



**CONSTITUTION**

**FOR**

**NORTH KILKENNY**

**COMMUNITY FIRST RESPONDERS**

**Charity number 20205675**

## **RULES**

-of-

### **NORTH KILKENNY COMMUNITY FIRST RESPONDERS**

#### **1. Name**

The group shall be known as North Kilkenny Community First Responders Group (NK CFR) and will be comprised of Johnstown, Crosspatrick, Galmoy and Gathabawn Community First Responders (NK CFR) and Urlingford and Graine Community First Responders (UG CFR) .

#### **2. Main Object**

The aims of North Kilkenny Community First Responders will be:

- a) Provide life-saving emergency assistance via dispatch from NAS to members of the respective coverage areas as an interim measure until more qualified medical assistance is available.
- b) To promote CPR and the use of an AED (Automated External Defibrillator) by members of the community through training and information sessions held within the locality.
- c) To provide training on life-saving skills to all interested groups within the area.
- d) To work with the National Ambulance Service, CFR Ireland and all associated groups to provide up-to-date information on the techniques.

#### **3. Powers**

NK CFR shall have the following powers which are exclusively subsidiary and ancillary to the Main Object and which powers may only be exercised in promoting the Main Object. Any income generated by the exercise of these powers is to be applied to the promotion of the Main Object:

- 3.1 To solicit and procure and to accept and receive any donation of property of any nature and any devise, legacy or annuity, subscription, gift, contribution or fund, including by means of payroll giving or other similar arrangements, and including (but so as not to restrict the generality of the foregoing) the holding of lotteries in accordance with the law for the purpose of promoting the Main Object.
- 3.2 To establish and support any charitable association or institution, trust or fund, and to subscribe or guarantee money for any charitable purpose which NK CFR shall consider calculated to promote its Main Object.
- 3.3 To make application on behalf of NK CFR to any authority, whether governmental, local, philanthropic or otherwise, for financial funding of any kind.

- 3.4 To acquire, hold, sell, manage, lease, mortgage, exchange or dispose of and to develop and deal with all or any part of the property of NK CFR.
- 3.5 To borrow and raise money in such manner as may be considered expedient, and for the purpose of securing any debt or other obligation of NK CFR to mortgage or charge all or any part of the property of NK CFR, present or future.
- 3.6 To invest any moneys of NK CFR not immediately required for the use in connection with its Main Object and to place any such moneys on deposit; prior permission to be obtained from the Revenue Commissioners where NK CFR intends to accumulate funds over a period in excess of two years for any purposes.
- 3.7 To open one or more bank accounts and to draw, accept, make, endorse, discount, execute, issue and negotiate bills of exchange, promissory notes, bills of lading, warrants, debentures and other negotiable or transferable instruments.
- 3.8 Subject to clause 4, to employ such staff, and on such terms, as are necessary or desirable for the proper promotion of the Main Object.
- 3.9 To grant pensions, gratuities, allowances or charitable aid to any person who may have served the Body as an employee, or to the wives, husbands, children or other dependents of such person provided that such pensions, gratuities, allowances or charitable aid shall be no more than that provided by a pension scheme covered by Part 30 of the Taxes Consolidation Act 1997 and provided that such pension scheme has been operated by the Body and the beneficiary of the pensions, gratuities, allowances or charitable aid, or their spouse or parent, has been a member of the pension scheme while employed by the Body; and to make payments towards insurance and to form and contribute to provident and benefit funds for the benefit of any persons employed by the Body and to subscribe or guarantee money for charitable objects.
- 3.10 To insure any or all of the Executive Members against personal liability incurred in respect of any act or omission which is or is alleged to be a breach of trust or breach of duty, provided he or she acted in good faith and in the performance of his or her functions as charity trustee (as defined in the Charities Act, 2009).
- 3.11 To do all such other lawful things as NK CFR may think incidental and conducive to the foregoing Main Object.

