

Companies Act, 1963

A COMPANY LIMITED BY GUARANTEE AND NOT
HAVING A SHARE CAPITAL

MEMORANDUM

AND

ARTICLES OF ASSOCIATION

OF

**The Portmarnock Community
Association**



COMPANIES REGISTRATION OFFICE
AN OIFIG UM CHLÁRÚ CUIDEACHTAÍ



Duplicate Certificate



Short Certificate of Incorporation of a Company

I hereby certify,

that company number **54361,**

THE PORTMARNOCK COMMUNITY ASSOCIATION

was Incorporated under the Companies Act 1963

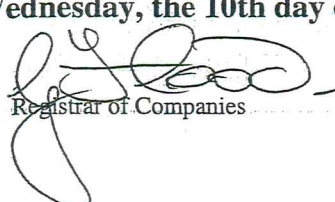
as a Limited Company

On

Wednesday, the 25th day of February, 1976.

Given under my hand at Dublin, this

Wednesday, the 10th day of October, 2007.


for Registrar of Companies

Companies Act, 1963, sec. 370(1)



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OF

**The Portmarnock Community
Association**

10 FEB 1973



COMPANIES REGISTRATION OFFICE
AN OIFIG UM CHLÁRÚ CUIDEA CHTAÍ



50p Crd

54361/2

REGISTERED
25 FEB 1976

Companies Act, 1963

L6.43

COMPANY LIMITED BY GUARANTEE AND NOT
HAVING A SHARE CAPITAL



MEMORANDUM OF ASSOCIATION

OF

The Portmarnock Community Association



1. The name of the Company (hereinafter called the Association) is "The Portmarnock Community Association".
2. The objects for which the Association is established are:—
 - (i) The promotion of the general social and economic interests of the people of Portmarnock and the promotion and encouragement of a community spirit and
 - (ii) The doing of all such things as are incidental and conducive to the attainment of the above objectives including in particular:
 - (a) To establish and maintain social and physical amenities within, and for the benefit of the residents of Portmarnock.
 - (b) To promote and encourage the development of community spirit in the area.
 - (c) To promote and encourage social, athletic and cultural activities among its members.
 - (d) To provide for its members premises, grounds, facilities and an organisation catering for their needs in these respects and to provide, maintain, secure and assist in the provision and maintainance of community centres and community facilities comprising facilities for educational, environmental, health and housing and welfare services and for cultural, recreational, social and sporting activities.
 - (e) To seek areas of agreement and co-operation with other cultural, athletic and benevolent societies or groups within or adjoining the area served by the Association.
 - (f) To become and remain an approved local council in respect of the area served by the Association.

25 FEB 1976

- (g) To arrange in any way practical for the relief of need and distress among members of the community and to provide and maintain and secure and assist in the provision and maintenance of accommodation, services and other facilities conducive to the attainment of the objects of the Association.
- (h) To enter into and make contracts for the employment of such persons as the Association may deem fit, and to buy, sell and deal in such materials, equipment, goods, commodities, articles and things as may be necessary or beneficial for the purposes of the Association.
- (i) To create and establish fund or funds for the attainment of the objects of the Association, and in relation thereto to undertake and discharge the duties of trustees. To invest the said funds as trustees in the name of the Association, and to hold or retain any part of the moneys representing such funds pending the investment thereof.
- (j) To accept any gift of money or property, whether subject to any special trust or not, for any of the purposes of the Association.
- (k) To promote and further the objects of the Association by conferences, public or private meetings, discussions, books, writing, pamphlets, correspondence, the organisation and holding of exhibitions and musical and dramatic performances and cinematographic, Radio and Television shows and productions, or by such other means as may be deemed desirable or necessary.
- (l) To advertise and make known the Association and its objects, purposes and aims by such means as may be deemed expedient, and to solicit, receive and hold donations, subscriptions, gifts, devises and bequests of all kinds.
- (m) To act as Trustees of any property real or personal for any of the objects of the Association, or for any other purpose that may seem conducive to the objects of the Association.
- (n) To acquire, take over and assume, apply and deal with all or any of the property and assets and liabilities of the Association heretofore known as the Portmarnock Residents Association which can be legally vested in or taken by the Association, and for such purposes to accept transfer of any real, leasehold or chattel property of the said Association, and to execute all necessary assurances and documents.
- (o) To purchase, take on lease, exchange, hire or otherwise acquire any real or personal property that may be legally held, and any rights or privileges which

