

**THE COMPANIES ACT 1985**  
**COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE**  
**CAPITAL**  
**ARTICLES of ASSOCIATION**  
**of**  
**GLASGOW COMMUNITY PLANNING LIMITED**

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COMPANIES HOUSE

  
Secretary

## THE COMPANIES ACT 1985

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

#### ARTICLES OF ASSOCIATION of GLASGOW COMMUNITY PLANNING LIMITED

(adopted by special resolution passed on 25 November 2005)

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#### Membership

- 1 The members of the company shall (subject to article 6) consist of such bodies as are admitted to membership under articles 4 and 5, all other bodies and individuals who/which are members of the company as at the time when the resolution adopting these articles of association is passed shall automatically cease to be members immediately after the passing of that resolution
- 2 Membership shall cease, in the case of an incorporated body, on the dissolution, winding up, striking off or receivership of that body
- 3 A member may not transfer its membership to any other individual/body

#### Qualifications for membership

- 4 Membership shall be open only to the following
  - 4 1 Glasgow City Council,
  - 4 2 \*Glasgow Chamber of Commerce and Manufacturers

#### Application for membership

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\* (as altered by written resolution dated 10 12 06 and written resolution dated 03 07 08)

- 5 Any incorporated body eligible for membership under article 4 which wishes to become a member shall lodge with the company a written application for membership, signed on its behalf by one of its appropriate officers, the body will automatically constitute a member of the company immediately upon receipt by the company of the application for membership.
- 6 For the avoidance of doubt, a body eligible for membership under article 4 which is already a member as at the time when the resolution adopting these articles of associate is passed will not require to submit an application for membership under article 5

### **Withdrawal from membership**

- 7 Any body which wishes to withdraw from membership shall lodge with the company a written notice of retiral (in such form as the directors require), signed on its behalf by one of its authorised officers, on receipt of the notice by the company it shall cease to be a member

### **General meetings**

- 8 All general meetings other than annual general meetings are to be called extraordinary general meetings.
- 9 The directors must convene an extraordinary general meeting if there is a valid requisition by members (under section 368 of the Act) or a requisition by a resigning auditor (under section 392A(2) of the Act)
- 10 Subject to the preceding article and to the requirements under section 366 of the Act (which lay down the maximum period which can pass before the first annual general meeting and the maximum period between one annual general meeting and the next), the directors may convene general meetings whenever they think fit
- 11 The business of each annual general meeting shall include the following (unless the directors otherwise resolve, in exceptional circumstances)
  - 11.1 a report by the Chair on the activities of the company,
  - 11.2 consideration of the annual accounts of the company

### **Notice of general meetings**

- 12 At least twenty one clear days' notice must be given of (a) an annual general meeting or (b) an extraordinary general meeting at which a special resolution (see article 17) or a resolution requiring special notice under the Act is to be proposed, all other extraordinary general meetings shall be called by at least fourteen clear days' notice
- 13 The reference to "**clear days**" in article 12 shall be taken to mean that, in calculating the period of notice, the day after the notice is posted (or, in the case of a notice contained in an electronic communication, the day after the time when it was sent) and also the day of the meeting, should be excluded

- 14 A notice calling a meeting shall specify the time and place of the meeting, it shall (a) indicate the general nature of any business to be dealt with at the meeting and (b) if a special resolution (see article 17) (or a resolution requiring special notice under the Act) is to be proposed, shall also state that fact, giving the exact terms of the resolution
- 15 A notice convening an annual general meeting shall specify that the meeting is to be an annual general meeting
- 16 Notice of every general meeting shall be given (either in writing or, where the body to which notice is given has notified the company of an address to be used for the purpose of electronic communication, by way of electronic communications) to all the members and directors, and (if there are auditors in office at the time) to the auditors

