

**Part I**  
**BYELAWS OF THE GOVERNORS AND GUARDIANS OF THE NATIONAL**  
**GALLERY OF IRELAND**

Adopted 11 February 2010 and 1 April 2010

These Byelaws have been adopted by the Board of Governors and Guardians of the National Gallery of Ireland (the 'Board') pursuant to Section X111 of the National Gallery of Ireland Act, 1854 in order to assist the Board in the management of the affairs of the National Gallery of Ireland (the 'Gallery').

1. These Byelaws supersede all previous Byelaws adopted pursuant to Section XIII of the National Gallery of Ireland Act 1854, which are hereby rescinded.
2. The Board shall hold a meeting at the premises of the Gallery or at such other location as the Board may decide six times per annum at dates to be decided by the Board in advance. Additional Board Meetings may also be convened as deemed necessary by the Board. Such additional meetings may be convened by the Chairman or the Vice-Chairman and if they are unable to do so, by the Director or by at least five Board members.
3. At the second Board Meeting of each calendar year, the Board shall elect one of its members to fill any vacancy arising in the position of Chairman or Vice-Chairman. Such election shall be carried out in accordance with the steps set out in Appendix 1 to these Byelaws. The period of office of Chairman shall be three years and any person may serve two successive three-year terms. The Board may, in exceptional circumstances, extend the term of office of the Chairman for a further period of one year, and such extension can be renewed annually for a further two years. The period of office of Vice-Chairman shall be one year and any person may serve three successive one-year terms. At any Board Meeting other than the second meeting of the calendar year, the Board may elect one of its members to fill any casual vacancy in the office of Chairman or Vice-Chairman who will hold office until the second meeting of the following calendar year.

In the absence of the Chairman at any meeting, the Vice-Chairman will chair the meeting. In the absence of both the Chairman and the Vice-Chairman, the Chairman for the meeting will be elected by the members present.

Matters arising for decision at any meeting of the Board shall be decided by a majority of votes and where there is an equality of votes the Chairman of the meeting shall have a second casting vote. Votes may be cast by a show of hands.

4. Subject to the provision of clause 9 below, no person not being a member of the Board shall be present at any of their meetings unless invited by agreement of the members present.
5. As stipulated by Statute, the quorum for meetings of the Board for the transaction of business shall be five, but no painting or other work of art shall be purchased for the Gallery unless authorised by a Resolution passed at a meeting at which at least nine members shall be present, provided that the Board may in accordance with law and this paragraph authorise by Resolution the purchase by the Gallery on the initiative of the Director, from time to time, of certain classes of paintings or other works of art up to a value,

either individual or in the aggregate, as may be determined by the Board from time to time.

6. The Board may by resolution establish such committees to assist in the discharge of the functions of the board as the Board may determine. The membership and the chairmanship of such committees shall be determined by the Chairman at the time of their formation and at each subsequent second meeting of the Board in each calendar year. Non-members of the Board with expert knowledge or special experience, may be appointed by the Board to such committees, provided always that a majority of the members of the committee shall be members of the Board. The Board may at any time by Resolution dissolve a committee established under this Byelaw. Every committee established under this Byelaw shall conform to any regulations as to the conduct of its business that may be prescribed by the Board and shall report to the Board. Anything done by a committee shall, if the Resolution of the Board so provides and subject to law, have effect as if done by the Board.
7. Subject as may be otherwise resolved by the Governors and Guardians from time to time or as the Chairman may otherwise direct, formal communication between the Board and the Minister (as defined in the National Cultural Institutions Act, 1997) shall be conducted through the Chairman.
8. The Board shall carry out its duties and responsibilities in accordance with all applicable laws and best corporate governance practice, appropriate to the Institution.
9. There shall be a Director of the Gallery who shall be appointed by the Board. The Director shall be entitled to attend and speak, but not to vote, at meetings of the board and of any committee established under Byelaw 6.
10. The Director shall not be a member of the Board. No member of the Board shall be eligible to apply for the office of Director unless he/she has previously resigned his/her seat on the Board.
11. The Director shall carry on and manage, develop and control generally the administration and business of the Gallery and perform such other functions as may be determined by the Board always in accordance with the policy and directives of the Board.
12. The Board may appoint such other employees as the Board thinks fit. The Board shall pay to the Gallery's employees such remuneration and allowances as the Board may determine and the employees shall be appointed on such other terms and conditions as the Board may determine always in accordance with Government Regulations.
13. The fixing of the seal of the Board shall be authenticated by the signature of the Chairman or of some other person authorised either generally or specially by the Board to act for that purpose. A document purporting to be duly executed under the seal of the Board, or to be signed on the Board's behalf, shall be received in evidence and, unless the contrary is proved, be deemed to be so executed or signed.
14. No portion of the Gallery buildings shall be used for any other purpose than that prescribed and intended by the Acts under which this Board is

incorporated and such ancillary activities as the Board may from time to time by Resolution deem appropriate.

