



**An Bille um Rialachas Corparáideach Éireannach (Cothromaíocht Inscne),
2021**

Irish Corporate Governance (Gender Balance) Bill 2021

Mar a tionscnaíodh

As initiated



**AN BILLE UM RIALACHAS CORPARÁIDEACH ÉIREANNACH
(COTHROMAÍOCHT INSCNE), 2021
IRISH CORPORATE GOVERNANCE (GENDER BALANCE) BILL 2021**

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ACT REFERRED TO

Companies Act 2014 (No. 38)



**AN BILLE UM RIALACHAS CORPARÁIDEACH ÉIREANNACH
(COTHROMAÍOCHT INSCNE), 2021
IRISH CORPORATE GOVERNANCE (GENDER BALANCE) BILL 2021**

Bill

entitled

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An Act to make provision for the regulation of gender balance on the boards and governing councils of corporate bodies and related matters.

Be it enacted by the Oireachtas as follows:

Definitions

1. In this Act—

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“Act of 2014” means the Companies Act 2014;

“Certificate of Compliance” means a certificate that the corporate body is compliant with the gender balance requirement as herein enacted;

“corporate bodies” means—

(a) Private Companies Limited by Shares as defined under Part 2 of the Act of 2014,

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(b) Designated Activity Companies as defined under Part 16 of the Act of 2014,

(c) Public Limited Companies as defined under Part 17 of the Act of 2014,

(d) Companies Limited by Guarantee as defined under Part 18 of the Act of 2014,

(e) Unlimited Companies as defined under Part 19 of the Act of 2014,

(f) all companies having charitable status,

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(g) all collective asset-management vehicles,

(h) all Undertakings for Collective Investment in Transferable Securities (UCITS),
and

(i) all state-sponsored bodies of Ireland and their prominent subsidiaries, including
all statutory corporations;

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“Director” means the Director of Corporate Enforcement;

“Governor” means Governor of the Central Bank;

“Minister” means Minister for Enterprise and Trade;

“Registrar” means the Registrar of Companies;

“Regulator” means the Charities Regulator.

Power to make regulations

2. (1) The Minister may make regulations—
- (a) for the general purpose of this Act or for any particular purpose of this Act, including to expand, contract or otherwise amend the definition of “corporate bodies” to which this Act applies, and 5
 - (b) in relation to any matter referred to as the subject of regulations.
- (2) Regulations under this Act may apply either generally or by reference to a specified class or classes of company, or to a specified time or times, or during a specified period or periods or by reference to any other matter as the Minister may consider appropriate. 10
- (3) Without prejudice to any specific provision of this Act, any regulations under this Act may contain such incidental, consequential, transitional or supplementary provisions as may appear to the Minister to be necessary or proper for any purpose of this Act or in consequence of, or to give full effect to, any provision of this Act. 15

Application

3. This Act shall apply to corporate bodies as defined.

Gender balance requirement

4. (1) Corporate bodies shall, within 36 months from the date of commencement of this Act and thereafter while the corporate body retains active status on the Register of Companies or is otherwise incorporated and active, at all times maintain a gender balance on its board of directors, trustees or governing council as the case may be, such that the board or governing council shall comprise a minimum of 40 per cent of directors, trustees or members of each gender and which minimum shall within 12 months from the commencement date, as a transitional provision to allow corporate bodies time to implement these provisions, be limited to 33 per cent. 20 25
- (2) The Chairman of the board or governing council shall make a statutory declaration in the corporate body’s Annual Return or other annual financial statement that the corporate body complies with the gender balance requirement or where s/he is not able to so declare, shall make a statutory declaration of the reasons why it is non-compliant. 30
- (3) The Registrar, Minister, Governor or Regulator may at the request of the corporate body issue a Certificate of Compliance if satisfied that the corporate body has complied with the gender balance requirement.
- (4) Where the Registrar, Minister, Governor or Regulator is not so satisfied or where a corporate body is otherwise not compliant with the gender balance requirement, application may be made by the Registrar, Minister, the Director, Governor, Regulator, a director or member of the corporate body, pursuant to section 797 of the Act of 2014 to the High Court for an Order directing compliance. 35
- (5) This Act shall not apply to unincorporated associations, partnerships, limited liability 40

partnerships, single director companies, a micro company as defined in the Act of 2014 or other corporate body that has an annual turnover of less than €750,000 or that employs fewer than 20 employees, or both.

Short title and commencement

5. (1) This Act may be cited as the Irish Corporate Governance (Gender Balance) Act 2021. 5
- (2) This Act shall come into operation on such day or days as the Minister may appoint by order or orders either generally or with reference to any particular purpose or provision and different days may be so appointed for different purposes or different provision.
- (3) In relation to times before the coming into operation of the Companies Act 2014, references in this Act to any provision of that Act have effect as references to the corresponding provisions of any enactment to be repealed by that Act. 10

An Bille um Rialachas Corparáideach
Éireannach (Cothromaíocht Inscne), 2021

BILLE

(mar a tionscnaíodh)

dá ngairtear

Acht do dhéanamh socrú maidir le cothromaíocht
inscne ar bhoird agus comhairlí ceannais
comhlachtaí corpraithe a rialáil agus i dtaobh
nithe gaolmhara.

*An Teachta Emer Ní Uigín a thug isteach,
6 Deireadh Fómhair, 2021*

Irish Corporate Governance (Gender
Balance) Bill 2021

BILL

(as initiated)

entitled

An Act to make provision for the regulation of
gender balance on the boards and governing
councils of corporate bodies and related matters.

*Introduced by Deputy Emer Higgins,
6th October, 2021*

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