

# Charter and By-Laws of the Royal Irish Academy

As amended and approved at the Stated General Meeting of the Academy 30 November 2023

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## The Charter of the Royal Irish Academy 1786

George the Third, by the Grace of God, of Great Britain, France, and Ireland, King, Defender of the Faith, and so forth: To all unto whom these presents shall come, Greeting, Whereas the institution of societies for the advancement of learning (within our kingdom of Great Britain, and also in countries beyond the seas), hath been found by experience to have greatly tended to the increase of useful knowledge: And whereas several of our loving subjects of our city of Dublin, and kingdom of Ireland, have lately met together, for their mutual improvement in the studies of science, polite literature, and antiquities: And whereas we are willing to give encouragement to studies of that nature in all parts of our dominions, and more especially in our said kingdom of Ireland, which was in ancient times famous for its schools and seminaries of learning, and hath since produced many persons eminent in every branch of science; and are desirous that useful, curious, and polite literature should, under our Royal Patronage, and special protection, continue to flourish and increase: Have of our special grace, certain knowledge, and mere motion, by and with the advice and consent of our right trusty and right entirely beloved cousin and counsellor, Charles Duke of Rutland, our Lieutenant-general and General-governor of our kingdom of Ireland, and according to the tenor and the effect of our letters under our privy signet and sign manual, bearing date at our Court of St. James's, the 28th day of September, 1785, and in the 25th year of our reign, and now enrolled in the rolls of our High Court of Chancery, in our said Kingdom of Ireland, constituted and appointed, and by these presents for Us, our heirs, and successors, We will, ordain, constitute, declare, and grant, that our well beloved subjects, our right trusty and well beloved cousin and counsellor James Earl of Charlemont, of our said kingdom of Ireland; our right trusty and right entirely beloved counsellor Richard Lord Rokeby, Archbishop of Armagh, and Primate of all Ireland; our right trusty and well beloved cousin and counsellor James Earl of Clanbrassill; our right trusty and well beloved cousin John Earl of Moira; our Right Reverend and well beloved Father in God Thomas Lord Bishop of Killaloe; our Right Reverend and well beloved Father in God John Lord Bishop of Clonfert; our Right Reverend and well beloved Father in God William Lord Bishop of Waterford; our Right Reverend and well beloved Father in God Thomas Lord Bishop of Dromore; our right trusty and well beloved counsellor John Hely Hutchinson, Doctor of Laws, our principal Secretary of State in the kingdom of Ireland; our right trusty and well beloved counsellor Denis Daly, esq.; our right trusty and well beloved counsellor William Conyngham, esq.; our trusty and well beloved Charles Vallancey, esq.; our well beloved in Christ the Reverend Richard Murray, Vice-Provost of Trinity College; our well beloved in Christ the Reverend Hugh Hamilton, Dean of Armagh; our trusty and well beloved Richard Kirwan, esq.; our trusty and well beloved Edmond Malone, esq.; our well beloved in Christ the Reverend Michael Kearney, Doctor in Divinity; our trusty and well beloved Adair Crawford, Doctor in Physic; our well beloved in Christ the Reverend William Hales, Doctor in Divinity; our trusty and well beloved George Cleghorne, Doctor in Physic; our well beloved in Christ, the Reverend Henry Ussher, Doctor in Divinity; our well beloved in Christ, the Reverend John Kearney, Doctor in Divinity; our well beloved in Christ, the Reverend John Waller, Doctor in Divinity; our trusty and well beloved John Purcell, Doctor in Physic; our trusty and well beloved Robert Perceval, Doctor in Physic; our well beloved in Christ, the Reverend Matthew Young, Master of Arts; our well beloved in Christ, the Reverend Digby Marsh, Master of Arts; our well beloved in Christ, the Reverend George Hall, Master of Arts; our well beloved in Christ, the Reverend Richard Stack, Master of Arts; our well beloved in Christ, the Reverend William Hamilton; our trusty and well beloved Lawrence Parsons, esq.; our trusty and well beloved William Preston, esq.; our trusty and well

beloved William Ball, esq.; our well beloved in Christ, the Reverend James Archbold Hamilton, Doctor in Divinity; our trusty and well beloved William Deane, Doctor learned in the law; our trusty and well beloved Richard Lovell Edgeworth, esq.; our trusty and well beloved James Gandon, esq.; and our trusty and well beloved Sir Joseph Banks, Baronet, President of our Royal Society at London; and such others as shall be elected in the manner hereinafter directed, to be one body politick and corporate, in deed and in name, by the name of the Royal Irish Academy, for promoting the study of science, polite literature, and antiquities; of which Academy we do hereby declare ourselves the founder and patron, and by the same name to have perpetual succession, and to purchase, have, take, receive, and enjoy, to them and their successors, lands, tenements, and hereditaments, of whatsoever nature or kind, not exceeding in the whole the clear yearly value of £1,000 sterling; and also all manner of goods and chattels of what value soever, and by the same name to sue and be sued, plead and be impleaded, answer and to be answered unto, in all courts and pleas whatsoever, of us, our heirs and successors in all suits, complaints, and demands whatsoever. And that they and their successors may use and have a common seal, and that it shall and may be lawful for them and their successors to change, break, alter, or make new the said seal, from time to time, as they shall think fit.

And our will and pleasure is, and we do ordain, and grant, that the said corporation and their successors, for ever, shall have one president and a council consisting of 21 members, to be hereafter elected by them, out of which council four vice-presidents shall be nominated by the president, by writing under his hand and seal, and one treasurer and one secretary shall be elected. And for the better execution of this our royal grant, we have nominated, and do hereby nominate, constitute, and appoint our right trusty and well beloved cousin and counsellor James Earl of Charlemont to be the first and modern president of this Academy: And we do further hereby nominate and appoint our right trusty and well beloved cousin John Earl of Moira, our Right Reverend and well beloved Fathers in God William Bishop of Waterford, Thomas Bishop of Killaloe, Thomas Bishop of Dromore, and John Bishop of Clonfert; our right trusty and well beloved counsellors William Conyngham and Denis Daly, esqrs.; our well beloved in Christ the Reverend Henry Ussher, the Reverend William Hales, the Reverend John Kearney, our trusty and well beloved John Purcell, Robert Perceval, and Stephen Dickson, Doctors of Physic; our well beloved in Christ the Reverend Matthew Young, the Reverend George Hall, the Reverend William Hamilton, and the Reverend Richard Stack, Fellows of Trinity College, Dublin; our trusty and well beloved Charles Vallancey, William Preston, and James Gandon, esqrs., to be the first modern 21 of the council of this Academy.

And We do further nominate and appoint our right trusty and well beloved counsellor William Conyngham to be the first and modern treasurer; and our trusty and well beloved Robert Perceval, Doctor of Physic, to be the first and modern secretary to this Academy; the said several persons, and each and every of them, to continue in their and his respective place and offices from the day of the date of these presents, until the 16th day of March next ensuing, and until others be chosen in their respective places; which said council and their successors shall be aiding and assisting to the president of our said Academy, in all matters for the better regulation and government thereof, and of every member of the same.

