

Proposed Revised Articles of Association [2008]:

The proposed Articles of Association set out in the following pages have been revised in accordance with legal advice per the mandate of the 2007 Annual General Meeting.

We are obliged to Ken J. Byrne & Co. Solicitors of Main Street, Blackrock, for the benefit of legal advices received to date.

The text of Articles has been agreed by the Directors and the Committee of Ballinlea Heights Residents Association.

These proposed Articles of Association will be laid before the Members at the 2008 Annual General Meeting.

Text in bold type shows changes from the current [1988] Articles of Association.

Companies Acts 1963 to 2003
Company Limited by Guarantee and Not having Share Capital

ARTICLES OF ASSOCIATION
OF
BALLINCLEA HEIGHTS RESIDENTS ASSOCIATION LIMITED

Text in **bold type** shows changes from the current [1988] Articles of Association

PRELIMINARY

The Regulations contained in Table C of the Companies Acts, 1963 **to 2003** shall apply to the Company **save insofar as they are excluded or modified hereby.**

INTERPRETATION

1. In these Articles:-

The Act	means the Companies Act, 1963;
The Acts	means the Companies Acts, 1963 to 2003 and any amendments thereof;
The Company	means the Company whose name appears in the heading to these Articles;
The Common Areas	means the common areas in the Estate as are contained in Folio 58842 F County Dublin;
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 the Director by whatever name called;
Executive Committee	means the Committee whose Members are elected at the Annual General Meeting, and to whom the Directors may delegate any of their powers, and which carries out the day to day duties of the Company;
The Estate	means the lands situate at and known as Ballinlea Heights, Killiney, Co Dublin;
Member	means a Unit Owner who has been admitted to Membership of the Company by the Directors on receipt of written application;

Nominee	means a person residing in a Unit in the Estate who is nominated as a Member in place of the owner of said Unit, who must already be a Member;
The Registered Office	means the registered office for the time being of the Company;
The Seal	means the common seal of the Company;
The Secretary	means any person appointed to perform the duties of the Secretary of the Company;
Unit	means any house within the estate, which is designated by the Directors as a Unit for the purposes of these Articles of Association;
Unit Owner(s)	means the person or persons who holds the lessee's interest in a Unit under a long lease at a nominal rent or who holds the freehold title of a Unit;

Expressions referring to writing shall, unless the contrary intention appears, be construed as including references 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.

MEMBERS

2. The number of Members with which the Company **was** registered [**the Subscribers**] **was** 7 but the Directors may from time to time register an increase of Members.
3. **The Subscribers, and all Unit Owners who apply in writing for Membership of the Company shall be Members of the Company. Only a Unit Owner or the Nominee of a Unit Owner who is a Member may be a Member.**
 - (a) **A Unit Owner who is a Member may appoint a Nominee at his/her discretion to be a Member of the Company in his/her place. A Nominee Member may serve on the Executive Committee or a sub-committee. A Nominee may not become a Director and may not benefit from the disposal of Company assets. A Nominee may not vote on the disposal of the Company Assets.**

