

Protocols for Ordinary Members and Executive Committee Members of Cumann Litearthachta na hÉireann (Literacy Association of Ireland)

Protocols adopted at the Extraordinary General Meeting on 23 March 2026

Cumann Litearthachta na hÉireann (Literacy Association of Ireland) comprises a Board of Directors, members of the Executive Committee, and ordinary members.

Board of Directors

The Board of Directors is a subset of the Executive Committee and comprises 3-5 members. Directors carry the statutory responsibilities for Cumann Litearthachta na hÉireann (Literacy Association of Ireland) under company law. They are legally responsible for the governance of the company, including solvency and ensuring that all legal, regulatory and fiscal obligations are met.

Executive Committee

Executive Committee members are nominated and elected at the Annual General Meeting. They support the Board of Directors and convene regular meetings to oversee operational matters such as conferences, events, co-operation with other professional organisations, member engagement and strategy development.

Ordinary Members

The ordinary members pay an annual subscription and can attend LAI events including the conference and AGM, contribute to LAI publications and engage in other LAI activities as organised by the Executive Committee from time to time. Ordinary members are contacted by email at least 21 days' notice before the AGM or 7 days in the case of an EGM.

Amendments to the Protocols/Constitution

The constitution or protocols may be amended only at the Annual General Meeting by a vote of two-thirds of the members present, voting and entitled to vote. Amendments may be proposed by any ordinary member, member of the Executive Committee, or member of the Board of Directors of Cumann Litearthachta na hÉireann (Literacy Association of Ireland). Proposed amendments must be circulated first to the Executive Committee, and then to each voting member at least 21 days in advance of the Annual General Meeting or Extraordinary General Meeting. The Board of Directors, on behalf of Cumann Litearthachta na hÉireann (Literacy Association of Ireland) must ensure that the Charities Regulator has a copy of its most recent constitution. If it is proposed to make an amendment to the constitution of Cumann Litearthachta na hÉireann which requires the prior approval of the Charities Regulator, advance notice in writing of the proposed changes must be given to the Charities Regulator for approval, and the amendment shall not take effect until such approval is received.

Article 1 - Ordinary Membership of Cumann Litearthachta na hÉireann (Literacy Association of Ireland)

Section 1 Eligibility for ordinary membership

Membership of Cumann Litearthachta na hÉireann (Literacy Association of Ireland) shall be open to all persons interested in its main object, i.e. to support and inform those concerned with the development of

literacy nationally and internationally (teachers and educators at all levels and in a variety of formal and informal settings), encourage them in reflection and dialogue, challenge them in their practice and give public voice to their concerns through organising bilingual events such as conferences, seminars, workshops, courses, and webinars and all related activities.

*Section 2
Active Members*

Membership of Cumann Litearthachta na hÉireann (Literacy Association of Ireland) shall become effective upon payment of the annual subscription.

*Section 3
Subscriptions*

Subscriptions are payable in advance for each year. The subscription fee and manner of payment shall be determined by the Executive Committee.

*Section 4
Standing of
Ordinary
Members*

Any member whose subscription remains unpaid one month after the due date shall be removed from the list of active members, with consequent loss of all privileges. Such member may be reinstated upon full payment of the subscription for the year in which application for reinstatement shall be made. Membership may also be suspended or revoked by the Executive Committee. Such action shall be taken only for due cause and subject of the right of the member concerned to be heard.

*Section 5
Good Name*

The title Cumann Litearthachta na hÉireann (Literacy Association of Ireland) shall not be used by individual members for the purpose of advertising or personal benefit. Violations shall be reported to the Executive Committee who will study them and recommend action.

*Section 1
Composition of
the Board of
Directors*

Article 2 - Board of Directors

The Board of Directors is a subset of the Executive Committee and comprises 3-5 members. They carry the statutory responsibilities for Cumann Litearthachta na hÉireann (Literacy Association of Ireland) under company law. They are legally responsible for the governance of the company, including solvency and ensuring that all legal, regulatory and fiscal obligations are met. The term time of the Board of Directors is outlined in the constitution. The President and Vice President of the Executive Committee shall be invited to any meeting of the Board of Directors.

*Section 2
Terms of Office*

At the annual general meeting in every subsequent year following enactment of this protocol, one-third of the members of the Board of Directors for the time being, or, if their number is not three or a multiple of three, then the number nearest one-third shall retired from office.

The members of the Board of Directors to retire in every year shall be those who have been longest in office since their last election but as between persons who became members of the Executive Committee on the same day, those to retire shall (unless they otherwise agree among themselves) be determined by lot.