And our will and pleasure is, that it shall and may be lawful to and for the said president, council, and officers, and the rest of the members of the said Academy also, as soon as conveniently may be after the date of these presents, to meet together at such time and place as the said president or any one of the said vice-presidents shall appoint by summons, which the said president, or any

one of the said vice-presidents, is by these presents empowered and required timely to issue to that purpose to the said members, or such of them as shall be resident within our city, or the liberties of our city of Dublin, in our said Kingdom; at which meeting, and at all future meetings of this corporation, 16 at least being present, they are also by these presents empowered to elect, from time to time, such persons as they shall think proper to admit into the said Academy as members of the same, who, after such election, shall be and be called members of the said Academy, in the same manner, to all intents and purposes, as those herein nominated and appointed by these our royal letters patent.

And our further pleasure is, that there shall be two stated general meetings of the said Academy in every year, one on the 30th day of November, and the other on the 16th day of March, being the eve of St. Patrick's Day, and as many other general meetings as the Corporation, or the majority of such members as, being duly summoned, shall be present at any preceding general meeting, shall appoint. And in case it shall happen that the 30th day of November, or the 16th day of March, shall, in any year, fall on a Sunday, then our will and pleasure is that such general meeting as aforesaid shall, for that time, be held on the day next immediately preceding such 30th day of November or 16th day of March.

And our will and pleasure is, and we do ordain, and grant, that the said corporation and their successors, for ever, shall have one president and a council consisting of 21 members, to be hereafter elected by them, out of which council four vice-presidents shall be nominated by the president, by writing under his hand and seal, and one treasurer and one secretary shall be elected. And for the better execution of this our royal grant, we have nominated, and do hereby nominate, constitute, and appoint our right trusty and well beloved cousin and counsellor James Earl of Charlemont to be the first and modern president of this Academy: And we do further hereby nominate and appoint our right trusty and well beloved cousin John Earl of Moira, our Right Reverend and well beloved Fathers in God William Bishop of Waterford, Thomas Bishop of Killaloe, Thomas Bishop of Dromore, and John Bishop of Clonfert; our right trusty and well beloved counsellors William Conyngham and Denis Daly, esqrs.; our well beloved in Christ the Reverend Henry Ussher, the Reverend William Hales, the Reverend John Kearney, our trusty and well beloved John Purcell, Robert Perceval, and Stephen Dickson, Doctors of Physic; our well beloved in Christ the Reverend Matthew Young, the Reverend George Hall, the Reverend William Hamilton, and the Reverend Richard Stack, Fellows of Trinity College, Dublin; our trusty and well beloved Charles Vallancey, William Preston, and James Gandon, esqrs., to be the first modern 21 of the council of this Academy.

And We do further nominate and appoint our right trusty and well beloved counsellor William Conyngham to be the first and modern treasurer; and our trusty and well beloved Robert Perceval, Doctor of Physic, to be the first and modern secretary to this Academy; the said several persons, and each and every of them, to continue in their and his respective place and offices from the day of the date of these presents, until the 16th day of March next ensuing, and until others be chosen in their respective places; which said council and their successors shall be aiding and assisting to the president of our said Academy, in all matters for the better regulation and government thereof, and of every member of the same.

And our will and pleasure is, that it shall and may be lawful to and for the said president, council, and officers, and the rest of the members of the said Academy also, as soon as conveniently may be after the date of these presents, to meet together at such time and place as the said president

or any one of the said vice-presidents shall appoint by summons, which the said president, or any one of the said vice-presidents, is by these presents empowered and required timely to issue to that purpose to the said members, or such of them as shall be resident within our city, or the liberties of our city of Dublin, in our said Kingdom; at which meeting, and at all future meetings of this corporation, 16 at least being present, they are also by these presents empowered to elect, from time to time, such persons as they shall think proper to admit into the said Academy as members of the same, who, after such election, shall be and be called members of the said Academy, in the same manner, to all intents and purposes, as those herein nominated and appointed by these our royal letters patent.

And our further pleasure is, that there shall be two stated general meetings of the said Academy in every year, one on the 30th day of November, and the other on the 16th day of March, being the eve of St. Patrick's Day, and as many other general meetings as the Corporation, or the majority of such members as, being duly summoned, shall be present at any preceding general meeting, shall appoint. And in case it shall happen that the 30th day of November, or the 16th day of March, shall, in any year, fall on a Sunday, then our will and pleasure is that such general meeting as aforesaid shall, for that time, be held on the day next immediately preceding such 30th day of November or 16th day of March.

And our will and pleasure is, that at the general meeting of the corporation on the 16th day of March in every year, or on the day preceding as aforesaid, 16 members at least being present (of whom the president or one of the vice-presidents shall always be one), the president and council shall at every such meeting lay before the corporation a list of 43 names (the names of the then subsisting president and council being included), out of which list the said corporation shall elect a president and council for the next ensuing year, after such form and manner as the president and council, with the approbation of the Academy, shall have ordained or shall hereafter ordain; and at every such annual meeting shall also be elected in the manner aforesaid a treasurer and secretary, which president and council, treasurer and secretary, so elected shall continue in office for the ensuing year, unless they or any of them shall sooner die, resign, or be removed: on which day the new president, if present, shall also appoint, by writing under his/her hand and seal, four vice-presidents, to continue in office for one year as aforesaid, or in case of his/her absence, the former vice-presidents shall continue in office until new ones shall be duly appointed in their place. And our further will and pleasure is, that in case of the death, resignation, or amotion of the president, or any one or more of the vice-presidents, the treasurer, secretary, or any member or members of the council, the said corporation shall have full power to meet and choose others in their places respectively, in the manner as aforesaid, 16 members at least being present, of whom the president or one of the vice-presidents shall be always one.

And our further will and pleasure is, that in the absence of the president, at any meeting of the corporation, or the council, in case that more than one vice-president shall be present, such vice-president as shall be first named in the list of those appointed under the hand and seal of the president, shall preside at such meeting, and have a casting voice in case of an equality of votes on any question, besides his own vote as a member; and if the president and all the vice-presidents shall happen to be absent, then the majority of the members present shall appoint one to preside for such time only.

And our further will and pleasure is, that the president and council of the said Academy shall have full power and authority to make and enact such ordinances, rules and by-laws for the

encouragement of the study of science, polite learning, and antiquities, and for the government and management of the said Academy and their estate and revenues, and the manner of the choice and removal of their members and officers, as they shall judge meet and convenient, and the same to vary, alter, and repeal, and others to make in their stead from time to time as they shall see fit. Provided always, that such ordinances be not repugnant to the laws of our said kingdom of Ireland, or to this our charter of incorporation, and that the same shall afterwards be approved and confirmed by the said corporation at large; otherwise to continue in force until the next general meeting of the Academy, and no longer.

Provided always, that no rule or by-law once duly made and confirmed shall be repealed or altered, except the motion for such repeal or alteration shall have been first approved of, and proposed to the corporation, by the president and council of the said Academy.