the Association may think necessary or convenient for the purposes of its undertakings.

- (p) To invest and deal with the monies and property of the Association not immediately required, in such a manner as may from time to time be determined.
- (q) To borrow or raise or secure the payment of money in such a manner as the Association shall think fit.
- (r) To draw, make, accept, endorse, or issue promissory notes and other negotiable instruments.
- (s) To sell or dispose of the undertakings or property of the Association or any part thereof for such consideration as the Association may think fit.
- (t) To sell, improve, manage, develop, exchange, lease, mortgage, charge, dispose of, turn to account or otherwise deal with all or any of the property and rights of the Association.
- (u) To acquire and become registered proprietors of copyrights and trade marks.
- (v) To do all such other lawful things as are incidental or conducive to the attainments of the above objects or any or more of them.

3. The objects specified in each of the paragraphs of the previous Clause (Clause 2) shall be regarded as independent objects and accordingly shall in nowise be limited or restricted (except where otherwise expressed in such paragraph) by reference to or inference from the terms of any other paragraph, but may be carried out in as full and ample a manner and construed in as wide a sense as if each of the said paragraphs defined the objects of a separate and distinct company.

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 reasonable and proper remuneration to any officer or servant of the Association, or to any member of the Association, in return for any services actually rendered to the Association, nor prevent the payment of interest at a rate not exceeding five per cent. per annum on money lent or reasonable and proper rent for premises demised or let by any member to the Association; but so that no member of the Council of Management or Governing Body of the Association shall be appointed to any salaried office of the Association or any office of the Association paid by fees, and that no remuneration or other benefit in money or money's worth shall be given by the Association to any member of such Council or Governing Body, except repayment

of out-of-pocket expenses and interest at the rate aforesaid on money lent or reasonable and proper rent for premises demised or let to the Association; provided that the provision last aforesaid shall not apply to any payment to any Company of which a member of the Council of Management or Governing Body may be a member, and in which such member shall not hold more than one-hundredth part of the capital, and such member shall not be bound to account for any share of profits he may receive in respect of any such payment.

5. No addition, alteration, or amendment shall be made to or in the provisions of the Memorandum or Article of Association for the time being in force, unless the same shall have been previously submitted to and approved by the Minister for Industry and Commerce; *provided that, in respect of Clauses 4 and 9 of the Memorandum of Association, such approval shall be given only after consultation with the Minister for Finance.*

*ROS.
9/2/26*

*ROS.
9/2/26*

6. The fourth and fifth paragraphs of this Memorandum contain conditions to which a licence granted by the Minister for Industry and Commerce to the Association in pursuance of Section 24 of the Companies Act, 1963 is subject.

7. The liability of the members is limited.

8. Every member of the Association undertakes to contribute to the assets of the Association, in the event of the same being wound up while he is a member, or within one year after he ceases to be a member, for payment of the debts and liabilities of the Association contracted before he ceases to be a member, and of the costs, charges and expenses of winding up, and for the adjustment of the rights of the contributories among themselves, such amount as may be required not exceeding fifty pence.

9. 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, and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Association under or by virtue of Clause 4 hereof, such institution or institutions to be determined by the members of the Association at or before the time of dissolution, and if and so far as effect cannot be given to such provision, then to some charitable object.

10. The Association shall not support with its funds any other object or endeavour to impose on or procure to be observed by its members or others any regulation, restriction or condition which, if an object of the Association, would make it a Trade Union.

