

# CUMANN LÚTHCHLEAS GAEL

## CLUB CONSTITUTION



### *CLG Bhaile Buadáin Naomh Éanna*

### *Ballyboden St. Enda's G.A.A. Club*

As passed by members at a Special General Meeting held in April 1991; as revised by members at a Special General Meeting held on 30 November 2006; as amended at a Special General Meeting held on 15 October 2009 and at the Annual General Meeting held on 3 December 2009; as amended at the Annual General Meeting held on 31 March 2011; as amended at the Annual General Meeting held on 28<sup>th</sup> April 2014; as amended at the Annual General Meeting held on 19<sup>th</sup> November 2020; as substituted by the amended constitution, approved by Congress and as set out in Appendix 5 of the Official Guide and passed at the Annual General Meeting of the Club held on 21 June 2021

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## **CUMANN LÚTHCHLEAS GAEL**

## **GAELIC ATHLETIC ASSOCIATION**

### **CLUB CONSTITUTION.**

#### **1. DEFINITIONS**

In these Articles: -

“The G.A.A.” means the National Governing Organisation for the preservation and promotion of Gaelic Games and pastimes, known as the Gaelic Athletic Association.

“The Club” means the Club as set out in Article 2 hereof.

“The Official Guide” means the Official Guide of the G.A.A.

“Executive Committee” means Officers and ordinary Committee Members together.

“Secretary” means the Secretary for the time being, or any person appointed to perform the duties of the Secretary of the Club.

“Real Property” means the property of the Club of an immovable nature, comprising any Playing Pitches, Grounds or Buildings, whether of Leasehold or Freehold tenure, with all Fixtures or Fittings attached thereto and used therewith.

“Personal Property” means the property of the Club of a movable nature, comprising all Playing or Sporting equipment of the Club, as well as all Stock in Trade and Money or other Assets of the Club not already classified as fixtures or fittings on “Real Property”, as heretofore defined.

Words importing the singular number only, include the plural number and vice versa, and words importing the masculine gender only, also include the feminine and vice versa.

## 2. NAME

The official Name of the Club shall be:

**CUMANN LÚTHCHLEAS GAEL BHAILE BUADÁIN NAOMH ÉANNA**

the English version of which shall be:

**BALLYBODEN ST. ENDA'S G.A.A. CLUB.**

## 3. OBJECTS

3.1. The Object of the Club shall be the promotion of the aims of the G.A.A., as outlined in the Official Guide.

3.2. The Membership, Income and Property of the Club shall be dedicated to and applied solely towards the promotion of these objects.

## 4. COLOURS

The **Club Colours** shall be **Blue** and **White** vertical striped jerseys, **white** shorts and **Blue** socks, with white trim. The **alternative jersey** colour shall be **Green** and **White** vertical striped jerseys. However, in the case of teams involving our female members, royal blue shorts or navy skorts may be worn with our main colours or our alternative colours.

## 5. MEMBERSHIP

5.1. There shall be three types of Membership of the Club:-

5.1.1. **FULL MEMBERSHIP** may be granted to persons Over 18 years (i.e. shall have celebrated their 18<sup>th</sup> birthday prior to January 1<sup>st</sup> of the Membership Year) who subscribe to and undertake to further the aims and objectives of the Club and the G.A.A. Honorary Membership may be granted to persons Over 18 years, as defined above, who have rendered exceptional service to the Club or the games or activities of the G.A.A. An Honorary Member shall have the rights of a Full Member but shall be exempt from paying the Club's Annual Membership Fee.