And our further will and pleasure is, that the president, council, and members of the said Irish Academy shall from time to time nominate and appoint such persons as they shall think convenient to be clerks, officers, and servants of the said corporation for carrying on and executing their necessary affairs. And also that it shall and may be lawful for said corporation to employ one serjeant-at-mace, and such other servants as may be useful to attend on the said president or his/her deputy on all proper occasions, and to do such other things as may by them from time to time be thought expedient.

And it is our further will and pleasure, and we do by these presents for us, our heirs and successors, ordain, constitute and appoint that if any abuses or differences shall at any time hereafter arise and happen concerning the government of affairs of the said Academy, whereby the constitution, progress, improvement, or business thereof may suffer or be hindered, then and so often we do by these presents nominate, assign, and constitute that our lieutenant-general, or other our chief governor or governors of our said kingdom of Ireland for the time being, shall be visitors respectively of the said corporation, with full power to reconcile, compose, and redress any such differences and abuses, and with all other powers to the said office of visitor of right belonging.

And lastly, we do declare and ordain, that these our letters patent, and every clause, sentence, and article therein contained, or the enrolment thereof, made in our High Court of Chancery, in our said kingdom of Ireland, shall be in all things firm, valid, sufficient, and effectual in the law unto the said Academy and their successors, according to the purport and tenor hereof, without any further grant, license, or toleration from us our heirs or successors, to be procured or obtained: Provided always, that these our letters patent be enrolled in the Rolls of our High Court of Chancery in our said kingdom of Ireland, within the space of six months next ensuing the date of these presents. In witness whereof we have caused these our letters to be made patent; Witness our aforesaid lieutenant-general and general governor of our said kingdom of Ireland, at Dublin, the 28th day of January, in the 26th year of our reign.

CONWAY.

# Chapter I

## Constitution and Organisation

1. The Academy was incorporated by King George III, for pro-moting the study of Science, Polite Literature, and Antiquities; and, by Royal Charter dated January 28, 1786, the corporate body, which has perpetual succession under the name of the Royal Irish Academy, consists of a President, a Council of twenty-one, and an indefinite number of Members elected by the general body, with four Vice-Presidents, nominated by the President out of the Council, and one Treasurer, and one Secretary, elected by the Academy out of the Council.

2. The Council shall be divided into two committees: the Science Committee consisting of eleven members and the Polite Literature and Antiquities Committee of ten members.

3. (a) There shall be an Executive Committee consisting of the President, Senior Vice-President, the Treasurer, the Secretary of the Academy, the other Secretaries listed in Chapter I, Section 6, the Executive Secretary and a staff representative.

(b) The Executive Committee shall meet, in principle, on not less than four occasions throughout the year and more frequently if required.

(c) Four shall constitute a quorum for the Executive Committee.

4. A Publication Committee, a Library Committee, a Finance and Investment Committee and an Audit and Risk Committee shall be appointed by the President and Council and the quorum for each of these committees shall be three.

5. (a) Other committees and boards may be appointed by the President and Council, from time to time, for such special purposes as they may deem advisable. The quorum for any such committee shall be as determined by the President and Council.

(b) The Council shall appoint an Academic Board. Members will include the Secretary for Science and the Secretary for Polite Literature and Antiquities, the Secretary, together with the Chair or a representative of each of the multi-disciplinary committees. The Secretary will chair the Board. The Academic Board should meet on at least two occasions in each year, and shall advise the Council on matters under its concern.

6. In addition to the President, the four Vice-Presidents, the Treasurer and the Secretary of the Academy, whose offices are constituted by the Charter, there shall be, elected by the Academy out of the Council, a Secretary of the Science Committee, a Secretary of the Polite Literature and Antiquities Committee and a Secretary for International Relations. The Secretary of the Academy shall not be eligible for appointment to one of these offices.

7. The Treasurer shall ex officio be a member of any Academy committee which is concerned with expenditure except the Audit and Risk Committee.

8. An Executive Secretary and a Librarian, who shall not be members of the Academy, and a Managing Editor of Publications shall be appointed by the President and Council.



## Chapter II

### The President, Vice-Presidents and Council

1. The President and Council shall be responsible to the Academy for its general government and regulation. The word Council shall be understood to mean President and Council wherever it occurs hereafter in these By-Laws, except in Chapter VII; provided that decisions taken, or resolutions approved, by the Council at meetings from which the President is absent shall be deemed to be decisions or resolutions of the President and Council.
2. The President shall normally preside at meetings of the Academy and of the Council and shall not vote except in case of an equality of votes on any question, in which case he/she shall have a casting vote.
3. The President, if present when elected to office at the Stated Meeting of the Academy in March, shall appoint by writing under his/her hand and seal four Vice-Presidents, to continue in office for one year. And if the President be not present on that day the former Vice-Presidents shall continue in office until new ones shall be duly appointed in their place by writing under his/her hand and seal.
4. In the absence of the President at any time, the senior in nomination of the Vice-Presidents available shall act as his/her deputy, except in the appointment of the Vice-Presidents; and, when presiding at meetings of the Academy or the Council, shall vote in like manner to the President.
5. The President shall have joint custody of the corporate seal of the Academy and he/she, or his/her deputy, shall be one of the parties to attest the affixing of the seal to documents.
6. At such times as the absence of the Treasurer, the Secretary of the Academy, or any of the Secretaries named in Chapter I, Section 6, of these By-Laws, shall require the temporary appointment of a substitute, the President or his/her deputy shall appoint a member of the Council to act in place of the absent officer. If the absence be prolonged to the next meeting of the Council, it shall be the duty of the Council at that meeting either to confirm the appointment of the temporary substitute or to make an alternative appointment from among their number.
7. The President may attend meetings of any committee of the Academy and when in attendance shall have the same rights as committee members.
8. The Council may appoint not more than two Members of the Academy each year to attend its meetings and assist in its deliberations.
9. The Council may appoint from time to time such committees for special purposes as they may deem desirable.

10. All resolutions that regard the funded or other property of the Academy, as also all resolutions that regard the enacting, altering or repealing of By-Laws, shall originate in the Council.

11. All medals or other honorary rewards shall be awarded by the Council.

12. The Council shall have power to delegate to the Executive Committee any of the powers or duties assigned to the Council under these By-Laws (except such powers or duties as are assigned to it under the Charter) and shall also have power to revoke at any time such delegated authority.

13. (a) Meetings of the Council shall be held on at least four occasions annually and more frequently if required. On receipt by the Secretary of a written request signed by eight members of Council stating the business that it is proposed to consider, a special meeting of Council shall be convened within fourteen days.

(b) Meetings of the Council shall normally take place on the third Monday in May, the third Monday in September, the first Monday in November and the third Monday in February and more frequently if required.

14. At meetings of the Council, other than the meetings on the first Monday in November and the third Monday in February, four with the President or five in the absence of the President shall be a quorum. At the meetings of the Council on the first Monday in November and the third Monday in February, twelve, one of whom shall be the President or one of the Vice-Presidents, shall be a quorum.

15. If, at any meeting of the Council other than that on the first Monday in November and that on the third Monday in February, the President and all the Vice-Presidents shall be absent, the majority of the members present shall appoint one of their number to preside at such meeting and he/she shall vote in like manner to the President.

