



THE BOARD TRANSITION PERIOD

This document explains how the IKA will transition to a new 11-Director Board if the proposal to restructure the Board is approved by members at the 2026 AGM. The transition period will ensure continuity, stability, and a smooth handover of knowledge, while supporting new directors as they take on their roles.

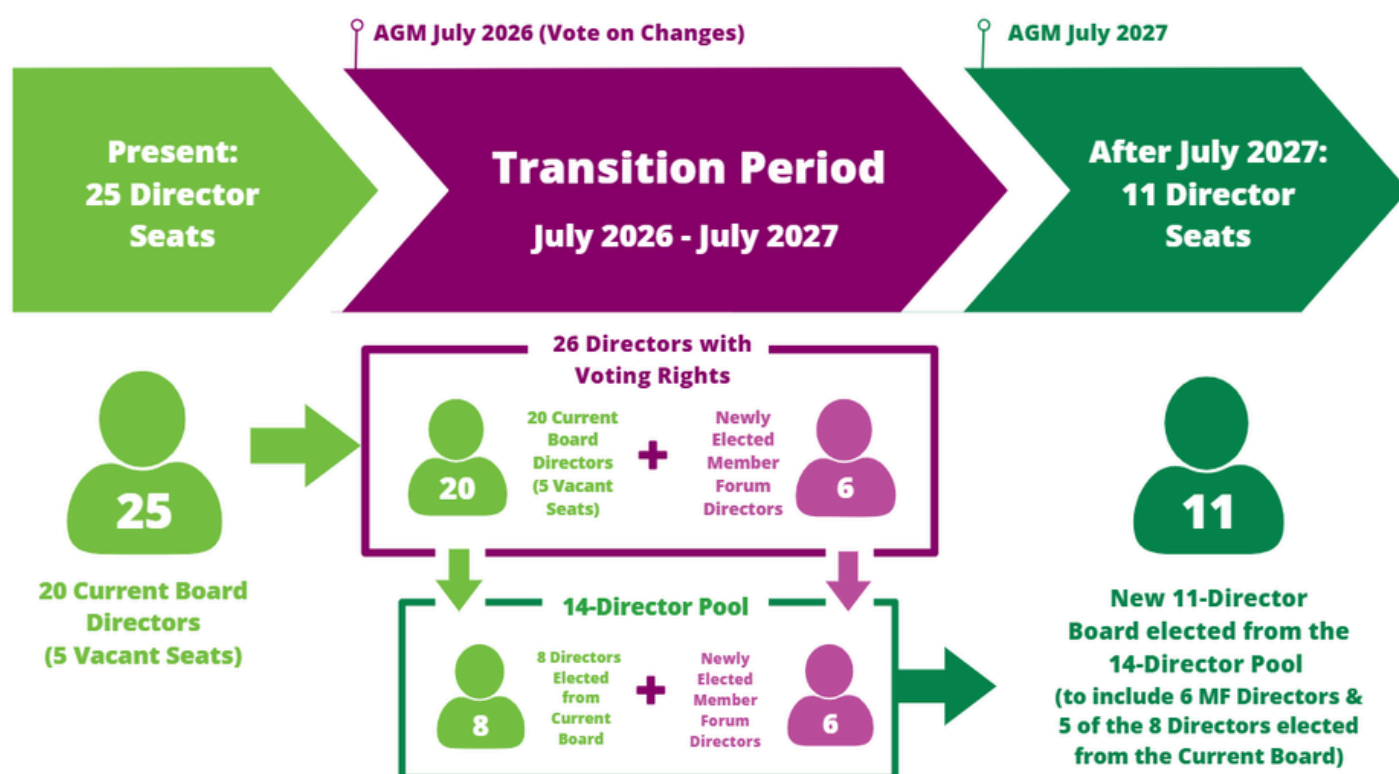
For further information about the AGM vote on constitutional changes, visit ika.ie/AGM

Background

At the 2026 AGM, IKA members will vote on a proposal to restructure the IKA. If approved, the Board will move from a structure of 25 directors (one from each Branch) to a smaller, more skills-based 11-member Board. This change is necessary to ensure our Board can operate effectively, to meet its strategic, governance, oversight, financial, and legal responsibilities, while at all times ensuring the patient voice is represented through the establishment of the Member Forum. Studies show that smaller boards are more efficient, with a focus on decision-making, rather than information sharing.

Why a Transition Period is Needed

Restructuring the Board from 20 directors (five seats are currently vacant) to 11 is a significant change. Current directors bring valuable experience, context, and organisational knowledge that supports good decision-making. A structured transition period allows the IKA to retain this knowledge, support new directors as they take on their roles, and ensures stability for the organisation while the new structure is implemented. The transition period is expected to run from July 2026 to July 2027.



HOW THE TRANSITION WILL WORK

After the 2026 AGM (subject to member approval at the AGM)

- **The current Board of 20 will remain in place and continue to serve its full elected term until the 2027 AGM.** This ensures continuity and respects the mandate already given by members.
- **Six new directors will be elected by the National Member Forum,** with one of these directors representing each of the six HSE regions. They will join the current 20 sitting directors to form a **new 26-member Transition Board.**

The Transition Period (July 2026 to July 2027)

- **During the transition period, the Board will consist of 26 directors, with new and existing directors working together as a single Board.**
- All directors will have equal voting rights and responsibilities.
- The purpose of this transition period is to support shared learning and knowledge transfer, maintain continuity in leadership and governance, and ensure strong preparation for the new, smaller Board structure.

Preparing for the 11-Seat Board

- At the start of the transition period, **the 20 current directors will elect eight from their group to a temporary 'Director Pool'. Five of these eight will eventually be elected onto the 11-seat Board in advance of the 2027 AGM.**
- Choosing eight directors at this stage instead of five allows for unplanned retirements, and provides sufficient flexibility to meet necessary skill requirements in 2027. In electing these eight directors, the Board must endeavour to satisfy the legal requirements for specific director skills.
- Together with the six Member Forum-elected directors, these eight directors will form the **'14-Director Pool'.**

2027 AGM

- At the 2027 AGM (which is expected to be held in July 2027), the **six directors elected by the Member Forum in 2026 will remain on the Board,** providing continuity and national representation.
- At the same time, **the current 20 directors who were elected in 2025 will complete their terms and step down. The 14-Director Pool will then elect five of the eight Board-elected directors onto the new 11-seat Board.**
- This will ensure the Board continues to meet the skill and experience standards required under the Charities Governance Code beyond 2027.
- **Non-member Directors** will only be appointed by the Board to positions as relevant vacancies arise or from the 2028 appointment cycle onwards. This is to allow the new 11-seat Board time to settle and establish itself during its first year.

For further information, visit the FAQs on our AGM webpage at [IKA.ie/AGM](https://www.ika.ie/AGM)