4. The cessation, resignation and expulsion of Members is governed as follows;
 - (a) **A Subscriber shall cease to be a Member on death or on the date upon which the Directors of the Company accept the resignation of a Subscriber he or she having indicated his or her resignation in writing, whichever is the earlier or on ceasing to be a Unit Owner.**
 - (b) **A Member shall cease to be such on death or on ceasing to be a Unit Owner or ceasing to be a nominee of a Unit Owner or on the Unit Owner who appointed the nominee ceasing to be a Unit Owner or on the date upon which the Directors of the Company accept the resignation of a Member, he or she having indicated his or her resignation in writing whichever is the earlier. On the disposal of a Unit, the new Unit owner(s) shall, on application, be admitted to Membership of the Company.**
 - (c) If any Member shall refuse or wilfully neglect to comply with any of these Articles of Association or shall have been guilty of such conduct as in the opinion of the Directors either shall have rendered the Member 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 Member may, by a resolution of the Directors, be expelled from Membership provided that the Member shall have been given notice of the intended resolution for his expulsion and shall have been afforded an opportunity of giving orally or in writing to the Directors any explanation or defence as the Member may think fit.
 - (d) Notice under this Article shall be deemed to have been served if it is served in accordance with the provisions set out in Article 61 of these Articles whether or not it is actually received by the Member intended to be served with such notice.
5. **Where two or more persons jointly are the Unit Owners of one Unit in the Estate, they or their Nominees shall together constitute a maximum of two Members and shall decide amongst themselves who may apply for Membership. Only those persons whose names appear in the Register of Members or their Nominees shall be entitled to exercise the voting and other powers vested in such Members.**
6. **The Trustees in bankruptcy of any bankrupt Member or the Legal Personal Representative of any deceased Member shall be entitled to exercise the rights and duties of such a Member who was a Unit Owner.**

7. **Subject to the entitlement on the part of the Directors to vary such rights from time to time and to make such rules as they may think fit; -**
- (a) **Members, their Nominees, tenants and invitees may use the common areas for pedestrian access and egress to and from their units and for recreational purposes.**
 - (b) **Members may apply to the Directors for permission for temporary vehicular access over the common areas to their property and the Directors shall not unreasonably withhold such permission.**
 - (c) **Unit Owners who are not Members or persons not living in Ballinclea Heights shall have no right of access to or across the common areas, vehicular or otherwise, unless otherwise decided upon by the Directors.**

GENERAL MEETINGS

- 8. (a) **All General Meetings of the Company shall be held in the Dublin Region.**
 - (b) **All General Meetings other than Annual General Meetings shall be called Extraordinary General Meetings.**
9. (a) **Subject to paragraph (b) of this Article, 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 15 months shall elapse between the date of one Annual General Meeting of the Company and that of the next.**
- (b) **Subject to Article 8, the Annual General Meeting shall be held at such time and at such place in the Dublin Region as the Directors shall appoint.**
10. **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. If at any time there are not within the State sufficient Directors capable of acting to form a quorum, any two Directors or any **twenty-five** Members of the Company may convene an Extraordinary General Meeting in the same manner as nearly as possible as that in which meetings may be convened by the Directors.**

NOTICE OF GENERAL MEETINGS

11. Subject to Section 133 and 141 of the Act, an Annual General Meeting and a meeting called for the passing of a special resolution shall be called by 21 days notice in writing at the least, and a meeting of the Company (other than an Annual General Meeting or a meeting for the passing of a special resolution) shall be called by 14 days' notice in writing at 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 the meeting and in the case of special business, the general nature of that business and shall be given, in manner hereinafter mentioned, to such persons as are, under the Articles of the Company, entitled to receive such notices from the Company.
12. The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any person entitled to receive notice shall not invalidate the proceedings at that meeting.

PROCEEDINGS AT GENERAL MEETINGS

13. 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.
14. No business shall be transacted by any General Meeting unless a quorum of Members is present at the time when the meeting proceeds to business; save as herein otherwise provided, **twenty five** Members present in person shall be a quorum.
15. 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 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 Members present shall be a quorum.
16. The Chairperson of the Board of Directors shall preside as Chairperson at every General Meeting of the Company or if there is no such Chairperson, then the **Vice-Chairperson shall so act**. If both the Chairperson **and Vice-Chairperson** are not present within fifteen minutes after the time appointed for the holding of the meeting or are unwilling to act, the Directors present shall elect one of their number to be Chairperson of the meeting.

