

**COMPANIES ACTS, 1963 TO 2001**

**COMPANY LIMITED BY GUARANTEE  
AND NOT HAVING A SHARE CAPITAL**

**ARTICLES OF ASSOCIATION  
OF  
THE HUMANIST ASSOCIATION OF IRELAND LIMITED.**

**PRELIMINARY**

The Regulations contained in Table C of the Companies Acts, 1963 to 2001 shall apply to the Company save in so far as they are excluded or verified hereby.

In these Articles:-

**“the Act”** means the Companies Act, 1963.

**“the Directors”** means the Directors for the time being of the Company or the Directors present at a meeting of the Board of Directors and includes any person occupying the position of Director by whatever name called;

**“Secretary”** means any person appointed to perform the duties of the Secretary of the Company;

**“the Seal”** means the Common Seal of the Company;

**“the office”** means the registered office for the time being of the Company.

**“simple majority”** means a plurality of votes cast.

Expressions referring to writing shall, unless the contrary intention appears, be construed as including reference to printing, lithography, photography and any other modes of representing or reproducing words in a visible form.

Unless the contrary intention appears, words or expressions contained in these Articles shall bear the same meaning as in the Act, or any statutory modification thereof in force at the date at which these Articles become binding on the Company.

Words importing the singular shall include the plural and vice versa.

**MEMBERS**

1. The number of members with which the Company proposed to be registered is twelve but the Directors may from time to time register an increase of members.

2. The subscribers to the memorandum of association and such other persons as the Directors shall, subject to the provisions of these Articles, admit to membership shall be members of the Company.
3. Membership of the Company shall consist of the following classes:
  - (i) Full Members; a Full Member being any person who, in the opinion of the Directors, satisfies the membership criteria agreed by the Company, and who, upon payment of the appropriate subscription, becomes a member of the Company and only ceases to be a member in accordance with the provisions of these Articles.
  - (ii) Corporate Members; a Corporate Member being an incorporated body or similar legally constituted organisation, the objectives of which, in the opinion of the Directors, are contiguous to the objectives of the Company, and which, upon payment of the appropriate annual subscription, becomes a member and only ceases to be a member in accordance with the provisions of these Articles.
  - (iii) Honorary Members; an Honorary Member being a person admitted into membership by the Directors, without paying an annual subscription or other subscription or fee by virtue of having made, in the Directors' opinion, a significant contribution to the cause of Humanism either nationally or internationally, and only ceases to be an Honorary Member in accordance with the provisions of these Articles.
4. A member shall not hold, or be of, more than one class of membership at any time, and on taking on, or becoming of, a particular class of membership shall cease to hold, or be of, any other class of membership.
5. Full Members shall be entitled to attend and to vote at Annual and Extraordinary General Meetings of the Company subject to the provisions of these Articles.
6. Corporate Members and Honorary Members shall be non-voting members, but shall be entitled to attend at Annual and Extraordinary General Meetings of the Company subject to the provisions of these Articles.
7. Only a Full Member may be a Director of the Company
8. The membership criteria and the rights and liabilities attaching to any member of the Company may be varied from time to time by a Special Resolution of the Company.

## **ANNUAL SUBSCRIPTIONS**

9. The Directors shall be entitled from time to time to determine the level of annual subscriptions to be payable by Full Members and Corporate Members and payment shall be due on such date or dates as may, from time to time, be prescribed by the Directors. The Directors, in their absolute discretion, may determine different levels of annual subscriptions applying to any one member or potential member, taking into account such member's or potential member's differing circumstances, or for promotional reasons, but in any event, no member shall be required to pay more than one annual subscription in a twelve month period, and any increase of the annual subscription will only apply to any member with effect from the date following such an increase on which payment of the annual subscription would have been due in the normal course.
10. The Directors may, in their absolute discretion and in accordance with such terms and conditions as it decides from time to time, offer Life Subscriptions to certain persons or bodies.

