



**A friendship club for children and adults with special needs.**

## **CONSTITUTION**

### **1. NAME**

1.1 The club shall be known as the Dublin South Arch Club (the “Club”).

### **2. Main Objective**

The advancement of personal and community welfare of individuals with special needs by the provision of a friendship club for such individuals from South Dublin and North Wicklow from 7 years of age to adulthood, where they will have the opportunity to participate in recreational and learning activities, interact with each other and develop new skills. This will be achieved by providing organised social activities in a safe and friendly environment.

### **3. Income and Property**

3.1 The income and property of the Club shall be applied solely towards the promotion of Main Objects as set forth in this Constitution. No portion of the Club’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 Club.

3.2 No Director shall be appointed to any office of the Club paid by salary or fees, or receive any remuneration or other benefit in money or money’s worth from the Club. However, nothing shall prevent any payment in good faith by the Club of:

- (a) reasonable and proper remuneration to any member or servant of the Club (not being a Director) for any services rendered to the Club;
- (b) interest at a rate not exceeding 1% above the Euro Interbank Offered Rate (Euribor) per annum on money lent by Directors or other members of the Club to the Club;
- (c) reasonable and proper rent for premises demised and let by any member of the Club (including any Director) to the Club;
- (d) reasonable and proper out-of-pocket expenses incurred by any Director in connection with their attendance to any matter affecting the Club;
- (e) fees, remuneration or other benefit in money or money’s worth to any club of which a Director may be a member holding not more than one hundredth part of the issued capital of such club.
- (f) Nothing shall prevent any payment by the Club 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).

#### 4. MEMBERSHIP AND SUBSCRIPTION

4.1 The club shall be organised into Groups as follows: -

- (a) Group 1
- (b) Group 2
- (c) Group 3
- (d) Group 4
- (e) Group 5
- (f) Group 6
- (g) Group 1 shall be made up of the oldest members while Group 6 shall be made up of the youngest.
- (h) The members of all six groups listed above are referred to as “participating members” in this document.
- (i) The parents, guardians, carers and other adult relatives of the members with special needs are deemed to be members of the club and are referred to in this constitution as “managing members”.

4.2 Siblings of Participating Members shall be deemed to be Associate Members of the Club and may, at the invitation of the Group leaders (as appropriate), be entitled to participate in Club activities.

4.3 Applications for membership of the Club shall be made in writing to the Committee and are subject to the approval of the committee having regard to the circumstances that pertain in the club at the time of application.

4.4 The Committee shall be entitled to operate a waiting list for membership.

4.5 All Members with Downs Syndrome are required as a condition of membership to have medical clearance in respect of Atlanto-Axial Instability

4.6 There shall be a subscription fee payable annually. The subscription shall be reviewed each year at the AGM. Only one subscription fee shall be payable by Members in the same family.

4.7 In situations of conflict or dispute involving members, resolution in a discreet and supportive context will be the norm. The committee reserves the right to intervene for the benefit of all to assist the parties to resolve the issue in dispute and as a last resort to adjudicate on the matter for the best outcome for all.

## 5. **ACTIVITIES AND OUTINGS OF THE CLUB**

- 5.1 The aims of the Club shall be primarily achieved by the holding of events and activities in a suitable location or outings.
- 5.2 Events and activities will be organised based on the ages and capabilities of the Participating Members.
- 5.3 All activities and outing that are carried out in the club should have adequate supervision to ensure the safety and well-being of the members.
- 5.4 All Managing Members attending events or activities of the Club shall comply with Children First Act 2015. All steering committee members shall be garda vetted.

## 6. **GROUP CO-ORDINATORS**

- 6.1 The activities of the Club are dependent on the co-ordinators who are also members of the committee and their responsibilities are guided by the different policies of the club and governed by the steering committee.

## 7. **COMMITTEE**

- 7.1 There shall be one Committee for the Club which shall be elected each year at the annual general meeting (the AGM) and which shall comprise only of Managing Members. The Committee shall be comprised of the Chair, the Secretary, the Treasurer together with the co-ordinators for the six Groups of the club and other managing members as deemed appropriate by the committee provided however that the total membership of the Committee shall not be less than 6.
- 7.2 The Committee shall elect the Officers from among its number at the first meeting of the Committee following the AGM
- 7.3 The Committee shall appoint co-ordinators from among its members for each Group.
- 7.4 It will discuss and agree policy and procedures for the running of the Groups which each co-ordinator will adhere to.
- 7.5 The chairperson of the club shall be the **Designated Liaison Person (DLP)**. A Deputy Liaison Person (DDL P) shall be appointed from within the steering committee. All contact details shall be made known by the posting of a notice in a prominent place in the hall where the activities take place and on the club website.
- 7.6 No officer shall hold the same office for more than 3 consecutive terms, save in circumstances where no member of the Committee has indicated a willingness to assume such office and the Committee has been unable to fill the vacancy in accordance with Clause 6.1.
- 7.7 The Committee shall have the authority to invite Managing Members or other persons participate in their work, if this is thought desirable. However, such Managing Members or other persons may not hold office or be entitled to vote.