*Section 3
Election of
Directors*

Should a vacancy or vacancies arise on the Board of Directors, new directors will be appointed from within the membership of the Executive Committee.

*Section 4
Appointment of
an Auditor*

The Board of Directors shall appoint an auditor to conduct an annual financial report.

*Section 5
Secretary of the
Board /
Treasurer*

The Secretary of the Board acts as Treasurer and is responsible for financial matters. They report to the Executive Committee at every meeting, and to the general members at the AGM or EGM.

The Secretary of the Board shall:

- (i) maintain custody of the funds of the Company which shall be deposited in the name of Cumann Litearthachta na hÉireann (Literacy Association of Ireland), at such banks as the Board of Directors may specify;
- (ii) collect subscriptions and other monies due to Cumann Litearthachta na hÉireann (Literacy Association of Ireland);
- (iii) sign cheques and drafts, or make online transfers on behalf of Cumann Litearthachta na hÉireann (Literacy Association of Ireland) for the disbursement of funds as approved by the Board of Directors and/or the Annual General Meeting;
- (iv) co-operate fully with the person/s appointed to prepare the annual financial report and
- (v) report regularly to the executive committee on the state of the Company's finances.

Article 3 - Executive Committee of Cumann Litearthachta na hÉireann (Literacy Association of Ireland)

*Section 1
Composition*

The Executive Committee shall normally consist of 13 Executive Members and the key roles listed in Article 3, to give a total of 16. The Executive Committee may co-opt up to two additional members to ensure that various perspectives are represented on the committee, to give a total of not more than 18.

Section 2
Terms of Office

- (i) The normal term of office for an Executive Committee member shall be three years.
- (ii) At the end of the three year term, a member will automatically retire from office.
- (iii) Retiring members may seek re-election.
- (iv) Should a member of the Executive Committee wish to end their term before three years has expired, they will inform the President of Cumann Litearthachta na hÉireann (Literacy Association of Ireland) in writing.
- (v) At the annual general meeting in every subsequent year following enactment of this protocol, one-third of the members of the wider Executive Committee for the time being, or, if their number is not three or a multiple of three, then the number nearest one-third shall retire from office.
- (vi) The Executive Committee members to retire in every year shall be those who have been longest in office since their last election but as between persons who became members of the Executive Committee on the same day, those to retire shall (unless they otherwise agree among themselves) be determined by lot.
- (vii) In applying sections (vi) and (vii), Executive Committee members who have started a term as a Member of the Board of Directors will retire in accordance with the constitution. They will not be included in the selection for retirement applied to the broader Executive Committee.
- (viii) Executive Committee members who hold the role of President, Vice President, Past President or Executive Committee Secretary are exempted from the provision in (v) and (vi) of this Section, should their retirement disrupt the completion of their term of office in their respective roles. Instead, they will retire in advance of the next regular election, following expiration of their term in their respective roles.

Section 3
Election of
the
Executive
Committee

- (i) Members of the Executive Committee shall be elected at the Annual General Meeting.
- (ii) Ordinary Members in good standing who wish to seek nomination to the Executive Committee are required to complete a nomination form demonstrating that they have been nominated and seconded by an

ordinary member of Cumann Litearthachta na hÉireann (Literacy Association of Ireland). Nomination forms must be submitted to the Executive Committee by email at least one week in advance of the AGM.

- (iii) In the event that the number of members expressing an interest in joining the committee exceeds the number of places, an election will be held.
- (iv) All general LAI members present at the AGM shall be entitled to vote in the election of new Executive Committee Members.
- (v) The manner of the election shall be decided by the President, in consultation with the outgoing Executive Committee. The President and Vice-President will serve as presiding officers.
- (vi) Vacancies that arise on the Executive Committee outside of the AGM period shall be left vacant unless the Executive Committee decides to co-opt a replacement. A co-opted replacement shall assume the duties of a normal executive committee member and will remain in office until the next AGM.
- (vii) In exceptional circumstances, the Executive Committee may exercise the power to remove any holder of a key role or other executive committee member by majority vote.

Section 4 Periods of Leave from the Executive Committee

- (i) Following consultation with the President, elected members of the Executive Committee may take leave from their three-year term, owing to reasons such as statutory leave, personal leave or caring duties. The member seeking leave will indicate an expected start date and anticipated return date to the President.
- (ii) The Executive Committee may choose to co-opt a temporary replacement for the period of leave. The period of leave will be agreed in advance between all parties.
- (iii) The term of the co-opted replacement will cease on the return of the original Executive Committee member whom they temporarily replaced.
- (iv) Should the period of leave extend beyond the member's usual term, the position will be filled at the AGM in the normal manner, regardless of whether the member has returned from leave.

