



Meeting: 45th Annual General Meeting of Clane Community Council

Date: 28th January 2019

Location: Nexus, Clane Project Centre, Prosperous Road, Clane

Proposed Agenda:

1. Minutes of the 44th AGM 2018
2. Chairperson's Report
3. Secretary's Report
4. Treasurer's Report
5. Proposed Amendments to the Constitution

Introduction

The executive advises that Clane Community Council meets the definition of charity as set out by the Charities Regulator (the regulator of charities under the Charities Act 2009), as we pass the "charity test"

- Operates in the Republic of Ireland
- Exists for a charitable purpose(s)
- Promotes this charitable purpose(s) only
- Carries out all activities to further this charitable purpose(s)
- Exists to benefit the public

Further, our activities fit within the definition of charitable purposes being "a purpose that is of benefit to the community". See Charity Regulator guidelines at <https://www.charitiesregulator.ie/media/1544/what-is-a-charity-rev-001.pdf>

We understand that as a body pursuing a charitable purpose we are required to register as a charity with the Charities Register.

If we wish to avail of charitable tax exemption (i.e. get a CHY number from Revenue) we would need to have first registered for Charitable Status with the Charities Register.

To register it is required that our Constitution effects certain required clauses.

Additionally, to effectively track amendments to our constitution it is proposed that the title include date of adoption, the reference to General Meeting January 28th 2013 is removed from clause 8.4, and a Record of Amendments is included.

And so the following Draft Motion is proposed:

That the Constitution of Clane Community Council be amended as described in Appendix A of the Meeting Agenda

6. Any Other Business
 - Clane CCTV Scheme
 - Saint Patrick's Day Parade Entry



Appendix A: Proposed changes to the Constitution of Clane Community Council

A.1 Title to be amended with date of Adoption

A.2 The following clauses to be inserted

(New Income and Property clauses)

5.5 The income and property of the Council shall be applied solely towards the promotion of the Vision and Mission Statement as set forth in this Constitution. No portion of the Council'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 Council.

5.6 No member of the Executive Committee shall be appointed to any office of the Council paid by salary or fees, or receive any remuneration or other benefit in money or money's worth from the Council. However, nothing shall prevent any payment in good faith by the Council of:

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

(Winding Up clause)

6.5 If upon the winding up or dissolution of the Council 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 Council. 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 Council.

6.6 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 Council under or by virtue of clause 6.5 hereof. Members of the Council 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.

(Additions, alterations or amendments)

8.5 The Council 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 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.

A.3 The reference to General Meeting 28th January 2013 to be removed from Clause 8.4

Current Clause 8.4:

8.4 From the date of its adoption at the General Meeting on the 28th Day of January 2013 this Constitution supercedes all previous constitutions and rules and is the only valid document governing the activities of Clane Community Council.

Proposed Clause 8.4:

8.4 From the date of its adoption this Constitution supercedes all previous constitutions and rules and is the only valid document governing the activities of Clane Community Council.

A.4 The following Record of Amendments to be inserted

Record of Amendments

Date Adopted	Description
28 th January 2013	New Constitution
28 th January 2019	Title amended with date of adoption Clauses 5.5, 5.6, 6.5, 6.6, 8.5 inserted Reference to General Meeting January 28 th 2013 removed from Clause 8.4 This record of amendments inserted