- 5.1.2. **YOUTH MEMBERSHIP** may be granted to persons Under 18 and Over 9 years (i.e. shall celebrate their 18<sup>th</sup> birthday on January 1<sup>st</sup> of the Membership Year or on a later date and shall have celebrated their 9<sup>th</sup> birthday prior to January 1<sup>st</sup> of the Membership Year), who subscribe to and undertake to further the aims and objects of the Club and the G.A.A. (Notes – Child Membership of the Association is for children Under 9 years (i.e. shall celebrate their 9<sup>th</sup> birthday on January 1<sup>st</sup> of the Membership Year or on a later date). On expiration of a Child Membership of the Association, a person may apply for Youth Membership of the Association only through a Club for which he is eligible to play.
- 5.1.3. **ASSOCIATE MEMBERSHIP** may be granted to persons Over 18 years, as defined above, who subscribe to and undertake to further the aims and objectives of the Club and the G.A.A., but who do not seek full voting rights and rights to take part in the administrative affairs of the Club or the G.A.A..
- 5.2. Full Members (including Honorary Members) and Youth Members of the Club will also become Members of the G.A.A.
- 5.3. Once granted, Full Membership of the Club and the G.A.A. shall continue for life, and Youth Membership shall continue to the end of the year in which the Member celebrates his eighteenth birthday, at which time his next membership payment will automatically be as a Full Member, unless in either case the member has been expelled or his resignation in writing has been accepted, in accordance with this Constitution or the Official Guide.
- 5.4. The rights of any member of the Club shall be conditional upon the member complying with the provisions of this Constitution and the Official Guide, including payment of any annual membership fee and levies.
- 5.5. Such rights may be withheld, restricted or suspended in accordance with this Constitution and the Official Guide.
- 5.6. An application for Full or Associate Membership must be made in the manner prescribed by Central Council and signed by the applicant. The application request must be made to the Club Secretary together with the prescribed fee.
- 5.7. An Application for Youth Membership must be made in the manner prescribed by Central Council and signed by the applicant and one of his parents/guardians. The prescribed electronic Application Form may be completed by one of the Applicants parents or guardians and submitted to the

Club Secretary, complete with accompanying electronic payment for the prescribed fee.

- 5.8. An Application for Child Membership must be on the Prescribed Form and signed by the Applicant and one of his parents/ guardians. Alternatively, a prescribed electronic Application Form may be completed by one of the Applicant's parents or guardians and submitted to the club secretary, complete with the accompanying electronic payment for the prescribed fee.
- 5.9. Applications for Full Membership shall be brought for approval by the Club Secretary or Registrar to a meeting(s) of the Club Executive. Applications for membership shall be approved by a simple majority of the Executive Committee. In accordance with Rule 2.1(b) of the Official Guide, membership of the Association shall only be granted by a club to persons who subscribe to and undertake to further the aims and objectives of the Gaelic Athletic Association, as stated in the Official Guide. A list, in alphabetical order, of the names and addresses of all club members shall be retained by the Club Secretary and/or kept safely on the club premises. Only a full member who has satisfied the condition of Rule 4.1 of the Official Guide may be nominated for or elected to any Elective Office referred to in the Official Guide.
  - 5.9.1. Persons shall not be admitted to any of the privileges of Membership until after they have been granted membership in accordance with the procedures stated in this Article.
- 5.10. If and when the Application for Membership has been accepted by the Executive Committee, the new Member's particulars shall be forwarded by the Club Registrar to the Central Council, by the process of Electronic Registration for registration and allocation of a personal membership number.

#### DISCIPLINARY POWERS AND PROCEDURES

- 5.11.1 The Executive Committee shall have the power to investigate and process matters relating to alleged breaches of this Constitution or the Official Guide by Club members in the same manner as a Competitions Control Committee or a Management Committee in Chapter 7 of the Official Guide. It shall follow the procedures set out in Rule 7.3 of the Official Guide. Where a Defending Party seeks a Hearing it shall be provided by the County Hearings Committee. There shall be no appeal against a decision of Hearings Committee in relation to Disciplinary Action initiated by the Executive Committee.

5.11.2 Unless the offence is brought to the notice of the County Committee by the Club, and that body, having considered the merits of the case and having regard to the rights of the player or member, confirms the penalty imposed, the member continues to be a member of the Association and is suspended from Club activities only.

## **6 SUBSCRIPTIONS**

6.1 The Annual Subscription to be paid by members of the Club shall be determined by the Executive Committee and ratified at the Annual General Meeting.

6.2 The determined Annual Subscription shall be payable on election and thereafter annually, in advance of the date and in the manner decided by the Executive Committee. The date set shall be a date prior to March 31st in the current year.

## **7 EXECUTIVE COMMITTEE**

7.1 The business and affairs of the Club shall be under the management of an Executive Committee, and it shall be the controlling body of the Club.

7.2 The Executive Committee shall be comprised of the Chairperson, Vice Chairperson, Treasurer, Assistant Treasurer, Secretary, Registrar, Officer for Irish Language and Culture, Public Relations Officer, Children's Officer, One Player's Representative and 9 other full members. In addition, the Executive Committee may invite the immediate outgoing Chairperson to be a member of the Executive Committee for a period of 12 months following his/her term of office as Chairperson.

7.3 Nominations to serve as Chairperson, Vice Chairperson, Treasurer, Assistant Treasurer, Secretary, Registrar, Officer for Irish Language and Culture, Public Relations Officer, Children's Officer, Player's Representative and 2 other Executive Committee Members shall be by any two Full Members (which may include the nominee) whose membership fees are paid up to date in accordance with article 6.2 and who are not suspended or disqualified under this Constitution or the Official Guide.

