

40th Annual General Meeting of Members of the Public Relations Institute of Ireland

7 December 2023

Special Resolutions: Amendments to the Memorandum and Articles of Association proposed by National Council

SPECIAL RESOLUTION 1.

That this Annual General Meeting approves the amendments proposed to the Memorandum and Articles of Association to allow the appointment of the Honorary Company Secretary at any meeting where an Honorary Company Secretary steps down during their term of office or on completion of her/his term per the Companies Act 2014.

**Proposed on behalf of the National Council/Board by David Geary, President, and
Padraig McKeon, Company Secretary.**

Proposed Amendments:

37.

(f) An Honorary Secretary and an Honorary Treasurer shall be appointed by the National Council at its first meeting following the Annual General Meeting.

65.

The Honorary Company Secretary shall, in accordance with the provisions of Article 37 (f) hereof, be appointed at the first meeting of the National Council following the Annual General Meeting.

Amend Article 37 (f) by deleting the reference to 'its first meeting following the Annual General Meeting' so that it reads

An Honorary Secretary and an Honorary Treasurer shall be appointed by the National Council.

And adding the sentences:

An Honorary Secretary shall be appointed at the same meeting as an Honorary Secretary resigns. An Honorary Treasurer shall be appointed at the first meeting of the National Council following the Annual General Meeting.

Amend Article 65 by deleting the reference to ‘at the first meeting of the National Council following the Annual General Meeting’ and adding in the same text as 37 (f) above.

65.

The Honorary Company Secretary shall, in accordance with the provisions of Article 36 (f) hereof be appointed at the same meeting as an Honorary Secretary resigns.

ENDS