

The UK Cyber Security Council

(Founded 2021)

THE REGULATIONS OF THE UK CYBER SECURITY COUNCIL

These Regulations are made pursuant to clause 8 of the Royal Charter of the UK Cyber Security Council and were approved and adopted by the Trustees at a meeting held on 29 March 2023.

Introduction

The UK Cyber Security Council (the **Council**) offers voting membership to individual cyber security professionals who are registered on the Registers (as defined in clause 4.1.3 of the Charter) and the organisations that are authorised as Licensees under Bye-law 5.5 (whose role is to assess individuals for Registration).

In addition, via its trading subsidiary, the Council offers various package of *non-voting* membership to organisations for whom cyber security is a significant area of focus for their business and that wish to be at the forefront of the development of the profession through supporting the work of the Council and attending its events; in particular with regard to professionalising the community of practice, ensuring they have access to the right skills at the right time in order to protect individuals, employers and wider society.

These Regulations set out the available categories of voting membership of the Council, the criteria and conditions for admission and the application process.

These Regulations **do not** set out (a) any details of the packages of non-voting membership that are available via the Council's trading subsidiary; (b) the requirements for individuals to be awarded the designation of Chartered, Principal or Associate Cyber Security Professional (which are set out in the Standards); or (c) the requirements for an organisation to become a Licensee (which are set out in regulations published pursuant to Bye-law 5.5).

1. INTERPRETATION

1.1 In these Regulations, unless the context otherwise requires:

1.1.1 the definitions and rules of interpretation set out in the Bye-laws shall apply to these Regulations; and

1.1.2 in addition to the definitions set out in the Bye-laws, the following terms shall have the following meanings:

‘Codes’ the Council’s Code of Conduct and Code of Ethics as in place from time to time;

‘Regulations’ these regulations of the Council made pursuant to clause 8 of the Charter, and **Regulation** refers to a particular provision in them; and

‘Representatives’ the staff, contractors, volunteers or members (as applicable) of a Licensee Member authorised to act on the Licensee Member’s behalf and **Representative** refers to an individual appointed to act on behalf of the Licensee Member in accordance with Regulation 11.

1.2 The Regulations shall be read as supplemental to the Charter and Bye-laws, and shall be construed accordingly. In case of any inconsistency between the Regulations and the Charter and Bye-laws, the Charter and Bye-laws shall in all cases prevail.

1.3 Headings in the Regulations are used for convenience only and shall not affect the construction or interpretation of the Regulations.

2. **MEMBERSHIP**

2.1 Membership (which, as defined in the Bye-laws, confers the right to attend and vote at general meetings) is open to all Trustees, current Registrants and Licensees provided that they do not fall within any of the categories set out in Bye-law 3.1.

2.2 Bye-law 2.6 requires the Regulations to set out the categories of Membership. There shall therefore be the following categories of Membership:

2.2.1 **Individuals:**

2.2.1.1 Trustees

2.2.1.2 Chartered Member

2.2.1.3 Principal Member

2.2.1.4 Associate Member

2.2.2 **Organisations:**

2.2.2.1 Licensee Member

- 2.3 The conditions for entry onto the Registers is set out in the Standards.
- 2.4 The conditions for designation as a Licensee are set out in regulations published pursuant to Bye-law 5.5.
- 2.5 An individual will automatically cease to be a Member on the suspension, expiration, cancellation or termination of that individual's Registration.
- 2.6 An organisation will automatically cease to be a Member on the termination of that organisation's appointment as a Licensee.
- 2.7 A Trustee will automatically cease to be a Member when their term as Trustee ends or they cease to hold office in accordance with Bye-law 9, save that any Trustee who falls within another membership category in Regulation 2.2.1 shall remain as a Member in accordance with the terms thereof.
- 2.8 All Members, regardless of category, shall have the same rights and privileges.

3. **BECOMING A MEMBER**

3.1 **Individuals**

- 3.1.1 A Trustee shall automatically be admitted as a Member of the Council at the time of becoming a Trustee, and shall remain as a Member during their term of office as a Trustee provided they do not fall within any of the categories set out in Bye-law 3.1.
- 3.1.2 All Registrants shall automatically be admitted as a Member of the Council on entry to and for as long as they remain entered on the Registers, provided that the individual has paid their registration fee and does not fall within any of the categories set out in Bye-law 3.1.
- 3.1.3 The category of Membership to which each individual Registrant shall be admitted will correspond with their Registration grade on the Registers from time to time.

