

Motions for Discussion at the Triathlon Ireland AGM

Content of Resolution

Proposal 1 - Board Composition

Current

Section 4: The Board
Article 45, 46 and 49

45. From the date of the First Annual General Meeting of the Company held after adoption of these Regulations, the Board shall consist of the following Directors:

a. The Table Officers (being the President, Finance Director and Vice President);

b. four (4) Ordinary Directors;

c. The Board, as elected by the membership, shall have the power to co-opt up to two (2) additional directors to compliment the skill set and experience of the board as it sees fit. Additional Directors will serve a maximum term of four (4) years and for a maximum of two (2) terms in this position.

46. Unless otherwise determined by ordinary resolution, the number of Directors shall be subject to a maximum of nine (9) and shall not be less than five (5).

49. At least four Directors of the Board shall be from each gender.

Proposed

Section 4: The Board
Article 45, 46 and 49

45. From the date of the First Annual General Meeting of the Company held after adoption of these Regulations, the Board shall consist of the following Directors:

a. The Table Officers (being the President, Finance Director and Vice President);

b. four (4) Ordinary Directors;

c. The Board, as elected by the membership, shall have the power to co-opt up to four (4) additional directors to compliment the skill set and experience of the board as it sees fit. Additional Directors will serve a maximum term of four (4) years and for a maximum of two (2) terms in this position.

46. Unless otherwise determined by ordinary resolution, the number of Directors shall be subject to a maximum of eleven (11) and shall not be less than seven (7).

49. At least 40% of the Board Directors shall be from each gender.

Rationale:

Increase the board size to ensure all identified board skill sets are covered, considering recent significant issues and additional stakeholder requirements. From a governance perspective, the additional benefits here include that Board members could be assigned to be more proactive in driving a more active sub-committee structure. The organisation is in an enviable position in terms of having several highly skilled candidates put themselves forward to lead the organisation, and this Resolution ensures that the Board has more opportunity to utilise this voluntary expertise.

Proposed By	Triathlon Ireland Board
Club Name	Triathlon Ireland Board
Chairperson Name	<u>Alan Ryan</u>
Chairperson Signature	Alan Ryan