15. No Byelaw adopted by the Board shall be altered or rescinded save by Resolution of the Board. The Resolution shall be provided to Board members in writing twenty-one days in advance of the Board Meeting.

**Part II**  
**BYELAWS OF THE NATIONAL GALLERY OF IRELAND**  
**Adopted 9 October 2014**

The Governors and Guardians of the National Gallery of Ireland (the 'Gallery') in exercise of the powers vested in them by Section 14 (and Section 61(2)) of the National Cultural Institutions Act 1997 have adopted the following Byelaws for the care, maintenance and protection of the Gallery.

1. The Gallery shall be open to the public on all days except, Good Friday, Christmas Eve, Christmas Day and St. Stephen's Day during the following hours:
  - a. 9.30am to 5.30pm on Mondays, Tuesdays, Wednesdays, Fridays and Saturdays
  - b. 9.30am to 8.30pm on Thursdays and
  - c. 11.00am to 5.30pm on Sundays (from 2/11/2014)These opening times may be temporarily altered as the Gallery management considers necessary.
2. In order to safeguard the collection and exhibitions and for the convenience of the public using the Gallery, visitors are not allowed to carry the following items, which must be deposited in the Gallery cloakrooms: (a) Umbrellas, (b) Large cases/bags if equivalent, (c) Rucksacks.
3. The Gallery is a no smoking area.
4. Food and beverages may not be consumed in the Gallery except in the Restaurant and Café(s) and at events approved by the Gallery.
5. Public Photography Policy:
  - a) The National Gallery of Ireland/NGI permits still and video photography for personal (non-commercial) use in the public galleries except in special exhibition areas or where specifically prohibited.
  - b) Photography of general architectural features of the interior and exterior of the NGI building is allowed.
  - c) The use of flash, tripods, monopods or supplementary video lighting is not permitted.
  - d) Photography of works in copyright or on loan is not permitted and is clearly marked on display labels.
  - e) From time to time, filming or photography is carried out in the Gallery. If staff or members of the public wish to be excluded, please avoid any areas where camera crews/photography is visible.
6. While in the Gallery:
  - (a) children must be accompanied by a parent or guardian at all times.
  - (b) Visitors are not allowed to touch the artworks or exhibits.
  - (e) Visitors may not sell, offer or display/exhibit goods of any kind.
  - (d) Visitors are requested not to speak on mobile devices and to turn them to silent when they are on Gallery premises.

(e) Visitors must treat Gallery staff and other visitors courteously and with respect on Gallery premises.

8. Visitors to the Gallery are obliged to comply with all directions or instructions given by a member of the Gallery's staff. Any visitor, whom Gallery staff consider to be behaving in a manner which contravenes these Byelaws, may be refused admission.
9. Lost property found by visitors in the Gallery should be handed to a member of the Gallery's staff or the Information Desk. All lost property will be handled in accordance with the Gallery's *Lost and Found Policy*.
10. The Gallery will take reasonable steps to ensure that visitors and their property do not suffer any injury or damage. However, use of Gallery premises and its facilities is entirely at the visitors' own risk and the Gallery does not accept liability for any loss or damage, howsoever caused.
11. A visitor may make a complaint by: contacting a member of Visitor Services, emailing: [visitorservices@ngi.ie](mailto:visitorservices@ngi.ie), or by completing an NGI comment card.
12. The Board may from time to time provide for the fixing of fees and charges in respect of entry to any special exhibition or other event held in the Gallery.

### **Appendix 1**

#### **Terms of Board Resolution**

'Steps for the Election of a Chairperson of the Board' to be included in the Byelaws:

#### **STEPS FOR THE ELECTION OF A CHAIR OF THE BOARD**

**Agreed 9 December 2010, Adopted as part of the Byelaws 6 June 2011**

1. The signed names of contenders, proposers and seconders to be sent to the Returning Officer (to be named) 21 days ahead of the \*April meeting and the details to be immediately circulated to all board members. Proposers and seconders may support one candidate only.
2. The April meeting to be chaired by the outgoing Chairperson unless he/she is a contender. In that case the Vice Chair, or any other member agreed, will take the chair for this item on the Agenda.
3. On Election Day it is the first item on the Agenda. The contenders absent themselves until called alphabetically back to the meeting and then address the board for a maximum of 10 minutes and take questions and retire again. After presentations, the contenders rejoin the meeting and participate in a secret ballot on pre-printed ballot papers.
4. In the event of no candidate receiving 50% of the votes, the person with the lowest number of votes will be eliminated and the members vote (and continue to vote) on the remaining candidates until 50% is achieved. Any tie votes would be determined by secret ballot.
5. The returning officer, witnessed by the Chair, would count the votes and inform the board of the results in each case.

\*NB. The Byelaws state that: "At the second Board Meeting of each calendar year, the Board shall elect one of its members to fill any vacancy arising in the position of Chairman or Vice Chairman. The period of office of the chairman shall be three years etc...".