16. The Council shall exercise such other powers as are assigned to it elsewhere in these By-Laws and in the Charter.

## Chapter III

### Meetings of the Academy

1. There shall be two Stated General Meetings of the Academy in every year; one on the 30th day of November, and the other on the 16th day of March, being the eve of St. Patrick's Day; or on the days immediately preceding respectively, if the 30th of November or the 16th of March shall fall on Sunday. At these two Stated Meetings, sixteen, one of whom shall be the President or one of the Vice-Presidents, shall be a quorum.

2. Ordinary General Meetings of the Academy shall be held as the Council shall direct, provided that not less than six such Meetings shall be held during the period 1st of September to the 30th of June in each session. At least fourteen days' notice of such Meetings shall be given to Members resident in Ireland; such notice shall give details of the Meeting, including any paper or discourse to be given, and such information as may be available about subsequent Ordinary General Meetings. Visitors introduced by Members or invited by the Secretary of the Academy and representatives of the Press invited by the Secretary may be admitted to Ordinary General Meetings of the Academy.

3. Private General Meetings of the Academy shall be held as the Council shall direct. At least fourteen days' notice of such Meetings shall be given to Members resident in Ireland; such notice shall specify the business to be transacted at the Meeting.

4. If, from any meeting of the Academy other than the Stated General Meetings in November and March, the President and all the Vice-Presidents shall be absent, the majority of the Members present shall appoint one of their number to preside at such meeting.

5. At the Stated Meeting of the Academy in March the order of business shall be as follows:

- (i) minutes of the previous Stated Meeting or Private General Meeting,
- (ii) admission of persons already elected to membership who have not previously subscribed the declaration,
- (iii) ballots for the election of new Members of the Academy, pursuant to Chapter IV, and for the election of the President and Council for the ensuing year, pursuant to Chapter VII,
- (iv) ballots for the elections of the Treasurer of the Academy, the Secretary of the Academy, the Secretary of the Science Committee, the Secretary of the Polite Literature and Antiquities Committee and the Secretary for International Relations, pursuant to Chapter VII,
- (v) nomination by the President, if present, of four Vice-Presidents,
- (vi) items of business, which may include a discussion of the Annual Report for the previous session, and
- (vii) any other business.

During the balloting under paragraphs (iii) and (iv), the Academy may adjourn or business may be discussed, as the Council shall have decided.

6. At the Stated Meeting of the Academy in November the order of business shall be as follows:

- (i) minutes of the previous Stated Meeting or Private General Meeting,
- (ii) admission of persons already elected to membership who have not previously subscribed the declaration,
- (iii) ballots for such new Honorary Members of the Academy as the Council shall have recommended, pursuant to Chapter V,
- (iv) items of business, which may include a discussion of the Annual Report for the previous session, and
- (v) any other business.

7. For Stated General Meetings ballots may also be conducted by electronic means.

8. At Ordinary General Meetings of the Academy the order of business shall be as follows:

- (i) minutes of the previous Ordinary General Meeting,
- (ii) admission of persons already elected to membership who have not yet subscribed the declaration,
- (iii) discourse, symposium or paper,
- (iv) report of donations to the Academy.

9. At Private General Meetings of the Academy the order of business shall be as follows:

- (i) minutes of the previous Stated Meeting or Private General Meeting,
- (ii) such business as the Council shall have notified to the Members for transaction,
- (iii) any other business.

## Chapter IV

### Election, Admission and Resignation of Members

1. Members are elected at the Stated General Meeting of the Academy in March.
2. To be considered at the March election, a candidate for membership shall be nominated by two Members, a Proposer and a Seconder, on a prescribed form of Certificate, which may be obtained by a Member from Academy House. The Certificate shall specify the name, qualification, profession and office, and usual place of residence of the candidate, and, when delivered to the Secretary, shall be available for inspection by Members in the General Office of the Academy. The Secretary will not accept any Certificate for consideration at the March election after the last day of the preceding month of September.
3. Immediately after the last day in September, the Secretary shall prepare a list in alphabetical order of all candidates proposed subsequently to the Stated Meeting in March of the preceding year, on which the name of each candidate shall be followed by the words "Science" or "Polite Literature and Antiquities", indicating to which section he/she has been assigned by Council. A copy of such list shall be sent to each Member of the Academy.
4. At the Council Meeting on the third Monday in February the Council shall select from the printed list of candidates a number not exceeding twenty to be recommended to the Academy for election. Of these, a number not exceeding ten shall be recommended in the section of Science and a number not exceeding ten shall be recommended in the section of Polite Literature and Antiquities.
5. In addition to the Members elected under Sections 1 to 4 of this Chapter, the Council may recommend for election into the Academy each year a number, not exceeding four, of persons of distinction who have made a significant contribution to Irish society and whose election would, in the opinion of the Council, be of benefit to the Academy.
6. Immediately after the meeting of Council on the third Monday in February, the Secretary shall prepare a list of the candidates whom the Council recommend, arranged in alphabetical order, and send a copy of such list to each Member of the Academy.
7. At the Stated Meeting of the Academy in March, at which sixteen, one of whom shall be the President or one of the Vice-Presidents, shall form a quorum, each Member voting shall deliver to the chairperson a copy of the select list, on which, however, he/she shall have been entitled to substitute the name or names of any candidate or candidates on the original list in place of the name or names of a candidate or candidates on the select list as recommended by Council, provided that the substituted name or names are in the appropriate Science or Polite Literature and Antiquities section; and if a candidate not on the select list shall have received more votes than a candidate on that list, the former shall be placed on the select list instead of the latter, and in the event of an equality of votes the chairperson shall have a casting vote; and each of the candidates on the original select list, or the list as amended, shall be declared duly elected, provided that he/she shall have received in his/her favour a majority of the votes cast.

8. Any candidate who shall not have been elected under Section I of this chapter shall, unless he/she or his/her proposer withdraws his/her candidature in writing, continue a candidate, and his/her name shall be placed in alphabetical order with those of the new candidates whose names are announced after the last day in September, and his/her Certificate shall be made available to Members together with those of new candidates. The same Certificate shall not be valid for more than three successive elections.

9. The Secretary of the Academy shall furnish to each Member, on his/her election, notice thereof, and shall inform him/her of the times for payment of his/her annual subscription and its amount.

10. Every Member, after his/her election, shall present himself/herself for admission into the Academy at a General Meeting thereof arranged for that purpose, or at such other General or Stated Meeting as shall, for some sufficient cause, be determined by the Council. The admission of a Member into the Academy shall be in the manner and form following: the chairperson shall say these words, or words to the same effect: "In the name and by the authority of the Royal Irish Academy, I admit you a member thereof." And every Member, before his/her formal admission, shall in the face of the Academy, hear and subscribe this declaration:

"We, whose names are underwritten, having been elected Members of the Royal Irish Academy, for advancing the study of Science, Polite Literature, and Antiquities, do hereby promise, each for himself/herself, that we will endeavour to promote the good of said Academy, and to pursue the ends for which the same was founded; that we will be present at the meetings of said Academy as often as we conveniently can, especially at the annual elections, and upon extraordinary occasions; and that we will observe the Statutes and By-Laws for the time being of said Academy."