3.2 **Organisations**

- 3.2.1 Any organisation that has been authorised by the Council as a Licensee shall automatically be admitted as Licensee Member on designation as a Licensee and for as long as they maintain their Licensee designation, provided that the organisation does not fall within any of the categories in Bye-law 3.1.

- 3.3 Every individual and organisation upon becoming a Member:
- 3.3.1 shall be entered into the Council's register of Members on the date on which their membership commences (as set out in Regulations 3.1 and 3.2);
 - 3.3.2 must provide to the Council in writing an up-to-date postal address, which will be recorded in the Council's Register of Members;
 - 3.3.3 may choose to also supply a fax number and/or email address if they are happy to receive communications from the Council by fax or email, which (if supplied) will be recorded in the Council's Register of Members; and
 - 3.3.4 will be sent a copy of the Charter, Bye-laws and these Regulations.

Any notices sent to a postal address or fax number or email address provided to the Council for this purpose shall be deemed to have been duly delivered (see Regulation 21).

4. RIGHTS AND PRIVILEGES OF MEMBERSHIP

- 4.1 Each Member shall have the following rights and privileges, subject in each case to the provisions of the Charter, Bye-laws and these Regulations and subject to there being no outstanding monies due to the Council by that Member and the Member not being suspended:
- 4.1.1 Vote at general meetings (see Bye-law 4) and in elections where they are held for the appointment of Trustees (see Regulation 13);
 - 4.1.2 Nominate themselves (or in the case of a Licensee Member, a Representative) for appointment as Trustees (see Regulation 13.6) or for appointment to any committees, panels and/or working groups that the Trustees constitute for any specific purpose.
 - 4.1.3 Recommend Representatives for other vacancies within the Council that are subject to appointment.

5. MAINTENANCE AND RENEWAL OF MEMBERSHIP

- 5.1 Members must keep the Council updated as to any significant changes in their or the organisation's circumstances, in particular:
- 5.1.1 Contact details and any changes to the nominated Representative notified to the Council.

- 5.1.2 If an individual Member has a bankruptcy order made against them or a composition is made with their creditors generally in satisfaction of their debts.
 - 5.1.3 If an organisation Member declares insolvency, or is subject to a compulsory winding-up petition, or a notice to be struck-off or is otherwise facing liquidation or administration.
 - 5.1.4 If a Member is facing any other circumstances that would result in termination of Membership in accordance with Bye-law 3.
 - 5.1.5 If an individual Member is facing any circumstances that might result in its registration being terminated under the Standards.
 - 5.1.6 If an organisation Member is facing any circumstances that might result in the termination of its appointment as a Licensee.
- 5.2 If an individual advances from one Registration grade to another, their category of Membership will automatically change accordingly.

6. **TERMINATION OF MEMBERSHIP**

- 6.1 The provisions of Bye-law 3 apply to all Memberships.
- 6.2 In accordance with Bye-law 3.1.1, Membership will terminate automatically:
- 6.2.1 on a person ceasing to be a Registrant or Licensee (as applicable), as they will no longer be eligible for Membership in accordance with these Regulations.
 - 6.2.2 in accordance with Regulation 2.7 on a Trustee ceasing to be a Trustee unless that individual falls within another category in Regulation 2.2.1 and shall therefore remain as a Member in accordance with the terms thereof.

7. **CONDUCT OF MEMBERS & DISCIPLINARY ACTION**

- 7.1 Every Member is deemed to have notice of, and undertakes to comply with, the Charter, Bye-laws, these Regulations and the Codes.
- 7.2 Any breach of Regulation 7.1 or any conduct which, in the opinion of the Trustees, is either unworthy of a Member or otherwise injurious to the interests of the Council, shall render a Member liable to disciplinary action, which may include an informal warning, a written formal warning, suspension of Member rights and privileges, expulsion or non-renewal of Membership.

7.3 Before taking any disciplinary action against a Member, the Trustees shall ask the Member in question to provide a written explanation of their conduct and shall give the Member the opportunity to explain their conduct to the Trustees or to voluntarily cancel their membership.

7.4 If disciplinary action is commenced, the Trustees might, if they consider it appropriate, invoke their powers under Bye-law 3.1.5 to terminate Membership with immediate effect.

8. **NOTICE OF GENERAL MEETINGS**

8.1 Notice of general meetings (including the AGM) shall specify the date and time of the meeting together with the place of and/or electronic means of attendance at the meeting and the general nature of the business to be transacted.