#### **4. Income and Property**

- 4.1 The income and property of NK CFR shall be applied solely towards the promotion of Main Object(s) as set forth in these Rules. No portion of NK CFR'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 NK CFR.

4.2 No Executive Member shall be appointed to any office of NK CFR paid by salary or fees, or receive any remuneration or other benefit in money or money's worth from NK CFR. However, nothing shall prevent any payment in good faith by NK CFR of:

- (a) reasonable and proper remuneration to any member or servant of NK CFR (not being an Executive Member) for any services rendered to NK CFR;
- (b) interest at a rate not exceeding 1% above the Euro Interbank Offered Rate (Euribor) per annum on money lent by Executive Members or other members of NK CFR to NK CFR;
- (c) reasonable and proper rent for premises demised and let by any member of NK CFR (including any Executive Member) to NK CFR;
- (d) reasonable and proper out-of-pocket expenses incurred by any Executive Member in connection with their attendance to any matter affecting NK CFR;
- (e) fees, remuneration or other benefit in money or money's worth to any company of which an Executive Member 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 NK CFR 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).

## 5. **Additions, alterations or amendments**

NK CFR must ensure that the Charities Regulator has a copy of its most recent Rules. If it is proposed to make an amendment to the Rules of NK CFR 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.

## 6. **Winding Up**

If upon the winding up or dissolution of NK CFR there remains, after satisfaction of all debts and liabilities, any property whatsoever, it shall not be paid to or distributed among the members of NK CFR. Instead, such property shall be given or transferred to some other charitable institution or institutions having main objects similar to the main objects of NK CFR. 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 NK CFR under or by virtue of The Income & Property Clause. Members of NK CFR 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.

If either of the two members of North Kilkenny CFR determine they wish to wind up and cease to be involved in the organization, they will relinquish any monies invested in the organization. The remaining team will be the sole beneficiary of said funding.

## 7. **Members**

The members of NK CFR shall be (i) the founding members named at the end of these Rules and (ii) such other persons as the Executive shall from time to time admit to membership and as shall sign a written consent to become a member.

Membership is open to anyone who:

- a) Is aged 18 years and older
- b) Lives in Johnstown, Crosspatrick, Galmoy, Gathabawn, Urlingford, Graine, Gortnahoe or surrounding areas
- c) Supports the aims of North Kilkenny Community First Responders.
- d) Has been approved by vetting committee.

Membership is automatic for those wishing to join the overall Committee however those joining as a Responder must complete all necessary paperwork and will only be considered a member once Garda Vetting has been completed, initial training has been provided and members have concluded all online assessments/induction training programs and approval has been obtained by the vetting committee.

A list of all members will be kept by the membership secretary.

## 8. **Rights of Members**

Membership of NK CFR is not transferable and shall cease:-

- (a) on the member's death;
- (b) if the member resigns by serving one month's notice in writing to the Executive at NK CFR's principal place of business. Any equipment or clothing provided to the member must be returned to NK CFR within (2) two months after the last date of membership.

Any CFR member who has not attended training for two months will be suspended and CFR members who have not attended training for a period of four months will be deemed to have resigned. All materials obtained by the member must be returned to the committee within (2) two months after the last date of membership.

Any offensive behaviour, including racist, sexist or inflammatory remarks, will not be permitted. Anyone behaving in an offensive way or breaking the equal opportunities policy may be asked not to attend further meetings or to resign from the group if an apology is not given or the behaviour is repeated. The individual concerned shall have the right to be heard by the management committee, accompanied by a friend, before a final decision is made.

Any member found to be sharing the confidential, privileged information gained about a member of the community while on call or sharing information about another member of the team without their express consent may face immediate termination.

Any member unable to carry out the duties of a Responder, for whatever reason, may be required to revert to a clerical member of the back room team and no longer attend calls. If accommodations can be made to assist the Responder in the performance of their duties, every effort will be made to do so. Failing that, there will be no option but to follow the aforementioned.