## **RESIGNATION, CESSATION AND EXPULSION OF MEMBERSHIP**

11. A member of any class may by notice in writing to the Secretary of the Company resign his or her membership of the Company. Such resignation shall be deemed to take effect immediately on receipt of the letter of resignation by the Secretary. A person or body whose membership of the Company ceases by reason of resignation shall not be entitled to a refund of subscriptions paid, but such person shall be eligible to re-apply for membership in the manner set out in these Articles but, at the discretion of the Directors, may be required as a condition of becoming a member of the Company to pay all subscriptions due at the time he, she or it ceased to be a member of the Company.
12. A Full Member or Corporate Member six months in arrears in the payment of prescribed subscriptions shall, unless otherwise decided by the Directors, cease to be a member of the Company two months after the giving to him, her or it of notice in writing from the Directors advising him, her or it that he, she or it is in arrears, unless within that two months he, she or it has paid all outstanding subscriptions. The onus of proof that such notice was not received shall rest with the member to whom it was given. A person or body whose membership of the Company ceases by reason of non-payment of prescribed subscriptions shall be eligible to re-apply for membership in the manner set out in these Articles but, at the discretion of the Directors, may be required as a condition of becoming a member of the Company to pay all subscriptions due at the time he, she or it ceased to be a member of the Company.
13. Full Membership and Honorary Membership of the Company shall

automatically cease on the member's death or, in the case of Corporate Membership, shall cease on the date that the corporate body or similar legally constituted organisation is wound-up or otherwise dissolved.

14. If any member shall refuse or wilfully neglect to comply with any of these Articles or shall have been guilty of such conduct as in the opinion of the Directors either shall have rendered him, her or it unfit to remain a member of the Company or shall be injurious to the Company or if the Directors shall for any other good reason require that a member shall be expelled such members may by a Resolution of the Directors be expelled from membership provided that he, she or it shall have been given notice of the intended resolution for his, her or its expulsion and shall have been afforded an opportunity of giving orally or in writing to the Directors any explanation or defence as he, she or it may think fit.

Notice under this Article shall be deemed to have been served if it is sent by post in accordance with the provisions set out in Article 74 of these Articles whether or not it is actually received by the member intended to be served with such notice.

#### **THE BOARD OF DIRECTORS**

15. The executive authority of the Company shall be vested in the Directors, collectively the Board of Directors or the Board, which shall be composed of a Chairperson, Vice-Chairperson, Secretary, Director of Finance, Director of Membership, and Editor of the official journal of the Company (the titled officers) and six other persons (non-titled officers) appointed in accordance with these Articles.
16. The names of the first Directors, and the appointment of the first officers, shall be determined in writing by the subscribers of the Memorandum of Association or a majority of them.
17. Without prejudice to Article 16, Directors shall be elected by the Full Members at an Annual General Meeting or otherwise appointed as provided for in these Articles.

#### **APPOINTMENT AND DUTIES OF TITLED OFFICERS**

18. The titled officers shall be appointed as follows-
  - (i) *Chairperson*  
A Chairperson shall be appointed by the Directors for such term and upon such conditions as they think fit; and any person so appointed may be removed by them. The Chairperson shall serve as Chairperson of the Board of Directors in accordance with the provisions of these Articles and exercise all other powers,

functions and duties conferred on the Chairperson by or in accordance with these Articles.

(ii) *Vice-Chairperson*

A Vice-Chairperson shall be appointed by the Directors for such term and upon such conditions as they think fit; and any person so appointed may be removed by them. The Vice-Chairperson shall exercise all powers, functions and duties conferred on the Vice-Chairperson by or in accordance with these Articles and shall perform such other duties as may be assigned to her or him by the Directors.

(iii) *Secretary*

The Secretary shall be appointed by the Directors for such term and upon such conditions as they think fit; and any person so appointed may be removed by them. The Secretary shall record the actions of the Directors and all meetings of the Board of Directors, report annually to the Annual General Meeting, and shall perform such other duties as may be assigned to her or him by the Directors or as required by law.

(iv) *Director of Finance*

The Director of Finance shall be appointed by the Directors for such term and upon such conditions as they think fit; and any person so appointed may be removed by them. The Director of Finance shall supervise the receipt of all funds and, under the direction of the Directors, be responsible for the disbursement of all funds of the Company, report annually to the Annual General Meeting and perform such other duties as may be assigned to her or him by the Directors.

(v) *Director of Membership*

The Director of Membership shall be appointed by the Directors for such term and upon such conditions as they think fit; and any person so appointed may be removed by them. The Director of Membership shall be responsible, under the supervision of the Director of Finance and the Secretary as appropriate, for the receipt of all subscriptions, notification of subscriptions due, maintenance of membership lists, report annually to the Annual General Meeting and perform such other duties as may be assigned to her or him by the Directors.