11. The Association shall be non-political and non-sectarian in character.

12. In these Memorandum and Articles of Association Portmarnock means the area bounded or enclosed by Moyne Bridge to Drea's Corner to Infant Jesus Convent to Robbs Wall.

13. True account shall be kept of the sums of Money received and expended by the Association, and the matters in respect of which such receipt and expenditure takes place, of all sales and purchases of goods by the Association, and of the Assets 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.

14. We the persons whose names, addresses and descriptions are subscribed, being residents of Portmarnock, wish to be formed into a Company in pursuance of this Memorandum of Association.

Names, Addresses and Descriptions of Subscribers

John Loughman, 56 The Dunes, Portmarnock - Engineer.
Co. Dublin

Sheila Shanagan, Strand Road, Portmarnock, Co. Dublin
Married Woman

Mary Wickay 296 Elmer Court, Markello
Portmarnock, Co. Dublin
Married woman

Patricia Coffey 199 Ardilaun, Portmarnock
Co. Dublin - Married Woman

Patrick Flynn 32 Carrickhill Rd. Portmarnock, Co. Dublin
Engineer

James S. Murphy 144 Heather Walk Portmarnock, Co. Dublin
Chartered accountant

Madeline Ó Siúchain 32 Carrickhill Close
Portmarnock, Co. Dublin - Housewife

Dated this 1st day of December 1975.

Witness to the above Signatures:—

Ronan Ó Siúchain, Solicitor,
32, Carrickhill Close, Portmarnock,
Co. Dublin.



50p CD

54361/3

REGISTERED
25 FEB 1976

Companies Act, 1963.

25p CR



COMPANY LIMITED BY GUARANTEE AND NOT
HAVING A SHARE CAPITAL

ARTICLES OF ASSOCIATION

OF

The Portmarnock Community Association

1. In these Articles, unless there be something in the subject or context inconsistent therewith:—

“Act” means The Companies Act, 1963.

“The Association” means the above named Association, namely The Portmarnock Community Association.

“The Executive Committee” means the members for the time being of the Executive Committee hereby constituted.

“in writing” means written or printed or partly written or printed. Words importing the singular number include the plural number, and visa versa, and words importing the masculine shall include the feminine. Words importing persons shall include corporations.

MEMBERSHIP

2. The Subscribers to the Memorandum of Association and such other persons as shall be admitted to membership in accordance with those regulations, and being residents of Portmarnock, and none others, shall be members of the Association, and shall be entered in the Register of Members accordingly.

3. The Executive Committee may from time to time determine the terms and conditions on which any further or other persons shall be admitted to the membership of the Association, and the classes of members, and the privileges and rights to be attached to each class of members.

4. No person shall be admitted a member of the Association in any class, unless he is first approved of by the Executive Committee, and the Executive Committee shall have full and



absolute discretion as to the admission of any person to membership in any class, other than full membership. All adult (over 21 years of age) residents of the area served by the Association, and only these, shall be eligible for admission as members of the Association and shall not be debarred from membership except in accordance with Clause 7 below.

5. The right of a member as such shall be personal and shall not be transferable and shall cease on death or on ceasing to be a permanent resident of Portmarnock.

6. For the purposes of registration, the number of members of the Association is to be taken as four hundred.

7. The Executive Committee, on the decision of at least three quarters of the members of that Committee present at a meeting convened for the purpose, may, by notice in writing served as hereinafter provided, require a member of any class to withdraw from the Association for wilful breach of any of its rules or regulations in force at that time, and the person so required to withdraw shall, at the expiration of fourteen clear days from such notice being given, cease to be a member unless he shall have previously given to the Executive Committee a notice in writing of his intention to appeal from such requirement to a Special Meeting of the Association. On receipt of such notice, the Executive Committee shall forthwith summon a Special Meeting of the Association, and at such Meeting a majority of not less than three-fourths of the members present at such Meeting shall have power to annul such notice of withdrawal, or to annul it subject to the performance of any conditions which the meeting may think fit to impose.