### **Special resolutions and ordinary resolutions**

- 17 For the purposes of these articles, a “**special resolution**” means a resolution passed by 75% or more of the votes cast on the resolution at an annual general meeting or extraordinary general meeting, providing proper notice of the meeting and of the intention to propose the resolution has been given in accordance with articles 12 to 16, for the avoidance of doubt, the reference to a 75% majority relates only to the number of votes cast in favour of the resolution as compared with the number of votes cast against the resolution, and accordingly no account shall be taken of abstentions or members absent from the meeting
- 18 In addition to the matters expressly referred to elsewhere in these articles, the provisions of the Act allow the company, by special resolution
  - 18 1 to alter its name,
  - 18 2 (subject to the provisions of the Act) to alter its memorandum of association with respect to the company’s objects,
  - 18 3 to alter any provision of these articles or adopt new articles of association.
- 19 For the purposes of these articles, an “**ordinary resolution**” means a resolution passed by majority vote (taking account only of those votes cast in favour as compared with those votes cast against, and (as applicable) the chairperson’s casting vote) at an annual general meeting or extraordinary general meeting, providing proper notice of the meeting has been given in accordance with articles 12 to 16

### **Proceedings at general meetings**

- 20 No business shall be transacted at any general meeting unless a quorum is present, two members, each represented by its authorised representative, or represented by proxy, shall be a quorum.
- 21 If the quorum required under article 20 is not present within half an hour after the time appointed for the meeting, or if during a meeting such a quorum ceases to be present, the meeting shall stand adjourned to such time and place as may be fixed by the chairperson of the meeting

- 22 The Chair shall (if present and willing to act) preside as chairperson of the meeting, if the Chair is not present and willing to act as chairperson of the meeting within half an hour of the time appointed for holding the meeting, the directors present shall elect one of their number to act as chairperson of the meeting or, if there is only one director present and willing to act, he/she shall be chairperson of the meeting
- 23 A director shall, notwithstanding that he/she is not a member, be entitled to attend and speak at any general meeting.
- 24 The chairperson of the meeting may, with the consent of the meeting at which a quorum is present (and must, if the meeting requests him/her to do so), adjourn the meeting but not for a period in excess of thirty days; no notice need be given of an adjourned meeting.
- 25 A resolution put to the vote of a meeting shall be decided on a show of hands unless before the show of hands, or immediately after the result of the show of hands is declared, a secret ballot is demanded by the chairperson of the meeting or by any person present at the meeting and entitled to vote (whether as a member, a proxy for a member or the representative of a member which is an incorporated body).
- 26 If a secret ballot is demanded in accordance with the preceding article, it shall be taken at once and shall be conducted in such manner as the chairperson of the meeting may direct, the result of the ballot shall be declared at the meeting at which the ballot was demanded
- 27 A resolution in writing signed by or on behalf of all the members of the company which, at the date of the resolution, would have been entitled to attend and vote at a general meeting at which the resolution was proposed shall be as effectual as if it had been passed at a general meeting duly convened and held, the signatures need not be on a single document, provided each signature is on a document which accurately states the terms of the resolution

#### **Votes of members**

- 28 Every member shall have one vote, which may be given either via its duly authorised representative present at the meeting or (whether on a show of hands or on a secret ballot) by proxy
- 29 A member which wishes to appoint a proxy to vote on its behalf at any meeting (or adjourned meeting).
- 29 1 shall lodge with the company, at the company's registered office, not less than 48 hours before the time for holding the meeting (or, as the case may be, adjourned meeting), a written instrument of proxy (in such form as the directors require) signed by one of its appropriate officers, or
- 29 2 shall send to the company at such address as may have been notified to the members by the company for that purpose, an electronic communication containing the appointment of a proxy, providing such electronic communication is received by the company at such address not less than 48

hours before the time for holding the meeting (or, as the case may be, adjourned meeting)