(vi) *Editor of the official journal of the Company*

The Editor of the official journal of the Company shall be appointed by the Directors for such term and upon such conditions as they think fit; and any person so appointed may be removed by them. The Editor of the official journal of the Company shall be responsible, under the direction of the Directors, for editing the official journal of the Company and shall perform such other

duties as may be assigned to her or him by the Directors. The Directors may appoint, for such term and at such remuneration (if any) and upon such conditions as it may think fit, one or more assistant editors or clerical assistants to assist in editing the official journal of the Company.

19. A provision of the Act or these Articles requiring or authorising a thing to be done by or to a Director and the Secretary shall not be satisfied by its being done by or to the same person acting both as Director and as, or in place of, the Secretary.

#### **HONORARY PRESIDENT**

20. An Honorary President may be appointed by the Directors for such term and upon such conditions as they think fit, and any Honorary President so appointed may be removed by them.

#### **BORROWING POWERS**

21. The Directors may exercise all the powers of the Company to borrow money and to mortgage or charge its undertaking and property or any part thereof, and to issue debentures, debenture stock and other securities, whether outright or as security for any debt, liability or obligation of the Company or of any third party.

#### **POWERS AND DUTIES OF DIRECTORS**

22. The business of the Company shall be managed by the Directors, who may pay all expenses incurred in promoting and registering the Company, and exercise all such powers of the Company as are not by the Act or Articles required to be exercised by the Company in General Meeting subject nevertheless to the provision of the Act and these Articles and to such directions, being not inconsistent with the aforesaid provisions, as may be given by the Company in General Meeting, but no direction given by the Company in General Meeting shall invalidate any prior act of the Directors which would have been valid if that direction has not been given.
23. The Directors may from time to time and at any time by power of attorney appoint any company, firm or person or body of persons, whether nominated directly or indirectly by the Directors to be the attorney or attorneys of the Company for such purposes and with powers, authorities and discretions (not exceeding those vested in or exercisable by the Directors and under these Articles) and for such period and subject to such conditions as they may think fit, and any such powers of attorney may contain such provisions for the protection and

convenience of persons dealing with any such attorney as the Directors may think fit, and may also authorise any such attorney to delegate all or any of the powers, authorities and discretions vested in him.

24. All cheques, promissory notes, drafts, bills of exchange and other negotiable instruments, and all receipts for moneys paid to the Company, shall be signed, drawn, accepted, endorsed or otherwise executed, as the case may be, by such person or persons and in such manner as the Directors shall from time to time by resolution determine.
25. The Directors shall cause minutes to be made in books provided for the purpose:-
  - (i) of all appointments of officers made by the Directors;
  - (ii) of the names of the Directors present at each meeting of the Directors and of any committee of the Directors;
  - (iii) of all resolutions and proceedings at all meetings of the Company, and the Directors and of committees of Directors.

#### **DISQUALIFICATION OF DIRECTORS**

26. The Office of Director shall be vacated if the Director:-
  - (i) holds any salaried office or place of profit under the Company; or
  - (ii) is adjudged bankrupt in the State or in Northern Ireland or Great Britain or makes any arrangement or composition with his or her creditors generally; or
  - (iii) becomes prohibited from being a Director by reason of any order made under Section 184 of the Act; or
  - (iv) becomes of unsound mind; or
  - (v) resigns his or her office by notice in writing to the Company; or
  - (vi) is convicted of an indictable offence unless the Directors otherwise determine; or
  - (vii) is directly or indirectly interested in any contract with the Company and fails to declare the nature of his or her interest in manner required by section 194 of the Act.

