

**MEMORANDUM AND
ARTICLES OF ASSOCIATION
OF
AONTAS**

Article 12. Amended 20 June 1981
Article 72. Amended 22 October 1982
Article 3.2. Amended 18 March 1983
Article 48A. Amended 22 October 1983
Article 3.1. Amended 4 March 1989
Article 6. Amended 4 March 1989
Article 11. Amended 4 March 1989
Article 13. Deleted 4 March 1989 } now incorporated as Article 14
Article 14. Amended 4 March 1989 } now incorporated as Article 14
Article 9. Amended 25 March 1995
Article 38. Amended 25 March 1995
Article 42A Adopted 25 March 1995
Article 14 Amended 25 March 2000
Article 36 Amended 11 May 2005
Article 37 Amended 11 May 2005
Article 38 Amended 11 May 2005
Article 39 Amended 11 May 2005
Article 40 Amended 11 May 2005
Article 41 Amended 11 May 2005
Article 41A Adopted 11 May 2005
Article 43 Amended 11 May 2005
Article 3.2 Amended 10 May 2006
Article 30A Adopted 10 May 2006

MEMORANDUM OF ASSOCIATION OF AONTAS

1. The name of the Company (hereinafter referred to as the Association) is AONTAS.
2. The Association is established as the National Association of Adult Education to promote and develop adult education in Ireland by :
 - 2.1 being the advisory and consultative body for the development of adult education in Ireland;
 - 2.2 reflecting the interests, hopes and aspirations of all groups, agencies and individuals concerned with adult education;
 - 2.3 being a reference centre for all those seeking information concerning adult education;
 - 2.4 creating a positive public awareness of the needs and opportunities of continuing adult learning;
 - 2.5 being a medium of communication and co-operation between all those involved in adult education in Ireland;
 - 2.6 helping adult educators develop their competence;
 - 2.7 co-operating with other agencies which seek the development, appreciation and understanding of Irish Culture;
 - 2.8 co-operating with national and international adult education agencies;
 - 2.9 influencing Departments of Government and other bodies in developing positive and relevant adult education policies and legislation;
 - 2.10 being a clearing house for ideas and information concerning adult education in Ireland and other countries;
 - 2.11 engaging in any other activities, independently or in Association with other agencies, which assist the development of adult education;
 - 2.12 undertaking and executing any trusts for the advancement of the objectives of the Association;

- 2.13 accepting conveyances and transfers to the Association of property of every description and by holding such property and by undertaking and performing any duties relating to the management, disposition or sale of any property vested in the Association as trustee, the investment or other disposition of monies representing income or proceeds of sale of such property, or by the investment or other disposition of any monies held by the Association as trustees;
- 2.14 issuing certificates and other documents evidencing the title of any person or persons to any property vested in the Association as trustees;
- 2.15 borrowing or raising money as and when such money shall be required for the purposes of the Association;
- 2.16 doing all such things as may be incidental or conducive to the attainment of the above objects or any of them.

PROVIDED ALWAYS that the provisions of this clause shall be subject to the Association obtaining where necessary for the purpose of carrying any of its objects into effect, such licence, permit or authorisation as may be required by law and

Provided the Association shall not support with its funds any object or endeavour to impose on or procure to be observed by its members or others any regulations, restrictions or conditions which, if any object of the Association, would make it a trade union.

3. 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 contained 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 of reasonable and proper rent for premises demised or let by any member of the Association to the Association but so that no member of the Executive Committee of the Association shall be appointed to any salaried office of the Association or to 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 Executive Committee except repayment of out of pocket expenses and/or interest as aforesaid on money lent or reasonable and proper rent for premises demised or let to the Association.

PROVIDED ALSO THAT the provision last aforesaid shall not apply to any payment to a company for which a member of the Executive Committee may

be a member, and in which such member shall hold not more than one-hundredth part of the issued capital, and such member shall not be bound to account for any share profits he may receive in respect of any such payment.

4. No addition, alteration or amendment shall be made to or in the provisions of the Memorandum of Association for the time being in force unless the same shall have been previously submitted to and approved by the Minister for Industry, Commerce and Tourism.