- 30 An instrument of proxy, or electronic communication containing the appointment of a proxy, which does not conform with the provisions of article 29, or which is not lodged or sent in accordance with such provisions, shall be invalid
- 31 A member shall not be entitled to appoint more than one proxy to attend on the same occasion
- 32 A proxy appointed to attend and vote at any meeting instead of a member shall have the same right as the member which appointed him/her to speak at the meeting and need not be a member of the company
- 33 A member which is an incorporated body may authorise an individual to act as its representative at any general meeting of the company, the individual so authorised shall be entitled to exercise the same powers on behalf of the member which he/she represents as that incorporated body could exercise if it were an individual member
- 34 A vote given, or ballot demanded, by proxy or by the duly authorised representative of a member which is an incorporated body shall be valid notwithstanding that the authority of the person voting or demanding a ballot had terminated prior to the giving of such vote or demanding of such ballot unless notice of such termination was received by the company at the company's registered office (or, where contained in an electronic communication, was received by the company at the address notified by the company to the members for the purpose of electronic communication) before the commencement of the meeting or adjourned meeting at which the vote was given or the ballot demanded
- 35 In the case of an equality of votes, whether on a show of hands or on a ballot, the chairperson of the meeting shall not be entitled to a casting vote

#### **Number of directors**

- 36 \*\*The maximum number of directors shall be 5

#### **Composition of the board**

- 37 \*The board shall (subject to articles 42 and 45) comprise.
- 37.1 the chief executive of Glasgow City Council
- 37.2 the chair of Glasgow Economic Forum
- 37.3 the chair of Glasgow Community Planning Partnership
- 37.4 the chair of Glasgow Council for the Voluntary Sector

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\* (as altered by written resolution dated 03 07 08)

\* (as altered by written resolutions dated 20 12 06)

\*(as altered by written resolution dated 03 07 08)

37 5 \*the chair of Glasgow Chamber of Commerce and Manufacturers.

- 38 All directors of the company other than those holding the posts/offices specified in article 37 as at the time when the resolution adopting these articles is passed, shall automatically vacate office as directors immediately after the passing of that resolution

### **Appointment/removal of directors by member bodies**

- 39 Subject to article 41, each of the members may by notice in writing, signed on its behalf by one of its appropriate officers and given to the company

39 1 appoint any person who is willing so to act to be a director; or

39 2 remove any director appointed by that member from office as a director

- 40 Any appointment or removal of a director under article 39 shall have effect from the date on which the relevant notice is given to the company.

- 41 \*The powers conferred by article 39 shall be deemed to be limited such that

41 1 no more than one individual appointed by each member may hold office as director at any given time,

41 2 the individual appointed by Glasgow City Council under article 39 shall (subject to article 42) be the chief executive of Glasgow City Council

41 3 \*the individual appointed by Glasgow Chamber of Commerce and Manufacturers under article 39 shall (subject to article 42A) be the chair of Glasgow Chamber of Commerce and Manufacturers

- 42 During any period when the post of chief executive of any member is vacant, that member shall exercise its powers under article 39 in such a way as to ensure that the director holding office during that period on the basis of having been appointed by that member is the individual who holds the post of acting chief executive of that member.

- 42A \*During any period when the office of chair of any member is vacant, that member shall exercise its powers under article 39 in such a way as to ensure that the director holding office during that period on the basis of having been appointed by that member is the individual who holds the office of vice chair (or some other senior office) of that member

### **Appointment by directors**

- 43 The directors may (subject to article 36) appoint as a director any individual willing so to act

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\* (as altered by written resolution dated 20 12 06)

\* (as altered by written resolution dated 03 07 08)

- 44 The directors shall exercise their powers under article 43 in such a way as to ensure that (subject to article 45) the following individuals serve as directors of the company:
- 44.1 the individual holding office as chair of Glasgow Economic Forum
  - 44.2 the individual holding office as chair of Glasgow Community Planning Partnership
  - 44.3 the individual holding office as chair of Glasgow Council for the Voluntary Sector
- 45 During any period when the office of chair of any of the bodies specified in article 44 is vacant, the directors shall exercise their powers under article 43 in such a way as to ensure that the director holding office during that period on the basis of having been drawn from the relevant body is the individual who holds the office of vice chair (or some other senior office) in respect of that body