8.2 The notice shall be given to:

8.2.1 each Member;

8.2.2 each Trustee; and

8.2.3 if an auditor has been appointed, the auditor for the time being of the Council.

9. **PROCEEDINGS AT GENERAL MEETINGS**

9.1 A person is able to exercise the right to speak at a general meeting when that person is in a position to communicate to all those attending the meeting, during the meeting, any information or opinions which that person has on the business of the meeting.

9.2 A person is able to exercise the right to vote at a general meeting when:

9.2.1 that person is able to vote, during the meeting, on resolutions put to the vote at the meeting; and

9.2.2 that person's vote can be taken into account in determining whether or not such resolutions are passed at the same time as the votes of all the other persons attending the meeting.

9.3 In determining attendance at a general meeting, it is immaterial whether any two or more Members attending it are in the same place as each other. Two or more persons who are not in the same place as each other attend a general meeting if their circumstances are such that if they have (or were to have) rights to speak and vote at that meeting, they are (or would be) able to exercise them.

- 9.4 Every general meeting of the Council shall have a chair:
- 9.4.1 The chair of the Trustees shall chair general meetings of the Council.
 - 9.4.2 If the chair of Trustees is not present within 15 minutes of the time appointed for the meeting, a Trustee elected by those Trustees present shall chair the meeting.
 - 9.4.3 If there is only one Trustee present and willing to act, that Trustee shall chair the meeting.
 - 9.4.4 If no Trustee is present and willing to chair the meeting within 15 minutes of the time appointed for the meeting, the Members present shall choose one of their number to chair the meeting.
- 9.5 No business shall be transacted at any general meeting unless a quorum is present.
- 9.6 A quorum is four Members who are present in person or by proxy or through their duly authorised Representatives and who are entitled to vote on the business to be conducted at the meeting or one-tenth of the total membership at the time, whichever is greater.
- 9.7 If within 30 minutes from the time appointed for the meeting a quorum is not present, or if during the meeting a quorum ceases to be present, the meeting shall be adjourned until such other date, time and place and/or electronic means of attendance as the Trustees shall determine. If at the adjourned meeting a quorum is not present within 30 minutes from the time appointed for the meeting, those Members present in person or by proxy or through their duly authorised Representative and entitled to vote shall be a quorum.
- 9.8 The chair of a general meeting may adjourn such a meeting when a quorum is present, if the meeting consents to an adjournment, and shall adjourn such a meeting if directed to do so by the meeting. The chair shall specify either that the meeting:
- 9.8.1 is to be adjourned to a particular date, time and place and/or electronic means of attendance; or
 - 9.8.2 shall be adjourned to a date, time and place and/or electronic means of attendance to be appointed by the Trustees,
- and shall have regard to any directions as to date, time and place and/or electronic means of attendance which have been given by the meeting.
- 9.9 If the meeting is adjourned until more than 14 days after the date on which it was adjourned, the Council shall give at least 7 Clear Days' notice of it to the same

persons whom notice of the Council's general meetings is required to be given and containing the same information which such notice is required to contain.

- 9.10 No business may be transacted at an adjourned general meeting which could not properly have been transacted at the meeting if the adjournment had not taken place.

10. **VOTING AT GENERAL MEETINGS**

- 10.1 A vote on a resolution proposed at a meeting shall be decided by a poll.
- 10.2 On a poll, every Member, whether an individual or an organisation, shall have one vote.
- 10.3 Any objection to the qualification of any voter must be raised at the meeting or adjourned meeting at which the vote objected to is tendered and every vote not disallowed at the meeting shall be valid. Any such objection must be referred to the chair of the meeting whose decision is final.
- 10.4 A poll must be taken immediately or at such time and place and/or by electronic means as the chair of the meeting directs, provided that it is taken within 30 days. If not taken immediately, either the time and place at and/or electronic means by which it is to be taken shall be announced at the meeting or at least 7 Clear Days' notice shall be given specifying the time and, as appropriate, place at and/or electronic means by which the poll is to be taken.
- 10.5 The poll shall be conducted in such manner as the chair of the meeting directs and the chair of the meeting may fix a time and, as appropriate, place and/or electronic means for declaring the result of the poll. The result of the poll shall be deemed to be the resolution of the meeting at which the poll was proposed.

11. **MEMBER REPRESENTATIVES**

- 11.1 An organisation which is a Member must authorise a person to act as its Representative at any meeting of the Council and to exercise, on behalf of the organisation, the rights of the organisation as a Member.
- 11.2 The organisation must give written notice of the name of its Representative to the Council and, in the absence of such notice, the Council shall not be obliged to recognise the entitlement of the organisation's Representative to exercise the rights of the organisation at general meetings. Having received such notice, the Council shall consider that the person named in it as the organisation's Representative shall continue to be its Representative until written notice to the contrary is received by the Council.

