



Irish Amateur Wrestling Association.

Email: irishwrestling@outlook.ie

Website - www.irishwrestling.ie

Official Notice of the

Irish Amateur Wrestling Association Extraordinary General Meeting

Notice issue Date 28th March 2021.

The Irish Amateur Wrestling Association has **scheduled an EGM for 19:30 on April 18th 2021. This EGM will be held online using Zoom**

This Extraordinary General Meeting has been convened by the IAWA Board seeking approval as follows:

“ to pass a Special Resolution to ratify changes (as marked on the attached Constitution) and to approve this new Constitution to replace our existing Constitution. Furthermore that the members agree that these final changes are subject to Revenue Approval and any minor language adjustments requested by the Revenue Commissioners to these marked changes shall also be deemed approved if requested by the Revenue Commissioners by this Special Resolution”

This is a single item agenda. No other items will be discussed.

There are three changes being made to the wording in the constitution. We will be making the changes with one vote. There will be a poll put up on the screen during the meeting with two questions.

1. Yes, I agree with the proposed changes to our constitution.
2. No, I disagree with the proposed changes to our constitution.

We are encouraging everyone to click box number 1, Yes I agree with the proposed changes to our constitution.

The EGM is open to current IAWA members only. **Participants must register on our website before 16th April 2021** to receive the zoom link specific to them to access the meeting.

Please click [HERE](#) to register for the EGM on our website. You must be logged into your account to register.

Zoom details will be emailed to all registered members 24 hours before the EGM starts.

Before registering for the EGM and to qualify to vote, participants must be over 18 years old and be current registered members of the Irish Amateur Wrestling Association for 2021. Each Club is allowed a maximum of 3 representatives to attend the EGM. Memberships can be renewed at <https://www.irishwrestling.ie/membership/membership-registration>

Emailed out to members with this notice was,

- The Agenda for this EGM
- A Draft Copy of the IAWA Constitution with highlighted proposed changes in red
- Below is an excerpt of our constitution on the definition of Extraordinary General Meetings



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Should there be any questions that you might wish to raise at the AGM, including questions relating to any of the documents, you are welcome to submit these in advance to facilitate the IAWA in providing the fullest response possible. Questions can be sent to irishwrestlingsecretary@gmail.com

We look forward to having you attend the AGM

Thank you

The .I.A.W.A. Board

Excerpt from IAWA Constitution on Extraordinary General Meetings

- (i) All General Meetings, other than Annual General Meetings, shall be called Extraordinary General Meetings.
- (ii) The Board may, whenever it thinks fit, convene an Extraordinary General Meeting. In addition, an extraordinary general meeting of the company will be convened on the written requisition, with cause stated, of one or more Members holding, or together holding, at the date of the deposit of the requisition, not less than 10 per cent of the total voting rights of all the Members having, at the date of deposit, the right to vote at general meetings, as provided by section 178 (as modified by section 1203 in the case of a company limited by guarantee) of the Act. Such meeting shall be held within forty-two days of requisition.

2. NOTICE OF GENERAL MEETINGS

- (i) Every notice calling a general meeting shall specify the place and the day and hour of the meeting. The notice shall specify the nature of the business to be transacted at the meeting and, if any resolution is to be proposed as a special resolution, the notice shall contain the text or substance of that proposed special resolution.
- (ii) Subject to the Provisions of the Acts an annual general meeting and a meeting called for the passing of a special resolution shall be called by 21 days' notice in writing at least and any other meeting of the Company shall be called by 14 days' notice in writing at the least. The notice shall be exclusive of the date on which it is served or deemed to be served and of the day for which it is given and shall specify the place, the day and the hour of the meeting and in the case of special business the general nature of that business and shall be given the manner hereinafter mentioned to such persons as are under these Articles entitled to receive such notices from the Company.



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- (iii) The accidental omission to give notice of a Meeting to, or the non-receipt of notice of a Meeting by, any person entitled to receive notice shall not invalidate the proceedings at that Meeting.