#### **VOTING ON CONTRACTS**

27. A Director may not vote in respect of any contract in which he or she is interested or any matter arising thereout.

## **PROCEEDINGS OF DIRECTORS**

28. The Directors may meet together for the despatch of business, adjourn and otherwise regulate their meetings as they think fit, any such meeting being a meeting of the Board of Directors. Questions arising at any meeting shall be decided by a majority of votes. Where there is any equality of votes, the Chairperson shall have a second or casting vote. The Chairperson or a minimum of four other directors may, and the Secretary on the requisition of the Chairperson or a minimum of four other directors shall, at any time summon a meeting of the Directors. At least ten days notice by postal or electronic mail shall be given of a meeting to all Directors unless this requirement is waived by a quorum of Directors. If the Directors so resolve it shall not be necessary to give notice of a meeting of Directors to any Director who being resident in the State is for the time being absent from the State.
29. The quorum necessary for the transaction of the business of the Directors may be fixed by the Directors and unless so fixed shall be two.
30. The continuing Directors may act notwithstanding any vacancy in their number but, if and so long as their number is reduced below the number fixed by or pursuant to these Articles as the necessary quorum of Directors, the continuing Directors or Director may act for the purpose of increasing the number of Directors to that number or of summoning a General Meeting of the Company, but for no other purpose.
31. The Chairperson shall preside as Chairperson at meetings of the Board of Directors but, if no such Chairperson is appointed or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, or is unwilling to act, the Vice-Chairperson shall act as Chairperson at the meeting. If no such Vice-Chairperson is appointed or if the Vice-Chairperson is not present within five minutes after the time appointed for holding the meeting, or is unwilling to act, the Directors present shall choose one of their number to act as Chairperson at the meeting until the Chairperson or Vice-Chairperson is present and willing to act.
32. The Directors may delegate any of their powers to committees consisting of such member or members of the Board of Directors as they think fit; any committee so formed shall, in exercise of the powers so delegated, conform to any regulations that may be imposed on it by the Directors.
33. A committee may elect a Chairperson of its meetings; if no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the



same, or is unwilling to act, the members present may choose one of their number to act as Chairperson at the meeting until the Chairperson is present and willing to act.

34. A committee may meet and adjourn as it thinks proper. Questions arising at any meetings shall be determined by a majority of votes of the members present, and when there is an equality of votes, the Chairperson shall have a second or casting vote.
35. All acts done by any meeting of the Directors or of a committee of Directors shall, notwithstanding that it is afterwards discovered that there was some defect in the election or appointment of any such Director, or that they or any of them were disqualified, be as valid as if every such person had been duly elected or appointed and was qualified to be a Director.
36. A resolution in writing, signed by all the Directors for the time being entitled to receive notice of a meeting of the Directors, shall be as valid as if it had been passed at a meeting of the Directors duly convened and held.

#### **GENERAL MEETINGS**

37. All General Meetings of the Company shall be held in the State.
38.
  - (i) Subject to paragraph (ii), the Company shall in each year hold a General Meeting as its Annual General Meeting in addition to any other meetings in that year and shall specify the meeting as such in the notices calling it; and not more than fifteen months shall elapse between the date of one Annual General Meeting of the Company and that of the next.
  - (ii) So long as the Company holds its first Annual General Meeting within eighteen months of its incorporation, it need not hold it in the year of its incorporation or in the following year. Subject to Article 37, the Annual General Meeting shall be held at such time and at such place in the State as the Directors shall appoint.
39. All General Meetings other than Annual General Meetings shall be called Extraordinary General Meetings.
40.
  - (i) The Directors may, whenever they think fit, convene an Extraordinary General Meeting and Extraordinary General Meetings shall also be convened on such requisition or in default may be convened by such requisitionists as provided by Section 132 of the Act.
  - (ii) Without prejudice to the provisions of paragraph (i) of this Article,

the Directors shall proceed to convene an Extraordinary General Meeting within four weeks of receipt by them of a written request for the holding of such a meeting, such request being signed by no less than a third of the Full Members of the Company.

## **NOTICE OF GENERAL MEETINGS**

41. Subject to Sections 133 and 141 of the Act a General Meeting shall be called by twenty one days' notice in writing at the least. The notice shall be exclusive of the day on which it is served or deemed to be served and of the day for which it is given and shall specify the place, the day and the hour of meeting and the general nature of the business and shall be given in manner hereinafter mentioned to such persons or bodies as are under these Articles entitled to receive notices from the Company.
42. The accidental omission to give notice of a General Meeting to or the non-receipt of notices of a General Meeting by any person or body entitled to receive the notice shall not invalidate the proceeding at that General Meeting.

