

CONSTITUTION

-of-

Togher Tidy Towns

1. Name

The name of the group is Togher Tidy Towns, hereafter referred to as the group.

2. Main Object

The main object for which the group is established (the “Main Object”) is enhancement of the physical and social environment of the Togher district.

3. Subsidiary Objects

As objects incidental and ancillary to the attainment of the Main Object, the group shall have the following subsidiary objects:

3.1 To represent the Togher district in the National Tidy Towns competitions, Cork Neighbourhood Awards and any other competitions as deemed beneficial to the promotion of Togher, by decision of the committee.

3.2 Liaise with governing authorities such as Cork City Council to aid in the development and management of litter free, clean and green environment for Togher.

4. Membership

4.1 Membership shall be open to all persons who volunteer with Togher Tidy Towns.

4.2 The Committee of Togher Tidy Towns is empowered to withdraw membership from any member of Togher Tidy Towns by unanimous agreement.

4.3 Membership shall be free of subscription.

4.4 Elected Public representatives may become members of the Association and the Association welcomes their involvement and interest. However, such elected Public Representatives may not offer to be and cannot be elected as officers of the Association., so as to ensure that no unfair advantage may be gained, or the perception of any unfair advantage may be raised, as against other elected Public Representatives who have not been so elected.

5. The 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.
- 5.3 A functioning committee may be formed once each of the above positions is filled by members validly elected to the position in accordance with this constitution. In addition to the above three positions, it is recommended that additional members be elected for the following roles.
 - (a) Vice Chairperson
 - (b) Public Relations Officer
 - (c) Sub-Committee Coordinator
 - (d) And 3 other members
- 5.4 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 Management of the Association between General Meetings shall be entrusted to the elected committee, who must act in accordance with the Constitution and the Rules of Association. They may make decisions on matters not covered by Constitution or Rules, but these must be approved at a Committee Meeting where a majority of the Committee Members are in agreement to authorize these decisions.
- 5.6 Any club member can declare their interest in a position, whereupon they must be proposed and seconded by two members of Togher Tidy Towns.
- 5.7 Where more than one person is nominated for a position, the person deemed elected is the person who receives the most votes. Where there is only one nomination for election, that person is deemed elected if there is a simple majority of votes in favour of their election over votes against their election.
- 5.8 The elected committee shall remain in office until the Annual General meeting of the following year.
- 5.9 Elected officers of the Club qualify for re-election to the same post they previously held up to a maximum term of three sequential years.
- 5.10 The Committee shall have the power to fill vacancies if and when they arise.
- 5.11 The Committee shall have the power to co-opt members from time-to-time and for specific projects but co-opted members shall not have a Committee vote. Co-opted members may attend Committee Meetings upon invitation by the Committee Chairperson or Secretary.
- 5.12 The Committee shall meet at regular intervals as decided by the Chairperson but not less frequently than once in every 3 months in a venue to be decided.

- 5.13 Copies of the minutes of committee meetings should be available to members on request from the Secretary.
- 5.14 Committee members can be voted off if they have not attended three consecutive meetings without good reason and have not submitted their apologies.
- 5.15 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.

6. Conduct of Business or Standing Orders

- 6.1 The chairperson shall chair all meetings of the group.
- 6.2 Members may speak only through the Chair
- 6.3 Decisions will be agreed by a simple majority, voted in through a show of hands, or if deemed necessary a secret ballot.
- 6.4 In the event of a divided vote on decisions to be made, the chair shall have the casting vote
- 6.5 Meetings will start and end at a time agreed by the committee unless all those present agree otherwise.
- 6.6 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.
- 6.7 The Secretary shall deal with all correspondence.
- 6.8 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.
- 6.9 Minutes will be read prior to every meeting where possible.
- 6.10 The Chairperson shall preside over all meetings. In his / her absence, those in attendance shall nominate a chairperson for the meeting.
- 6.11 The Minutes shall be kept by the Secretary, who shall enter therein a record of all proceedings and resolutions.
- 6.12 Standing Orders of Meetings
 - (a) Apologies
 - (b) Minutes of previous meeting
 - (c) Matters arising

