and simply abided by our By-Laws and operating policies and procedures. As we all recognise, however, we live in an increasingly litigious world, and continuing to operate in that way could have exposed our members, and particularly those members serving on the Board of Directors, to personal liability if the charity were unable to pay its debts (for example, if the charity was sued for some very large amount and lost the case). While the likelihood that this would happen is remote, by reorganising as an LLC and creating a separate, legal entity, we can protect our members from any personal liability that could be linked to serving as a JLL volunteer.

### **So how exactly does an LLC limit our liability?**

It’s remarkably simple actually! The main legal document used to form an LLC is called a Memorandum of Association. In that document, every member promises that, if the charity is dissolved (e.g., because it is unable to pay its debts) while she is a member or within twelve months after she ceases to be a member, she will contribute up to £10 to the charity to be used toward the payment of the its debts. This is the “guarantee” in the phrase “a company limited by guarantee”. So, no matter what “bad things” happen to JLL, no member will ever be liable for more than £10.

### **What does the new legal status mean for members? What will be different?**

For most members the change is transparent; JLL continues to function as it always has. The one exception is that each member must sign a simple, one-page document stating that she is applying to become a member of the “company” (the LLC), and she agrees to contribute no more than £10 to the company if it is ever unable to pay its debts. All new members and transfers must also sign this statement when they first join the JLL.

### **What should I do if I have more questions?**

Please contact the League office at [jrleague@jll.org.uk](mailto:jrleague@jll.org.uk) or 020 7250 8104