8. Any member ceasing to be a member of the Association by virtue of the provisions of the last preceding article hereof shall forfeit all claim to a return of any money paid by him to the Association on his admission as a member thereof, or by way of annual subscription or otherwise.

9. Any member wishing to resign his membership of the Association shall give notice in writing to the Secretary of his intention to resign.

10. Every member shall be bound to further to the best of his ability the objects, interests and influence of the Association, and shall observe all the bye-laws and regulations of the Association.

THE EXECUTIVE COMMITTEE

11. There shall be an Executive Committee for the management of the affairs of the Association, and the members of the Executive Committee shall not be less than eleven or more than sixteen, and the first members of the Executive Committee shall be the following:—

David C. Gannon, "Murrisk", 29, Carrick Hill Drive, Portmarnock.

C. A. Meade, 34, Carrick Hill Road, Portmarnock.

Marie O'Sullivan, 68, Wendell Avenue, Portmarnock.

Joseph Lawless, 64, St. Marnock's Terrace, Portmarnock.

Brian Easton, 9, Wendell Avenue, Portmarnock.

John V. Hughes, 47, Carrick Hill Drive, Portmarnock.

W. Harrison, Strand Road, Portmarnock.

Patrick Dooley, 7A, Carrick Hill Road, Portmarnock.

Joe McDermott, 27, St. Anne's Square, Portmarnock.

Brigid Kelly, Drumnigh, Portmarnock.

Oliver Mullen, 12, Wendell Avenue, Portmarnock.

Michael Devlin, 14, Carrick Hill Road, Portmarnock.

Fergus F. Murray, 120, Ashely Rise, Portmarnock.

D. Dunne, 21, Wendell Avenue, Portmarnock.

Harry Connolly, "Four Winds", Strand Road, Portmarnock.

Michael Dardis, 14A, Carrickhill Road, Portmarnock.

No person shall be qualified to be a member of the Executive Committee unless he is a member of the Association.

12. The holding of Officer positions on the Executive Committee of the Association shall be prohibited to members of An t-Oireachtas and to members of any Local Authority and to holders of Office in any recognised political party and to Ministers of Religion of whatsoever denomination. Nothing in the Clause shall be construed in such a way as to prevent a member of the Association who is a member of An t-Oireachtas or a member of Local Authority or a holder of an Office in a recognised Political Party or a Minister of Religion of whatsoever denomination being duly elected to the Executive Committee in the capacity of an ordinary member.

13. The Business of the Association shall be managed by the Executive Committee who may pay all expenses incurred in setting up and registering the Association, and may exercise all such powers of the Association as are not, by the Companies Act, 1963, or any statutory modification thereof for the time being in force, or by these Articles required to be exercised by the Association in General Meeting, subject nevertheless to any regulation of these Articles to the provisions of the said Act, and to such regulations, being not inconsistent with the aforesaid regulations or provisions as may be prescribed by the Association in General Meeting; but no regulation made by the Association in General Meeting shall invalidate any prior act of the Executive Committee which would have been valid if that regulation had not been made.

14. Without prejudice to the general powers and authorities conferred by these presents or any statute on the Executive Committee, the Executive Committee is hereby empowered to make, vary and repeal bye-laws as to the persons eligible for membership of the Association; the conditions on which persons shall be admitted to membership; the classes of members and the rights and privileges which may be accorded to the various classes of members and other persons, and generally for the regulation of the affairs of the Association, its officers and servants, or the members of the Association, or any section thereof. Provided that no bye-law or regulation shall be made under this power which would amount to such an addition or to an alteration of these Articles as could only legally be made by special resolution.