## **9. General Meetings**

- 9.1 NK CFR shall hold a general meeting in every calendar year as its annual general meeting at such time and place as may be determined by the Executive and shall specify the meeting as such in the notices calling it provided that every annual general meeting except the first shall be held not more than fifteen months after the holding of the last preceding annual general meeting. The business of the annual general meeting shall include: (a) consideration of the annual accounts; (b) consideration of the annual report; (c) the election and re-election of Executive Members.
- 9.2 All general meetings other than annual general meetings shall be known as extraordinary general meetings.
- 9.3 The Executive may convene an extraordinary general meeting. If, at any time, there are not sufficient Executive Members capable of acting to form a quorum of Executive Members, any Executive Member may convene an extraordinary general meeting.
- 9.4 The quorum for general meetings shall be 10% of the membership or 7 members, whichever is greater.
- 9.5 The chairperson of the Executive shall preside as chairperson at every general meeting of NK CFR, or if there is no such chairperson, or if he or she is not present within 15 minutes after the time appointed for the holding of the meeting or is unwilling to act, the Executive Members present shall elect one of their number to be chairperson of the meeting.
- 9.6 If at any meeting no Executive Member is willing to act as chairperson or if no Executive Member is present within 15 minutes after the time appointed for

holding the meeting, the members of NK CFR present shall choose one of their number to be chairperson of the meeting.

9.7 The chairperson may, with the consent of any meeting at which a quorum is present and shall if so directed by the meeting, adjourn the meeting from time to time and from place to place. However, no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for 30 days or more, notice of the adjourned meeting shall be given as in the case of an original meeting but, subject to that, it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

9.8 Where there is an equality of votes the chairperson of the meeting shall be entitled to a second or casting vote.

#### 10. **Matters Reserved to the General Meeting**

None of the following matters may be brought into effect unless the same shall have been approved at a general meeting of NK CFR:-

- (a) to make any alteration, addition or amendment to these Rules;
- (b) to wind up NK CFR;
- (c) to remove an Executive Member;
- (d) to incur capital expenditure, whether on one or more projects, in excess of €100 in any calendar year;
- (e) to appoint a new trustee of NK CFR pursuant to Rule 18;
- (f) to change the name of NK CFR.

#### 11. **Notice of General Meetings**

11.1 A meeting of NK CFR, other than an adjourned meeting, shall be called:

- (a) in the case of the annual general meeting, by not less than 14 days' notice;
- (b) in the case of an extraordinary general meeting, by not less than 7 days' notice.

11.2 Where notice of a meeting is given by posting it by ordinary prepaid post to the registered address of a member, the notice shall be deemed to have been given on the expiration of 24 hours following posting.

11.3 In determining whether the correct period of notice has been given by a notice of a meeting, neither the day on which the notice is served nor the day of the meeting for which it is given shall be counted.

- 11.4 The notice of a meeting shall specify the place, date and time of the meeting and the general nature of the business to be transacted at the meeting.
- 11.5 The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any member shall not invalidate the proceedings at the meeting.

12. **Votes of Members**

Where a matter is being decided, every member present in person shall have one vote, but so that no individual member shall have more than one vote. If a stalemate is present, the Chair will have the deciding vote or, if there is a conflict of interest, the Coordinator.

13. **The Executive (Charity Trustees)**

- 13.1 The number of the Executive Members shall be not less than *FIVE* (5) and unless and until determined by NK CFR in general meeting, not more than *Twelve* (12). The first Executive Members shall be:

