

# Donnybrook Tidy Towns Constitution



**FÁILTE GO DTÍ  
DOMHNACH BROC  
WELCOME TO  
DONNYBROOK**

***Bunreacht na Balle Stachúmhara Domhnach Broc***

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## 1. NAME

- 1.1. The name of the group shall be “Donnybrook Tidy Towns” - hereafter referred to as the group.

## 2. OBJECTIVES

- 2.1. The main objective for which this group was established is to enhance the physical and social environment of Donnybrook Village, Dublin 4 and to represent Donnybrook Village in the National Tidy Towns competitions, for the benefit of the Donnybrook community. These objectives will be achieved through the work of our volunteers, grant funding from Dublin City Council and local fundraising.
- 2.2. To represent Donnybrook Village in the National Tidy Towns competitions, Dublin Neighbourhood Awards and any other competitions as deemed beneficial to the promotion of the Village, by decision of the committee.
- 2.3. Liaise with governing authorities such as Dublin City Council to aid in the development and management of litter free, clean and green environment for the Village.
- 2.4. The group will uphold equal opportunities and work towards good relations amongst all members of the community, specifically prohibiting any conduct which discriminates or harasses on grounds of race, religion, disability, political belief, sex or sexual orientation.
- 2.5. The group will be non-political and non-sectarian.
- 2.6. These objectives will be achieved with grant funding from Dublin City Council grants and local fundraising.

## 3. MEMBERSHIP

- 3.1. Membership shall be open to all residents, proprietors, business's and interested groups in the vicinity of Donnybrook.
- 3.2. Each member shall be entitled to one vote at general meetings.
- 3.3. All voting members must be at least 18 years of age.
- 3.4. Membership shall be free of subscription.

## 4. THE COMMITTEE

- 4.1. A committee shall be elected at the [Annual General Meeting](#) (AGM) of the group and shall serve for 12 months.
- 4.2. The committee shall consist of at least three members namely: Chairperson, Secretary and Treasurer. These members shall have the power to co-opt other members on to the committee during the course of the year. Trustees are also invited to serve on the Committee.
- 4.3. All committee members will have equal voting rights.
- 4.4. The AGM shall elect from within their numbers a Chairperson, Secretary and Treasurer. No committee member shall fill more than one position. Only one officer position per household, business or grouping of the aforesaid three principal officer positions of Chairperson, Secretary or Treasurer. [\(See amendment 1\)](#)
- 4.5. Where a position on the officer board becomes vacant during the course of the year for whatever reason, then the committee shall co-opt a member to fulfil the duties of the role.
- 4.6. The committee and office bearers shall make and carry out decisions in accordance with the objectives of the group as outlined in [section 2](#) above.
- 4.7. Meetings of the committee shall be open to any member of the group who is invited to attend.
- 4.8. There must be at least three of the committee members present for any decisions to be made at a committee meeting.
- 4.9. Committee members can be voted off if they have not attended three consecutive meetings without good reason and have not submitted their apologies.
- 4.10. Committee members must declare any interest they may have in the topic under discussion and the committee will decide if they need to forfeit their right to vote on this occasion.
- 4.11. Committee members will be familiar with this constitution and with their respective roles in the Group committee policy document ([Appendix A](#)). Any alteration to the content of this document will be subjected to section 4.8 above.

## 5. CONDUCT OF BUSINESS OR STANDING ORDERS

- 5.1. The chairperson shall chair all meetings of the group.
- 5.2. Members may speak only through the Chair.
- 5.3. Decisions will be agreed by a simple majority, voted in through a show of hands, or if deemed necessary a secret ballot.
- 5.4. In the event of a divided vote on decisions to be made, the chair shall have the casting vote.
- 5.5. Meetings will start and end at a time agreed by the committee unless all those present agree otherwise.
- 5.6. Any offensive behaviour, including racism, ageism, sexism or inflammatory remarks will not be permitted.
- 5.7. Any member who brings the group into disrepute or refuses to comply with the constitution shall be cautioned/expelled on a majority vote of the full committee.
- 5.8. Any such member will have the right to appeal within 28 days of an expulsion. The appeal shall be heard by the membership at an [Extraordinary General Meeting](#) called for that purpose.
- 5.9. The Secretary shall deal with all correspondence.
- 5.10. Agendas will be distributed to the membership at least four days before a meeting, where possible. Items for the agenda should be forwarded to the Secretary and Chair seven days before the meeting, where possible.
- 5.11. Minutes will be read prior to every meeting where possible.
- 5.12. The committee shall conform to and sign up annually to the principles of “The Governance Code for the Community Voluntary and Charity Sector in Ireland” Type A. <http://www.governancecode.ie>