15. The Executive Committee shall cause Minutes to be made in Books provided for the purpose:—

- (a) of all appointments of Officers made by the Executive Committee.
- (b) of all names of the members of the Executive Committee present at each Meeting of the Executive Committee and of any Committee of the Executive Committee.
- (c) of all resolutions and proceedings at all meetings of the Association and of the Executive Committee and of the Committees of the Executive Committee.

16. The Seal of the Association shall not be affixed to any instrument except by the Authority of a resolution of the Executive Committee and in the presence of at least two members thereof, and of the Secretary or such other person as the Association may appoint for the purpose; and those two members of the Executive Committee and the Secretary or other person as aforesaid shall sign every instrument to which the Seal of the Association is so affixed in their presence.

17. The members of the Executive Committee shall be elected annually and shall consist of a Chairman, Vice-Chairman, Secretary, Assistant Secretary, Treasurer, Assistant Treasurer and not less than five and not more than ten ordinary members. Members shall retire at each Annual General Meeting of the Association. Members so retiring shall be eligible for re-election and shall be deemed to be nominated. No Officer shall hold the same position for more than three years consecutively.

18. The Executive Committee shall have the power to appoint at any other time any member to be a member of the Executive Committee as a replacement. Any member of the Executive Committee so appointed shall hold office only until the next following Ordinary Annual General Meeting when he shall retire but shall be eligible for re-election and shall be deemed to be nominated.

19. The Association may by special Resolution remove any member of the Executive Committee from his office before

the expiration of his period of office and may by Ordinary Resolution appoint another person in his stead.

20. The Office of a member of the Executive Committee shall be vacated if such a member of the Executive Committee:—

- (a) Is adjudged bankrupt in the State or in Northern Ireland or Great Britain or make any arrangement or composition with his creditors generally; or
- (b) Becomes prohibited from being a member of the Executive Committee by reason of any order made under Section 184 of the Act; or
- (c) Becomes of unsound mind; or
- (d) Resigns his Office by notice in writing to the Association; or
- (e) Is convicted of an indictable offence unless the members of the Executive Committee otherwise determine; or
- (f) Is directly or indirectly interested in any Contract with the Association and fail to declare the nature of his interest in manner required by Section 194 of the Act.

PROCEEDINGS

21. The Executive Committee shall meet at least twelve times in the course of every year. A member of the Executive Committee failing without reasonable excuse to attend three consecutive meetings may be deemed to have resigned from the Executive Committee, and his place may be filled by co-option.

22. The Executive Committee may at the request of one of its Officers delegate his or her powers temporarily.

23. The Executive Committee may meet for the dispatch of business, adjourn, and otherwise regulate its meetings as it thinks fit. Questions arising at any meeting shall be decided by a majority of votes. In case of an equality of votes, the Chairman shall have a second or casting vote. A member of the Executive Committee may, and the Secretary on the requisition of a member of the Executive Committee shall, at any time, summon a meeting of the Executive Committee.

24. The quorum necessary for the transaction of the business of the Executive Committee may be fixed and altered by the members of the Executive Committee, but shall not be less than five.

25. The continuing members of the Executive Committee may act notwithstanding any vacancy in their body, but, if and so long as their number is reduced below the number fixed or pursuant to the regulations of the Association as the necessary quorum of the Executive Committee, the continuing members

of the Executive Committee may act for the purpose of increasing their numbers to that number, or of summoning a General Meeting of the Association, but for no other purpose.

26. If at any meeting of the Executive Committee the Chairman and Vice-Chairman are not present within fifteen minutes after the time appointed for commencement of the meeting, the members of the Executive Committee present may choose one of their number to be chairman of the meeting.

27. The Executive Committee may delegate any of their powers to Sub-Committees consisting of such members of the Association as they think fit. Any Committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on them by the Executive Committee.

28. A Sub-Committee may elect a Chairman of their Meetings; if no such Chairman is elected, or if at any meeting the Chairman is not present within fifteen minutes after the time appointed for holding same, the members present may choose one of their number to be Chairman of the Meeting.

