

Draft Constitution

July 2023

**1. NAME**

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

**2. OBJECTIVES**

* 2.1.  Wexford Tidy Towns was set up for the benefit of the community and has two main objectives:-
* To enhance the physical and social environment of Wexford Town
* To represent Wexford Town in the National Tidy Towns competition

These objectives will be achieved through the work of our volunteers, associate groups, local authorities and using funding from Wexford Borough District, Wexford County Council, L.C.D.C, W.W.E.T.B and other local and National funding agencies, together with local fundraising and sponsorship.

* 2.2.  In addition, Wexford Tidy Towns may pursue the following associated objectives:-
* Take part in any other competitions or events deemed beneficial to the promotion of Wexford by decision of the committee.
* Liaise with governing authorities such as Wexford Borough District and Wexford County Council to aid the development and management of a litter free, clean and green environment for Wexford Towns
* 2.3.  In pursuing our objectives, as set out above, the group will use the following guiding principles:-
* 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.
* The group will be non-political and non-sectarian.

**3. MEMBERSHIP**

* Membership shall be open to all residents, proprietors, businesses and interested groups in the vicinity of Wexford.
* 3.2.  Each member shall be entitled to one vote at Annual General Meetings apart from the Chairperson who shall have a casting vote in certain circumstances (See Article 5.4).
* 3.3.  All voting members must be at least 18 years of age.
* 3.4.  Membership shall be free of subscription.

**Issues: Is everybody happy for the Chairperson to have a casting vote?**

 **Should we have a formal Tidy Towns Application Form?**

**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 five members including three officers namely, Chairperson, Secretary and Treasurer. These officers, acting together, shall have the power to co-opt other members on to the committee during the course of the year.
* 4.3.  All committee members will have equal voting rights. However, the Chairperson shall have a casting vote in the case of a tied vote (see Article 5.4).
* 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.
* 4.5.  Where a position on the officer board becomes **vacant** during the course of the year, for whatever reason, the committee shall co-opt a member to fulfil the duties of the role. (See 4.2 above). **Needs clarification**
* 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. The committee may invite any tidy town member to attend a committee meeting. **Why, what basis? This needs to be clarified e.g. members of sub-committees may be requested to attend a meeting of the committee to present a report or presentation or other purpose decided by the committee. A member could be asked to attend because they are making an appeal about being expelled from Tidy Towns for bringing the group into dis-repute.**
* 4.8.  There must be a quorum, including one of the officers, present at a committee meeting for any decisions to be made.
* 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 conflict of 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 or to leave the meeting while the item is being discussed.
* 4.11. Committee members will be familiar with this constitution and with their respective roles in the Group Committee Policy document (Appendix A).
* 4.12. Sub-committees may be set up by the Group to deal with specific aspects of Tidy Towns works e.g. Wexford in Bloom and Administration sub-committee

When a new sub-committee is proposed, the main committee will prepare a brief in respect of the role and functions to be carried out by the sub-committee. The main committee may review and amend the brief from time to time. The main committee may also decide to dissolve the sub-committees.

In general, the role of the sub-committee will include the preparation of reports, the drafting of plans and policy documents, the carrying out of works and the making of recommendations to the main committee. These reports/recommendations will be considered by the main committee and voted on as per Standing Orders.

All decisions will continue to be made by the main committee on behalf of Wexford Tidy Towns.

**Issues:- Is the committee happy with sub-committee as set out above?**

 **Is the committee happy with a quarter rounded up + 1 to make a quorum.?**

**5. CONDUCT OF BUSINESS OR STANDING ORDERS**

* 5.1.  The chairperson shall chair all meetings of the group. The Chairperson may appoint a member of Tidy Towns to chair a sub-committee. Appointments of this kind should remain in place until the AGM, when the Chair of any sub-committees shall resign in the same way as officers and members of the main committee. In the absence of the Chairperson, another officer of the Tidy Towns committee shall chair the meeting.
* 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.
* 5.4.  In the event of a tied vote on decisions to be made, the Chairperson shall have the casting vote.

**Issues: Does this apply to committee meetings only? Does it apply to the AGM, EGM or any other meeting where the overall membership attends?**

* 5.5.  Meetings will start and end at a time agreed by the committee unless all those present agree otherwise.
* 5.6. At meetings 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. **Does this refer to meetings only?**
* 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 committee at least four days before a meeting, where possible. Items for the agenda should be forwarded by the members of the committee or the Chair of the sub-committee to the Secretary seven days before the meeting, where possible. Items for the agenda should only come from the committee or from the Chairperson of a sub-committee.
* 5.11.  Minutes of each committee meeting will be forwarded to the committee members prior to the next scheduled meeting. First item on the Agenda will be the adoption of the minutes.
* 5.12. The committee shall conform to and sign up to the principles of “The Governance Code for the Community Voluntary and Charity Sector of Ireland”. Wexford Tidy Towns is guided by the principles of the Governance Code.

**6. FINANCES**

* 6.1. The group may raise funds by obtaining grants from other bodies or by fundraising schemes by seeking voluntary contributions from 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 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.

**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. EXTRAODINARY 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.~~ Parts of the constitution may be altered only by agreement of the elected committee.

~~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.~~

**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.

**~~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.  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.
* ~~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 Wexford Tidy Towns Group on this date \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ and witnessed by the following.

Signed Print Name:

Chairperson

Secretary

Treasurer

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Signature

Signature

Signature

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*Role of the chairperson*

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
* 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.

*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.