17. If at any Meeting no Director is willing to act as Chairperson or if no Director is present within fifteen minutes after the time appointed for holding the meeting, the Members present shall choose one of their number to be Chairperson of the meeting.
18. 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 from 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 an original meeting. Save as aforesaid, it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.
19. At any General Meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is (before or on the Declaration of the result of the show of hands) demanded:-
 - (a) by the Chairperson; or
 - (b) by at least **three** Members present in person

Unless a poll is so demanded, a declaration by the Chairperson that a resolution has, on the show of hands, been carried or carried unanimously or by a particular majority or lost, and an entry to that effect in the book containing the minutes of proceedings of the Company shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution. The demand for a poll may be withdrawn.

20. Except as provided in Article 22, if a poll is duly demanded it shall be taken in such manner as the Chairperson directs and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.
21. Where there is an equality of votes, whether on a show of hands or on a poll, the Chairperson of the meeting at which the show of hands takes place or at which the poll is demanded, shall be entitled to a second or casting vote.
22. A poll demanded on the election of a Chairperson, or on a question of adjournment shall be taken forthwith. A poll demanded on any other question shall be taken at such time as the Chairperson of the meeting directs, and any business other than that upon which a poll has been demanded may be proceeded with pending the taking of the poll.

VOTES OF MEMBERS

- 23. Each Member shall have one vote vested in him/her and in respect of which such Member has not appointed a nominee. In the case of a nominee of a Unit Owner, such nominee shall have one vote for the time being vested in the person or persons who appointed the nominee.**
24. No Member shall be entitled to vote at any General Meeting unless all moneys immediately payable by the Member to the Company howsoever arising have been paid.
25. 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.

ANNUAL SUBSCRIPTION

26. The Directors shall be entitled from time to time to determine any annual subscription to be payable by any Member to the Company. Such subscription will accrue per Unit and shall be payable in advance from the 1st of January in each year and must in all cases be paid to date prior to attendance at any General Meeting. A person becoming a Member of the Company after the 1st of January in any year may be required by the Directors to pay the entire annual subscription in respect of that year. In the event that any Member shall cease to be a Member prior to the 1st of January in any year that Member shall not be entitled to any rebate of his annual subscription paid for that year. The terms and conditions attaching to life subscriptions shall be determined by the Directors in their absolute discretion from time to time.

DIRECTORS

- 27. The Directors of the Company shall be Members of the Company and will have the power, at any time and from time to time, to appoint any Member to be a Director, either to fill a casual vacancy or as an addition to the existing Directors, subject to the provisions of Article 28.**
- 28. Until otherwise determined by the Company in General Meeting the number of Directors shall not be more than twelve or less than two.**

POWERS AND DUTIES OF DIRECTORS

29. The business of the Company shall be managed by the Directors who may pay all expenses incurred in promoting and registering the Company, and may exercise all such powers of the Company as are not by Act or by these Articles required to be exercised by the Company in General Meeting, subject nevertheless to the provisions of the Act and of 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 act of the Directors which would have been valid if that direction had not been given.
30. 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.
31. The Directors shall cause minutes to be made in books provided for the purpose of recording:-
 - (a) all appointments of officers made by the Directors;
 - (b) the name of Directors present at each meeting of the Directors and of any committee of the Directors;
 - (c) all resolutions and proceedings at all meetings of the Company, and of the Directors and of the committees of Directors;
 - (d) **a Register of Members, to be maintained and updated as required, and**
 - (e) **all resolutions and proceedings at all meetings of the Executive Committee.**

DISQUALIFICATION OF DIRECTORS AND COMMITTEE MEMBERS

32. The office of a Director **or of a Member of any Committee** shall be vacated if the Director **or Committee Member**:-
- (a) **ceases to be a Member of the Company or a Unit Owner or the nominee of a Unit Owner; or**
 - (b) **fails to meet any other qualifications that may be fixed by the Company in General Meeting from time to time; or**
 - (c) is adjudged bankrupt in the State or in Northern Ireland or Great Britain or makes any arrangement or composition with his creditors generally; or
 - (d) becomes prohibited from being a Director by reason of any order made under Section 184 of the Act; or
 - (e) becomes of unsound mind; or
 - (f) resigns his office by notice in writing to the Company; or
 - (g) is convicted of an indictable offence unless the Directors otherwise determine; or
 - (h) **is absent without permission or without having been excused by the other Directors from four consecutive meetings of the Directors of the Company or four consecutive Committee Meetings, whichever is applicable;**
 - (i) is directly or indirectly interested in any contract with the Company and failed to declare the nature of his/her interest in the manner required by Section 194 of the Act.

