



TRIATHLON IRELAND
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AGM 2016 Board Resolution

The Companies Act 2014 requires non-for profit organisations to register themselves as a Company Limited by Guarantee (CLG) rather than a limited company (Ltd).

As part of this there are some minor changes that must be made to the current M&A in order to comply. These changes include:

- Grouping the Memorandum and Articles of Association under a single document called the Triathlon Ireland Constitution
- together with some minor wording changes in the clauses.

None of the changes make a material difference to the substance of the current M&A and are required by law for TI to comply with the new act. We have until November to comply when the changes will be forced on us.

Our M&A cannot be changed unless this has been approved by the membership at an AGM or EGM.

Accordingly, the Board respectfully request that the AGM passes this resolution and allow these changes to be put in place.

On submission of the new constitution, the Companies Records Office may require additional changes or wording. As such, the members are asked to delegate the responsibility to make any required amendments in order to comply without the need for further approval by the members at an AGM or EGM.

The formal resolution is:

“To authorise the TI Board to make all changes necessary to the Memorandum and Articles of Association as required by and solely in order to effect compliance with the Companies Act 2014”

Lochlann Walsh
President
On behalf of the Board