

# GRASS ROOTS CONSERVATION GROUP

## CONSTITUTION

as amended 10 October 2015

1. The name of the society is: Grass Roots Conservation Group (herein after called 'the Group').
2. The purpose of the Group is to benefit the general public through the conservation, protection and enhancement of the environment on the island of Ireland.
3. In furtherance of the above purpose, the Group may ('the powers of the Group'):
  - 3.1 recruit, train, and equip volunteers with relevant skills to undertake practical environmental conservation work;
  - 3.2 implement a programme of practical environmental conservation tasks;
  - 3.2 promote and carry out, or assist in promoting and carrying out, research, surveys and investigations and publish the useful results thereof;
  - 3.3 encourage sustainable use of natural resources;
  - 3.4 promote programmes on environmental and conservation education and awareness;
  - 3.5 purchase, take on lease or in exchange, hire or otherwise acquire any real or personal property and any rights and privileges necessary for the promotion of the above purpose, and construct, maintain and alter any buildings or erections which the group may think necessary for the promotion of its purpose;
  - 3.6 employ and pay any person or persons, not being a member of the Committee to supervise, organise and carry on the work of the Group.

These actions will be pursued without distinction of age, gender, marital status, ethnic origins, personal partner preference, disability, political, religious or other opinion. Grass Roots will endeavour to be as inclusive as reasonably practicable; however the nature of some sites where Grass Roots works means that safe access may not always be possible for all potential volunteers.

#### 4. Membership

- 4.1 Admission to the group is open to all those who are interested in practical environmental conservation and who agree to the purposes of the Group;
- 4.2 Grass Roots Committee has discretion to accept or refuse admission to the Group.
- 4.3 Those who have paid the annual subscription for the current year will be entitled to vote at any General Meeting. The Committee will maintain a register of voting members.

## 5. Termination of Membership

- 5.1 A member may withdraw their membership of the Group by so notifying the Committee.
- 5.2 The Committee shall have the power to expel any member of the Group who, in the opinion of the Committee, has acted in a manner detrimental to the good interest of the Group.

## 6. Committee

- 6.1 The meetings of the Committee shall be held at least three times a year.
- 6.2 The Committee shall be elected by the voting members of the Group at the Annual General Meeting, and shall hold office until the following annual meeting.
- 6.3 The Committee should normally be 6 or a greater number and posts should consist of Chairperson, Minutes Secretary, Treasurer, Transport Officer, Tools Officer, Publicity Officer, or other such posts as the committee may from time to time determine.
- 6.4 Any vacancy on the Committee may be filled by co-option of members by the Committee.
- 6.5 The Committee may call upon persons with special knowledge to attend Committee meetings in an advisory capacity.
- 6.6 Committee members shall cease to hold office upon ceasing to be a member of the Group.
- 6.7 A Committee member may be removed by means of an Extraordinary General Meeting of the Group.
- 6.8 Nominations to the Committee may be made by a voting member, before or at a general meeting. The proposed person shall be nominated and seconded, and will be appointed by a simple majority present at the general meeting and eligible to vote.
- 6.9 A member of the Committee shall receive no remuneration from the Group for his or her duties, but shall be reimbursed for all expenses necessarily and reasonably incurred by him/her while engaged in the affairs of the Group.
- 6.10 A member of the Committee who is absent from 3 consecutive Committee meetings, shall lose his/her place on the Committee which may be filled in accordance with Clause 6.4
- 6.11 All meetings of the Group and Committee shall be presided over by its Chair person. If the Chairperson is not present within 10 minutes of the stated time, those voting members present may elect one of their numbers to take the Chair. (The Chairperson of any meeting shall have a second or casting vote)
- 6.12 The quorum of meetings of the Committee shall be 4 or such other number as the Committee may from time to time determine.
- 6.13 Members of interested groups or other persons, (at the discretion of the Committee) may be invited to attend the regular meetings of the committee or the Group.
- 6.14 No meeting shall be held or considered valid without the presence of at least four members of the Committee.
- 6.15 Proxy voting shall not be allowed at any meeting of the Group.