*Chairperson for the Board of Trustees*

*Co-Ordinator*

*Chairs for each team*

*Secretary for each team (to act, jointly, as Board Secretary)*

*Treasurer*

*Equipment and Training Manager*

*A minimum of 2 CFR's, one per team*

- 13.2 No remuneration shall be payable to any of the Executive Members in respect of his/her services as Executive Member or on any committee of the Executive. The Executive Members may be paid all travelling, hotel and other expenses properly incurred by them in attending and returning from meetings of the Executive or any committee of the Executive or general meetings of NK CFR or otherwise in connection with the business of NK CFR.
- 13.3 The business of NK CFR shall be managed by the Executive, who may exercise all such powers of NK CFR as are not by these Rules required to be exercised by NK CFR in general meeting, subject nevertheless to the provisions of these Rules and to such directions as NK CFR in general meeting may give. No such direction given by NK CFR in general meeting shall invalidate any prior act of the Executive which would have been valid if that direction had not been given.
- 13.4 All cheques and other negotiable instruments and all receipts for moneys paid to NK CFR shall be signed, endorsed or otherwise executed by such person or



persons and in such manner as the Executive shall from time to time by resolution determine.

13.5 NK CFR shall keep minutes:-

- (a) of the names of the Executive Members present at each meeting of the Executive and of any committee of the Executive;
- (b) of all resolutions and proceedings at all meetings of NK CFR and, of the Executive Members and of committees of the Executive.

All minutes shall be forwarded to all team members within a reasonable time, preferably within 14 days of the meeting.

13.6 The office of Executive Member shall be vacated if an Executive Member ceases to be qualified for the position of charity trustee under section 55 of the Charities Act, 2009.

**14. Rotation of Executive Members**

14.1 At the first Annual General Meeting of NK CFR, all the Executive Members shall retire from office and at the Annual General Meeting in every subsequent year, one-third of the Executive for the time being, or, if their number is not three or a multiple of three, then the number nearest one-third, shall retire from office. There should never be a situation whereby all Committee members vacate their roles simultaneously.

14.2 The Executive Members to retire in every year shall be those who have been longest in office since their last election, but as between persons who became Executive Members on the same day, those to retire shall (unless they otherwise agree amongst themselves) be determined by lot.

14.3 A retiring Executive Member shall be eligible for re-election.

14.4 NK CFR, at a meeting at which an Executive Member retires in manner aforesaid, may fill the vacated office by electing a person thereto, and in default of NK CFR doing so, the retiring Executive Member shall, if offering himself for re-election, be deemed to have been re-elected, unless (a) at such meeting it is expressly resolved not to fill such vacated office; or (b) a resolution for the re-election of such Executive Member has been put to the meeting and lost.

14.5 NK CFR may remove any Executive Member before the expiry of his/her period of office.

14.6 The Executive may at any time appoint any person to be an Executive Member, either to fill a casual vacancy or as an addition to the existing Executive Members, but so that the total number of Executive Members shall not at any time exceed the number, if any, provided for in these Rules. Any Executive Member so appointed shall hold office only until the next annual general meeting, and shall then be eligible for re-election.

14.7 The role of Chairperson shall not be held by any member with less than one year experience as a Responder.

**15. Proceedings of the Executive**

15.1 The Executive may meet together for the dispatch of business, adjourn and otherwise regulate their meetings as they think fit. Questions arising at any meeting shall be decided by a majority of votes. In case of equality of votes the chairperson shall have a second or casting vote.

15.2 The quorum for meetings of the Executive may be fixed by the Executive and, unless so fixed, shall be five (5).

15.3 If their number is reduced below the necessary quorum, the continuing Executive Member(s) may act for the purpose of increasing the number of Executive Members to that number or of summoning a general meeting of NK CFR, but for no other purpose.

15.4 If at any meeting the chairperson is not present within 15 minutes after the time appointed for holding it, the Executive Members present may choose one of their number to be chairperson of the meeting.

15.5 The Executive may delegate any of its powers to committees consisting of such member or members of the Executive and such other persons as they think fit, and any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations imposed on it by the Executive.

15.6 The Executive may appoint the chairperson of any committee; if no such chairperson is elected, or if at any meeting of a committee the chairperson is not present within fifteen minutes after the time appointed for holding it, the members of the committee present may choose one of their number to be chairperson of the meeting.

15.7 A committee may meet and adjourn as it thinks fit. Questions arising at any meeting of a committee shall be determined by a majority of votes of the members of the committee present, and when there is an equality of votes, the chairperson shall have a second or casting vote.