11.3 The Council shall be entitled to consider that any notice received by it in accordance with Regulation 11.2 is conclusive evidence that the Representative is entitled to represent the organisation and that his authority has not been revoked. The Council shall not be required to consider whether the Representative has been properly authorised by the organisation.

12. **WRITTEN RESOLUTIONS**

12.1 Subject to Regulation 12.4, a written resolution of the Members passed in accordance with this Regulation 12 shall have effect as if passed by the Members in a general meeting. A written resolution is passed:

12.1.1 as an ordinary resolution if it is passed by a simple majority of the eligible Members; or

12.1.2 as a Special Resolution if it is passed by Members representing not less than 75% of the eligible Members. A written resolution is not a Special Resolution unless it states that it was proposed as a Special Resolution.

12.2 Where a resolution is proposed as a written resolution of the Council, the eligible Members are the Members who would have been entitled to vote on the resolution on the Circulation Date of the resolution.

12.3 Unless otherwise specified in the Charter, Bye-laws or Regulations, a resolution shall be passed as an ordinary resolution.

12.4 A Members' resolution removing an auditor before the expiration of his term of office may not be passed as a written resolution.

12.5 A copy of the written resolution must be sent to every Member together with a statement informing the Member how to signify their agreement to the resolution and the date by which the resolution must be passed if it is not to lapse.

12.6 A Member signifies their agreement to a proposed written resolution when the Council receives from them (or from someone acting on their behalf) an authenticated document identifying the resolution to which it relates and indicating the Member's agreement to the resolution. A Member's agreement to a proposed written resolution, once signified, cannot be revoked. For these purposes:

12.6.1 if the document is sent to the Council in hard copy form, it is authenticated if it bears the signature of the person sending it;

12.6.2 if the document is sent to the Council in electronic form, it is authenticated if the identity of the sender is confirmed in a manner specified by the Council or, where no such manner has been specified by the Council, if

it is accompanied by a statement of the identity of the sender and the Council has no reason to doubt the truth of that statement.

- 12.7 A written resolution is passed when the required majority of eligible Members have signified their agreement to it.
- 12.8 A proposed written resolution shall lapse if it is not passed within 28 days beginning with the Circulation Date.
- 12.9 Communications in relation to written resolutions shall be sent to the Council's auditors.

13. **APPOINTMENT OF TRUSTEES**

- 13.1 The board of Trustees shall comprise the following:
 - 13.1.1 a maximum of four individuals appointed as Trustees in accordance with Regulation 13.10.1 (**Member-voted Trustees**); and
 - 13.1.2 a maximum of eight individuals appointed by resolution of the Trustees (**Co-opted Trustees**).
- 13.2 For the avoidance of doubt:
 - 13.2.1 all references to "Trustees" in the Charter, Bye-laws and Regulations apply in the same way to Member-voted Trustees and Co-opted Trustees, all of whom are charity trustees under the Charities Act; and
 - 13.2.2 the Member-voted Trustees are nominated by Members with the intention of bringing to the board of Trustees certain skills, experiences and perspectives which have been identified by the Trustees as being useful to enable them to have the necessary diversity of experience and viewpoints to take decisions in the best interests of the Council, however such Member-voted Trustees do not have a remit to represent the interests of any particular Members and are expected to act independently in the best interests of the Council in all decision-making.
- 13.3 The Trustees shall hold a special meeting of the Trustees in September each year (the **Trustee Appointment Meeting**).
- 13.4 At every Trustee Appointment Meeting those Trustees who have served their term of office and are required to retire under Bye-law 8.3 shall retire from office, but may, subject to this Regulation 13 and Bye-law 8.4 offer themselves for reappointment.
- 13.5 Each year all Trustees required to retire at the next Trustee Appointment Meeting and any other Trustees who wish to retire at that meeting must confirm in writing to

the Council whether or not they wish to offer themselves for reappointment no later than:

13.5.1 1 December for Member-voted Trustees;

13.5.2 31 March for Co-opted Trustees.

If a retiring Trustee has served the maximum term of office set out in Bye-law 8.4, they may not offer themselves for reappointment unless a majority of the other Trustees consider that it would be in the best interests of the Council for that individual to continue to serve as a Trustee.