29. A Sub-Committee may meet and adjourn as they think proper. Questions arising at any meeting shall be determined by a majority of the members present, and in case of an equality of votes the Chairman shall have a second or casting vote.

30. All acts done by any meeting of the Executive Committee or of a Sub-Committee or by any person acting as a member of the Executive Committee shall notwithstanding that it be afterwards discovered that there was some defect in the appointment of any such members of the Executive Committee or person acting as aforesaid, or that they or any of them were disqualified be as valid as if every such person had been duly appointed and was qualified to be a member of the Executive Committee.

31. It shall not be necessary in any case to give notice of a meeting of the Executive Committee to any member thereof who is not in Ireland.

32. The Association in each year shall 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 Association and the next.

GENERAL MEETINGS

33. Subject to Sections 133 and 141 of the Act a General Meeting of the Association shall be called on not less than 21 days notice in writing (exclusive of the day on which the notice is served, or deemed to be served, but inclusive of the day on which the notice is given) specifying the place, the day and the hour of the General Meeting and, in case of special business the

general nature of that business, which shall be given in manner hereinafter mentioned, or in such other manner, if any, prescribed by the Association in general meeting, to registered members; but the non-receipt of the notice by any member shall not invalidate the proceedings at any General Meeting.

34. All business shall be deemed special that is transacted at a Special General Meeting, and all that is transacted at an Annual General Meeting, with the exception of the consideration of accounts, balance sheets, and the ordinary report of the Executive Committee and Auditors, and the election of the Executive Committee and Officers.

35. No Business shall be transacted at any General Meeting unless a quorum of members is present at the time when the meeting proceeds to business. Save as herein otherwise provided fifty members personally present shall be a quorum.

36. The Executive Committee may whenever it thinks fit and it shall, upon a requisition made in writing by at least twenty five members of the Association convene a Special General Meeting.

37. Any requisition made by the members shall express the object for which the proposed Special General Meeting is to be called and must be signed by the requisitionists and deposited at the offices of the Association.

38. Upon receipt of such requisition, the Executive Committee shall forthwith proceed to convene a Special General Meeting; if it does not proceed to convene the same within twenty one days from the date of the requisition being so deposited, the requisitionists may themselves convene the Meeting.

39. If within one half hour from the time appointed for a General Meeting a quorum of members is not present, the Meeting, if convened upon the requisition of the members, shall be dissolved; in any other case it shall stand adjourned to the same day in the following week and at the same time and place, and, if at such adjourned meeting, a quorum of members is not present, those members who are present shall be a quorum and may transact the business for which the meeting was called.

40. The Chairman of the Executive Committee, shall preside at every General Meeting of the Association.

41. If there is no such Chairman, or if at any meeting he is not present within fifteen minutes after the time appointed for holding the meeting, or is unwilling to act as Chairman, the Vice-Chairman shall act as Chairman or, in his absence, the members present shall choose one of their number to be Chairman for the Meeting.

42. The Chairman may, with the consent of any General Meeting at which a quorum is present (and 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 ten 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 the adjourned meeting.

43. 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 by *the Chairman* or at least three members, and, unless a poll is so demanded, a declaration by the Chairman that a resolution has, on a show of hands, been carried, or carried unanimously, or by a particular majority, or lost, and an entry to that effect in the Minute Book of the proceedings of the Association, shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in the favour of, or against, that resolution.

44. If a poll is duly demanded, it shall be taken in such manner as the Chairman directs, and the result of the poll shall be deemed to be the resolution of the General Meeting at which the poll was demanded.

45. In the case of an equality of votes, whether on a show of hands or on a poll, the Chairman of the General 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.

46. A poll demanded on the election of a Chairman, 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 Chairman of the Meeting directs.