**16. Notices**

A notice may be given by NK CFR to any member either personally or by sending it by post or email to the member at his or her registered address or email address (or, if not so registered, then to the address or email address of the member last known to NK CFR.

**17. Trustees for the purpose of holding property of NK CFR**

The property of NK CFR shall be vested in and held by the Trustees for the time

being of NK CFR upon trust for NK CFR as beneficial owner, to be dealt with at all times as and only as the Executive Committee may, in accordance with the main objects, direct. The Trustees shall, at the request of the Executive Committee and at the cost of NK CFR as beneficial owner, transfer or convey the trust property to such persons, at such times and in such manner as the Executive Committee shall direct. The Trustees shall be indemnified out of the assets of NK CFR against present and future liabilities, actions, proceedings, claims, demands, duties and taxes and all other costs and expenses whatsoever in respect of the trust property. The Trustees shall not be required to incur any expenditure in respect of the trust property unless and until money shall have been provided by the Executive Committee for that purpose. The number of the Trustees shall be not less than three. NK CFR in general meeting shall have the power of appointing new Trustees.

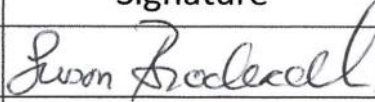

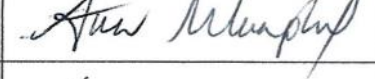

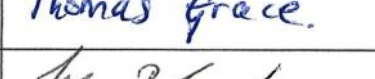


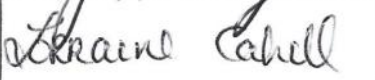

#### 10. **Freedom from Abuse/Complaints**

It is the intention of North Kilkenny Community First Responders that every member will be entitled to freedom from abuse and that every member will be entitled to make a complaint to any member of the committee either in writing or orally at any time. The committee member will seek to deal with the situation locally if possible, however if a resolution is not possible, the committee member is obliged to report on any complaints received to the committee either at the next general meeting or if the complaint is of a serious nature, to convene an immediate committee meeting to address the situation. A complainant is entitled to a reply from a committee member within 14 days of the date of the meeting at which the complaint was reported.

All members are obliged to inform a committee member if he/she has knowledge of any abuse or wrongdoing against any individual by any person/s associated with the organisation. A record of all complaints received will be maintained.

This constitution was amended in accordance with the Charities Regulator guidance. It was formally adopted by the Trustees of North Kilkenny Community First Responders, on behalf of its members, on

Date: 09/07/24

Name	Position	Signature
Susan Broderick	Chairperson, JCG CFR	
Cathy Dermody	Co-Ordinator	
Ann Murphy	Equipment Manager JCG	
Mary Phelan	Responder, JCG CFR	
Thomas Grace	Treasurer and Co- Chair, UG GFR	
Joe Black	Co-Chair, UG CFR	
Paula Fachadas	Secretary, JCG CFR	
Matt Stranger	Secretary, UG CFR	
Lorraine Cahill	Equipment Manager UG	

Addresses of Trustees:

Susan Broderick: Grangefertagh, Johnstown, Via Thurles, Co Kilkenny E41 YV00

Cathy Dermody: Donoughmore, Johnstown, Via Thurles, Co Kilkenny E41 DP21

Ann Murphy: Ballydonnell, Crosspatrick, Co Kilkenny, E41 X273

Mary Phelan: Ardlea, Rathlogan, Johnstown, Co Kilkenny, E41 K065

Thomas Grace: 20 Riverside Park, Urlingford, Co Kilkenny, E41K832

Joe Black: 30 Mount Finn Dr, Urlingford, Co Kilkenny, E41 P585

Paula Fachadas: The Islands, Urlingford, Co Kilkenny, E41 VK72

Matt Stranger: 57 Chapelfield, Urlingford, Co Kilkenny E41 XE35

Lorraine Cahill, 23 Tara Drive, Gortnahoe, Co Tipperary, E41 V8D7