## 6. FINANCES

- 6.1. The group may raise funds by obtaining grants from other bodies or by fundraising schemes, by seeking voluntary contributions by local business organisations. All money raised by or on behalf of the group shall be applied to further its objectives.
- 6.2. A bank account shall be opened and maintained in the name of the group.
- 6.3. The Treasurer, Secretary and/or the Chairperson and/or Trustee shall be signatories on the account and all bank transactions shall require two of these signatures.
- 6.4. Accounts shall be kept by the Treasurer, and made available upon request to any committee meeting where they may be inspected. Failure to bring the books on request to a meeting on three consecutive occasions will mean the Treasurer will be asked to resign
- 6.5. All expenditure shall be agreed and controlled by the committee. Receipts should be obtained for all expenditure.
- 6.6. No officer shall sign a blank cheque – all cheque amounts must be filled in before signatures are added.
- 6.7. A second committee member will be asked to verify the accuracy of the accounts before being presented to the AGM and signed off to this effect.
- 6.8. All correspondence of the group including the bank statement shall be addressed to the secretary.
- 6.9. The income and property of the body shall be applied solely towards the promotion of main object(s) as set forth in this Constitution. No portion of the body's income and property shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit to members of the body. No charity trustee\* shall be appointed to any office of the body paid by salary or fees, or receive any remuneration or other benefit in money or money's worth from the body. However, nothing shall prevent any payment in good faith by the body of:
  - 6.9.1. reasonable and proper remuneration to any member or servant of the body (not being a charity trustee) for any services rendered to the body;
  - 6.9.2. interest at a rate not exceeding 1% above the Euro Interbank Offered Rate (Euribor) per annum on money lent by charity trustees or other members of the body to the body;
  - 6.9.3. reasonable and proper rent for premises demised and let by any member of the body (including any charity trustee) to the body;
  - 6.9.4. reasonable and proper out-of-pocket expenses incurred by any charity trustee in connection with their attendance to any matter affecting the body;

6.9.5. fees, remuneration or other benefit in money or money's worth to any Company of which a charity trustee may be a member holding not more than one hundredth part of the issued capital of such Company;

6.9.6. Nothing shall prevent any payment by the body to a person pursuant to an agreement entered into in compliance with section 89 of the Charities Act, 2009 (as for the time being amended, extended or replaced).

\*charity trustee as defined by section 2(1) of the Charities Act, 2009

## **7. ANNUAL GENERAL MEETING (AGM)**

- 7.1. An AGM shall be held every year before March end to discuss the activities of the group, to receive the accounts and to elect the committee.
- 7.2. The AGM shall be held at a suitable venue to accommodate as many members as possible.
- 7.3. The quorum shall be 51 % of members present, with a minimum of 5 attendees.
- 7.4. Notice of at least 7 days shall be given to members of the AGM.
- 7.5. At the AGM the resignation of all committee members will be accepted and a new committee elected.

## **8. EXTRAORDINARY GENERAL MEETING (EGM)**

- 8.1 EGM's may be called by the committee when deemed necessary or by any member with the support of at least 3 committee members and written support of at least 5 voting members.
- 8.2 Notice of at least 7 days shall be given to members of an EGM
- 8.3 Voting rules as per AGM's and as per this constitution will apply to EGM's.

## **9. CHANGES TO CONSTITUTION**

- 9.1. This constitution shall only be changed at the AGM or an Extraordinary General Meeting of the group.
- 9.2. For decisions to be taken there must be a quorum of at least 3 committee members of at least 51% of members present, with a minimum of 5 attendees. The voting shall be by simple majority of those present.

