

LOCAL INSTITUTE SPECIAL GENERAL MEETINGS

10th April 2025

Agenda 2	Briefing Document on the recommendation to amend Article 26 of the Model Constitution
Submitted by	Company Secretary of the Insurance Institute & Chair of the Local Institute Forum
Purpose of the Paper	For Decision

Background

Throughout 2022 & 2023 there were extensive discussions concerning the efficiency and operations of National Council with a particular focus on attendance and participation levels. As a consequence National Council directed the Local Institute Forum ('the Forum') to consider changes to the size and composition of National Council.

The Local Institute Forum is a sub-group of National Council and includes two representatives from each Local Institute and from the Insurance Institute. The Company Secretary of the Insurance Institute was appointed as Chair of the Forum, acting as an independent arbiter throughout all discussions and decisions.

Following lengthy discussions at the Forum which included interactions with each of the five Local Councils, a new formula was arrived at which would see National Council shrink from the current 57 members to 36 with both those numbers including the 3 members of the Presidency of the Insurance Institute.

On 22nd October, the Local Institute Forum recommendation to implement this change was approved by National Council, resulting in amendments to Article 86 of the Constitution of the Insurance Institute and to Article 26 of the Model Constitution for Local Institutes.

The purpose of this Special General Meeting is for your Local Institute to formally agree the amendment to Article 26 of the Model Constitution and for the Model Constitution thus so amended to remain in full force and effect.

New Formula for Local Institute Representation to National Council

The new formula for Local Institute Representation on National Council of the Insurance Institute is set out hereunder:

Local Institute	Representation
Fewer than 1,000 members	5 Representatives
1,000 members or more up to and including 5,000 members	6 Representatives
More than 5,000 members	10 Representatives

This will result in the following representation – for the year 2025-2026:

#	IIC	IID	IIG	IIL	IIS	III	Total
Members	1,746	10,562	1,330	705	1,436	-	15,779
Reps	6	10	6	5	6	3	36

Amendment to Article 26

The specific amendment to Article 26 (with tracked changes) is:

26. National Council representatives

- a) The Local Council shall appoint representatives to National Council of the Insurance Institute in the following proportion: ~~one representative per one hundred members, subject to a minimum of two and a maximum of 12 persons.~~
- a) If the Local Institute shall have fewer than 1,000 members: 5 representatives.
- b) If the Local Institute shall have 1,000 members or more, up to and including 5,000 members: 6 representatives.
- c) If the Local Institute shall have more than 5,000 members: 10 representatives.
- a)b) Such appointments shall be drawn from the members of Local Council; shall be made on an annual basis on the nomination of the incoming President of the Local Institute after consultation with the incoming Vice-President and incoming Deputy President; and shall be formally noted at the Annual General Meeting of the Local Institute.
- cb) It shall be the role of the Local Institute representatives to National Council:
- To represent the interests of the Local Institute on National Council, at meetings of the same.
 - To keep the Local Council apprised of the matters dealt with at meetings of National Council.
 - To report at the Annual General Meeting of the Local Institute on the matters dealt with and decisions taken at meetings of National Council in the preceding year.
- d) In the event that a representative to National Council shall cease to be a member of the Local Council, that person shall automatically cease to be a representative to National Council.

The specific amendment is set out on the SGM notice and on the agenda for the meeting.

Forum Members

The Institute's Finance Manager Kevin Burke acted as Forum Secretary with Linda Scales providing legal guidance where necessary and the following are the Local Institute Forum members who have contributed to this invaluable exercise, to whom we express our sincere gratitude:

Cork	Dublin	Galway	Limerick	Sligo	Insurance Institute
John Cuffe	Ray Byrnes	Michal Gough	Brian Collins	Siobhan Bonner	Amanda Dunne
Glenn Goggin	Damien Lodge	John Walshe	Evelyn Hanrahan	Martin Higgins	Dermot Murray

Resolution to amend Article 26 of the Model Constitution

It is hereby resolved, pursuant to article 30 of the Constitution, that article 26 thereof shall be deleted and replaced with the following text:

26. National Council representatives

- a) *The Local Council shall appoint representatives to National Council of the Insurance Institute in the following proportion:
 - i. *If the Local Institute shall have fewer than 1,000 members: 5 representatives.*
 - ii. *If the Local Institute shall have 1,000 members or more, up to and including 5,000 members: 6 representatives.*
 - iii. *If the Local Institute shall have more than 5,000 members: 10 representatives.**
- b) *Such appointments shall be drawn from the members of Local Council; shall be made on an annual basis on the nomination of the incoming President of the Local Institute after consultation with the incoming Vice-President and incoming Deputy President; and shall be formally noted at the Annual General Meeting of the Local Institute.*
- c) *It shall be the role of the Local Institute representatives to National Council:
 - i. *To represent the interests of the Local Institute on National Council, at meetings of the same.*
 - ii. *To keep the Local Council apprised of the matters dealt with at meetings of National Council.*
 - iii. *To report at the Annual General Meeting of the Local Institute on the matters dealt with and decisions taken at meetings of National Council in the preceding year.**
- d) *In the event that a representative to National Council shall cease to be a member of the Local Council, that person shall automatically cease to be a representative to National Council.*

As varied thereby, the Constitution shall remain in full force and effect.

SGM Procedure

The recommendation to amend Article 26 is being presented to members at a Special General Meeting (SGM) of the Local Institute.

- The SGM is a single agenda item meeting dealing with the Resolution to amend Article 26 of the Model Constitution.
- For the meeting to be quorate, it requires 10 members to be present (either online or in person).
- Proxies are not allowed.
- Voting on the Resolution is by show of hands of those attending, entitled to vote and voting.
- A majority of 2/3rds of those attending, entitled to vote and voting is required to pass the Resolution.

Implementation of the new Formula

Once approved by the Local Institute, the amendment to Article 26 will take effect as from the Spring 2025 Annual General Meeting of the Local Institute meaning that when representatives are being appointed to the National Council of the Insurance Institute for the year 2025-2026, these will be appointed in accordance with the new formula.

Recommendation from Local Council

The resolution set out above is presented with the support of both your Local President and your Local Council with their endorsement for its approval, in order to allow for the amendment to Article 26 of the Model Constitution for Local Institutes.

Company
Secretary /
Local Institute
Forum Chair

07 Jan 2025