### **Disqualification and removal of directors**

- 46 A director shall vacate office if:
- 46.1 he/she ceases to be a director by virtue of any provision of the Act or becomes prohibited by law from being a director;
  - 46.2 he/she is sequestered,
  - 46.3 he/she becomes incapable for medical reasons of fulfilling the duties of his/her office and such incapacity has continued, or is expected to continue, for a period of more than six months,
  - 46.4 he/she becomes an employee of the company,
  - 46.5 in the case of a director appointed by a member under article 39 (a) the body which appointed him/her ceases to be a member of the company or (b) he/she ceases to hold the post of chief executive, or (as the case may be) acting chief executive, of the member which appointed him/her as a director;
  - 46.6 in the case of a director appointed by the directors under article 43, he/she ceases to hold the office of chair, or (as the case may be) vice chair or other senior office, with the relevant body specified in article 44;
  - 46.7 he/she resigns office by notice to the company,
  - 46.8 he/she is absent (without permission of the directors) from more than three consecutive meetings of directors and the directors resolve to remove him/her from office; or
  - 46.9 he/she is removed from office by ordinary resolution (special notice having been given) in pursuance of section 303 of the Act



## **Appointments to the office of Chair**

- 47 The office of Chair shall (subject to article 48) be held by the director who holds office as chair of Glasgow Community Planning Partnership
- 48 During any period when the office of chair of Glasgow Community Planning Partnership is vacant, the office of Chair shall be held by the director who holds office as vice chair (or other senior office) of Glasgow Community Planning Partnership.
- 49 The appointment of any director to the office of Chair under article 47 shall terminate if he/she ceases to be a director

## **Directors' interests**

- 50 Each of the directors shall comply with the conflict of interest rules prescribed by the board of directors from time to time, for the avoidance of doubt, the conflict of interest rules shall be supplemental to the provisions relating to directors' interests contained in these articles of association and the relevant provisions of these articles shall be interpreted and applied in accordance with the provisions of the conflict of interest rules in force from time to time
- 51 Subject to the provisions of the Act and of clause 5 of the memorandum of association and provided that he/she has disclosed to the directors the nature and extent of any personal interest which he/she has (unless immaterial) and has complied with the conflict of interest rules (as referred to in article 50) a director (notwithstanding his/her office)
- 51 1 may be a party to, or have some other personal interest in, any transaction or arrangement with the company or any associated company,
- 51 2 may be a party to, or have some other personal interest in, any transaction or arrangement in which the company or any associated company has an interest;
- 51 3 may be a director or secretary of, or employed by, or have some other personal interest in, any associated company, and
- 51.4 shall not, because of his/her office, be accountable to the company for any benefit which he/she derives from any such office or employment or from any such transaction or arrangement or from any interest in any such company,
- and no such transaction or arrangement shall be liable to be treated as void on the ground of any such interest or benefit
- 52 For the purposes of the preceding article, an interest of which a director has no knowledge and of which it is unreasonable to expect him/her to have knowledge shall not be treated as an interest of his/hers, the references to **"associated company"** shall be interpreted as references to any subsidiary of the company or any other company in which the company has a direct or indirect interest

### **Directors' remuneration and expenses**

- 53 No director shall be entitled to any remuneration, whether in respect of his/her office as director or as holder of any office under article 47
- 54 The directors may be paid all travelling and other expenses properly incurred by them in connection with their attendance at meetings of directors, general meetings, meetings of committees of directors or otherwise in connection with the carrying out of their duties

### **Powers of directors**

- 55 Subject to the provisions of the Act, the memorandum of association and these articles and to any directions given by special resolution, the business of the company shall be managed by the directors who may exercise all the powers of the company.
- 56 No alteration of the memorandum of association or these articles and no direction given by special resolution shall invalidate any prior act of the directors which would have been valid if that alteration had not been made or that direction had not been given
- 57 The powers conferred by article 55 shall not be limited by any special power conferred on the directors by these articles
- 58 A meeting of directors at which a quorum is present may exercise all powers exercisable by the directors.

### **Proceedings of directors**

- 59 Subject to the provisions of these articles, the directors may regulate their proceedings as they think fit
- 60 Any director may call a meeting of the directors or request the secretary to call a meeting of the directors.
- 61 Questions arising at a meeting of directors shall be decided by a majority of votes, in the case of an equality of votes, the chairperson of a meeting of directors shall have a second or casting vote.
- 62 A director who is also an alternate director shall be entitled in the absence of his/her appointer to a separate vote on behalf of his/her appointer in addition to his/her own vote
- 63 The quorum for the transaction of the business of the directors shall be three
- 64 A person (other than a director) acting as an alternate director shall, if his/her appointer is not present, be counted in the quorum
- 65 The continuing directors or a sole continuing director may act notwithstanding vacancies, but if the number of directors in office is less than the number fixed as the

quorum they may act only for the purpose of filling vacancies or of calling a general meeting.

