

National Adult Literacy Agency
(the “Company”)
40th ANNUAL GENERAL MEETING
ADDITIONAL NOTES

Dear Member,

Please find enclosed additional information regarding the 40th Annual General Meeting (“AGM”) of the National Adult Literacy Agency (**the “Company”**). This meeting will be held in Sandford Lodge, Sandford Close, Ranelagh, Dublin 6, Ireland, D06 YF65 and via Zoom on Saturday 24 April 2021 at 11am.

Particular points to note are the following:

1. Members’ entitlement to attend and vote at the AGM:

- Only those Members whose names are on the register of members on the date that notice of a general meeting of the Company is served, will receive notice of the AGM. Members whose names are entered on this Register not less than one month before the date of a general meeting will be entitled to attend and vote at that general meeting.
- No Member shall be entitled to vote at any general meeting unless all they have paid all moneys immediately payable (due) to NALA.
- Members present shall have the following number of votes:
 - Members that are individuals shall have one vote; and
 - Members that are Small Organisations or Large Organisations shall have three votes;
- Non-Members may attend general meetings unless a majority of the Members attending the general meeting votes otherwise.

2. Members’ rights to propose resolutions to be considered at the NALA AGM:

- Members may propose resolutions to be considered at a general meeting of the Company in line with NALA Procedural Rules, Rule 6:
 - 6.1 All such proposed resolutions must be seconded by another Member of the Company.
 - 6.2 The national office must receive all suggested resolutions, with the signatures of each proposer and seconder, two months before a general meeting.

- 6.3 The national office will circulate all proposed resolutions to all Members of the Company.
- 6.4 A Member may propose amendments to such resolutions by sending them to the national office at least one month before the general meeting. All such proposed amendments must be seconded by another Member of the Company.
- 6.5 The national office will notify all Members of such proposed changes at least two weeks before the general meeting.
- 6.6 A simple majority of those voting may approve resolutions.
- 6.7 Amendments to the Constitution will become effective and resolutions will be acted upon from the close of the general meeting at which they are passed, unless the Members otherwise agree.
- 6.8 All Amendments to the Constitution and resolutions that are passed will be sent to the Members as soon as possible after the meeting.

3. Election of Directors / Officers

- Members running for election shall be nominated and seconded by two Members of the Company. Such nominations shall be sent to the office no later than 30 days before the general meeting at which such elections are to take place.
- At least 14 days before the general meeting at which Directors are to be elected, Members will be provided with the list of candidates running for election.
- Votes cast in an election for Directors or for the positions of Chairperson, Vice-Chairperson or Treasurer shall be cast by way of secret ballot

The following current Members on the Board have confirmed they are standing for election:

- Ciarán Casey who was co-opted by the Board in February 2020 is standing for election as Honorary Treasurer.
- Kevin Kelly and Maria O’Gorman are standing for election as Vice-Chairperson

4. Voting at the AGM

Voting at the AGM will be done using through Google Forms for verified and eligible members.

If you are unable to attend the AGM remotely, you can nominate someone(s) known as a Proxy to speak and vote on your behalf at the AGM. A Proxy Form will be available from 24 March on NALA’s website nala.ie/agm-2021. You can also request the form by emailing literacy@nala.ie.

A Proxy Form must be completed and returned by email to literacy@nala.ie or posted to: The Company Secretary, FREEPOST, NALA, Sandford Lodge, Sandford Close, Ranelagh, Dublin 6, Ireland, D06 YF65, no later than 11am on Thursday 22 April (48 hours before the AGM). A Proxy Form that is not complete or does not meet the requirements of the Companies Act will not be counted.

If you have any questions about the AGM, please contact mmurray@nala.ie /

T: 01 412 7900.

Yours faithfully,

NALA