PROVIDED THAT in respect of Clauses 4 and 8 hereof such approval shall be given only after consultation with the Minister for Finance.

5. The third and fourth clauses of this Memorandum contain conditions to which licence granted by the Minister for Industry, Commerce and Tourism to the Association in pursuance of Section 24 of the Companies Act 1963 is subject.
6. The Liability of the members is limited.
7. Every member of the Association undertakes to contribute to the assets of the Association in the event of its being wound up while he/she 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/she ceased to be a member, and of the costs, charges and expenses of winding up, and for the adjustment of the rights of the contributions among themselves, such amount as may be required not exceeding Six Euro Thirty Five Cents (€6.35).
8. If upon the winding up or dissolution of the Association there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among the members of the Association but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Association 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 3 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.

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

Names, Addresses and descriptions of subscribers :

Seamus O' Grady (Extra Mural Studies Officer) University College, Galway

Sheila Conroy (Director - People's College D.6)

Kevin Mc Brien (Chief Executive Officer) Co. Roscommon Vocational Education Committee, Abbey St., Roscommon

Brendan Conway (Chief Executive Officer) 6, Park View, Kilkenny

William Toner, S.J. (Lecturer) College of Industrial Relations, Sandford Road,
Dublin 6

Peter Desmond Rogers (Teacher) 13, Glenville Drive, Clonsilla, Co. Dublin

Margaret Hurley (Administrator) Millford Haven, North Circular Rd,
Limerick.

Dated this day 4th of December, 1980.

WITNESS OF THE ABOVE SIGNATURE

Michael W. O'Murchu, Director, AONTAS, 14, Fitzwilliam Place, Dublin

ARTICLES OF ASSOCIATION OF AONTAS

Preliminary

- 1.A “The Act” means the Companies Acts 1963 to 1977. “The Executive Committee” 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.
“The seal “means the common seal of the Company.
“The office” means the registered office for the time being of the company.
“The Honorary Secretary” means the secretary for the time being of the company.
- 1.B Upon registration of the Company the then members of the voluntary organisation known as AONTAS with offices at 14, Fitzwilliam Place, Dublin, shall, notwithstanding the provisions of Article 3.1. hereof, be deemed to be eligible for membership of the Company.

MEMBERSHIP

2. The subscribers to the memorandum of Association of AONTAS (the National Association of Adult Education), hereinafter referred to as “the Association”) and such other persons and none other as shall be admitted to membership in accordance with these regulations shall be members of the Association and shall be entered in the register of members accordingly. The number of members with the Association proposes to be registered is 255 but the Executive Committee may from time to time register an increase of members.
- 3.1 “Any organisation involved in the provision, promotion or advancement of adult education and any individual directly involved or interested in adult education may apply for membership of the Association and such application will be considered by the Executive Committee hereinafter referred to. If the Committee is satisfied that the applicant qualifies for membership it shall admit the applicant to same without further reference.

Membership fee falls due on the date of said admission and unless paid within two months from the date of admission will result in applicant acceptance to membership being withdrawn forthwith.

Applications not approved by the Executive Committee may be referred by the applicant to a Board of Referees which shall be composed of five members (including two officers) to be appointed by a General Meeting.

The Board of Referees shall meet within one month of appointment and shall report to the next succeeding General Meeting which shall determine the approval.”

3.2 “The membership year shall be the calendar year to coincide with the financial year”.

“For subscription purposes only the categories of membership be simplified as follows:

A. Individual members

B. Organisational members

C. Associate members (overseas individuals and organisations)

4.1 The rights of the individual member as such shall be personal and shall not be transferable and shall cease upon his/her death.

4.2 The rights of a organisational member as such shall not be transferable to any other organisational or individual member.

5. Applicants for membership of the Association shall provide such information as the Executive Committee may require.

6. When an application for membership is accepted by the Executive Committee in accordance with Article 3.1 hereof the Executive Committee shall determine the category of membership to be granted and shall notify the applicant accordingly.

7. Individual members representing organisational bodies at General Meetings may not exercise their individual votes at such meetings.