13.6 No later than 31 January each year, the Council shall notify the Members of the following:

13.6.1 the total number of vacancies for Member-voted Trustees that will arise at the next Trustee Appointment Meeting;

13.6.2 the names of all current Member-voted Trustees who will be retiring at the next Trustee Appointment Meeting, and whether or not they wish to offer themselves for reappointment;

13.6.3 any specific gaps in skill, experience and perspective that the Trustees are seeking to fill with the appointment of new Member-voted Trustees, taking into account the skills, experience and perspectives of current Trustees who are not retiring that year;

13.6.4 the method by which the Members may nominate individuals for appointment as Member-voted Trustees (**Nominations**), provided that a Nomination shall only be valid if the individual nominated is eligible to act as a Trustee in accordance with the Charter, Bye-laws and Regulation and if the Nomination:

13.6.4.1 confirms the Member's wish to propose the appointment of a person as a Member-voted Trustee;

13.6.4.2 states the details of that person which, if they were appointed, would be required to be recorded in the Council's register of Trustees; and

13.6.4.3 is signed by the person to be proposed to show their willingness to be appointed; and

13.6.5 the deadline by which any Nominations must be received by the Council, which shall be at least four weeks after the date of the notice.

- 13.7 For the avoidance of doubt, the person nominated by a Member does not need to be a Member, and Members who are individuals may also nominate themselves, in each case as long as the provisions set out in Regulation 13.6 are properly met.
- 13.8 The Trustees shall review the initial list of Nominations, together with any retiring Member-voted Trustees who have offered themselves for re-appointment in accordance with Regulation 13.5 and shall create a shortlist of those individuals they consider, acting reasonably and in accordance with their duties as charity trustees, to be most suitable for the role of Trustee, taking into account all relevant factors (including in particular any identified gaps in skill, experience and perspective that need to be filled). The Trustees may, but are not obliged to, conduct interviews, if required, in order to create such shortlist.
- 13.9 The individuals shortlisted by the Trustees in accordance with Regulation 13.8 shall be the candidates for election as Member-voted Trustees at the next Trustee Appointment Meeting (the **Candidates**).
- 13.10 No later than 1 June the Council shall send to all Members:
- 13.10.1 a form setting out the details of all Candidates, together with any other information about the Candidates which may be relevant (a **Trustee Appointment Voting Form**);
 - 13.10.2 confirmation of the number of Member-voted Trustee vacancies; and
 - 13.10.3 details of how Members should complete their Trustee Appointment Voting Form, the methods by which Members may submit their completed Trustee Appointment Voting Forms and the deadline by which these must be received by the Council.
- 13.11 All Members must return their completed Trustee Appointment Voting Forms by the deadline referred to in Regulation 13.10.3. Any completed Trustee Appointment Voting Forms received after the deadline shall not be counted.
- 13.12 At the Trustee Appointment Meeting, the Trustees shall:
- 13.12.1 appoint as Member-voted Trustees those Candidates who received the highest number of votes in the validly completed Trustee Appointment Voting Forms that were received by the Council before the deadline referred to in Regulation 13.10.3; and
 - 13.12.2 appoint by majority decision individuals as Co-opted Trustees to fill any vacancies arising, subject to there being eligible, willing and suitable candidates for the positions,

with effect from 7am on 1 October that year.

- 13.13 If a Trustee is required to retire at a Trustee Appointment Meeting by a provision of the Bye-laws, or chooses to retire at a Trustee Appointment Meeting, and is not reappointed, their retirement shall take effect at 7am on 1 October in that year.
- 13.14 The Trustees may at any time appoint a Co-opted Trustee by majority decision to fill any vacancies arising.

14. CALLING A TRUSTEES' MEETING

- 14.1 Any Trustee may call a meeting of the Trustees by giving notice of the meeting to the Trustees or by authorising the company secretary (if any) to give such notice.
- 14.2 Notice of a meeting of the Trustees must be given to each Trustee, but need not be in writing. The notice must specify:
- 14.2.1 the time, date and, as appropriate, place of and/or electronic means of attendance at the meeting;
 - 14.2.2 the general particulars of the business to be considered at the meeting; and
 - 14.2.3 if it is anticipated that the Trustees participating in the meeting will not be in the same place, how it is proposed that they should communicate with each other during the meeting.

