

Consitution of Ballyphehane Tidy Towns



CONSTITUTION -of BALLYPHEHANE TIDY TOWNS

1. Name

The name of the Body is Ballyphehane Tidy Towns.

2. Main Object

- 2.1 The main objective for which this group was established is to enhance the physical and social environment of Ballyphehane, Cork and to represent Ballyphehane in the National Tidy Towns competitions, for the benefit of the Ballyphehane community. These objectives will be achieved through the work of our volunteers, grant funding from Cork City Council and local fundraising.
- 2.2 To represent Ballyphehane in the National Tidy Towns competitions, Dublin and any other competitions as deemed beneficial to the promotion of the area, by decision of the committee.
- 2.3 Liaise with governing authorities such as Cork City Council to aid in the development and management of litter free, clean and green environment for the area.
- 2.4 To enhance the physical health and well-being of the Ballyphehane community by supporting the development and maintenance of green spaces for exercise, jogging, walking, cycling, and other recreational activities.
- 2.5 To strengthen and encourage community participation in all projects undertaken in the community.
- 2.6 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.
- 2.7 The group will be non-political and non-sectarian.

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2.8 These objectives will be achieved with grant funding from Tidy Towns Ireland, Cork City Council grants, Cork City Council Councillors Ward Funding and local fundraising.

3. Members

The members of the Body shall be (i) the founding members named at the end of these Rules and (ii) such other persons as the Executive shall from time to time admit to membership and as shall sign a written consent to become a member.

3.1 Membership shall be open to all residents, proprietors, business's and interested groups in the vicinity of Ballypnehane.

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. Rights of Members

Membership of the Body is not transferable and shall cease:-

(a) on the member's death or bankruptcy;

(b) if the member resigns by serving notice in writing to the Executive at the Body's principal place of business.

5. Committee

5.1 A committee shall be elected at the Annual General Meeting (AGM) of the group and shall serve for 12 months.

5.2 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.

5.3 All committee members will have equal voting rights.

5.4 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.

5.5 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.

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- 5.6 The committee and office bearers shall make and carry out decisions in accordance with the objectives of the group.
- 5.7 Meetings of the committee shall be open to any member of the group who is invited to attend.
- 5.8 There must be at least three committee members present for any decisions to be made at a committee meeting.
- 5.9 Committee members can be voted off if they have not attended three consecutive meetings without good reason and have not submitted their apologies.
- 5.10 Committee members must declare any conflict of interest they may have in the topic under discussion in meetings, and the committee will decide if they need to forfeit their right to vote on such an occasion.
- 5.11 Committee members will be familiar with this constitution and with their respective roles as outlined in section 6.

6. Officers Roles

6.1 Role of the Chairperson

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

(a) 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).

(b) Other functions carried out by the Chairperson include:

- Guiding the group to meet its objectives.
- Greeting and introducing guests to group events.

- Main spokesperson for group.

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6.2 Role of the Secretary

(a) 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. Cork City Council, Business community.
- Completing application forms and applying for grants on behalf of the group.
- Custodian of group documents and assets.

6.3 Role of the Treasurer

(a) 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).

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- Advising the group on financial matters

6.4 Role of Public Relations Officer

(a) The functions of the Public Relations Officer include (but are not limited to):

- The Public Relations Officer will be responsible for upkeep of the group's social media outside of its website, including its forums, pages and blogs, and for posting up-to-date information and event pages on these media. Event pages must be produced at least forty-eight (48) hours in advance of an event unless extenuating circumstances permit. They must also consider additional events outside of the regular meetings of the group and work with other members of the Executive Committee and Sub-Committees to set these up.
- The Public Relations Officer must look for opportunities to work with other, likeminded groups, and relevant local charities/organisations.

6.5 Role of Environmental and Biodiversity Officer

(a) The functions of the Environmental and Biodiversity Officer include (but are not limited to):

- Shall be responsible for promoting environmental and biodiversity conservation and sustainable development in all group activities.
- To assess environmental and biodiversity projects on the ground.
- Seek out opportunities for the group to engage with, participate in, and/or support local and national environmental and biodiversity projects.