## 7. Functions of the Committee

- 7.1 The Committee may make such regulations, as they consider appropriate, for the efficient management of the business of the Committee and the Group.
- 7.2 The Committee may appoint such staff, as they consider necessary on such terms and conditions as they may determine.
- 7.3 The Committee may appoint such sub-committees, advisory groups or working parties of their own members and other persons as they may from time to time decide. All such sub-committees shall make regular reports on their work to the Committee.
- 7.4 The Committee will maintain insurance for volunteers on its projects, for injury to third parties, damage to property, and other such insurances as decided by the Committee.
- 7.5 The Committee will promote the Equal Opportunity statement (para 2).
- 7.6 The Committee will comply with current Health and Safety regulations.

## 8. Finance

- 8.1 Subscriptions shall be due and payable at or before the Annual General Meeting of each year. Failure to pay dues will not disbar members from attending tasks or social gatherings.
- 8.2 Two Committee members shall certify the balance sheet, containing general particulars of the Group's liabilities and assets and a statement of its income and expenditures for the fiscal year, and shall perform an annual review of the accounts of the Group.
- 8.3 A statement of accounts for the previous financial year shall be submitted by the Committee to the Annual General meeting.
- 8.4 A bank account shall be maintained in the name of the Group with The Northern Bank, or with other such bank as the Committee decides.
- 8.5 The Committee shall authorise the Treasurer and two other members of the Committee to sign cheques on behalf of the Group. All cheques must be signed by not less than 2 of the 3 authorised signatories.
- 8.6 The Committee may not borrow or raise or secure the payment of money, without the sanction of a special resolution of the Group.
- 8.7 The group shall operate without purpose of financial gain or profit for its members. Any profits or other accretions to the group shall be used in promoting the objectives of the group.
- 8.8 The Treasurer shall keep proper accounts of the finances of the group;
  - a) by producing a statement in the form of an annual balance sheet containing general particulars of the Group's liabilities and assets;
  - b) he/she shall be custodian of the funds of the Group and, subject to the control of the Committee, shall pay any and all bills and also make available to the annual general meeting an accounting of all monies of the group;
  - c) he/she shall report to the Committee at each of its quarterly meetings;
  - d) he/she shall ensure that all insurance premiums are paid by the due date.

## 9. Annual General Meeting

- 9.1 An Annual General Meeting shall be held each calendar year at a date to be set by the Committee.
- 9.2 All current Committee members must stand down but are eligible for re-election.
- 9.3 Due notice of the AGM shall be deemed to be given to all members by being advertised in the current Task Sheet not later than fourteen (14) days before the meeting.
- 9.4 At the Annual General Meeting the business shall include:
- a) election of members to serve on the committee;
  - b) consideration of the Annual Report of the work undertaken;
  - c) viewing by members of the minutes of Committee meetings, and all other necessary books and records of the Group;
  - d) consideration and approval of the accounts;
  - e) transaction of other such matters as may from time to time be considered necessary (the Chairperson has the discretion to refer any matters to an extraordinary general meeting).
- 9.5 Voting may take place by a simple majority of those present at the general meeting and eligible to vote.

## 10. Extraordinary General Meetings

- 10.1 Not less than 10 voting members shall have the power to call an extraordinary general meeting for a stated purpose:
- a) if in their opinion the Committee or any member thereof, is not acting in the best interests of the Group;
  - b) for the purpose of altering the Constitution in accordance with Clause 11;
  - c) any other stated purpose.
- 10.2 Not less than fifty percent plus one of the voting members shall constitute a quorum at such extraordinary meetings.
- 10.3 Notification of such a meeting shall be given to the Secretary who shall call a general meeting within 28 days. All voting members will be given 14 days notice, stating the reason for the meeting.

## 11. Alterations to the Constitution

- 11.1 This Constitution may be amended from time to time at any General Meeting of voting members provided fourteen days written notice be given of such a meeting and that the notice contain the text of the proposed amendments.
- 11.2 Any such amendments(s) must be approved by a simple majority of those present and eligible to vote.

12. Dissolution

12.1 The Group may be dissolved by a majority of the voting members at a general meeting.

12.2 In the event of winding up or dissolution of the group, any funds or assets of the group remaining after the satisfaction of its debts and liabilities shall be given or transferred to such organization or organizations promoting the same objectives and purposes of this group, as may be determined by the members of the group at the time of winding up or dissolution, but in the event that the foregoing provisions cannot be effected, then such funds shall be given or transferred to some other organization; provided that such organization referred to in this paragraph shall be an organization with charitable aims.

**Constitution revised and approved at the Grass Roots Conservation Group AGM on 10th October 2015.**

Signed

A. Hardcastle (Chair)

K.E.Orr (Committee)