IRISH SAILING ASSOCIATION

(THE "ASSOCIATION")

RECONVENING OF THE ISA EXTRAORDINARY GENERAL MEETING 2012

NOTICE is hereby given that the Extraordinary General Meeting of the Association that was adjourned on 11th February 2012 will be reconvened at the Royal Marine Hotel, Dun Laoghaire, Co. Dublin on 2nd March 2013 @ 1700hrs (or as soon as possible after the conclusion of the AGM) to conclude the business.:

1. **Special Resolution**

   i. **To consider and, if thought fit, to pass the following as a Special Resolution of the Association:**

   "THAT Article 42 be amended to amend the reference to Article 46(b) on the fifth line of the Article to Article 46(c) as follows:

   42 At any General Meeting a resolution put to the vote of the meeting shall be decided by a show of hands unless before or upon the declaration of the result of the show of hands a poll be demanded by the Chairman or by at least five members present in person or by proxy or members present in person or by proxy representing, subject to Article ~~46(b)~~46(c), one-tenth of the total voting rights of all the persons having the right to vote at the meeting and, unless a poll be so demanded, a declaration by the Chairman that a resolution has on a show of hands been carried or carried unanimously or by a particular majority or lost or not carried by a particular majority, shall be conclusive and an entry to that effect in the Minute Book shall be conclusive evidence thereof. The demand for a poll may be withdrawn."

   ii. **To consider and, if thought fit, to pass the following as a Special Resolution of the Association:**

   "THAT Article 46 be amended as follows:

(i) by the insertion in the first line of Article 46(a) of the words "and Affiliated Clubs" after the word "members" as follows:

(a) Personal Members who are ordinary members and Affiliated Clubs shall, subject to these presents, be entitled to attend and vote at General Meetings of the Association in the manner hereinafter provided.

(ii) by the insertion of the following new Article 46(b):

(b) Personal Members and Affiliated Clubs shall be entitled to a voting weight directly related to the affiliation fee paid, where one vote is equal to the membership fee paid by an Ordinary Personal Member, rounded up to the nearest vote.

(iii) by the renumbering of the existing Article 46(b) as Article 46(c) and its amendment as follows:

~~(b)~~(c) Membership of the Association shall not entitle a Category 1 Club to a vote at General Meetings of the Association on its own account. A Category 1 Club affiliated to the Association, however, shall be entitled at General Meetings of the Association to exercise the votes of its members unless any member of such Category 1 Club has informed the Association and his Club in writing not less than 48 hours prior to the date of such meeting that he will attend the General Meeting personally, in which case he shall be entitled to attend and vote thereat personally or by proxy and his affiliated Club shall deduct the value of one vote from its entitlement."

iii. To consider and, if thought fit, to pass the following as a Special Resolution of the Association:

"THAT Article 48 be amended by the deletion of the words "one vote" on line 3 of the Article and their substitution with the words "subject to Article 46(b), votes" as follows:

48. A Category 2 Club, a Category 3 Club and a Category 4 Club shall be entitled to attend through its Secretary or such other person as shall have been nominated for that purpose and to exercise, subject to Article 46(b), votes ~~one vote~~ on each motion before the General Meeting. A Category 2 Club, a Category 3 Club or a Category 4 Club shall not be entitled to exercise any vote on behalf of its members."

By Order of the Board.

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Berchmans Gannon
Honorary Secretary
30th January 2013
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Notes:

1. In accordance with Article 49(a) of the Articles of Association, at least 48 hours before the meeting each Affiliated Category 1 Club that has not previously given general notice to the Association pursuant to Article 49(b) shall notify the Association of the name of a person who will attend the meeting and who shall be authorised to vote, either on a show of hands or on a poll, on behalf of such Affiliated Club. In default of such notification the Secretary for the time being of such Club, on production of proof of his holding that position at any time prior to the commencement of the meeting, shall be entitled to attend and vote at each such general meeting of the Association.

2. A member entitled to attend and vote at the Extraordinary General Meeting referred to above may appoint a proxy to attend, speak and vote on his behalf, whether on a show of hands or on a poll. A proxy so appointed need not be a member of the Association.

3. A form of proxy is enclosed for the use of members who are unable to attend the meeting. Proxies must be lodged with the Secretary of the Association at the registered office of the Association not less than 48 hours before the time fixed for the meeting and in default the instrument of proxy shall not be treated as valid.