- 7.8 The Committee shall be required to meet on at least 4 occasions in each year and the quorum for meetings of the Committee shall be 1 person from each Group and at least one officer.
- 7.9 If a Committee member misses three consecutive meetings without apologies, he/she shall be deemed to have resigned from the Committee or his/her Office if the Committee member is an Officer.
- 7.10 The Committee shall be entitled to fill any Officer or co-ordinator vacancy from among its members, by election if necessary.
- 7.11 The Committee shall have all powers necessary for the full and efficient conduct of the operation of the Club (save as otherwise provided by this Constitution) and may do all acts or things in fulfilment of the aims of the Club.

## 8. **CODE OF BEHAVIOUR**

- 8.1 The Committee shall adopt, and keep up to date, a code of behaviour for the operation of the Club.
- 8.2 The code shall be based on the following principals
- (a) Each participating member is expected to behave in club activities and outings in a manner that does not interfere to the detriment of the enjoyment or experience of the other members of the club.
  - (b) The code will seek to support members who are having difficulties in interacting with other members in a social manner.
  - (c) Procedures should be clear and fairly applied for the good of all.
  - (d) There will be openness and transparency in the code.
  - (e) Encouragement will be given to solve issues to the satisfaction of all at an individual level between the member, his/her parents/guardians and the co-ordinator of the Group concerned.
  - (f) When necessary the committee shall have authority to adjudicate on situations.

**9. ANNUAL GENERAL MEETING/ EXTRAORDINARY GENERAL MEETING**

- 9.1 The club shall hold an AGM each year in the month of January or as soon possible thereafter.
- 9.2 The business of the AGM shall be as follows:
- a. Approval of minutes of previous AGM
  - b. Chairperson's report
  - c. Secretary's report
  - d. Treasurer's report
  - e. Approval of accounts
  - f. Designated Liaison Person's report
  - g. Reports from all groups of the club.
  - h. Election of steering committee for the forthcoming year
  - i. A.O.B.
- 9.3 At least two weeks' notice of the AGM must be given to all managing members who are entitled to attend and vote at all AGMs and extraordinary general meetings of the club.
- 9.4 An EGM may be called by giving three weeks' notice to all managing members by the steering committee or by five managing members of the club.

**10. AFFILIATIONS**

- 10.1 The club shall be affiliated to the National Federation of Arch Clubs and whatever other association deemed appropriate.

**11. FINANCES AND ACCOUNTS**

- 11.1 The club shall raise funds by whatever legal means are decided by the elected committee and such funds shall be used to benefit the participating members.
- 11.2 The committee shall maintain proper records of account and shall report on the financial position of the club at the AGM
- 11.3 A bank account or accounts shall be held in a local branch and the signatures of any two of three members of the committee (one of whom must be the treasurer) will be required at all times on cheques and withdrawal slips from current and deposit accounts.
- 11.4 At no times shall a current account be overdrawn if funds in a deposit account are not sufficient to cover such overdraft.
- 11.5 All expenditure in excess of €500 shall be subject to the approval of any two officers and shall be ratified at the next meeting of the committee.

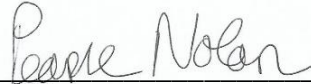
## 12. Additions, alterations or amendments


- 12.1 The Club must ensure that the Charities Regulator has a copy of its most recent Constitution. If it is proposed to make an amendment to the Constitution of the Club 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.
- 12.2 Changes to the constitution may be made at an AGM or an EGM subject to the following:
- (1) The secretary shall furnish to each managing member (in accordance with the notice requirements for an AGM or an EGM) notice of the time and place of such meeting and of the changes to the constitution, which it is proposed to be discussed.
  - (2) For a change to be passed at an EGM a majority of 75% shall be required.
  - (3) A majority of over 50% shall be required at an AGM to effect a change in the constitution.

## 13. Winding up

- 13.1 If upon the winding up or dissolution of the Club 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 Club. 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 Club. 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 Club under or by virtue of Clause 3 hereof. Members of the Club 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.
- 13.2 The club may only be dissolved by resolution passed by a 75% majority of those managing members present and voting at a properly convened AGM or EGM of the club

Certified as a true copy as adopted at the Extraordinary General Meeting of the Club held on 6<sup>th</sup> October 2020.

Signed:   
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Pearse Nolan  
Chairperson  
Dublin South Arch Club

  
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Pam McCann  
Secretary  
Dublin South Arch Club

**Note :** The young people and the parents/guardians are regarded as being members of the club. The term “**managing members**” refers to the parents/guardians of the young people. “**Participating members**” refers to the young people who are *participating* in the club activities.