AN TASSCE
THE NATIONAL TRUST FOR IRELAND

Standing Orders for Associations

Resolution adopted by the Council of An Taisce meeting on 1 July 1995

RESOLVED that the Council, in virtue of the authority vested in it by the Articles of Association of An Taisce, hereby requires that the Standing Orders set out below be adopted and implemented, notwithstanding any existing constitutions or standing orders, with immediate effect, by each and every Association of An Taisce, to govern the conduct of the affairs of such Associations save insofar as these Standing Orders may be modified by particular Associations with the approval of the Council to meet local requirements or out of respect for honoured tradition.

THE STANDING ORDERS OF THE ......................... ASSOCIATION OF AN TASSCE

1. The NAME of the Association shall be " ......................... ."

2. The OBJECT of the Association is to assist and publicise the work and aims of An Taisce - The National Trust of Ireland (hereafter referred to as the Company) in accordance with the Memorandum and Articles of Association and the policies promulgated by the Council of the Company.

3. The AREA in which the Association operates is defined as ".........". Before finalising or announcing any decision or policy which impacts on an areas of a neighbouring Association, the Association shall consult with such neighbouring Association to ensure agreement.

4. The MEMBERS of the Association are those whose application for membership of the Company have been accepted by Council in accordance with the Articles of Association, who live within the above-mentioned area and who have paid their current membership subscriptions. Members of the Company who reside in another area may on request become members of this Association.

GENERAL MEETINGS

An ANNUAL GENERAL MEETING shall be convened by the Committee once in each calendar year, and not more than fifteen months after the previous Annual General Meeting. It shall be held in a place within the above defined area to be decided by the Committee, and at a reasonable time having regard to the convenience of the members.

6. At least TEN CLEAR DAYS notice of any General Meeting shall be given to all members of the Association, and to the Secretary of the Company, who shall be entitled to attend as a member, or appoint another member of the Company to attend in his or her stead. A copy of the Honorary Treasurer's report (containing a copy of the financial statements of the Association) shall be circulated with the notice of an Annual General Meeting.

7. DECISIONS at any General Meeting shall be limited to those matters on which Notice of Motion had been given and shall be determined by a simple majority of the votes by members present, except that a postal ballot of all the members shall be held if called for by five or more members. The papers for the ballot shall be issued forthwith or on the day next following the meeting. The results of the ballot shall be notified to the member within a fortnight in such manner as the Committee shall decide. The chairperson shall have a second or casting vote in the event of a tie.

8. Only members as defined in Article 4 above shall be ELIGIBLE TO VOTE at any General Meeting.

9. Each individual membership, family membership or corporate membership shall have ONE
10. The QUORUM for any General Meeting shall be fifteen Members as reckoned above, or one third of the members eligible to vote, whichever is the less.

11. ANNUAL REPORTS by the Chairperson or the Honorary Secretary, and by the Honorary Treasurer (whose report shall include the Statement of Accounts), shall be prepared for adoption at each Annual General Meeting. The Association shall submit a report of its activities and the above-mentioned Statement of Accounts annually to the national officers of the Company.

12. An EXTRAORDINARY GENERAL MEETING shall be called by the Honorary Secretary within one calendar month of the receipt of a petition to this effect signed by twelve individual, family or corporate members of the Association, or by 10 per cent of the membership, whichever is the greater, for the SOLE PURPOSE of dealing with proposals contained in the said petition or matters arising directly therefrom.

13. The Committee may call an Extraordinary General Meeting if it deems it to be necessary.

14. Under the powers given it by Article 41 (a) of the Articles of Association of the Company, the Council may direct its officers to call an Extraordinary General Meeting of the Association and, notwithstanding Article 31 herein, may nominate a person to chair such Extraordinary General Meeting.

THE COMMITTEE

15. The EXECUTIVE AUTHORITY of the Association shall be vested in a Committee appointed in accordance with the regulations set out below.

16. The Committee shall be APPOINTED at each Annual General Meeting, in accordance with the following:

a. The outgoing Chairperson shall be ex-officio a member of the incoming Committee.

b. All those co-opted during the year shall retire automatically. At least half the other members of the outgoing Committee excluding the Chairperson, shall retire. If insufficient members volunteer to retire, those longest serving since their previous election shall retire. In the event of an equality of such service, retirement shall be settled among them by lot. All retiring members shall be eligible for re-election.

c. Proposals for membership of the Committee may be made and seconded at the meeting by members of the Association as defined in Article 4 above. Candidates must be members of An Taisce and must signify their willingness to serve.

d. If required, an election shall be held at the meeting to bring the number of members on the Committee to a maximum of twelve.

17. The Committee shall have power to CO-OPT to bring the number of its members up to a maximum of fourteen.

18. The Committee shall meet at least six times in each year.

19. Any VACANCY in the Committee may be filled by co-option from the general membership.

20. DECISIONS at Committee meetings shall be arrived at by consensus if possible, and failing this shall be determined by a simple majority vote, the chairperson having a second or casting vote in the event of a tie.