- 66 Unless he/she is unwilling to do so, the Chair shall preside as chairperson at every meeting of directors at which he/she is present; if the Chair is unwilling to act as chairperson of a meeting of directors or is not present within 15 minutes after the time appointed for the meeting, the directors may appoint one of their number to be chairperson of the meeting
- 67 The directors shall be entitled to allow any person to attend and speak (but not vote) at any meeting of the directors in the capacity of adviser.
- 68 A person invited to attend a meeting of the directors under the preceding article shall not be entitled to exercise any of the powers of a director, and shall not be deemed to constitute a director for the purposes of the Act or any provision of these articles
- 69 All acts done by a meeting of directors or by a meeting of a committee of directors or by a person acting as a director shall, notwithstanding that it is afterwards discovered that there was a defect in the appointment of any director or that any of them was disqualified from holding office or had vacated office or was not entitled to vote, be as valid as if every such person had been duly appointed and was qualified and had continued to be a director and had been entitled to vote
- 70 A resolution in writing signed by all the directors entitled to receive notice of a meeting of directors or of a committee of directors shall be as valid and effectual as if it had been passed at a meeting of directors or (as the case may be) a committee of directors duly convened and held, it may consist of several documents in the same form, each signed by one or more directors
- 71 A resolution signed by an alternate director need not also be signed by his/her appointer; a resolution signed by a director who has appointed an alternate director need not be signed by the alternate director in that capacity
- 72 A director shall not vote at a meeting of directors or at a meeting of a committee of directors on any resolution concerning a matter in which he/she has, directly or indirectly, a personal interest or duty (unless immaterial) which conflicts or may conflict with the interests of the company, if a director is debarred by the preceding provisions of this article from voting in relation to any matter, he/she shall absent himself/herself from the meeting while the voting is being conducted in relation to that matter
- 73 For the purposes of the preceding article
- 73 1 an interest of a person who is taken to be connected with a director for any purpose of the Act (excluding any statutory modification not in force at the date of adoption of these articles), shall be treated as a personal interest of the director,
- 73 2 an interest of the appointer of an alternate director shall be treated as a personal interest of the alternate director;

- 73 3 a director shall be deemed to have a personal interest in relation to a particular matter if a body in relation to which he/she is an employee, director, member of the management committee, officer or elected representative has a personal interest in that matter
- 74 A director shall not be counted in the quorum present at a meeting in relation to a resolution on which he/she is not entitled to vote
- 75 The company may by ordinary resolution suspend or relax to any extent, either generally or in relation to any particular matter, the provisions of articles 72 to 74
- 76 If a question arises at a meeting of directors or at a meeting of a committee of directors as to the right of a director to vote, the question may, before the conclusion of the meeting, be referred to the chairperson of the meeting; his/her ruling in relation to any director other than himself/herself shall be final and conclusive

### **Alternate directors**

- 77 Any director may appoint any other director, or (subject to article 78) any other person willing to act, to be an alternate director, and may remove from office an alternate director so appointed by him/her
- 78 An individual may only be appointed as an alternate director under article 77 if he/she is a senior officer or senior office bearer of the body (as specified in article 37) from which the director is drawn.
- 79 Any appointment or removal of an alternate director may be effected by notice to the company signed by the director making or revoking the appointment or may be effected in any other manner approved by the directors
- 80 A notice appointing an alternate director may specify that the appointment is to relate only to the particular meetings at which the director will not be present, in the absence of a statement to that effect, the appointment will be deemed to relate to carrying out all the functions of the director until such time as the appointment is revoked
- 81 An alternate director shall not be entitled to receive any remuneration from the company for his/her services as an alternate director
- 82 An alternate director shall cease to be an alternate director if his/her appointer ceases to be a director.
- 83 An alternate director shall alone be responsible for his/her own acts and defaults, an alternate director shall not be deemed to be the agent of the director appointing him/her.
- 84 References in these articles to directors shall, unless the context otherwise requires, be construed as including alternate directors