VOTING ON CONTRACTS

33. **A Director or Committee Member shall not vote in respect of any contract in which he/she is interested or any matter arising thereout and shall notify the meeting of his/her interest.**

ROTATION OF DIRECTORS

34. At the annual General Meeting 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.
35. 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. **Directorships shall be reserved for two members of the Executive Committee, which shall persist only until the next Annual General Meeting. If these Directorships are not filled, the Directors shall be notified and may appoint other Directors in accordance with Article 40.**
36. A retiring Director shall be eligible for re-election.
37. 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/herself 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.
38. No person other than a Director retiring at the meeting shall, unless recommended by the Directors, be eligible normally 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 notice in writing, signed by a **Member** duly qualified to attend and vote at the meeting for which notice is given, of his/her intention to propose such a person for election, and also notice in writing signed by that person of his/her willingness to be elected.
39. The Company may from time to time by ordinary resolution increase or reduce the number of Directors and may also determine in what order of rotation the increased or reduced number is to retire from office.
40. The Directors shall have the power at any time, and from time to time, to appoint any Member 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 Directors 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.

41. The Company may by ordinary resolution of which extended notice has been given in accordance with Section 142 of the Act remove any Director before the expiration of his/her period of office, notwithstanding anything 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/her and the Company.
42. The Company may by ordinary resolution appoint another person in place of a Director removed from office under Article 41. Without prejudice to the powers of the Directors contained herein the Company in General Meeting may appoint any person to be a Director, either to fill a casual vacancy or as an 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/she had become a Director on the day on which the Director in whose place he/she is appointed was last elected a Director.

PROCEEDINGS OF DIRECTORS

43. The Directors may meet together for the dispatch of business, adjourn and otherwise regulate their meetings as they think fit. Questions arising at any meeting shall be decided by a majority of votes. Where there is an equality of votes, the Chairperson shall have a second or casting vote. A Director, may and the Secretary on the requisition of a Director shall, at any time summon a meeting of the 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.
44. 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.
45. 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 the Articles of the Company 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.
46. The Directors may elect a Chairperson **and Vice Chairperson** of their meetings and determine the period for which he/she is to hold office; but, if no such Chairperson **or Vice Chairperson** is elected or if at any meeting the Chairperson **or Vice Chairperson** is not present within 5 minutes after the time appointed for holding the same, the Directors present may choose one of their number to be Chairperson of the meeting.

COMMITTEES

47. The Directors may delegate any of their powers to an Executive Committee consisting of such Member or Members (whether or not Directors of the Company) as they think fit to carry out the day to day duties of the Company. Candidates for any such Committee shall present themselves and be voted upon at the Annual General Meeting. Up to twenty Members so selected shall go forward and form the Executive Committee. The Membership of any Executive Committee shall be deemed to have resigned at each AGM prior to any such vote. Any Executive Committee so formed shall conform to any regulations imposed on it by the Directors and shall be subject at all times to the control of the Directors. The meetings and proceedings of any such committee shall be governed by the provisions of these Articles for regulating the meetings and proceedings of the Directors so far as applicable and so far as the same shall not be superseded by any regulations made by the Directors as aforesaid and where so superseded shall be subject to such new or amended Articles.
48. The Executive Committee may elect a Chairperson and Vice-Chairperson of its meetings and other officers as may be required to assist with the carrying out of the business of the Committee; if no such Chairperson or Vice-Chairperson is elected, or if at any meeting the Chairperson or Vice-Chairperson is not present within 5 minutes after the time appointed for holding the same, the Members present may choose one of their number to be Chairperson of the meeting. The Executive Committee may appoint sub-committees composed of its Members or other Members of the Company to research, monitor and/or carry out specific tasks for the Executive Committee. The Executive Committee may replace any of its Members who resign or are disqualified between General Meetings by simple vote.
49. A committee may meet and adjourn as it thinks proper. Questions arising at any meeting 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.
50. All acts done by any meeting of the Directors or of a committee of Directors or by any Member acting as a Director, **or by an Executive Committee or Member of an Executive Committee** notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such Director or Member as aforesaid, or that they or any of them were disqualified, shall be as valid as if every such Member had been duly appointed and was qualified to be a Director **or member of the Executive Committee as the case may be.**