47. Every member shall have one vote.

48. Unless with the consent of the Executive Committee no special resolution may be put on the Agenda for consideration at the Annual General Meeting unless it is received by the Secretary of the Executive Committee in writing at least four weeks before the date fixed for the holding of the Annual General Meeting. Matters raised at the Annual General Meeting which have not been notified to the Secretary as above may be discussed at the Annual General Meeting subject to the time available when the Agenda has been completed.

49. The Business of the Annual General Meeting shall be:—

(a) To approve of the Annual Report.

(b) To approve and adopt the Annual Statement of Accounts.

- (c) To define general policy and to consider and vote upon resolutions in relation thereto.
- (d) Subject to Article No. 48 to decide on any other business which may be brought before it.
- (e) The election of an Executive Committee.
- (f) The appointment of the Auditors.

50. Nominations for the appointment of members of the Executive Committee must be in writing and signed by the nominator and received by the Secretary of the Executive Committee at least one week prior to the date arranged for the Annual General Meeting of the Association.

ACCOUNTS

51. The Executive Committee shall cause true accounts to be kept of the sums of money received and expended by the Association; and the matters in respect of which such receipt and expenditure takes place, of all sales and purchases of goods by the Association, and of the assets and liabilities of the Association.

52. The Books of Accounts shall be kept at the registered offices of the Association, or at such other place or places as the Executive Committee think fit, and shall always be open to inspection by the members of the Executive Committee.

53. The Executive Committee shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulation the accounts and books of the Association or any of them shall be open to the inspection of members not being members of the Executive Committee, and no member (not being a member of the Executive Committee) shall have any right of inspecting any account or book or document of the Association except as conferred by statute or authorised by the Executive Committee or by the Association in General Meeting.

R&S 54. A balance sheet, together with a statement of income and expenditure shall be made out in every year and laid before the Association in General Meeting made up to date not more than six months before such meeting. The balance sheet shall be accompanied by a Report of the Executive Committee as to the State of the Association's affairs.

55. A copy of the Balance Sheet and Reports of the Executive Committee and the Auditors shall, twenty one days previous to the Meeting, be sent to the persons entitled under the provisions of the Act to receive them.

AUDIT

56. An Auditor shall be appointed whose duties shall be regulated in accordance with the Companies Act, 1963, or any statutory modification thereof for the time being in force.

NOTICES

57. Any notice or other document required to be served on any member shall be deemed sufficiently served by personal service, or by leaving the same at or sending it prepaid through the post, addressed to the then registered address or place of abode of such member.

58. Any notice sent by post shall be deemed to have been served on the day following that on which the same is posted, and in proving such service it shall be sufficient to prove that the notice was properly addressed and put into the Post Office, and a certificate in writing signed by the Secretary or other Officer of the Association that the notice was properly addressed and posted shall be conclusive evidence thereof.

WINDING UP

59. The provision of Clauses 11 and 12 of the Memorandum of Association of the Company relating to the winding up or dissolution of the Company shall have effect and be observed as if the same were repeated in full in these presents.

Names, Addresses and Description of Subscribers

John Poughman, 56 The Dunes, Portmarnock, Co. Dublin. Engineer.

Sheila Flanagan, Strand Road, Portmarnock, Co. Dublin. Married woman

R.S. Mary Hickey, 296 Elmer Court, Mantello, Portmarnock, Co. Dublin. Married woman

Patricia Coffey, 199 Ardilaun, Portmarnock, Co. Dublin. Married woman

Patricia Keen, 32 Carrickhill Close, Portmarnock, Co. Dublin. Married woman

R.S. James G. Murphy, 144 ~~Shantoral~~ Heather Walk, Portmarnock, Co. Dublin. Chartered Accountant

Madeline O'Siochain, 32 Carrickhill Close, Portmarnock, Co. Dublin. Housewife

Dated this 1st day of December 1978.

Witness to the above Signatures:

Ronan O'Siochain
Solicitor,
32, Carrickhill Close,
Portmarnock,
Co. Dublin.