8. Any person holding an office or appointment in more than one organisation, each of which is a organisational member of the Association, shall be entitled to represent and vote on behalf of one only such organisations at General Meetings and he/she shall indicate on each renewal of membership or on request which organisation he/she opts to represent.

9. Membership shall expire two months after the conclusion of each financial year unless renewed by the payment of the annual subscription for the said year.

10. Any member may withdraw from membership of the Association by giving one month’s notice in writing to the Association of his/her/its intention to do so, and upon the expiration of such notice he/she/it shall cease to be a member.

11. Membership may be revoked by a General Meeting after consideration by the Executive Committee.

GENERAL MEETINGS

12. That the Executive Committee shall be the governing body of the Association and shall take policy decisions for the Association. The Annual General Meeting shall be held once in every calendar year at such time (not being more than fifteen months after the holding of the last preceding Annual General Meeting) and place as may be decided by the Executive Committee. Motions

to be discussed at an Annual General Meeting must be submitted by members in writing to the Registered Office twenty-eight (28) days before such meetings.

14. That there shall be held in each financial year at such times and places as the Executive Committee shall decide at least one general Meeting.
- 14.A An Extraordinary General Meeting may be convened at any time after twenty-one (21) days notice in writing by;
 - (a) Members of the Company, representing not less than one tenth of the total voting rights or
 - (b) Any member of the Executive Committee or any two members of the Associationgiving notice in writing to the Honorary Secretary who shall thereupon convene the meeting. Upon the Honorary Secretary's failure to convene such a meeting the person writing on behalf of or representing the group may convene it at the expense of the Association.
- 14.B The notice convening the meeting shall set out the purpose for which the meeting is being convened and no other matter may be admitted for discussion at such meeting other than that set out in such notice or matters necessarily arising therefrom.

PROCEEDINGS AT GENERAL MEETING

15. Twenty-one days notice at least of an Annual General Meeting and a meeting called for the passing of a special resolution and fourteen days notice at least for a meeting of the Association other than an Annual General Meeting or a meeting for the passing of a special resolution (exclusive of the day on which notice is given) specifying the place, the day and the hour of the meeting and in the case of special business, the nature of that business shall be given in manner hereinafter mentioned or in such other manner, if any, as may be prescribed by the Association in General meeting, to such persons as are, under the regulations of the Association, entitled to receive such notices from the Association, but the non-receipt of the said Notice by any member shall not invalidate the proceedings at any General Meeting.
16. All business shall be deemed special that is transacted at an Extraordinary General Meeting as well as all that is transacted at any Annual General Meeting other than the consideration of the Annual Report and Annual Accounts, the election of the Honorary Officers and Executive Committee and the appointment and fixing of the remuneration of the auditors.
17. Subject to Article 18 hereof the quorum for the meeting shall be as follows:
 - (i) thirty members, including at least twenty organisational members, for Annual General Meetings;
 - (ii) fifteen members, including at least ten organisational members, for General Meetings;
 - (iii) thirty members, including at least twenty organisational members, for Extraordinary General Meetings.

18. If within one hour from the time appointed for a 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 succeeding week at the same time and place, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the holding of the meeting, the members present shall be a quorum.
19. The President of the Association if present and willing to act shall preside as chairperson at every General Meeting of the Association.
20. If there is no chairperson or if any meeting she/he is not present within fifteen minutes after the time appointed for holding the meeting or is unwilling to act as chairperson, the Vice-President if present and willing to act shall preside as chairperson. In the absence or unwillingness to act of the President and or/Vice-President the members present shall elect one of their number to chair the meeting.
21. The President 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 such adjourned meeting other than the business left unfinished at the meeting at 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 the original meeting. Save as aforesaid it shall not be necessary to give any notice of such adjournment.
22. At any General Meeting, Annual General or Extraordinary 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 (1) the chairperson, (2) at least three members present in person or (3) by any member or members present in person representing not less than one tenth of the total voting rights. Unless a poll is so demanded a declaration by the chairperson 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 made in the 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 favour of or against the resolution. In the case of a show of hands the meeting shall appoint tellers, and in the case of a poll the meeting shall appoint scrutineers.
23. If a poll is duly demanded it shall be taken in such a manner as the President directs, and the result of the poll shall be deemed to be the resolution of the meeting at which the said poll was demanded.
24. In the case of 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. 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 shall decide.