- (d) Correspondence
- (e) Finances
- (f) Any other relevant items
- (g) Date of next meeting

8. **Annual General Meeting**

- 8.1 The Annual General Meeting shall be held no later than the 1st of November for the purpose of:-
 - (a) receiving the annual report of the committee for the preceding season
 - (b) receiving the statement of accounts for the preceding season
- 8.2 electing the officers and committee for the ensuing year
- 8.3 considering any amendments to the Constitution and Rules of the Club of which due notice has been given to all members. Any proposed change to the Constitution Rules by a member must be received by the Chair or Secretary at least 14 days prior to the date of the Annual General Meeting in order that members shall have sufficient notice of the proposal. At the discretion of the Chairperson, amendments not submitted at least 14 days prior to the AGM may be proposed by any member present at the AGM and voted upon.
- 8.4 At least 28 days notice shall be given to members of the date, proposed venue and draft agenda items for the Annual General Meeting. Notice of the final agenda, incorporating any proposed or amended agenda item, proposed motions, financial statements and a confirmed venue for the AGM shall be given to members at least 48 hours prior to the proposed AGM, and will be available in printed form at the proposed AGM. The accidental omission to give notice of an AGM to or the non-receipt of notice by any member shall not invalidate the proceedings at that meeting.
- 8.5 Each fully signed up member present at the meeting shall have one vote. No proxy votes will be accepted.
- 8.6 All motions proposed and voted on, and the election of committee members is by simple majority. Voting will ordinarily be by a show of hands (two ordinary members will be charged with counting hands) except in the case where two or more members request a secret ballot.

9. **Extraordinary General Meeting**

- 9.1 EGMs 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.
- 9.2 Notice of at least 7 days shall be given to members of an EGM.

- 9.3 Only business of the EGM will be discussed at the EGM.
- 9.4 Voting rules as per AGM's and as per this constitution will apply to EGM's.

10. **Club Finances**

- 10.1 The Club's financial year ends each December 31st
- 10.2 The funds of Togher Tidy Towns shall be kept in an approved financial institution.
- 10.3 Cheques shall be signed and accounts held by any 2 of the committee. Assets and equipment of Togher Tidy Towns shall vest in the officers for the time being, who shall hold same in trust for the members. All purchasing must be receipted and approved at a committee meeting.

11. **Affiliations and Sponsorships**

- 11.1 The club shall be affiliated to Tidy Towns Ireland and to such other campaigns and community groups as the Committee consider appropriate in order to carry out the objects of the Club.
- 11.2 The committee, at their absolute discretion, may approve commercial sponsorship arrangements including the placement of commercial logos on club equipment, banners, the club website, and any other Club collateral in return for financial or other support given by sponsors to the Club. Any agreements made in respect of same and signed by the Chairperson and Treasurer acting as agents for the Committee shall be binding on the Club.

12. **Child Protection**

- 12.1 The group will ensure that any activities they are involved with will be a safe environment for children.
- 12.2 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.
- 12.3 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.

13. **Leases and Agreements**

- 13.1 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.

- 13.2 Equipment or assets purchased on behalf of the group shall remain the charge and responsibility of the committee.
- 13.3 The secretary shall be appointed custodian of all agreements and documentation relating to the group and its activities.

14. **Winding-up**

- 14.1 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.
- 14.2 All members shall be informed of such a meeting at least 21 days before the date of the meeting.
- 14.3 Dissolution of the group shall only take effect if agreed by two thirds of the members present and voting at that meeting.
- 14.4 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.
- 14.5 Any money received via funding bodies and not utilized after dissolution, should be returned to the funders in relation to the funding criteria.
- 14.6 On dissolution, any documents belonging to the group shall be disposed of in manner agreed by that meeting.

DECLARATION

This constitution was adopted at the AGM of the TOGHER TIDY TOWNS Group on this date
and witnessed by the following.

Signed Print Name:

Chairperson _____ Signature _____

Secretary _____ Signature _____

Treasurer _____ Signature _____