6.6 Role of Youth Liaison

(a) The functions of the Youth Liaison include (but are not limited to):

- To plan, coordinate, and execute events/initiatives/campaigns to promote youth engagement, in collaboration with the committee/group.

- Seek to mobilise young people in the community to be active agents in sustainable, positive community change.
- To consult with young people to be informed of current relevant issues faced by youth in the community.
- Seek out and build relationships with all youth-serving organisations (including Ballyphehane Tidy Towns Youth Hubs) in order to be well informed of the youth-based capacity in the community.

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6.7 Role of Education Officer

(a) The functions of the Education Officer include (but are not limited to):

- To identify relevant local/community educational needs and develop and/or seek out appropriate recreational programmes in response to these.
- Work in collaboration with relevant committee members on developing and implementing relevant educational activities in the community.
- Seek out educational opportunities for the Community and group members that may support or build the groups capacity.

6.8 Role of Fundraising Coordinator

(a) The functions of the Fundraising Coordinator include (but are not limited to):

- Researching potential sponsors.
 - Writing funding proposals and sending these to potential sponsors.
- Raise finances/funds for the group, its activities and/or individual projects.
- Developing fundraising events.
- Maintaining records of sponsors and donations in collaboration with the Treasurer.
- Organizing campaigns that will lead to donations.
- Coordinating and supporting fundraising volunteers and fundraising activities.

6.9 Role of Project Leader

(a) The functions of the Project Leader include (but are not limited to):

- The Project Leader shall be responsible for assisting their fellow committee members when necessary and/or requested. And assisting with the organization of groups events.
- Will engage with group members, and gather feedback when relevant.

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6.10 Should the need arise the Executive may permit the election of a Vice Chairperson, and the formation of project specific Sub-Committees. Definitions of such roles are outlined in Appendix A.

7. Conduct of Business or Standing Orders

7.1 The chairperson shall chair all meetings of the group.

7.2 Members may speak only through the Chair.

7.3 Decisions will be agreed by a simple majority, voted in through a show of hands, or if deemed necessary a secret ballot.

7.4 In the event of a divided vote on decisions to be made, the chair shall have the casting vote.

7.5 Meetings will start and end at a time agreed by the committee unless all those present agree otherwise.

7.6 Any offensive behaviour, including racism, ageism, sexism, disablism, homophobia, transphobia or inflammatory remarks will not be permitted.

7.7 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.

7.8 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.

7.9 The Secretary shall deal with all correspondence.

7.10 Agendas will be distributed to the membership at least four days before a meeting, where possible or otherwise agreed by the committee. Items for the agenda should be forwarded to the Secretary and Chair two days before the meeting, where possible.

7.11 Minutes will be read prior to every meeting where possible.

7.12 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>

8. Finances

8.1 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.

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8.2 A bank account shall be opened and maintained in the name of the group.

8.3 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.

8.4 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.

8.5 All expenditure shall be agreed and controlled by the committee. Receipts should be obtained for all expenditure.

8.6 All transactions will be carried out digitally where possible.

8.7 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.

8.8 All correspondence of the group including the bank statement shall be addressed to the secretary.

8.9 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:

- (a) reasonable and proper remuneration to any member or servant of the body (not being a charity trustee) for any services rendered to the body;

(b) reasonable and proper rent for premises demised and let by any member of the body (including any charity trustee) to the body;

(c) reasonable and proper out-of-pocket expenses incurred by any charity trustee in connection with their attendance to any matter affecting the body; 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;

8.10 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).

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

9. Annual General Meeting (AGM)

9.1 An AGM shall be held every year before August end to discuss the activities of the group, to receive the accounts and to elect the committee.

9.2 The AGM shall be held at a suitable venue to accommodate as many members as possible.

9.3 The quorum shall be 51 % of members present, with a minimum of 5 attendees.

9.4 Notice of at least 7 days shall be given to members of the AGM.

9.5 At the AGM the resignation of all committee members will be accepted and a new committee elected.

10. Extraordinary General Meeting (EGM)

10.1 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 3 voting members.

