**[Insert Logo]**

This template is for guidance purposes only and should be edited as appropriate for your group

[Insert Group Name]

# Constitution

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| --- | --- | --- | --- | --- |
| Reference   | Approved   | Ratified   | For Review   | Amended   |
|  |  |  | (Best practice every 2 – 3 years) |  |

The above column is optional; however, it is advised for keeping records

## INTRODUCTION

Insert a brief explanation about your group, who you are, when you were formed and what your cause is.

## NAME

[Insert group name]

## 2. MISSION STATEMENT (Optional)

Example: Kildare Public Participation Network is the collective voice for all community and voluntary, environmental, and social inclusion organisations in Kildare, its purpose is to improve people’s well-being by involving the community in local decision-making.

1. **AIMS AND OBJECTIVES OF**

The aims and objectives are as follows:

 Examples:

* 1. To support the members of [insert group name] so that they can:
		+ Develop their capacity to do their work more effectively
		+ Participate effectively in activities
		+ Be included and their voices and concerns are heard

* 1. To support and encourage a process that will feed a broad range of ideas, experience, suggestions, and proposals from members into plans being developed for [insert group name]
	2. To promote [insert group name] and its aims and objectives.

* 1. To develop and promote the [insert group name] so that its work is clearly recognised, acknowledged, and understood by the community.

## 4. PRINCIPLES

[insert group name] and its members are committed to the following principles and practices:

Examples:

4.1 Implementing and abiding by best practice governance structures.

4.2 Non-sectarian and non-party political.

4.3 It does not discriminate on the grounds outlined in the Equal Status Acts 2000-2018.

4.4 Maintaining open, inclusive, and transparent organisational structures.

 4.5 Working in a collective and supportive way with all members.

## 5. MEMBERSHIP

Membership is open to all that fulfil the criteria outlined below.

[Insert the criteria appropriate for your group, including who can become a member and how]

Example:

Criteria for Membership

5.1 Members must agree with the aims, objectives and principles set out in Sections 3 & 4.

5.2 Members must carry out their activities in an open and transparent manner.

5.3 A member may be reviewed by the Committee if at any time the member claims to speak on behalf of/or represent the [insert group name] without mandate.

5.4A member shall cease to be a member, if the member no longer qualifies under the conditions laid down for membership.

5.5The following process will be used for expulsion of members:

* The proposal to expel will be placed on the agenda for the next AGM or EGM meeting of the [insert group name] and the Member concerned will be notified of the intention to raise the matter at least one month before the meeting at which the expulsion is to be considered. The Member will be given an opportunity to address the issue at the [insert group name] AGM or EGM meeting.
* The expulsion will be effective if passed by a two-thirds majority of the members present at the AGM or EGM meeting.
* If a proposal to expel a member is received, and it is not appropriate to wait for an AGM meeting, the Committee will have the authority to expel the member as long as two thirds majority are present at the Committee meeting. This action must be brought forward at the next AGM or EGM for ratification.

## 6. ANNUAL GENERAL MEETINGS (AGM)

An AGM should be held each calendar year. The maximum length that may lapse between one AGM and the next is 15 months.

The main role of the membership is to direct the operations of the [insert group name], to set overall plans, policy and procedures and to agree the annual activities and budget. The elected Committee is responsible for the administration and management between AGM meetings. Subsets or sub-committees such as activities sub-committee also inform management.

Registration is mandatory for an AGM or EGM (optional)

An AGM or EGM Meeting shall be deemed a valid meeting if at least \_\_ per cent of the Members are represented and only if at least \_\_ of those present are members of the elected Committee. There must also be an automatic and guaranteed 21 days’ notice of the meeting.

If a quorum is not available, those present may elect to proceed with either of the following:

## Option A

* The meeting should be postponed and rescheduled for a more suitable date, no later than one calendar month after the date of the original meeting.
* In the event that a quorum is not present at the rescheduled meeting, and provided that those in attendance consist of a simple majority (that is, half plus one) of all members registered to attend the meeting, the number of participants present will be deemed to be the quorum and the meeting will be validly held.
* No objections to proceedings, including resolutions, ratifications and decisions, of the rescheduled meeting shall be permitted on the basis that there was no valid quorum in attendance at the originally scheduled meeting.

## Option B

* Determine that the current attendance at the AGM or EGM is sufficient for the meeting to proceed. Decisions made at this meeting will be validly passed by a simple majority (that is, half plus one) of those in attendance.

In any event, if over 50% of the Committee Members’ terms have expired by the date of the holding of the AGM or EGM meeting, or the rescheduled AGM or EGM meeting, whichever shall apply, the requirement that the quorum include \_\_\_\_ Committee Members will cease to apply.

Decisions made between AGM meetings must be presented for ratification to the following meeting of the full membership/or next AGM. Each Member has one vote in the AGM or EGM. In the event of a tie, the Chairperson shall have the casting vote. [Include details on how proxy votes can be obtained for members that can’t attend (if applicable)]

* 1. Members must be given at least 21 days’ notice of an AGM Meeting

* 1. An agenda for the meeting will be issued to members 7 days in advance

* 1. Notice of an AGM should include:

* Draft Agenda
* Minutes of the previous AGM
* Details of any voting that will be taking place
* Documents / Decisions for ratification

6.4 [insert group name] Committee may invite guests to attend AGM or EGM meetings.