- 9.3. All members shall be given the required notice as defined by the meeting requirements, along with the proposed changes.
- 9.4. Proposed changes must be submitted to the secretary in writing not less than 28 days before the AGM.
- 9.5. The organisation must ensure that the Charities Regulator has a copy of its most recent governing instrument. If it is proposed to make an amendment to the governing instrument of the organisation which requires the prior approval of the Charities Regulator, advance notice in writing of the proposed changes must be given to the Charities Regulator for approval, and the amendment shall not take effect until such approval is received.

## 10. CHILD PROTECTION

- 10.1. The group will ensure that any activities they are involved with will be a safe environment for children.
- 10.2. If group activities are to involve children a Child Protection Policy will be adopted and a committee member will be appointed to take responsibility for its implementation.
- 10.3. A parent / guardian must accompany at all times any children (under the age of 18 or considered to be a vulnerable adult) on all activities organised by Donnybrook Tidy Towns.

## 11. LEASES AND AGREEMENTS

- 11.1. As trustees for and on behalf of the group, the current Chairperson, Secretary and Treasurer, may enter into leases and access agreements that are transferable to on-going elected office bearers to further the objectives of the group as set out in [section two](#) above.
- 11.2. Equipment or assets purchased on behalf of the group shall remain the charge and responsibility of the committee.
- 11.3. The secretary shall be appointed custodian of all agreements and documentation relating to the group and its activities.



## 12. DISSOLUTION OF THE GROUP

- 12.1. The group may only be dissolved by a special meeting called for that purpose. Such a meeting shall come about following a proposal in writing signed by a simple majority of those remaining on the committee being submitted to the Secretary.
- 12.2. All members shall be informed of such a meeting at least 21 days before the date of the meeting.
- 12.3. Dissolution of the group shall only take effect if agreed by two thirds of the members present and voting at that meeting.
- 12.4. If upon the winding up or dissolution of the group there remains, after satisfaction of all debts and liabilities, any assets whatsoever, it shall not be paid to or distributed among the members of the group. Instead, such assets shall be given or transferred to some other charitable institution or institutions having main objects similar to the main objects of the group. The institution or institutions to which the assets is to be given or transferred shall prohibit the distribution of their income and property among their members to an extent at least as great as is imposed on the group under or by virtue of Clause 6.9 hereof. Members of the group shall select the relevant institution or institutions at or before the time of dissolution, and if and so far as effect cannot be given to such provisions, then the property shall be given or transferred to some charitable object with the agreement of the Charities Regulator. Final accounts will be prepared and submitted that will include a section that identifies and values any assets transferred along with the details of the recipients and the terms of the transfer.
- 12.5. Any money received via funding bodies and not utilized after dissolution, should be returned to the funders in relation to the funding criteria.
- 12.6. On dissolution, any documents belonging to the group shall be disposed of in a manner agreed by that meeting.

**13. DECLARATION**

This constitution was adopted at the AGM of the Donnybrook Tidy Towns Group on this date \_\_\_\_\_ and witnessed by the following.

Signed Print Name:

Chairperson \_\_\_\_\_ Signature \_\_\_\_\_

Secretary \_\_\_\_\_ Signature \_\_\_\_\_

Treasurer \_\_\_\_\_ Signature \_\_\_\_\_

## 14. APPENDIX A

### 14.1 Committee Policy Document.

#### *14.1.1. Role of the chair*

The functions of the chair include (but are not limited) to:

**Chairing all meetings of the group.** During a meeting the chair is responsible for:

- Introducing any guest speakers
- Introducing each agenda item and provide any relevant background information
- Encouraging the participants to make decisions
- Make sure that the meeting stays on track and finishes on time
- Allow everyone who wishes to speak to do so (time permitting).

**Other functions carried out by the chair include:**

- Guiding the group to meet its objectives (aims).
- Greeting and introducing guests to group events.
- Main spokesperson for group.

#### *14.1.2. Role of the secretary*

The secretary is the main contact for correspondence of the Group. The functions of the secretary include (but are not limited to):

- Taking minutes of meetings, filing same and ensuring committee members are briefed on content.
- Informing the committee about correspondence sent to and from the group.
- Writing and receiving correspondence on behalf of the group
- Preparing the agenda (usually with the chair) for meetings.
- Attending other meetings on behalf of the group
- Preparing and distributing the groups newsletter
- Compiling and presenting the Annual Secretary's report summarising groups activities.
- Organising venues and facilities for all group meetings.
- Liaising with the groups stakeholders i.e. Dublin City Council, Business community.
- Completing application forms and applying for grants on behalf of the group.
- Custodian of group documents and assets.