10.2 Notice of at least 7 days shall be given to members of an EGM

10.3 Voting rules as per AGM's and as per this constitution will apply to EGM's

11. Additions, alterations or amendments

11.1 This constitution shall only be changed at the AGM or an Extraordinary General Meeting of the group.

- 11.2 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.
- 11.3 All members shall be given the required notice as defined by the meeting requirements, along with the proposed changes.
- 11.4 Proposed changes must be submitted to the secretary in writing not less than 28 days before the AGM.
- 11.5 The Body must ensure that the Charities Regulator has a copy of its most recent Rules. If it is proposed to make an amendment to the Rules of the Body 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.

12. Winding Up

- 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 Body there remains, after satisfaction of all debts and liabilities, any property whatsoever, it shall not be paid to or distributed among the members of the Body. Instead, such property shall be given or transferred to some other charitable institution or institutions having main objects similar to the main objects of the Body. The institution or institutions to which the property 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 Body under or by virtue of Clause 5 hereof. Members of the Body 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 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.

12.6 Any money received via funding bodies and not utilized after dissolution, should be returned to the funders in relation to the funding criteria.

12.7 On dissolution, any documents belonging to the group shall be disposed of in a manner agreed by that meeting.

13. Child Protection

13.1 The group will ensure that any activities they are involved with will be a safe environment for children.

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13.2 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.

13.3 A parent, guardian or appointed committee member must accompany at all times any children (under the age of 18 or considered to be a vulnerable adult) on all activities organised by Ballyphehane Tidy Towns.

13.4 Any member under the age of 18 must have parental approval upon sign-up which expresses permission to part take in the group activities and if the minor is permitted to be photographed.

14. Leases and Agreements

14.1 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.

14.2 Equipment or assets purchased on behalf of the group shall remain the charge and responsibility of the committee.

14.3 The secretary shall be appointed custodian of all agreements and documentation relating to the group and its activities.

15. Trustees for the purpose of holding property of the Body

The property of the Body shall be vested in and held by the Trustees for the time being of the Body upon trust for the Body as beneficial owner, to be dealt with at all times as and only as the Executive Committee may, in accordance with the main objects, direct. The Trustees shall, at the request of the Executive Committee and at the cost of the Body as beneficial owner, transfer or convey the trust property to such persons, at such times and in such manner as the Executive Committee shall direct. The Trustees shall be indemnified out of the assets of the Body against present and future liabilities, actions, proceedings, claims, demands, duties and taxes and all other costs and expenses whatsoever in respect of the trust property. The Trustees shall not be required to incur any expenditure in respect of the trust property unless and until money shall have been provided by the Executive Committee for that purpose. The number of the Trustees shall be not less than three. The Body in general meeting shall have the power of appointing new Trustees.

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We, the several persons whose names and addresses are subscribed, wish to form the body or association herein named.

Names, Addresses and Signatures of Founding Members

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Appendix A – Definitions of additional Executive Roles.

1. Vice Chairperson:

- a. If the Chairperson cannot be there to represent the Body and has sent their apologies through email at least twelve (12) hours before, The Vice Chairperson may temporarily step in on their behalf.
- b. The Vice Chairperson must try to assist the Chairperson in their work when needed.
- c. The Vice Chairperson must attend all Executive Committee meetings. Should they not be able to attend they must send apologies twelve (12) hours prior to the

meeting. This must be done in the form of an email, sent to the Chairperson or Secretary.

2. Sub-committee:

- a. A Sub-Committee may be created when the need arises.
- b. The Sub-Committee must consist of one (1) Executive Committee member to link information back to the Executive Committee.
- c. The Sub-Committee is free to engage as much in the running of the group as they and the Executive Committee are willing, this can help to prepare them if they wish to apply for a position in the next AGM.
- d. The Sub-Committee must record minutes of meetings to be shared via email to The Secretary of the Executive Committee.