* 1. An Extraordinary General Meeting (EGM) may be called by the Committee or by notice in writing by \_\_ Full Members. At least 14 days’ notice shall be given of an Extraordinary General Meeting and the notice must contain a specification of the business to be discussed at the meeting.

* 1. Vacancies that arise on the Committee will be ratified at AGM meetings with the replacements being drawn from the full membership.

## 7. COMMITTEE

[insert group name] will be overseen by a Committee of \_\_ members, ratified by full members at an AGM meeting. Consideration should be given towards achieving gender balance. The Committee meetings will be chaired by the Chairperson unless otherwise agreed.

The purpose of the Committee will be:

7.1 To ensure the aims and objectives of the [insert group name] are met

7.2 To ensure that members are informed of developments relevant to the group

7.3 To represent members interests

7.4 To ensure the proper functioning of the [insert group name] between

 AGM meetings

 7.5 To facilitate the implementation of the decisions made at the AGM

 7.6 The Committee may establish Working-Groups or Sub-Committees if necessary

## 8. COMMITTEE MEETINGS

8.1 The Committee will meet every [insert duration] or as deemed necessary

8.2 The quorum for Committee meetings is half plus 1 of the current members

8.3 If after 30 minutes from the scheduled starting time, a quorum is not present the meeting shall stand adjourned to a date to be determined by the Committee.

8.4 If at an adjourned meeting a quorum is not present within 30 minutes from the appointed start time, the members present shall be a quorum

8.5 The Committee will strive to make decisions by consensus. If a consensus cannot be reached, those present will make decisions by way of a simple majority vote [if your committee uses proxy votes specify here]

8.6 In the event of a majority vote not being reached, the Chair will have the deciding vote

8.7 Where possible all reports given at Committee meetings and general meetings should

 be written and circulated in advance

8.8 The appropriate method of reporting for some meetings may be verbal

8.9 Minutes of meetings shall be kept to record attendance and decisions made.

## 9. CIRCUMSTANCES WHERE COMMITTEE MEMBERS WOULD BE REQUIRED TO RESIGN THEIR POSITION

9.1 Committee Members would be required to resign their position if they:

* Fail to attend three consecutive meetings of the Committee and/or subcommittees they were elected to without reasonable explanation.
* If they do not abide by the [insert group name] Code of Conduct.

## 10. ELECTIONS TO THE COMMITTEE

There are [insert number] seats on the Committee, which must be filled as follows:

10.1 Nominations should be made and approved at the AGM. Expressions of interest will be sent to all members. The Committee with a majority vote may appoint a member to the committee on an interim basis until the appointment can be approved at the next AGM.

10.2 Election is for a maximum term of \_\_\_\_ years.

10.3 Members of the Committee may serve a second term; however, no person is

 eligible to serve more than two consecutive terms.

 10.4 [insert group name] will strive to achieve a gender balance where

 appropriate.

10.5 To help prevent loss of all experience from the group at one time, nominations to the

 Committee will be staggered where possible.

## 11. DESELECTION OF COMMITTEE MEMBERS

11.1 In the event of a Committee member failing to carry out his/ her duties in an appropriate manner, the [insert group name] may deselect a Committee member in the following manner:

A proposal to deselect a member may be made by:

* A majority vote of the Committee

 or

* A simple majority of delegates at a [insert group name] AGM meeting.

11.2 The proposal to deselect will be placed on the agenda for the next Committee Meeting and the Committee member concerned will be notified of the intention to raise the matter at least two weeks before the meeting at which the deselection is to be considered. The Committee member will be given an opportunity to address the issue at the meeting.

11.3 [Insert group name] will ensure that due process will be adhered to as outlined in the Grievance Procedure.

## 12. FINANCES

12.1 [insert group name] finances will be overseen and monitored by the Committee and will be in line with their financial policy, which includes opening and operating a bank account, signatories and dissolution of the company however the Committee shall operate robust financial controls regarding all income and expenditure.

12.2 The Treasurer will provide a financial report to the Committee at each meeting.

 12.3 True accounts shall be kept of all sums of money received and expended by the

 Committee and accounts will be made available to all members prior to the AGM

 meeting.

## 13. DISSOLUTION / WINDING UP

13.1 The dissolution or winding up of [insert group name] can be made at an AGM or EGM once a quorum is met by simple majority.

13.2 Any funds or property belonging to [insert group name] will be distributed to a local charity as agreed by the majority of members at the AGM or EGM.

## 14. AMENDING THE CONSTITUTION

14.1 This Constitution has been developed by the [insert group name] in

 consultation with its members and approved at the AGM.

14.2 The Committee will ensure that a formal review of the Constitution will take place at

 least every 3 years to ensure that it remains current and relevant.

14.3 The Committee and Members may put forward a motion to amend the Constitution.

14.4 Members wishing to put forward a motion to amend the Constitution, must do so in

 writing to the Committee at least 14 days in advance of the AGM meeting.

14.5 Members must be informed of any motions to amend the Constitution at least 7 days

 in advance of an AGM.

14.6 Motions to amend/review/change the Constitution will be voted on at the AGM

 meeting and shall require a two-thirds majority of all Members present.