VOTES OF MEMBERS

25. Each organisational member shall have the right to send three representatives to Annual General, General and Extraordinary General Meetings, each of whom shall be entitled to one vote. Individual members representing organisational bodies at General Meetings may not exercise their individual votes at such meetings.
26. Each individual member shall have the right to attend Annual General, General and Extraordinary General Meetings and to vote thereat. Votes may be given personally only.

EXECUTIVE COMMITTEE

27. The Executive Committee shall constitute the Board of Directors of the Association.
28. The powers and duties of the Board of Directors as prescribed in the Companies Act 1963 shall, in the case of the Association be exercised by the Executive Committee.
29. The Executive Committee of the unincorporated Voluntary Association AONTAS, holding office at the date of incorporation of the Association shall be the first Board of Directors for the purpose of the Companies Act 1963.
30. A resolution signed by all the members of the Executive Committee shall be as valid and effectual as if it had been passed at a meeting of the Executive Committee duly convened and constituted.
- 30.A The Executive Committee as a body shall be empowered to propose amendments to the Constitution and put forward resolutions at the Annual General Meeting.
31. The objects of the Association as set out in the Memorandum of Association shall be carried out by the Executive Committee on behalf of the members.
32. The Executive Committee shall consist of:
 - (a) The Honorary Officers and
 - (b) Twelve ordinary members
33. The Honorary Officers of the Association shall be President, Vice-President, Honorary Secretary, Honorary Treasurer
34. No person shall be nominated for the office or for ordinary membership of the Executive Committee who is not a member or representative of a organisational member of the Association. No person shall be a candidate for more than one office in any year but a person who is a candidate for office

may simultaneously be a candidate for membership of the Executive Committee.

35. All nominations for office or membership of the Executive Committee shall be submitted on the forms provided for that purpose.
36. The President shall be elected for a period of two years and shall be eligible for re-election for two further periods of two years. She/he shall be ineligible to hold any office for one period of two years immediately following the termination of his/her office.
37. The Vice-President shall be elected for a period of two years and shall be eligible for re-election for two further periods of two years. After a third period of office s/he shall be ineligible for a period of two years for election to any officeships other than President.
38. The Honorary Secretary and the Honorary treasurer shall be elected for a period of two years and shall be eligible for re-election for two further periods of two years. They shall be ineligible to hold their respective offices for a period of two years immediately following the termination of their term of office.
39. Nominations for the office of President shall be supported by not less than five separate members of the Association.
40. Nominations for the offices of Vice-President, Honorary Secretary and Honorary Treasurer shall be supported by not less than three separate members of the Association.
41. Ordinary members of the executive Committee shall be elected for two years with the option of going forward for re-election for a further two years. No ordinary member shall be eligible to serve on the Executive Committee for a period longer than four consecutive years unless such person be elected to officership of the Association. Individuals who have served four consecutive years as Ordinary members shall be eligible for re-election after a further period of two years.
- 41A. At the 2006 Annual General Meeting six ordinary members to include five organisational members and one individual member shall be elected to serve for two years, and six ordinary members to include five organisational members and one individual member shall be elected to serve for one year. The terms of office shall be decided by lottery. This will be the only year in which anyone shall be elected for one year instead of two years.
- 42A. In the event of a vacancy occurring in the office of President during the incumbency of the holder the Vice-President shall forthwith assume the vacant office for the unexpired period of office of the vacating holder.
- 42B. In the event of a vacancy occurring in the office of Vice-President during the incumbency of the holder the Executive Committee shall forthwith co-opt one

of its members to fill the vacancy for the unexpired period of office of the vacating holder.

