

# Constitution of the Rathkeale Community Council

The Rathkeale Community Council advocates on behalf of the community, petitions for support, organises projects and events that rejuvenate Rathkeale. It is a charity with a volunteer board elected by local people.

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# Constitution of Rathkeale Community Council

## Glossary

Community Council:	Community Council (Council) is made up of all members of its constituencies, sub-committees (teams) and co-opted members.
Community:	All persons residing in Rathkeale and its environs.
Constituency:	A single group of least 15 identifiable people with a common interest, a named representative, and recognised by the Executive Committee.
Co-opt:	To draft in.
Executive Committee: Board of Directors (Board)	Voting members.
Ex-Officio:	By virtue of another office.
General Meeting:	A meeting of all Community Council members and open to the public.
In Writing:	May be on paper, an email, or other technical means of communication provided a record of the communication is kept.
Officers:	Persons appointed or elected to some position of responsibility or authority.
Ordinary Meeting:	Meeting confined to the Executive Committee (voting members.)
Present or Presence:	Presence at a meeting may be in-person or when enabled, telephone/video link that facilitates participation, not just observation.
Qualified: In Good Standing:	Qualified persons In Good Standing are available, participating, have not refused background checks (e.g. Garda Vetting) and were not disqualified by the Council.
Quarterly Meeting:	An open meeting held every three months in which all the Community may participate.
Quorum:	The minimum number of members required to be present to carry out business vote.
Sub-Committee:	This is a "department" or team of the Community Council which has a specific purpose/role.
Vote, Voting: E-Voting	A vote is made by a Present person or where sanctioned by the Council or Executive Committee in writing or by electronic means.
Voting Members:	Members of the Community Council with a vote (e.g. the Executive Committee.)

## Types of Meetings:

1. Annual General Meeting (AGM)
2. Ordinary Meeting
3. Quarterly Meeting
4. Extraordinary General Meeting (EGM)

# Constitution of Rathkeale Community Council

On 30 May 2023 the members of this Council, having been selected from the Community hereby adopt this constitution which supersedes all previous versions.

## 1. Name

The Council shall be known as "Rathkeale Community Council" and hereinafter referred to as the "Council".

## 2. Aims

The Council advocates on behalf of the community, petitions for support, organises projects and events, with the intent of creating a vibrant, thriving Rathkeale where positive experiences make people want to live, shop and visit.

Therefore, the aims of the Council shall be:

- a) To maintain our affiliation with, and function as a constituent council of the organisation known as Muintir na Tíre.
- b) The involvement of all the people of Rathkeale and its environs irrespective of class, race, gender, heritage, or religion, in the promotion of the social, cultural, economic welfare and civic duties of the whole community.
- c) To represent the community in dealings with influential people, the statutory bodies, and other agencies or organisations in seeking, when considered necessary, technical, financial, regulatory, and other assistance.
- d) To facilitate where possible and desirable, independent organisations that serve the community without subsidising a few at the expense of the many or relieving their own members from the responsibility to fund their own activities.
- e) To assist where possible the local authority in the exercise of its office in the locality.
- f) To hold by rental, lease, purchase, donation or otherwise such property and effects as shall be necessary or expedient to attain those ends.
- g) Manage all properties and/or assets held in trust by the Council and its subsidiaries.
- h) To generate income as shall be necessary or expedient to attain those ends.

## 3. Rathkeale Community

All persons residing or working in Rathkeale, and its environs, are deemed to be members of the Rathkeale Community.

## 4. Rathkeale Community Council Membership

The Community Council shall consist of all the members of its various sub-committees, plus any co-opted representatives.

Those in the Rathkeale Community over the age of eighteen years are entitled to nominate candidates for, to be nominated as candidates for, and to take part in the election or other formation process of the Executive Committee.

## 5. Organisation of Community Council

The Community Council consists of 3 levels:

1. Sub-Committees or Teams
2. Executive Committee of voting members also referred to as the Board of Directors or Board.
3. Executive Officers

### Sub-Committees (Teams)

- a) A properly constituted sub-committee must have at least two (2) active core members (or other number as may be determined by the Executive Committee from time to time), to be a valid subcommittee of the Community Council.

### Executive Committee (Voting Members)

The Executive Committee shall consist of the Executive Officers (Board of Directors.)

Each member of the Executive Committee is entitled to one vote. Each Officer is considered a vice chairperson, regardless of title, reporting to the Chairperson. The voting Officers are:

- a) Chairperson
- b) Board Vice Chairperson and Chief of Staff.
- c) Vice Chairperson for the Secretariat (Secretary.)
- d) Vice Chairperson for the Treasury (Treasurer.)
- e) Vice Chairperson for Place Development.
- f) Vice Chairperson for Economic Development representing the favoured Business Constituency.
- g) Vice Chairperson for Tourism and Events.
- h) Community Liaison Officer.
- i) Vice Chairperson for Traveller Interests representing the favoured Traveller Constituency.
- j) Vice Chairperson (role to be defined by the Executive Committee)

Officers will serve for the term indicated at the time of their election and their names shall be subsequently added to the Appendix.