51. 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.

SECRETARY

52. The Company Secretary shall be appointed by the Directors for such term and upon such conditions as they may think fit; and any Secretary so appointed may be removed by them.
53. 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 the place of, the Secretary.

THE SEAL

54. 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 Member appointed by the Directors in writing for the purpose.

ACCOUNTS

55. The Directors shall cause proper Books of Account to be kept relating to:-
- (a) all sums of money received and expended by the Company and the matters in respect of which the receipt and expenditure takes place.
 - (b) all sales and purchases of goods by the Company; and
 - (c) 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.

56. The Books of Account shall be kept at the Registered 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.

57. 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 of the Company except as conferred by statute or authorised by the Directors or by the Company in General Meeting.
58. 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 and reports as are required by those Sections to be prepared and laid before the Annual General Meeting of the Company.
59. 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 and Auditors' 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 **in accordance with Article 61.**

AUDIT

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

NOTICES AND OFFICIAL DOCUMENTS

61. **A notice or official document may be given by the Company to any Member using one or more of the following methods :**
 - (a) **by delivering it to the Member personally;**
 - (b) **by hand-delivery through the post box of the Member's house;**
 - (c) **by sending it by post, registered post or courier to the Member or to the Member' registered address;**
 - (d) **by sending it via electronic mail to the Members e-mail address, the Residents Mailing list or the Committee Mailing List;**
 - (e) **by other methods that may be adopted following Directors review.**
 - (f) **by alerting the Member via a hardcopy notice sent by one of the above methods that the document is or will be available;**
 - (i) **at the AGM;**
 - (ii) **on the Company Website;**
 - (iii) **on request from the Company Secretary.**

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 a notice of a meeting at the expiration of 24 hours after the letter containing the same is posted and in any other case at the time at which the letter would be delivered in the ordinary course of post.

62. Subject to the provisions Article 12 of these Articles, notice of every General Meeting shall be given in any manner hereinbefore authorised to:-
- (a) every Member;
 - (b) **every nominee of every Member** and
 - (c) the Auditor for the time being of the Company.

No other person shall be entitled to receive notice of a General Meeting.

INDEMNITY

63. **Every Director, Managing Director, Agent, Secretary or other officer of the Company shall be entitled to be indemnified by the Company against all losses or liabilities which he/she may sustain or incur in or about the execution of the duties of his/her office or otherwise in relation thereto, including any liability incurred by him/her in defending any proceedings, whether civil or criminal, in which judgement is given in his/her favour or in which he/she is acquitted or in connection with any application under Section 391 of the Act in which relief is granted to him/her by the Court, and no Director or other officer shall be liable for any loss, damage or misfortune which may happen to or be incurred by the Company in the execution of the duties of his/her office or in relation thereto. But this Article shall only have effect in so far as its provisions are not avoided by Section 200 of the Act.**
64. **The Directors, Secretary, Executive Committee Members and Sub-Committee Members shall not be entitled to remuneration, superannuation or compensation for loss of office.**

Names, Addresses and Descriptions of Subscribers

Dated this day of 200

Witness to the above signatures