21. THE QUORUM for a Committee meeting shall be five members present, one at least being a current officer as defined in Article 30.

22. The Committee shall have the authority to invite EXPERT ADVISERS or An Taisce members to attend any, or part of any, meeting. Attendance at Committee meetings shall be restricted to Committee members and to persons so invited.
23. The Committee is empowered to set up SUB-COMMITTEES and to appoint members thereto and to define their terms of reference from time to time. The Committee may permit a proportion of a sub-committee, not exceeding one third, to be made up of persons who are not members of An Taisce.

24. The CHAIRPERSON of each sub-committee shall be appointed by the Committee, and must be a member of the Committee. The office of Chairperson of each sub-committee shall fall vacant at the first Committee following the Annual General Meeting.

25. Sub-committees shall have the power to CO-OPT from the membership.

26. The Committee shall not DELEGATE its authority to any sub-committee.

27. A member who has a PERSONAL OR FINANCIAL INTEREST in any matter under discussion shall make a declaration to this effect when a matter is raised, and shall not take part in any decision thereon.

28. No person shall SPEAK for the Association or ACT ON ITS BEHALF without the Authority of the Committee.

OFFICERS

29. The Committee shall elect the OFFICERS from its own membership at the first meeting after the Annual General Meeting each year.

30. THE OFFICERS shall include a Chairperson, a Vice-Chairperson, an Honorary Secretary and an Honorary Treasurer, and may include a Planning Officer. No member may act in any of these capacities if such member (i) holds an office of profit under the Company, or (ii) is directly or indirectly knowingly interested in any contract with the Company and fails to declare to the Association the nature of his interest therein.

31. The CHAIRPERSON (or in his/her absence, the Vice-Chairperson) shall PRESIDE at all Committee meetings and general meetings. If neither is present within fifteen minutes the members present shall elect one of their number to chair the meeting.

32. The VICE-CHAIRPERSON shall ASSIST or deputise for the Chairperson.

33. The HONORARY SECRETARY shall convene all meetings of the Association, keep the Minutes, carry on the correspondence on matters initiated by the Committee, and shall arrange for proper files to be kept.

34. The HONORARY TREASURER shall be accountable to the Committee for the funds of the Association, and shall furnish an annual statement of accounts at each annual General Meeting, made up to date not more than two months before the said meeting, and connecting with the balances shown in the last preceding account presented to an Annual General meeting.

35. The PLANNING OFFICER, if one is appointed, shall be responsible for all planning matters undertaken by the Committee, and shall conform with such regulations as Council requires concerning training, the handling of appeals, the submission of records to Head Office, and any other matter.

36. Normally no individual may hold the office of Chairperson, Vice-Chairperson, Honorary secretary or Honorary treasurer for more than THREE YEARS consecutively.

MATTERS REFERABLE TO COUNCIL

37. The Association shall not INCUR DEBTS without the prior written authorisation of Council.

38. Any planning APPEAL proposed to be taken by the Association shall be taken only with the prior approval of the Council, or any person or persons appointed by it (referred to as
"appointees" in this paragraph), who will be entitled to request such details and/or information as they deem necessary. Where the Council, or its appointee/s deem(s) the appeal to have national significance the appeal shall be taken in consultation with the Council or its appointees. Provided that the Association has allowed for at least seven days consideration of the appeal by Council or its nominee/s prior to final date for the appeal, the Association may proceed with the appeal if Council (or its appointee/s) fails to take any timely action in the matter.

39. The MINUTES, ACCOUNTING RECORDS OR CORRESPONDENCE FILES of the Association and of its committees shall be made available on request to Council (or to any person or persons appointed by Council), to the national officers, or to any committee to whom the Association is responsible. No other person, other than the auditor of the Company, or any person authorised by a Court, shall have right of access to the documents mentioned therein.

40. This Association may be WOUNDED UP by the Council. Under Article 41 (b) of the Articles of Association of the Company, it shall be given twenty-one days notice of the proposal for its winding up, and its Chairperson and Secretary shall have the right to attend the Council meeting to have placed before them the reasons for the proposed dissolution, and shall be given reasonable opportunity to be heard thereat. When the Association is wound up, none of its members thereafter may purport to speak or act on behalf of An Taisce or in its name.

41. In the event that the Association ceases to exist, for whatever reason, all its books, files and records, and all the funds at its disposal, shall be given over to Head Office, to be disposed of in such a manner as the Officers of the Company shall determine.

42. These Standing Orders may be SUSPENDED in whole or in part or in respect of any area of their application, and for any period specified, by the authority of the Council of the Company.

43. These Standing Orders were adopted by the Association on the day of 199... and may be modified by a resolution of the Council of the Company, and such resolution shall have effect immediately as if the provisions thereof were incorporated in these Standing Orders.