Favoured Constituencies must have at least thirty (30) identifiable qualified people. Officers representing such constituencies shall be nominated by members of their constituency unless otherwise determined by Community Council.

## **6. Process**

1. The Executive Committee (Board) shall be elected or selected and shall serve for the term specified at the time of their election and the election/selection or formation of the incoming Executive Committee shall be held in accordance with the procedure determined by the Community Council.
2. Nominees will be elected/appointed to the Executive Committee at the Annual General Meeting or an Extraordinary General Meeting.
3. Each member of the Executive Committee is considered head of a sub-committee/Team and may appoint qualified non-voting members to aid his/her role.
4. A formal Assistant to an Officer (e.g. Assistant Vice Chairperson) may be appointed by a majority vote of the Executive Committee. Selected Assistants may attend any meeting as a proxy of the Officer but may only vote in the Officer's absence.
5. The Executive Committee shall meet as often as may be necessary but at least six (6) times a year.
6. Ordinary Meetings of the Executive Committee shall be confined to the voting members and invited Assistants unless the present Officers start with a vote to admit non-voting guests (observers.)
7. For the purpose of Ordinary Meetings of the Executive Committee, the quorum shall be 50% of the voting members if the Chairperson is present, or 50% plus one if absent.
8. The chairperson at any meeting of the Executive Committee and its sub-committees shall, in the event of equality of voting, have a second or casting vote.
9. Members wishing to have an item or items included on an agenda must indicate what the said item or items is/are at a previous meeting or by prior consultation with the

Executive Officers. A vote cannot be taken on any matter which has not complied with this condition.

10. Progress reports from all sub-committees shall normally be submitted for consideration at the Ordinary Meetings of the Executive Committee, to be circulated with an agenda prior to meeting.
11. Sub-committees are encouraged to seek professional advice on matters pertinent to their area of activity. Before any consultation is entered into, approval for the action and its costs must first be approved by the Executive Committee.
12. The Executive Committee may from time to time appoint such new sub-committees as it may consider necessary or expedient for the purpose of carrying out specific projects and such sub-committees shall conduct their business in accordance with the directions of the Executive Committee.
13. Three (3) consecutive absences unexplained at Ordinary Meetings by a member of the Executive Committee will be understood as an implied resignation from the Executive Committee on the part of the member concerned. Such members are deemed to be lapsed.
14. Replacement of the lapsed members shall be from the sub-committees of the lapsed members with preference given to any formally appointed Assistant (see 4.)
15. One meeting quarterly shall be an open meeting in which anyone in the Community may participate.

## **7. Finance**

- a) The Executive Committee will be responsible for the proper and prudent management of all funds of the Community Council.
- b) All funds of the Community Council shall be deposited as soon as possible and not later than seven days after receipt, in such financial institution or institutions as the Executive Committee by resolution may designate.
- c) All payments issued on behalf of the Community Council shall be signed or otherwise approved in writing by any two of the following: Treasurers, Secretary, Chairperson, who shall be mandated to the financial institution to transact the financial business of the Community Council.
- d) The financial year of the council shall commence on the first of January of each year and end on the 31st of the following December effective 2024. The accounts shall be balanced, and a statement presented to the Annual General Meeting.
- e) The accounts of the Community Council shall be audited before the date of each Annual General Meeting by two members of the Community Council or by an external auditor appointed by the Executive Committee.

## **8. General Meetings**

- a) The Annual General Meeting of the Community Council shall be held in the first quarter of each calendar year but not later than March 31.
- b) An Extraordinary General Meeting of the Community Council may be called by resolution of the Executive Committee. All members shall be given seven (7) days' notice, in writing, of such an Extraordinary General Meeting.

## **9. Public Attendance**

- a) Ordinary meetings of the Executive Committee shall be confined to the voting members, their Assistants, and invited guests. One meeting quarterly shall be an open meeting in which all Community members may participate. A quorum shall be 50% plus one of the voting members present for the purpose of ordinary meetings of the Executive Committee.

- b) Members of the Community will be permitted to address the quarterly meeting and make proposals or presentations to the meeting but shall have no right to vote on any matter arising from the proposal. Any proposals arising from such presentations will be considered in camera by the executive committee. The results of the deliberations will be communicated to the community members concerned within 21 days.
- c) Notice of the Annual General Meeting shall be displayed publicly and in such a manner and in such a place that the Community shall have ample notification of date, time, and place.
- d) Meetings of the executive and the various sub-committees shall, unless otherwise specified, be private.

## **10. Removal of Officers & Members**

- a) Any member of the Executive Committee may be removed at any time but only by resolution of a majority of the members of the Executive Committee present at a special meeting called for that purpose provided:
  - i. the member has been informed in writing at least ten (10) days before such meeting for the purpose of removing him /her from office/membership.
  - ii. this notice states the time date and place of the meeting.
  - iii. the member be afforded reasonable opportunity of being heard.
- b) The meeting which removes an executive member may fill the vacancy for the unexpired term of the office of the member removed.
- c) If the member who is removed is also an elected officer, the Executive Committee members shall elect a successor at its next regular meeting.
- d) Any person may withdraw from the Executive Committee at any time.
- e) Any person who has been removed from or ceases to be a member of the Executive Committee must return all funds, books, records, keys, and property they have in their possession that the Executive Committee identifies as its property.