## **PROCEEDINGS AT GENERAL MEETINGS**

43. All business shall be deemed special that is transacted at an Extraordinary General Meeting, and also all that is transacted at an Annual General Meeting, with the exception of the consideration of the accounts, balance sheets and the reports of the Directors and Auditors, the election of Directors in the place of those retiring, the re-appointment of the retiring Auditors and the fixing of the remuneration of the Auditors.
44. No business shall be transacted at any General Meeting unless a quorum of Full Members is present at the time when the meeting proceeds to business; save as herein otherwise provided, seven Full Members present in person shall be a quorum.
45. If within half an hour from the time appointed for the meeting a quorum is not present, the meeting, if convened upon the requisition of Full Members, shall be dissolved: in any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Directors may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the Full Members present shall be a quorum.
46. The Chairperson shall preside as Chairperson at every General Meeting of the Company or if he or she is not present within fifteen minutes after

- the time appointed for the holding of the meeting or is unwilling to act, the Vice-Chairperson shall act as Chairperson of the meeting until the Chairperson is present and willing to act, or if he or she is not present within fifteen minutes after the time appointed for the holding of the meeting or is unwilling to act, the Directors present shall elect one of their number to be Chairperson of the meeting until the Chairperson or Vice-Chairperson is present and willing to act.
47. If at any General Meeting no Director is willing to act as Chairperson or if no Director is present within 15 minutes after the time appointed for holding the meeting, the Full Members present shall choose one of their number to be Chairperson of the meeting until the Chairperson or Vice-Chairperson is present and willing to act.
  48. The Chairperson may with the consent of any meeting at which a quorum is present (and shall, if so directed by the meeting) adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place. When a meeting is adjourned for 30 days or more, notice of the adjourned meeting shall be given as in the case of the original meeting. Save as aforesaid, it shall not be necessary to give any notice of an adjourned meeting or of the business to be transacted at an adjourned meeting.
  49. At any General Meeting a resolution put to the vote of the meeting shall be, subject to these Articles, decided on a show of hands.
  50. Where there is an equality of votes the Chairperson of the meeting at which the show of hands takes place shall be entitled to a second or casting vote.
  51. Subject to Section 141 of the Act, a resolution in writing signed by all Full Members for the time being entitled to attend and vote on such resolution at a General Meeting shall be as valid and effective for all purposes as if the resolution had been passed at a General Meeting of the Company duly convened and held, and if described as a special resolution shall be deemed to be a special resolution within the meaning of the Act.

## **VOTES OF FULL MEMBERS**

52. Every Full Member shall, subject to the provisions of these Articles, have one vote.
53. A Full Member of unsound mind, or in respect of whom an order has been made by any Court having jurisdiction in lunacy, may vote on a show of hands by his or her committee, receiver, guardian, or other person appointed by that Court. This Article shall be without prejudice

to the provisions of other Articles.

54. No Full Member shall be entitled to vote at any General Meeting unless all moneys immediately payable by him or her to the Company have been paid.
55. No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid for all purposes. Any such objection made in due time shall be referred to the Chairperson of the meeting whose decision shall be final and conclusive.
56. Votes, subject to these Articles, shall be given personally.

#### **STANDING ORDERS AND METHOD OF ELECTION**

57. Without prejudice to the provisions of these Articles, General Meetings of the Company shall be conducted in accordance with such standing orders as may from time to time be adopted or amended at a General Meeting of the Company, always provided such standing orders are in full conformity with the provisions and requirements of these Articles.
58. Notwithstanding the provisions of the preceding paragraph, contested elections shall in all cases be by secret ballot and the result shall be determined by simple majority of the valid votes cast, and where there is an equality of votes the Chairperson of the meeting at which the secret ballot took place shall be entitled to a second or casting vote.

#### **ROTATION OF DIRECTORS**

59. At the first Annual General Meeting of the Company, all the Directors shall retire from office and at the Annual General Meeting in every subsequent year one-third of the Directors for the time being, or if their number is not three or a multiple of three, then the number nearest one-third, shall retire from office.
60. The Directors to retire in every year shall be those who have been longest in office since the last election, but as between persons who became Directors on the same day, those to retire shall (unless they otherwise agree amongst themselves) be determined by lot.
61. A retiring Director shall be eligible for re-election.
62. The Company, at the meeting at which a Director retires in manner aforesaid, may fill the vacated office by electing a person thereto, and in default the retiring Director shall, if offering himself for re-election,

be deemed to have been re-elected, unless at such meeting it is expressly resolved not to fill such vacated office or unless a resolution for the re-election of such Director has been put to the meeting and lost.