Section 5 Meetings

The executive committee shall be empowered to hold such meetings, on the call of its President, as it shall deem

necessary, and at such times and places as the president may determine; however, it shall hold not less than 3 meetings per year. The Executive Committee Secretary may, if necessary, arrange an extraordinary meeting of the executive committee on request of five or more members of the committee. The first meeting of the executive committee for their year of office shall be held within four weeks of the Annual General Meeting, to plan for their year of office.

*Section 6
Business between
Meetings*

The President is authorised to consult with the Executive Committee and Board of Directors by e-mail, phone or post, concerning important decisions which must be made between meetings and updates concerning relevant sub-committee matters.

*Section 7
Quorum*

One-third of the members of the Executive Committee shall constitute a quorum.

*Section 8
Sub-Committees*

The executive committee shall be empowered to form, from among ordinary members and other appropriately qualified individuals, such sub-committees as they deem necessary, and to determine the membership of such sub-committees.

Article 4 - Key Roles on the Executive Committee

*Section 1
Key roles on
the Executive
Committee*

Key roles on the Executive Committee include the Vice President, President and Executive Committee Secretary.

*Section 2
Election and
Time of
Assuming Key Roles*

The key roles outlined in Section 1 will be filled by members of the Executive Committee. Nominees to each role will be proposed and confirmed at the first Executive Committee following the Annual General Meeting.

*Section 3
Terms for key
roles*

The term of the vice president shall be 1 year. S/he shall then automatically succeed to the role of President for a term of 1 year. At the expiration of that his/her term, the President shall become Past President for a period of 1 year. The term of Executive Committee Secretary shall usually be one year; however, this term may be extended for a period of up to three years following annual approval of the Executive Committee.

*Section 4
Duties of the Vice
President*

The Vice President shall serve as a member of the executive committee, and shall fulfil such other duties as are assigned by the executive committee or the Annual General Meeting. The vice president shall assume and perform the duties of the President in the event of absence, incapacity, or resignation of the President. Should the role of President become vacant, the vice president shall become the President immediately, and shall serve the un-expired portion of the President's term, in addition

to the year for which s/he was elected. In the event that, for any reason, the vice president is unable to assume the duties of President immediately, the executive committee shall by majority vote select a President pro-tem for the remainder of the President's term of office. In the event of a vacancy in the role of vice president, the executive committee shall have the power to fill this vacancy until the next regular election.

*Section 5
Duties of President*

The President shall preside at all meetings of the Company, act ex-officio as chair of the Executive Committee, shall liaise with the Board of Directors, countersign all contracts and other instruments of Cumann Litearthachta na hÉireann (Literacy Association of Ireland), exercise general leadership and supervision over the affairs of the Company in implementing its purposes, and execute such additional duties as are defined by the Executive Committee or the Annual General Meeting.

*Section 6
Past President*

At the expiration of their term, the President shall automatically become past president for a period of 1 year. The past president shall serve as a member of the executive committee.

*Section 7
Executive
Committee
Secretary*

The Executive Committee Secretary is distinct from the Secretary of the Board of Directors. The Secretary to the Executive Committee has responsibility for such administrative tasks as reporting associated with the committee's meetings, and communicating with the Executive Committee members and general members. They shall 1) execute the duties essential to the maintenance of records and correspondence of Cumann Litearthachta na hÉireann (Literacy Association of Ireland); 2) act as secretary to the executive committee and the Annual General Meeting.

*Section 8
Other roles*

The Executive Committee may delegate specific duties to members (e.g. Membership Secretary, Communications Officer, Website Administration). These will be proposed and confirmed the first executive committee meeting following the AGM.

Article 5 - Subgroups of Cumann Litearthachta na hÉireann (Literacy Association of Ireland)

*Section 1
Formation of
Subgroups*

The Executive Committee may form sub-groups from time to time based on special interests, geographical location or other such purposes that are in keeping with the purpose of Cumann Litearthachta na hÉireann (Literacy Association of Ireland). The exact constitution, membership and terms of reference of such sub-groups shall be decided by the Executive Committee. The Executive Committee has the authority to cease such sub-groups when their purpose has been fulfilled or when the Executive Committee otherwise deems it appropriate.