3. PROCEEDINGS AT GENERAL MEETINGS

- (i) All business shall be deemed Special, that is, transacted at an Extraordinary General Meeting, and also, all that is transacted at an Annual General Meeting, with the exception of the consideration of the statutory financial statements, the reports of the Board and the Auditors, the Election of the Officers of the IAWA and members of the Board, the appointment of the Auditors and the fixing of the remuneration of the Auditors.
- (ii) No business shall be transacted at any General Meeting unless a Quorum of Members is present at the time when the Meeting proceeds to business; save as herein otherwise provided, a Quorum shall consist of 25% of the Members of the IAWA entitled to vote at a General Meeting.
- (iii) If, within half an hour from the time appointed for the meeting, a Quorum, as defined in the preceding clause, is not present, the Meeting, if convened upon the requisition of Members, shall be dissolved; In any other case, it shall stand adjourned to such other day at such other time and place as the Members present may determine. Ten (10) days notice of the date, time and place of the adjourned Meeting will be sent to all Members. If, at the adjourned Meeting, a Quorum is not present within half an hour from the time appointed for the meeting, the Members present shall be a Quorum. Only business which was on the Agenda of the original Meeting may be considered at the adjourned Meeting.
- (iv) The President, or in his absence, the Chairperson, shall preside as Chairperson at every General Meeting of the IAWA or if there is no such President or Chairperson, of either of them is not present within fifteen minutes after the time appointed for the holding of the Meeting, or is unwilling to act, the Members of the Board present shall elect one of their number to be Chairperson of the Meeting.



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- (v) If, at any Meeting, no member of the Board is willing to act as Chairperson or if no member of the Board is present within fifteen minutes after the time appointed for holding the Meeting, the Members present shall choose one of their numbers to be Chairperson of the Meeting.
- (vi) The Chairperson 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 adjourned Meeting other than the business left unfinished at the Meeting on which the adjournment took place. When a Meeting is adjourned for ten (10) days or more, notice of the adjourned Meeting shall be given as in the case of an original Meeting. Save as aforesaid, it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned Meeting.
- (vii) Except for elections, , a Resolution put to the vote of any General 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 the Chairperson of the Meeting, or by at least five members present and entitled to vote in person or as delegates. 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, an entry to that effect in the book containing the Minutes of the Proceedings of the IAWA shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution. The demand for a poll may be withdrawn. If any votes shall be counted which ought not to have been counted, or might have been rejected, the error shall not vitiate the resolution unless it be pointed out at the same meeting, or at an adjournment thereof, and not in that case unless it shall in the opinion of the Chairperson be of sufficient magnitude to vitiate the resolution.
- (viii) Except as provided in Article 8(x), if a poll is duly demanded, it shall be taken in such manner and at such times as the Chairperson, after consultation with the Officers of the Board present at the Meeting, directs, and the result of the poll shall be deemed to be the Resolution of the Meeting at which the poll was demanded.
- (ix) Where there is 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.



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- (x) 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 times as the Chairperson of the Meeting directs, and any business other than that upon which a poll has been demanded may be proceeded with, pending the taking of the poll.

- (xi) Only fully paid up, Individual Members, Honorary Members and Affiliated Amateur Wrestling Clubs shall be entitled to vote.

Individual Members and Honorary Members entitled to vote shall be entitled to vote as Individual Members of the IAWA. The voting rights of Affiliated Wrestling and Affiliated Sports Clubs shall be exercised through Nominated Delegates and the voting rights and procedures to be exercised at General Meetings of the IAWA shall be determined by regulation from time to time by the Board, provided, that in any event, each Affiliated club shall be entitled through Nominated Delegates attending such Meetings to the exercise of at least three (3) votes, always providing that such Nominated Delegates shall also be Individual Members of the IAWA

- (xii) No Nominated Delegate of an Affiliated Club may exercise at such a meeting any voting right which that person would otherwise have as an Individual Member.
- (xiii) No objection shall be raised to the qualification of any voter except at the Meeting or the adjourned Meeting at which the vote objected to is given or tendered, and every vote not disallowed at such meeting shall remain valid for all purposes. Any such objection made in due time shall be referred to the Chairperson of the Meeting, whose decision shall be final and conclusive.