Until he/she has been so admitted, a Member shall not be entitled to any of the privileges of membership; and if any Member shall fail to present himself/herself for admission within the limit of the times specified in Chapter VI, Section 2, he/she shall ipso facto cease to be a Member of the Academy and his/her annual subscription, if already paid, shall be returned to him/her.

In the case of extended incapacity of a new Member, Council may pass a motion to allow the President to admit the Member, with full Membership rights. The President shall send notice of election and a diploma of Membership to each such Member on his/her election.

11. Any Member may tender his/her resignation in writing to the President, and such resignation shall be accepted, provided the Member has paid all sums currently due and has discharged all obligations he/she may have incurred under the Regulations relating to the Library.

# Chapter V

## Honorary Members

1. Honorary Members may be elected by the Academy on the recommendation of the Council. The candidate for honorary membership shall be proposed by at least two Members, who shall submit a statement, not exceeding three hundred words, setting out the reasons why the candidate should be elected. The statement shall be delivered to the Secretary of the Academy before the 30th June preceding the November Stated Meeting for which the election is proposed, or before such other date as shall, for some sufficient cause, be approved by the Council, and shall be available for consultation by Members of the Academy.
2. The election of Honorary Members shall take place at the Stated Meeting of the Academy in November, and shall be by ballot, a simple majority being required for election.
3. There shall be two sections of Honorary Members, and the number in each shall be limited as follows: Section of Science, fifty, Section of Polite Literature and Antiquities, fifty.
4. The Secretary shall send notice of election and a diploma of Membership to each Honorary Member on his/her election.
5. Honorary Members are not required to contribute to the funds of the Academy; nor shall they have a vote at the Meetings of the Academy; nor be eligible as Officers, or members of Council.

## Chapter VI

### Payments to be made by Members

1. The annual subscription payable by each Member of the Academy shall be determined from time to time by the Academy at a Stated General Meeting or a Private General Meeting. The Treasurer, on the advice of the Council, shall have the discretion to vary the regulations relating to the annual subscription in any given instance.

2. Each person elected a Member of the Academy in accordance with Chapter IV shall pay to the Treasurer his/her first annual subscription before the Stated General Meeting next following his/her election, and if the first annual subscription has not been paid by that date the person shall ipso facto cease to be a Member of the Academy; nor shall any person elected a Member of the Academy subscribe the declaration and be formally admitted to membership, under the provisions of Chapter IV, Section 10, until his/her first annual subscription has been paid.

3. In succeeding years, the annual subscription payable by each Member shall become due on 1st April in any year. If any Member shall not have paid, on 16th March at the latest in any year, his/her annual subscription due on the previous 1st April, he/she shall ipso facto cease to be a Member of the Academy.

4. The names of such Members of the Academy as shall not have paid their subscriptions, due on the 1st of April in any year, within six months after that day, shall be displayed in a public room of the Academy, and shall continue so posted while their subscriptions remain due; and the Treasurer shall inform them by letter, a month previous to the 16th of March next following, that if their subscriptions be not paid on or before the said day they shall ipso facto cease to be Members of the Academy. No Member shall, while his/her name remains posted, enjoy any privilege of membership.

5. Each Member (unless he/she shall have already compounded his/her annual subscription) shall pay the full rate of subscription until 1st April in the year following his/her 65th birthday; thereafter each Member shall have the option to pay either the full rate or the retired rate of subscription until 1st April in the year following his/her 75th birthday; after which such Members shall become Life Members and pay no further subscriptions.



## Chapter VII

### Election of President, Council and Officers

1. At the Stated General Meeting of the Academy in March each year there shall be an election for President, Council and Chartered Officers, viz. the Treasurer and the Secretary of the Academy. At this Meeting there shall also be elected the Secretary of the Science Committee, the Secretary of the Polite Literature and Antiquities Committee and the Secretary for Policy and International Relations. The quorum for this Meeting shall be sixteen, one of whom shall be the President or one of the Vice-Presidents.

2. (a) The current President shall, ex officio, be deemed to be a validly nominated candidate for the office of President of the Academy, and shall, pursuant to the Charter, be included in the select list of 43 names prepared pursuant to section 4(a) of this Chapter.

(b) Any other nominations for that office shall be made by Members of the Academy. Nominations must be signed by no fewer than twenty Members, must be accompanied by evidence of the consent of the nominee, and must be received by the Secretary of the Academy before the second Monday in December.

(c) Council may make a nomination for the office of President of the Academy on or before the third Monday in February, provided that any such nominee has consented to the nomination.

(d) In the event that no nomination pursuant to paragraph (b) of this section is received by the second Monday in December, Council shall make a nomination for the office of President of the Academy on or before the third Monday in February, provided that any such nominee has consented to the nomination.

(e) The names of all validly nominated candidates shall be posted in Academy House; the name of the current President shall be posted pursuant to paragraph (a) of this section; the names of other candidates shall be posted in the order in which they were received pursuant to paragraph (b) of this section, or as they are nominated pursuant to paragraphs (c) and (d) of this section.

3. (a) The current President, if retiring from the Presidency, and any person who has been validly nominated for election as President, shall be eligible to be a candidate for election to one of the committees of the Council; a retiring President and any person within sections 2(a) and 2(b) of this Chapter who wishes to be such a candidate shall notify the Secretary before the second Monday in December; and any person within sections 2(c) and 2(d) of this Chapter who wishes to be such a candidate shall notify the Secretary on or before the third Monday in February.

(b) The names of current members of Council shall, pursuant to the Charter, be included in the select list of 43 names prepared pursuant to section 4(a) of this Chapter; and current members of Council shall notify the Secretary on or before the third Monday in February (or such earlier date as the Secretary may determine) whether or not they wish to be re-elected.

(c) Members of the Academy who wish to be candidates for election to one of the committees of Council shall notify the Secretary on or before the first Wednesday in February. Provided that they are not excluded from the privileges of membership pursuant to section 4 of Chapter VI, such candidates shall be deemed qualified to serve on the committee in respect of which they are seeking election.

(d) In the event that insufficient nominations pursuant to paragraph (c) of this section are received by the first Wednesday in February to permit the Council to "lay before the corporation a list of 43 names" pursuant to section 4(a) of this Chapter, Council shall make sufficient nominations to fill that select list on or before the third Monday in February, provided that any such candidate

has consented to the nomination; and where any such candidate so desires, Council shall indicate on the ballot paper that such candidate agreed to allow his/her name to appear on the ballot only to ensure compliance with section 4(a) of this Chapter.

(e) In the event that more nominations pursuant to paragraph (c) of this section are received by the first Wednesday in February than are necessary to permit the Council to “lay before the corporation a list of 43 names” pursuant to section 4(a) of this Chapter, then Council shall accept nominations in the order in which they were received by the Secretary. Provided that they are not excluded from the privileges of membership pursuant to section 4 of Chapter VI, such candidates shall be deemed qualified to serve on the committee in respect of which they are seeking election.

