

CONSTITUTION OF THE ROYAL DUBLIN FUSILIERS ASSOCIATION

Main Objects

1. The Royal Dublin Fusiliers Association shall endeavour to:
 - 1) Remember with reverence the thousands of Irish men and women who volunteered during and as a consequence of the Great War of 1914-1918. The Association will also remember the families and loved ones of those who died and survived the War;
 - 2) Remember with reverence the men who served in the Royal Dublin Fusiliers at other times and the families and loved ones of those who died and survived;
 - 3) Attend battlefield sites and remembrance ceremonies particularly for all Irish men and women who died as a consequence of the Great War;
 - 4) Research and present the history of Ireland's participation in the Great War and in particular the role played by the Royal Dublin Fusiliers in that War and at other times;
 - 5) Present such research in the form of publications, exhibitions, seminars and public lectures;
 - 6) Promote the acquisition and preservation of historical artefacts relating to the Royal Dublin Fusiliers and the development of the Association's archive in the Dublin City Library and Archive.

Subsidiary Objects

2. The Royal Dublin Fusiliers Association shall never glorify the act of war or conflict between people. Through its work, the Association shall strive:
 - To expose the tragedy of war and hopefully contribute to its prevention;
 - To promote a balanced understanding of the tragedy that fell upon the Irish nation as a consequence of the Great War and hopefully contribute to the process of reconciliation between the people who live on the Island of Ireland.

Powers

3. In pursuing its objects, the Royal Dublin Fusiliers Association shall have the following powers:
 - a) To solicit and procure and accept and receive subscriptions, donations and sponsorship;
 - b) To use its income to further its objects including engaging relevant parties to perform services;
 - c) To do all other lawful acts as it may think incidental and conducive to its objects.

Membership

- 4.1 Membership of the Royal Dublin Fusiliers Association is open to any person who consents in writing to become a member, is approved by the Association's trustees and pays the annual membership subscription.

4.2 The Association's annual membership subscription shall be set from time to time at the Annual General Meeting and shall become payable on 1 January each year. Membership and its privileges will be withdrawn from any person who, following notification, fails to pay their annual membership subscription by a date specified by the Association's trustees.

Trustees

5.1 The affairs of the Royal Dublin Fusiliers Association shall be managed by trustees who shall number no less than five (5) and no more than twelve members. The quorum for trustee meetings is five provided that at least one trustee is the Chairman, Treasurer or Secretary. Questions before the meeting shall be decided by a majority of the votes of the attendees. In the event of an equality of votes, the chairperson of the meeting shall have a second or casting vote. Trustee meetings may be held by teleconference if the trustees so decide.

5.2 A trustee shall remain in office until the following Annual General Meeting unless s/he dies, resigns or becomes disqualified in law to act. The trustees may temporarily fill any casual vacancy in the post of Chairman, Treasurer or Secretary by appointing a trustee to the vacancy.

5.3 The trustees shall keep minutes of all Association meetings and maintain accurate and sufficient records to enable an annual report and financial accounts to be laid before the Annual General Meeting.

Income and Property

6.1 The income and property of the Royal Dublin Fusiliers Association shall be applied solely towards the promotion of the Main Objects as set forth in this Constitution. No portion of the Association'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 Association.

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

- a) reasonable and proper remuneration to any member or servant of the Association (not being a trustee) for any services rendered to the Association;
- b) interest at a rate not exceeding 1% above the Euro Interbank Offered Rate (Euribor) per annum on money lent by trustees or other members of the Association to the Association;
- c) reasonable and proper rent for premises demised and let by any member of the Association (including any trustee) to the Association;

- d) reasonable and proper out-of-pocket expenses incurred by any trustee in connection with their attendance to any matter affecting the Association;
- e) fees, remuneration or other benefit in money or money's worth to any company of which a trustee may be a member holding not more than one hundredth part of the issued capital of such company.

6.3 Nothing shall prevent any payment by the Association 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).

General Meetings

7.1 The Royal Dublin Fusiliers Association shall hold an Annual General Meeting of its members each year, normally in November or December. The business of each Meeting shall include:

- Consideration of the Secretary's report on the Association's annual activities;
- Consideration of the Treasurer's financial accounts for the preceding financial year;
- The election of Chairman, Treasurer and Secretary and the Association's other trustees.

7.2 The trustees may call an Extraordinary General Meeting of the Association at any time. The trustees shall also call an Extraordinary General Meeting within one month of the receipt by the Secretary of a written requisition signed by twenty members of the Association.

7.3 Notice of the place, date and time of any Annual or Extraordinary General Meeting, the draft agenda and any resolutions proposed for discussion shall be circulated to members' registered addresses and/or email addresses at least 14 days prior to the scheduled Meeting date. A member who wishes to move a resolution at a General Meeting shall give written notice of its terms to the Secretary at least one month prior to the Meeting.

7.4 The quorum for a General Meeting is ten members. Questions before a General Meeting shall be decided by a majority of the votes of the attendees. In the event of an equality of votes, the chairperson of the Meeting shall have a second or casting vote.

7.5 A General Meeting may be adjourned to another time or place if the Meeting so decides. Only the unfinished business of the Meeting may be considered at the adjourned General Meeting.

Winding Up

8.1 No proposal to wind up the Royal Dublin Fusiliers Association shall take effect until after it has been approved by a General Meeting.

8.2 If upon the winding up or dissolution of the Association 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 Association. 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 Association. 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 Association under or by virtue of Clauses 6.1, 6.2 and 6.3 hereof. Members of the Association 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.

Constitution

9.1 No proposal to change the Constitution of the Royal Dublin Fusiliers Association or the name of the Association shall take effect until after it has been approved by a General Meeting.

9.2 The Association must ensure that the Charities Regulator has a copy of its most recent Constitution. If it is proposed to make an amendment to the Association's 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.

Status

10. The Royal Dublin Fusiliers Association is a registered charity, and the trustees shall make every effort to maintain the Association in good standing with the appropriate public authorities.

12 December 2020