- 42C. In the event of a vacancy occurring in the office of Honorary Treasurer or Honorary Secretary during the incumbency of the holder concerned, the Executive Committee shall forthwith co-opt one of its members to fill the vacancy for the unexpired period of office of the vacating holder.
- 42D. In the event of the death or resignation of an ordinary member of the Executive Committee before the expiry of the term for which he/she was appointed, a successor shall be appointed in like manner for the unexpired term of office of the deceased or resigned member at the next succeeding General Meeting.
43. Nomination for Ordinary membership of the Executive Committee shall be supported by not less than two separate members of the Association.
44. Nomination papers shall be returned to the Honorary Secretary no less than twenty-eight (28) calendar days before the relevant Annual General meeting.
45. The names of properly nominated candidates shall be listed by the Honorary Secretary in alphabetical order under the following categories. (a) Representatives of Organisational (voluntary, statutory and other) bodies, and (b) Individual members.
46. The organisational bodies shall elect by proportional representation (single transferable vote) ten Ordinary members of the Executive Committee from the category of organisational (voluntary, statutory and other) membership of the Association. The individual members shall elect by the same method two ordinary members of the Executive Committee from the category of individual membership of the Association.

POWERS AND DUTIES OF THE EXECUTIVE

47. The day-to-day business of the Association shall be managed by the Executive Committee who may pay all expenses incurred in establishing and incorporating the Association, and any 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 Meetings subject, nevertheless, to such 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 of the Executive Committee which would have been valid when done had that regulation not been made.
- 47A. The Executive Committee may exercise all the powers of the Association to borrow money, and to mortgage or charge its undertaking and property, or any part thereof, and to issue debentures and other securities whether outright or as

security for any debt, liability or obligation of the Association or of any third party.

48. The Executive Committee shall appoint and determine the conditions of employment of such staff as it may find necessary.
49. The Executive Committee may appoint sub-committees or working parties from time to time.

THE SEAL

50. The Seal of the Association shall be affixed to any instrument only on the authority of a resolution of the Executive Committee and in the presence of at least one Officer other than the Honorary secretary and of the Honorary Secretary or such person as the Executive Committee may appoint for the purpose, both of whom shall sign every instrument which the seal of the Association is so affixed in their presence.

VACATING OFFICE

51. The office of a member of the Executive Committee shall be vacated:
 - a) If he/she becomes unsound of mind;
 - b) If he/she resigns from office;
 - c) If the Association by ordinary resolution resolve that he/she be removed from office;
 - d) If he/she is adjudged bankrupt in the State or in Northern Ireland or Great Britain or makes any arrangements or composition with his/her creditors generally;
 - e) If he/she is convicted of an indictable offence
 - f) If he/she is directly or indirectly interested in any contact with the Association and fails to declare the nature of his/her interest.

PROCEEDINGS OF EXECUTIVE COMMITTEE

52. The Executive Committee shall meet for the dispatch of business and may adjourn and otherwise regulate their meetings as they think fit. Questions arising at any meeting shall be decided by a majority of votes. In the event of an equality of votes the chairperson shall have a second or casting vote. Six members of the Executive Committee may, and the Honorary Secretary on the requisition of an Executive Committee member shall, at any time summon a meeting of the Executive Committee. It shall not be necessary to give notice of a meeting of the Executive Committee to an Executive Committee member who is not for the time being within Ireland, Northern Ireland or Great Britain.
53. Notice of Executive Committee meeting shall be sent to members at least seven clear days before each such meeting.
54. The quorum for meetings of the Executive Committee shall be half plus one of the members of the Committee then in the office, such quorum to include at least one officer.

55. On appointing a sub-committee or working party the Executive Committee shall appoint one of its members to be chairperson.
56. Recommendations of sub-committees may not be implemented until approved by the Executive Committee.
57. The continuing Executive Committee may act notwithstanding any vacancy on their body provided their number is not reduced below one half plus one of the number fixed by Article 54 hereof as the total membership of the Executive Committee.
58. All acts done by the Executive Committee or by sub-committee of the Executive Committee or by person acting as an Executive Committee or sub-committee member shall, notwithstanding that it be afterwards discovered that there was some defect in the appointment of such Executive Committee or sub-committee member or person acting as aforesaid, or that he/she was disqualified be as valid as if every such person had been duly appointed and was qualified to be an Executive Committee member or sub-committee member.
59. Branches of the Association may be formed subject to such criteria and conditions as may be fixed at an Annual General Meeting.