4. (a) On the third Monday in February in every year, to ensure compliance with the obligation in the Charter that Council shall “lay before the corporation a list of 43 names” for the purposes of the election of the President and Council, the President and Council shall meet, and shall prepare a select list of forty-three names to be forwarded forthwith to each member of the Academy.

(b) This select list shall be divided into three Parts, as follows.

(i) The first Part shall contain the name of the current President, and the name any other person who has been validly nominated for election as President.

(ii) The second Part shall consist of a maximum of twenty-two names, being those of the then current Committee of Science, and of such other persons as shall be deemed qualified to serve on that committee; and the name of any person from the section of Science who is a candidate pursuant to section 3(a) of this Chapter and included in the first Part of the list pursuant to paragraph (i) shall be deemed to be included in this Part.

(iii) The third Part shall consist of a maximum of twenty names, being those of the then current Committee of Polite Literature and Antiquities, and of such other persons as shall be deemed qualified to serve on that committee; and the name of any person from the section of Polite Literature and Antiquities who is a candidate pursuant to section 3(a) of this Chapter and included in the first Part of the list pursuant to paragraph (i) shall be deemed to be included in this Part.

(c) In this select list shall be shown

(i) the date of the election to the Academy of every person on the list,

(ii) the number of meetings of the Council attended by each current member of Council, counted from the Stated Meeting of the Academy in March of the previous year to the meeting of the Council on the third Monday in February of the year of the election inclusive, and

(ii) the number of meetings of such of the other committees and/or boards established in or pursuant to Chapter I as Council shall determine, attended by each current member of Council in the said period.

(d) In this select list, in the first Part, the names of those who have been validly nominated for election as President (including the current President) shall be printed in bold type, and in alphabetical order; the names of those not seeking election or re-election to Council shall be indicated by a clear mark (such as a cross or an asterisk);

(e) In this select list, in the second and third Parts,

(i) the names of those who have been recommended by Council for election as Treasurer, Secretary of the Academy, Secretary of the Science Committee, Secretary of the Polite Literature and Antiquities Committee, and Secretary for Policy and International Relations, shall be printed in bold type;

(ii) the names of those who are seeking election or re-election to Council shall be printed in normal type (that is to say, type that is neither bold nor italic), provided that the names of those seeking re-election to Council shall be indicated by a clear mark (such as a cross or an asterisk);

(iii) the names of those who

(aa) have served four consecutive years on Council and have not been recommended by Council for re-election, or

(bb) are members of Council but who have, pursuant to section 3(b) of this Chapter, indicated that they do not wish to be re-elected, or

(cc) have agreed to allow their names to appear on the ballot pursuant to section 3(d) of this Chapter only to ensure compliance with the obligation in the Charter set out in section 4(a) of this Chapter that Council shall “lay before the corporation a list of 43 names” for the purposes of the election of the President and Council, shall be printed in bold, italic, underlined type; and

(iv) the names of those who

(aa) live or work within fifty kilometers of Dublin city centre as shall (without explanation accepted by the President as satisfactory) have attended fewer than one-half of the meetings defined in paragraph (c) of this section, or

(bb) neither live nor work within fifty kilometers of Dublin city centre as shall (without explanation accepted by the President as satisfactory) have attended fewer than one-third of these meetings, shall be printed in italic type.

(f) Council may also indicate other matters relating to candidates by typographic means or the addition of clear marks.

(g) The categories in the previous paragraphs of this section may also be indicated by a colour-coding on the select list.

5. Both the circulated select list and the ballot paper for voting at the Stated Meeting of the Academy in March shall direct the attention of the electors to the following recommendations of the President and Council concerning the elections:

(a) that such members of the current Council as shall have served for four consecutive years be not elected to Council for the ensuing year; but that this recommendation should not apply to any member holding the office of Senior Vice-President, Treasurer, Secretary of the Academy, Secretary of the Science Committee, Secretary of the Polite Literature and Antiquities Committee, Secretary for Policy and International Relations, those who have been validly nominated for election as President or to any member who has been recommended by the President and Council to fill one of the above named offices;

(b) that such members of the current Council living or working within fifty kilometers of Dublin city centre as shall have attended fewer than one-half of the meetings defined in section 4(c) of this Chapter (without explanation accepted by the President as satisfactory), and such members of the current Council neither living nor working within fifty kilometers of Dublin city centre as shall have attended fewer than one-third of these meetings (without explanation accepted by the President as satisfactory), be not elected to the Council for the ensuing year;

(c) that the same person should not be elected President more than three times in succession;

(d) that indicated candidates for election to Council who have agreed to allow their names to appear on the ballot pursuant to section 3(d) of this Chapter only to ensure compliance with the obligation in the Charter set out in section 4(a) of this Chapter that Council shall “lay before the corporation a list of 43 names” for the purposes of the election of the President and Council should not be elected to the Council;

- (e) that a candidate for President who has, pursuant to section 3(a) of this Chapter, indicated a wish not to be elected to one of the committees of the Council, should not be elected to the Council; and
- (f) such other recommendations as the President and Council may make.

6. (a) At the Stated Meeting of the Academy in March the Academy shall elect, out of the select list of forty-three names prepared pursuant to section 4(a) of this Chapter, a President and Council for the ensuing year in the manner as follows.

(b) In that election, each Member voting shall vote in accordance with the procedure laid down in section 7 of this Chapter, and shall, on the Ballot Paper provided containing the select list of forty-three names,

(i) where there is only one candidate for the office of President, prefix the letter P to the name of the candidate if he/she desires to elect that candidate as President;

(ii) where there are two candidates for the office of President, prefix the letter P to the name of either candidate if he/she desires to elect that candidate as President;

(iii) where there are three or more candidates for the office of President, prefix P1 to the name of his/her first preference candidate, prefix P2 to the name of his/her second preference candidate, and so on; and the election shall be conducted by means of the single transferable vote; and

(iv) prefix a clear mark (such as a cross or an asterisk) to the name of each Member whom he/she may desire to place upon the Council; but the number of names (whether on the list for the Science Committee, or on the list for the Polite Literature and Antiquities Committee, or on the lists for both Committees) thereby clearly marked must not exceed twelve in total.

(c) In the scrutiny of the ballot, the scrutineers

(i) shall exclude from consideration any ballot paper with more than twelve clear marks; and

(ii) shall reckon votes marked P, P1, P2, and so on, as the case may be, for a member who is not elected President as votes for a place on a Committee of the Council, provided that the member is a candidate for a Committee pursuant to section 3(a) of this Chapter.

(d) In the case of an equality of votes between two or more candidates to fill the final place or places on the Council, then that final place or places shall be determined by lot drawn by the Treasurer.

7. (a) In all elections for President and Council held pursuant to the Charter and these By-Laws, voting shall be by secret ballot; and votes in such elections shall be given either personally in the appropriate Stated Meeting, electronically or by postal ballot.

(b) In any election which is to be held by secret ballot, Council shall ensure that that the select list of 43 names prepared pursuant to section 4(a) of this Chapter is stated on a Ballot Paper provided for each such election.