15. PARTICIPATION IN TRUSTEES' MEETINGS

- 15.1 Any Trustee may participate in a meeting of the Trustees in person or by means of video conference, telephone or any suitable electronic means agreed by the Trustees and by which all those participating in the meeting are able to communicate with all other participants.
- 15.2 If all the Trustees participating in the meeting are not in the same place, they may decide that the meeting is to be treated as taking place wherever any of them is.

16. QUORUM FOR TRUSTEES' MEETINGS

- 16.1 The quorum for Trustees' meetings may be fixed from time to time by a decision of the Trustees, provided that it shall not be less than five and, unless otherwise fixed, it is five.
- 16.2 At a Trustees' meeting, unless a quorum is participating, no proposal is to be voted on, except a proposal to call another meeting.

17. **CHAIRING TRUSTEES' MEETINGS**

17.1 The Trustees shall appoint one of their number as chair of Trustees and may determine the length of term for which the chair of Trustees is to serve in that office, although that term may be renewed or extended.

17.2 If at any meeting of the Trustees the chair of Trustees, if any, is not participating in the meeting within ten minutes of the time at which it was to start, the participating Trustees must appoint one of themselves to chair the meeting.

17.3 The Trustees may terminate the appointment of a chair of Trustees at any time.

18. **DECISION-MAKING BY TRUSTEES**

18.1 The general rule about decision-making by Trustees is that any decision of the Trustees must be either a majority decision at a meeting or a decision taken in accordance with Regulation 19.

18.2 Each Trustee has one vote on each matter to be decided, except for the chair of the meeting who, in the event of an equality of votes, shall have a second or casting vote (unless, in accordance with the Regulations, the chair of the meeting is not to be counted as participating in the decision-making process for quorum or voting purposes).

19. **UNANIMOUS DECISIONS BY TRUSTEES**

19.1 A decision of the Trustees is taken in accordance with this Regulation when all eligible Trustees indicate to each other by any means that they share a common view on a matter.

19.2 Such a decision may take the form of a resolution in writing, copies of which have been signed by each eligible Trustee or to which each eligible Trustee has otherwise indicated agreement in writing.

19.3 References in this Regulation to eligible Trustees are to Trustees who would have been entitled to vote on the matter had it been proposed as a resolution at a Trustees' meeting.

19.4 A decision may not be taken in accordance with this Regulation if the eligible Trustees would not have formed a quorum at such a meeting.

20. **COMMUNICATIONS**

20.1 The Council may deliver a notice or other document to a Member:

- 20.1.1 by delivering it by hand to the address recorded for the Member in the register of Members;
 - 20.1.2 by sending it by post or other delivery service in an envelope (with postage or delivery paid) to an address recorded for the Member in the register of Members;
 - 20.1.3 by fax to a fax number notified by the Member in writing;
 - 20.1.4 by electronic mail to an address notified by the Member in writing;
 - 20.1.5 by a website, the address of which shall be notified to the Member in writing; or
 - 20.1.6 by advertisement in at least two national newspapers.
- 20.2 This Regulation does not affect provisions in any relevant legislation or the Regulations requiring notices or documents to be delivered in a particular way.
- 20.3 If a notice or document is delivered by hand, it is treated as being delivered at the time it is handed to or left for the Member.
- 20.4 If a notice or document is sent:
- 20.4.1 by post or other delivery service in accordance with Regulation 20.1.2, it is treated as being delivered:
 - 20.4.1.1 24 hours after it was posted, if first class post was used; or
 - 20.4.1.2 72 hours after it was posted or given to delivery agents, if first class post was not used;provided it can be proved conclusively that a notice or document was delivered by post or other delivery service by showing that the envelope containing the notice or document was:
 - (a) properly addressed; and
 - (b) put into the post system or given to delivery agents with postage or delivery paid.
 - 20.4.2 by fax, it is treated as being delivered at the time it was sent;
 - 20.4.3 by electronic mail, it is treated as being delivered at the time it was sent;
 - 20.4.4 by a website, it is treated as being delivered when the material was first made available on the website, or if later, when the recipient received (or

is deemed to have received) notice of the fact that the material was available on the website.

- 20.5 For the purposes of this Regulation, no account shall be taken of any part of a day that is not a Business Day.
- 20.6 If a notice is given by advertisement, it is treated as being delivered at midday on the day when the last advertisement appears in the newspapers.

21. **IRREGULARITIES**

The proceedings of any meeting or the taking of any poll or the passing of a written resolution or the making of any decision shall not be invalidated by reason of any accidental informality or irregularity (including by accidental omission to give or any non-receipt of notice) or want of qualification in any of the persons present or voting or by reason of any business being considered which is not specified in the notice.