## **11. Interpretation of the Constitution**

- a) The Community Council is the sole authority for the interpretation of this Constitution and for any rules or byelaws made thereunder.
- b) To facilitate such a copy of the Constitution shall be made available to each member of the Community Council.

## **12. Amendment of Constitution**

- c) This Constitution can only be amended at an Extraordinary General Meeting of the Community Council. Any such proposal shall be submitted to the Secretary in writing not later than thirty days before the date of such meeting and, to be passed, shall require a two-thirds majority of those present and voting.
- d) The Council may, by a simple majority from time to time, make, repeal, or amend byelaws (not inconsistent with this constitution) it may consider necessary or desirable for the management and well-being of any subsidiary activities.

## **13. Trustees**

The property of the Community Council shall be vested in four (4) to seven (7) Trustees identified in the Appendix, Rathkeale Community Council Trustee Declaration of Trust.

The Trustees shall deal with the property of the Community Council as directed by resolution of the Community Council, of which an entry in the minutes of the meeting at which the said resolution was made, signed by the Chairperson, shall be conclusive evidence.

The Trustees shall be indemnified by the members against all liability and expense incurred by them by reason of their lawful actions as Trustees.

To be appointed Trustee a person must be a member of the Community Council, be nominated and seconded by a member and elected by a majority of the members present at an Extraordinary General Meeting. The Trustees shall respectively hold office until death or resignation, unless removed from office by two-thirds majority on members present at an Extraordinary General Meeting and voting.

The Trustees serve as ex-officio members of the Community Council and for the purpose of the business of the Community Council are regarded as a sub-committee with a chairperson responsible for liaising with other Trustees and the Council.

# Appendix

These Appendices may be updated as circumstances dictate without amending the rest of the Constitution.

## Executive Officers

<b>Role</b>	<b>Name</b>	<b>Term</b>	<b>Election</b>
Chairperson	David Lamont	2 years	AGM 30/5/23
Board Vice Chairperson and Chief of Staff.	[vacant]	2 years	AGM 30/5/23
Vice Chairperson for the Secretariat (Secretary)	[vacant]	2 years	AGM 30/5/23
Vice Chairperson for the Treasury (Treasurer.)	Podge Doherty	2 years	AGM 30/5/23
Vice Chairperson for Place Development.	Pat Neville	2 years	AGM 30/5/23
Vice Chairperson for Economic Development	Derek Downes	2 years	AGM 30/5/23
Vice Chairperson for Tourism and Events.	Valerie Foley	2 years	AGM 30/5/23
Community Liaison Officer.	Seamus Hogan	2 years	AGM 30/5/23
Vice Chairperson for Traveller Interests	[vacant]	2 years	AGM 30/5/23
Vice Chairperson (undefined)	[vacant]	2 years	AGM 30/5/23

## Others

<b>Role</b>	<b>Name</b>	<b>Term</b>	<b>Election</b>
Assistant Vice Chairperson for the Treasury	Triona Doody	2 years	AGM 30/5/23



## Rathkeale Community Council Trustee Declaration of Trust

The Community Council ratifies the following Trustees upon signing this Trustee Declaration of Trust:

1. Pat Neville, Trustee Chairperson
2. Peter Donovan, Incumbent Trustee
3. Brian Dillon, Incumbent Trustee
4. Joe Dunleavy, Incumbent Trustee

This Declaration of Trust made between:

Joe Dunleavy, Castlematrix, Rathkeale in the County of Limerick,

Peter Donovan, Lower Main Steet, Rathkeale in the County of Limerick,

Brian Dillon Castlematrix, Rathkeale in the County of Limerick,

Pat Neville, Woodville, Kyletaun, Rathkeale in the County of Limerick,

hereinafter called the "Declarants".

WHEREAS Rathkeale Community Council at its meeting held on 30 May 2023 the said Declarants hereby jointly and severally acknowledge that they will not hold any property vested in them for their Absolute use and benefit but Upon The Trusts hereinafter declared.

NOW IT IS HEREBY DECLARED that all property becoming vested in the said Declarants shall be held by them IN TRUST for said Rathkeale Community council and the members thereof absolutely and that the said Declarants will deal with said property at all times as directed by Resolution of the said Community Council and be bound by the Constitution of said community Council.

In the event of the Community Council being wound up or going out of existence or otherwise ceasing to function then any property held by or in the name of the Trustees shall automatically become vested in another charity or charities with similar purpose.

IN WITNESS whereof the parties hereto have hereunto signed their names the  
day \_\_\_\_\_ of \_\_\_\_\_, 20\_\_\_\_.

Trustee Name: \_\_\_\_\_ Signature: \_\_\_\_\_

Representing the Council:

Name: \_\_\_\_\_ Title: \_\_\_\_\_ Signature: \_\_\_\_\_

Witness Name: \_\_\_\_\_ Signature: \_\_\_\_\_