(c) Votes which are given personally in a Stated Meeting shall be cast by placing a Ballot Paper in a Ballot Box provided for that purpose.

(d) Where votes may given by postal ballot, members who are unable to attend the relevant Stated Meeting shall be entitled to appoint the Treasurer to place their Ballot Papers in a Ballot Box provided for that purpose.

(e) A member seeking to appoint the Treasurer pursuant to paragraph (d) of this section shall give at least two weeks' notice in writing to the Secretary of the Academy.

(f) The Secretary shall provide to any such member the following:

- (i) a draft Instrument of Appointment;
- (ii) draft intended Ballot Papers for all elections where a postal ballot is available;
- (iii) a Ballot Paper Envelope to contain completed intended Ballot Papers, and
- (iv) a statement of the return date and appointed time by which the Instrument of Appointment and Ballot Paper Envelope shall be returned to the Secretary at Academy House so that the Ballot Papers may be cast at the Stated Meeting.

(g) The draft Instrument of Appointment referred to in paragraph (f)(i) of this section shall be in the following form:

“I, \_\_\_\_\_ [insert name], of \_\_\_\_\_

\_\_\_\_\_ [insert address],

being a member of the Royal Irish Academy not excluded from the privileges of membership pursuant to section 4 of Chapter VI of the By-Laws of the Academy, hereby appoint the Treasurer of the Academy to vote for me on my behalf

at the Stated Meeting to be held on this \_\_\_\_ day of \_\_\_\_\_, 2\_\_\_\_\_, and at any adjournment thereof.

The Treasurer shall vote for me on my behalf by placing any enclosed draft intended Ballot Paper in an appropriate Ballot Box at the Stated Meeting.

Signed \_\_\_\_\_

This \_\_\_\_ day of \_\_\_\_\_, 2\_\_\_\_\_.”

(h) The draft intended Ballot Papers shall list the names which it is intended pursuant to paragraph (b) of this section to lay before the Stated Meeting in each election which it is intended to conduct in the Stated Meeting pursuant to the Charter and these By-Laws.

- (i) A member seeking to appoint the Treasurer pursuant to paragraph (d) of this section to vote at the Stated Meeting shall
  - (i) place any completed intended Ballot Papers into the Ballot Paper Envelope and seal that envelope,
  - (ii) complete the Instrument of Appointment, and
  - (iii) return the completed Instrument of Appointment and sealed Ballot Paper Envelope together to the Secretary, on or before the appointed time on the return date as indicated pursuant to paragraph (f)(iv) of this section.

(j) In every case where the Secretary has received a valid Instrument of Appointment accompanied by a sealed Ballot Paper Envelope, the Secretary shall convey the said Envelope to the Treasurer.

At the Stated Meeting, the Treasurer shall ensure that the said Envelope is opened, and that any intended Ballot Paper contained therein shall be placed in the appropriate Ballot Box, so that the Scrutineers can consider it as though it were a Ballot Paper completed at the Stated Meeting.

(k) A vote given in accordance with the terms of an Instrument of Appointment shall be valid notwithstanding either the previous death or insanity of the member who so appointed the Treasurer pursuant to paragraph (d) of this section, or the revocation of the Instrument, if no intimation in writing of such death, insanity, or revocation, as aforesaid is received by the Secretary before the commencement of the Stated Meeting.

(l) For the avoidance of doubt, postal ballots shall not be reckoned for the purposes of determining a quorum necessary for the Stated Meeting.

8. (a) Immediately after the election of the President and Council there shall be a ballot to fill the offices of Treasurer of the Academy and Secretary of the Academy. A separate ballot shall then be held for the Secretary of the Science Committee, the Secretary of the Polite Literature and Antiquities Committee and the Secretary for Policy and International Relations.

(b) These offices shall be filled from among those elected to Council pursuant to section 6 of this Chapter.

(c) None of these offices shall be held by the same person for more than four consecutive years except by special resolution at an Academy Meeting for a one-year extension, up to a maximum of six years.

9. (a) Pursuant to the Charter, in the case of the death, resignation, or amotion of the President, or any one or more of the Vice-Presidents, the Treasurer, Secretary, or any member or members of the Council, the Academy shall have full power to meet and choose others in their places respectively, in the manner as aforesaid, 16 members at least being present, of whom the President or one of the Vice-Presidents shall be always one.

(b) For the purposes of paragraph (a) of this section, the “manner as aforesaid” shall be the procedures as laid down in this Chapter and applied mutatis mutandis.

(c) For the purposes of paragraph (a) of this section, in the case of a vacancy occurring in the office of Vice-President, the President may appoint under his/her own hand and seal a new Vice-President from among the members of the Council in the normal way; provided that, if any such vacancy involves at the same time a vacancy on the Council, the vacancy on the Council shall first be filled as directed in paragraphs (a) and (b) of this section.

## Chapter VIII

### The Secretaries and the Executive Committee

1. The Secretary of the Academy shall be responsible for the conduct of the general business of the Academy, other than financial business, and shall keep the minutes of the meetings of the Council and the Academy. He/she shall be responsible for the preparation annually, for the consideration of the Council at such time and in such form as the Council may direct, of a draft report on the activities of the Academy for the preceding year, such report in its final form to be presented subsequently to the Academy at a meeting determined by the Council.

2. (a) The respective Secretaries of the Polite Literature and Antiquities Committee and the Science Committee shall each take charge of the business of the committee of which he/she is the Secretary and shall keep the minutes of its meetings. He/she shall be responsible for transmitting to the Council, through the Secretary of the Academy, all matters arising from the meetings of his/her committee which require consideration by the Council or about which the Council should be informed.

(b) The Secretary for International Relations shall be responsible for relations with scholarly institutions abroad and shall, in consultation with the Secretaries in 2(a) above, promote the adherence of Irish scholars to international representative and research organisations.

3. The Executive Secretary, who may also be known as the Executive Director of the Academy, shall be the chief administrative officer of the Academy and his/her duties shall be such as shall be prescribed from time to time by the Council. He/she shall in particular assign to the staff of the Academy their duties and report to the Executive Committee on their performance of them in accordance with the policies which may from time to time be laid down by the Council.

4. The Executive Committee shall exercise, under the Council, general control over the administration of the Academy. They shall direct the general business of the Academy when the Council is not in session, from June to September, and may, during such times, summon special meetings of the Council if matters arise which in their opinion require decision by the Council.

5. The appointment, dismissal or suspension of all officers and staff, other than those referred to in the foregoing By-Laws, shall be confirmed by the Council.