63. No person other than a Director retiring at the meeting shall, unless recommended by the Directors, be eligible for election to the office of Director at any General Meeting unless, not less than three nor more than 21 days before the date appointed for the meeting, there has been left at the office in writing, signed by a Member duly qualified to attend and vote at the meeting for which notice is given, of his or her intention to propose such a person for election, and also notice in writing signed by that person of his or her willingness to be elected.
64. The Directors shall have power at any time, and from time to time, to appoint any person to be a Director either to fill a casual vacancy or as an addition to the existing Directors, but so that the total number of Directors shall not at any time exceed the number fixed in accordance with these Articles. Any Director so appointed shall hold office only until the next Annual General Meeting, and shall then be eligible for re-election, but shall not be taken into account in determining the Directors who are to retire by rotation at such meeting.
65. The Company may by ordinary resolution of which extended notice is given in accordance with Section 142 of the Act remove any Director before the expiration of his or her period of office, notwithstanding anything in these Articles or in any agreement between the Company and such Director. Such removal shall be without prejudice to any claim such Director may have for damages for breach of any contract of service between him or her and the Company.
66. The Company may by ordinary resolution appoint another person in place of a Director removed from office under Article 65. Without prejudice to the powers of the Directors under Article 64 the Company in a General Meeting may appoint any person to be a Director, either to fill a casual vacancy or as additional Director. A person appointed in place of a Director so removed or to fill such a vacancy shall be subject to retirement at the same time as if he or she had become Director on the day on which the Director in whose place he or she is appointed was last elected a Director.

#### **THE SEAL**

67. The seal shall be used only by the authority of the Directors or of a committee of Directors authorised by the Directors in that behalf, and every instrument to which the seal shall be affixed shall be signed by a Director and shall be countersigned by the Secretary or by a second Director or by some other person appointed by the Director for that

purpose.

## ACCOUNTS

68. The Directors shall cause proper books of accounts to be kept relating to:-
- (i) all sums of money received and expended by the Company and the matters in respect of which the receipt and expenditure takes place;
  - (ii) all sales and purchases of goods by the Company; and
  - (iii) the assets and liabilities of the Company.

Proper books shall not be deemed to be kept if there are not kept such books of account as are necessary to give a true and fair view of the state of the Company's affairs and to explain its transactions.

69. The books shall be kept at the office or, subject to section 147 of the Act, at such other place as the Directors think fit, and shall at all reasonable times be open to the inspection of the Directors.
70. The Directors shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations the accounts and books of the Company or any of them shall be open to the inspection of members not being Directors, and no member (not being a Director) shall have any right of inspecting any account or book or document except as conferred by statute or authorised by the Directors or by the Company in General Meeting.
71. The Directors shall from time to time in accordance with Sections 148, 150, 157 and 158 of the Act cause to be prepared and to be laid before the Annual General Meeting of the Company such profit and loss accounts, balance sheets, group accounts and reports as are required by those Sections to be prepared and laid before the Annual General Meeting of the Company.
72. A copy of every balance sheet (including every document required by law to be annexed thereto) which is to be laid before the Annual General Meeting of the Company together with a copy of the Directors' report shall not less than 21 days before the date of the Annual General Meeting, be sent to every person entitled under the provisions of the Act to receive them.

## AUDIT

73. Auditors shall be appointed and their duties regulated in accordance with Section 160 to 163 of the Act.

## NOTICES

74. A notice may be given by the Company to any member either personally or by sending it by post to him, her or it or to his, her or its registered address as appropriate. Where a notice is sent by post, service of the notice shall be deemed to be effected by properly addressing, prepaying and posting a letter containing the notice, and to have been effected in the case of the notice of a meeting at the expiration of 24 hours after the letter containing the same is posted, and in any other case at which the letter would be delivered in the ordinary course of post.
75. Notice of every General Meeting shall be given in any manner hereinbefore authorised to:-
- (i) every member
  - (ii) every person being a personal representative or the Official Assignee in bankruptcy of a member where the member but for his or her death or bankruptcy would be entitled to receive notice of the meeting; and
  - (iii) the Auditor for the time being of the Company.

No other person shall be entitled to receive notices of General Meetings.