#### *14.1.3. Role of the treasurer*

The functions of the treasurer include (but are not limited to):

- Opening and managing the bank account in the name of the Group
- Paying any bills incurred
- Keeping a written record of money received and money spent
- Reimbursing committee members' expenses
- Custodian of any petty cash.
- Preparing and presenting end of year financial report for the group's annual general meeting (AGM).
- Advising the group on financial matters.

## 15. Appendix B

### 15.1 Constitutional Amendments

Version Date	Section	Previous Wording	Current Wording	Meeting
V1.1 11/2/2019	4.4	he AGM shall elect from within their numbers a Chairperson, Secretary and Treasurer. No committee member shall fill more than one position. Only one officer position per household, business or grouping of the aforesaid three principal officer positions	The AGM shall elect from within their numbers a Chairperson, Secretary and Treasurer. No committee member shall fill more than one position. Only one officer position per household, business or grouping of the aforesaid three principal officer positions, of <b>Chairperson, Secretary &amp; Treasurer.</b>	AGM
V1.2	12.4	Any assets remaining after desolation and meeting the group's liabilities must be distributed among local charities or other community group with aims similar to the group, nominated by that meeting.	If upon the winding up or dissolution of the group there remains, after satisfaction of all debts and liabilities, any assets whatsoever, it shall not be paid to or distributed among the members of the group. Instead, such assets shall be given or transferred to some other charitable institution or institutions having main objects similar to the main objects of the group. The institution or institutions to which the assets is to be given or transferred shall prohibit the distribution of their income and property among their members to an extent at least as great as is imposed on the group under or by virtue of Clause 6.9 hereof. Members of the group shall select the relevant institution or institutions at or before the time of dissolution, and if and so far as effect cannot be given to such provisions, then the property shall be given or transferred to some charitable object with the agreement of the Charities Regulator. Final accounts will be prepared and submitted that will include a section that identifies and values any assets transferred along with the details of the recipients and the terms of the transfer.	
V1.2	9.5	(none)	The organisation must ensure that the Charities Regulator has a copy of its most recent governing instrument. If it is proposed to make an amendment to the governing instrument of the organisation which requires the prior approval of the Charities Regulator, advance notice in writing of the proposed changes must be given to the Charities Regulator for approval, and the amendment shall not take effect until such approval is received	
V1.2	6.9	(none)	The income and property of the body shall be applied solely towards the promotion of main object(s) as set forth in this Deed of Trust /Constitution / Rules. No portion of the body's income and property shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit to members of the body. No charity trustee* shall be appointed to any office of the body paid by salary or fees, or receive any remuneration or other benefit in money or money's worth from the body.	
V1.2	2.1	The enhancement of the physical and social environment of Donnybrook Village.	The main objective for which this group was established is to enhance the physical and social environment of Donnybrook Village, Dublin 4 and to represent Donnybrook Village in the National Tidy Towns competitions, for the benefit of the Donnybrook community. These objectives will be achieved through the work of our volunteers, grant funding from Dublin City Council and local fundraising	
V1.2	10.3	(none)	A parent / guardian must accompany at all times any children (under the age of 18 or considered to be a vulnerable adult) on all activities organised by Donnybrook Tidy Towns.	

V1.2	4.2	The committee shall consist of at least three members namely: Chairperson, Secretary and Treasurer. These members shall have the power to co-opt other members on to the committee during the course of the year.	The committee shall consist of at least three members namely: Chairperson, Secretary and Treasurer. These members shall have the power to co-opt other members on to the committee during the course of the year. Trustees are also invited to serve on the Committee.	
V1.2	6.3	The Treasurer, Secretary and/or the Chairperson shall be signatories on the account and all bank transactions shall require two of these signatures.	The Treasurer, Secretary and/or the Chairperson and/or Trustee shall be signatories on the account and all bank transactions shall require two of these signatures.	