## Chapter IX

### Treasurer, Finance and Investment Committee, Audit and Risk Committee

1. The Treasurer shall be responsible to the Council for the conduct of the financial business of the Academy, for the proper keeping of the accounts, for the regular reporting to Council of the financial implications of Academy projects, and for the carrying out of the special duties assigned to him/her under these By-Laws. He/she shall be a member of all Academy committees, with the exception of the Audit and Risk Committee, concerned with expenditure. He/she shall have joint custody of the corporate seal of the Academy, and subject to the provisions of Chapter X, Section 2 of these By-Laws, shall attest the affixing of the corporate seal to documents.
2. Each year the Treasurer, after consultation with the Finance and Investment Committee and/or the Audit and Risk Committee as appropriate, shall:
  - (a) submit to the Council and the Academy an audited statement of the income and expenditure of the Academy in the previous financial year, in such form and at such time as the Council shall direct;
  - (b) submit to the Council estimates of the income and expenditure of the Academy for the current financial year;
  - (c) submit to the appropriate Government authority a provisional estimate of the income and of the routine and special expenditure of the Academy for the ensuing financial year.
3. The Finance and Investment Committee shall advise the Treasurer in the conduct of the financial business of the Academy, and, through the Treasurer, shall advise the Council concerning the financial policy of the Academy.
4. The Finance and Investment Committee shall advise the Council on the appointment of professional fund managers and others providing relevant financial services in respect of Academy funds, and shall monitor the performance of those appointed by the Council to hold funds on the Academy's behalf.
5. The Finance and Investment Committee shall consist of the President, who shall be chairperson, the Treasurer who shall be secretary, two ordinary members appointed by the Council, and a maximum of two co-opted members. The Executive Secretary of the Academy and the Head of Finance shall be in attendance at meetings of the Finance and Investment Committee.
6. The ordinary members of the Finance and Investment Committee shall hold office initially for a maximum of three years and be eligible for re-appointment. Co-opted members may be co-opted from time to time by the Committee. Such co-options shall be reported to the Council. Co-opted members shall hold office initially for a maximum of three years and be eligible for further co-option. All reappointments and further co-options shall be for a period of no more than three years.
7. The Finance and Investment Committee shall draw up terms of reference for the approval of the Council.



8. The Audit and Risk Committee shall advise the Council in relation to the financial reporting process, the adequacy and effectiveness of internal control and all key areas of risk arising from the activities for which the Academy is ultimately responsible.

9. Immediately after the close of each financial year, the Audit and Risk Committee shall advise the Council on the appointment of a firm of accountants to assist the Academy in the preparation of the accounts.

10. The Audit and Risk Committee shall consist of a maximum of six persons, at least one of whom shall be qualified and/or experienced in financial affairs and not a member of the Academy. The chairperson of the Audit and Risk Committee shall be appointed by the Council. The chairperson shall hold office for three years and be eligible for re-appointment. The Academy Secretary shall be a member of the Audit and Risk Committee ex officio, and shall act as secretary to the Audit and Risk Committee. Two ordinary members shall be appointed by the Council, and the names of any co-opted members shall be reported to the Council. Ordinary members and co-opted members shall hold office initially for a maximum of three years and be eligible for further appointment or co-option. All re-appointments and further co-options shall be for a period of no more than three years.

11. The Audit and Risk Committee shall draw up terms of reference for the approval of the Council.

## Chapter X

### The Corporate Seal of the Academy

1. The corporate seal of the Academy shall be in the joint custody of the President and Treasurer.
2. The President, or in his/her absence his/her deputy, and the Treasurer, or in his/her absence such other person as shall have been authorised by the Council under Chapter II, Section 5, of these By-Laws to act for him/her, shall be the parties to attest the affixing of the corporate seal to documents.
3. The corporate seal of the Academy shall, normally, not be affixed to any instrument for the sale or transfer of any of the Academy's funded or other property except on the decision of the Council; but, when urgency demands, the President or his/her deputy for the time being may, in the intervals between meetings of the Council, order an instrument to be sealed, such action to be reported to the Council at its next meeting.

# Chapter XI

## Academy Publications

1. The Council shall appoint a Publication Committee, which shall be responsible for the approval of work submitted to the Academy for publication and for the production, distribution and sale of Academy publications.
2. An Honorary Academic Editor, who shall advise the Publication Committee on Academy publications, shall be appointed by the Council.
3. The Publication Committee shall consist of the President, who shall be chairperson, the Secretary, the Treasurer, the Honorary Academic Editor, the Executive Secretary and such other Member(s) as shall be decided from time to time by the Council.
4. A Managing Editor, appointed by the Council and reporting to the Publication Committee, shall have general oversight of Academy publications. The duties and responsibilities of the Managing Editor shall be such as may be determined from time to time by the Publication Committee with the approval of the Council.
5. The Publication Committee, or the Managing Editor when acting on their behalf, shall, where appropriate, refer work submitted for publication to a referee, for an opinion on its suitability for publication, and shall then determine whether, or to what extent, the work submitted shall be published.
6. The Publication Committee shall draw up terms of reference for the approval of the Council.
7. Communications may be submitted by Members of the Academy, or by non-Members, to be considered for publication in the Proceedings of the Royal Irish Academy or otherwise.
8. Every communication published in the Proceedings shall show upon it the respective dates on which it was received, accepted and published.
9. The copyright of publications shall rest with the Academy, unless otherwise determined by the Council on the advice of the Publication Committee.

## Chapter XII

### The Library

1. The Library Committee shall consist of the Treasurer, the Secretary of the Academy and seven other Members. They shall exercise general control over the Library and its business, including the purchase, within the current estimate for the Library Account, of books, journals and other writings; and shall keep the Academy's exchanges with other bodies under regular review. They may make, from time to time, with the approval of the Council, regulations, to be called Regulations of the Library Committee, governing the use, by Members of the Academy and non-members, of the Library and Reading Room; and may recommend to the Council, from time to time, alterations in the then existing Regulations. They may make other recommendations to the Council concerning the general organisation of the Library and its business.
2. All matters arising from the meetings of the Library Committee, which may require consideration by the Council or about which the Council should be informed, shall be transmitted to the Council through the Executive Secretary.
3. The Librarian shall be responsible, under the direction of the Library Committee, for the normal business of the Library, including its correspondence; and for carrying out such special directions as may, from time to time, be given by the Council through the Executive Secretary.
4. Subject to the conditions specified in the Regulations of the Library Committee, Members who have been formally admitted to the Academy shall have the privilege of borrowing books and other printed works; provided, however, that Members whose subscriptions are in arrears shall not be entitled to exercise this privilege.
5. Persons who are not Members of the Academy may, on the recommendation of a Member, be admitted to the Library by the Librarian as readers of printed works, subject to the conditions specified in the Regulations of the Library Committee.
6. No person shall be permitted to consult any manuscript, make extracts from it, or copy it in whole or in part, by any process, except subject to the Regulations of the Library Committee.
7. No manuscript shall, under any circumstances, be removed or lent from the Library without the express permission of the Council and without such security given for its safe custody and return as the Council shall determine.

## Chapter XIII

### Enacting, Altering and Repealing of By-Laws

1. All resolutions that regard the enacting, altering or repealing of By-Laws shall originate in the Council.
2. Such By-Laws as shall be newly made by the Council shall continue in force until the next Private General Meeting of the Academy, but no longer, unless they be then confirmed and approved by the Academy.
3. A By-Law, once duly made and confirmed, shall not be repealed or altered except the motion for such repeal or alteration shall have been first approved of, and proposed to the Academy, by the Council.