### **Delegation to committees and holders of offices**

- 85 The directors may delegate any of their powers to any committee consisting exclusively of directors or consisting of one or more directors and such other

individuals (who need not be directors) as the directors may think fit; they may also delegate to the Chair or a director holding any other office such of their powers as they consider appropriate

- 86 Any delegation of powers under the preceding article may be made subject to such conditions as the directors may impose, and may be revoked or altered
- 87 Subject to any condition imposed in pursuance of the preceding article, the proceedings of a committee to which powers are delegated under article 85 shall be governed by the articles regulating the proceedings of meetings of directors so far as they are capable of applying.

### **Secretary**

- 88 Subject to the provisions of the Act, the secretary shall be appointed by the directors for such term, at such remuneration and upon such conditions as they may think fit, and any secretary so appointed may be removed by them

### **Minutes**

- 89 The directors shall ensure that minutes are made (and recorded in a manner which complies with the Act) of all proceedings at general meetings, meetings of the directors and meetings of committees of directors, all such minutes being approved at the next relevant meeting, a minute of a meeting of directors or of a committee of directors shall include the names of the directors present and the minutes of each meeting shall (so far as reasonably practicable) be signed by the chairperson of that meeting

### **Accounts**

- 90 No member shall (as such) have any right of inspecting any accounting records or other book or document of the company except as conferred by statute or as authorised by the directors or by ordinary resolution of the company

### **Notices**

- 91 Any notice to be given in pursuance of these articles shall be given either in writing or by way of an electronic communication
- 92 The company may give any notice to a member either personally or by sending it by post in a pre paid envelope addressed to the member at its registered address or by leaving it at that address, in the case of a member which has notified the company of an address to be used for the purpose of electronic communications, the company may give any notice to that member by way of an electronic communication
- 93 A member may give any notice to the company either by sending it by post in a pre paid envelope addressed to the company at its registered office or by leaving it, addressed to the company secretary, at the company's registered office or (where the company has notified the member of an address to be used for the purpose of electronic communications) by way of an electronic communication

- 94 Any notice, if sent by post, shall be deemed to have been given at the expiry of 24 hours after posting, for the purpose of proving that any notice was given, it shall be sufficient to prove that the envelope containing the notice was properly addressed and posted
- 95 Any notice contained in an electronic communication shall be deemed to have been given at the expiry of 24 hours after it is sent; for the purpose of proving that any electronic communication was sent, it shall be sufficient to provide any of the evidence referred to in the relevant guidance issued from time to time by the Chartered Institute of Secretaries and Administrators
- 96 A member present or represented at any meeting of the company shall be deemed to have received notice of the meeting and, where requisite, of the purposes for which it was called

### **Winding up**

- 97 If the company is wound up, the liquidator shall give effect to the provisions of clause 9 of the memorandum of association

### **Indemnity**

- 98 Every director or other officer or auditor of the company shall be indemnified (to the extent permitted by sections 309A, 309B and 310 of the Act) out of the assets of the company against any loss or liability which he/she may sustain or incur in connection with the execution of the duties of his/her office including, without prejudice to that generality (but only to the extent permitted by those sections of the Act), 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 in which relief is granted to him/her by the court from liability for negligence, default, breach of duty or breach of trust in relation to the company
- 99 For the avoidance of doubt, the company shall be entitled to purchase and maintain for any director insurance against any loss or liability which he/she may sustain or incur in connection with the execution of the duties of his/her office, and such insurance may extend to liabilities of the nature referred to in section 309A(1) of the Act (negligence etc of a director)

### **Interpretation**

- 100 In these articles
- “**the Act**” means the Companies Act 1985, any reference in these articles to a provision of the Act shall be taken to include any statutory modification or re enactment of that provision which is in force at the time,
- “**electronic communication**” has the same meaning as is assigned to that expression in the Electronic Communications Act 2000
- 101 References in these articles to the singular shall be deemed to include the plural