ACCOUNTS

60. The Executive Committee shall cause true accounts to be kept of all sums of money received and expended by the Association and of the matters in respect of which such receipts and expenditure took place, of all sales and purchases of goods by the Association and of the assets and liabilities of the Association.
61. The Executive Committee shall at every Annual General Meeting of the Association lay before the Association an Income and Expenditure Account for the preceding year, and a Balance Sheet as at the date to which the Income and Expenditure Account is made up together with such reports as are required by the act to be prepared and laid before the Annual General Meeting of the Association. A copy of every Balance Sheet (including every document required by law to be annexed thereto) together with a copy of the Annual Report of the Executive and Auditors Report shall not less than 21 days before the date of Annual General Meeting, be sent to every person entitled under the Companies Act, 1963 to receive them.

AUDITORS

62. The Association shall at every Annual General Meeting appoint one or more auditors to hold office for the ensuing year. No Executive Committee member or Officer of the Association shall be capable of acting as auditor.

63. The duties of the auditor shall be regulated by Section 160 to 163 of the Companies Act 1963 or any statutory modification thereof for the time being in force.

NOTICES

64. A notice may be given by the Association to any member either personally or by sending it by post direct to him/her/it as his/her/its registered address. Any notice sent by post shall be deemed to have been served at the time when the letter containing same would have been delivered in the ordinary course of post. Notice of every General Meeting shall be given in any manner herein before authorised to
- (a) every member, excluding any member who for the time being shall not be resident in Ireland, Northern Ireland or Great Britain.
 - (b) The auditor for the time being of the Company.

MINUTES

65. 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 Executive Committee present at each meeting of the Executive Committee.
 - (c) of all resolutions and proceedings of all meetings of the Association and of the Executive Committee.
66. With the prior approval of the Executive Committee copies of such Minutes or a certified extract therefrom may be available to all members.

FINANCE

67. The Association shall be financed by Annual contributions from its members and may receive and administer funds from Government and other sources for purposes which are consistent with the terms of the Memorandum of Association.
68. The annual contributions of members shall be such sum or sums as the Annual General Meeting of the Association shall decide from time to time.
69. The financial year of the Association shall be from 1st. January to the 31st. of December following.

LIAISON OFFICERS

70. Liaison officers who may be appointed by the Departments of Education and Science and by any other Departments of Government that may wish to make such appointments, shall have the right to attend and participate in General Meetings without the right to vote.

AMENDMENT OF ARTICLES OF ASSOCIATION

71. The Articles of Association may be amended by Special Resolution by the members of the Association at a duly convened General Meeting of which not less than twenty-one (21) days notice shall have been given, such notice to set out both the existing article or articles and the proposed new amendment or amendments thereto or the proposed new article or articles. No amendment of the Article of Association shall be valid unless passed by not less than three-fourths of the votes cast by the members of the Association present and voting.

LEAGAN GAEILGE

72. Cuirfear Leagen Gaeilge den Meabhran agus Airteagail chomhlachais ar fail.

WINDING UP

73. The provisions of Clause 8 of the Memorandum of Association relating to the winding up or dissolution of the Association shall have effect and be observed as if the same were set out in full in these Articles.

Names, Addresses and descriptions of subscribers :

Seamus O'Grady (Extra-Mural Studies Officer) University College, Galway

Sheila Conroy (Director-People's College, Dublin 6) 52, Adair , Sandymount Ave

Kevin Mc Brien (Chief Executive Officer) Co. Roscommon Vocational Education Committee, Abbey St. Roscommon

Brendan Conway (Chief Executive Officer) 6, Park View, Kilkenny

William Toner, S.J. (Lecturer) College of Industrial Relations, Sandford Road

Peter Desmond Rogers (Teacher) 13, Glenville Drive, Clonsilla, Co. Dublin

Margaret Hurley (Administrator) Milford Haven, North Circular Road, Limerick

Dated this 4th day of December, 1980

WITNESS TO THE ABOVE SIGNATURE

Michael W. O' Murchu, Director, AONTAS, 14, Fitzwilliam Place, Dublin 2