7.4 The Chairperson, Vice Chairperson, Treasurer, Assistant Treasurer, Secretary, Registrar, Public Relations Officer and 2 other Executive Committee Members shall be elected by the Full Members present, entitled to vote and voting at the

Annual General Meeting. Exceptions: The Children's Officer and the Officer for Irish Language and Culture, and the Players' Representative, who shall have participated as a player with the Club within the previous 48 weeks, shall be appointed at the Annual General Meeting on the recommendation of the outgoing Executive Committee. The other 7 members of the Executive Committee shall be selected as representatives of the following Executive Sub-Committees, Games Development & Coaching, Adult Games, Juvenile Games, Social Activities, IT & Communication Structures, Club Development, Grounds Maintenance by the elected members of the incoming Executive Committee. The elected and selected members shall meet the eligibility criteria set out in paragraph 8.2 of the Club Bye Laws and Rules.

7.4.1 The Players' Representative shall be selected by the players prior to a date appointed by the Executive Committee. In default of such a selection, the Executive Committee shall select the Players' Representative for recommendation to the Annual General Meeting.

- 7.5 Only Full Members, whose Membership Fees are paid up to date in accordance with Article 6.2 and who are not suspended or disqualified under this Constitution or Rules or the Official Guide, shall be eligible for election to the Executive Committee.
- 7.6 The outgoing Executive Committee shall conduct the Annual General Meeting.
- 7.7 The Executive Committee shall hold office until the conclusion of the following Annual General Meeting.
- 7.8 The Executive Committee shall meet at least once each month and ten members present shall constitute a quorum at a meeting of the Executive Committee, when all positions on the Executive Committee have been filled. Until such time as all positions have been filled, the quorum shall be 60% of the positions filled, excluding any fractions.
- 7.9 The Chairperson, when present, shall preside over all meetings of the Executive Committee; in his absence, the Vice-Chairperson shall preside.
- 7.10 If both the Chairperson and the Vice-Chairperson are absent, the Committee shall appoint a member present to preside at the Meeting.
- 7.11 The Secretary shall record the Minutes of each Meeting. If the Secretary is absent, the Committee shall appoint a member present to record the Minutes.



- 7.12 The Minutes shall specify the date of the Meeting, those present, and a brief account of the Meeting, and shall be read to the next Meeting.
- 7.13 Such Minutes, if agreed as being accurate or having been appropriately amended, shall be signed by the Chairperson and Secretary, having been first proposed, seconded and adopted.
- 7.14 The Executive Committee shall have the sole right to appoint Sub-Committees and Managers/Coaches/Selectors of teams as required.
- 7.15 The Executive Committee shall define the duties of such Sub-Committees, and retain control in all matters and activities which it considers of importance to the general welfare of the Club, including the disposal of any funds in the hands of such Sub-Committees.
- 7.16 The Executive Committee shall have power to nominate the Chairperson of such Sub-Committees.
- 7.17 The Chairperson, Vice-Chairperson, Secretary and Treasurer of the Executive Committee shall be ex-officio members of all Sub-Committees.
- 7.18 The Executive Committee shall have power from time to time to make, alter and repeal all such Regulations as they deem necessary, expedient or convenient for the proper conduct and management of the Club, and in particular, but not exclusively, they may by such Regulations set out: -
- (a) The terms and conditions upon which guests, children of members of the Club and visitors shall be permitted to use the premises and property of the Club;
  - (b) The times of opening and closing the Grounds and Premises of the Club, or any part thereof;
  - (c) The conduct of members of the Club in relation to one another;
  - (d) The setting aside of the whole or any part or parts of the Club's premises for any particular time or times, or for any particular purpose or purposes, subject to the consent of Central Council.
  - (e) And generally all such matters as are commonly the subject matter of this Constitution.
- 7.19 The Executive Committee shall approve Motions to County Convention in accordance with Rule 3.14 Official Guide.

- 7.20 The Executive Committee shall adopt such means as they deem sufficient, to bring to the notice of members of the Club all such Regulations and all alterations and repeals.
- 7.21 All such Regulations so long as they shall be in force, shall be binding upon all members of the Club, provided nevertheless that no Regulations shall be inconsistent with or shall affect or repeal anything contained in this Constitution or the Official Guide, and that any Regulations may be set aside by a special resolution of a General Meeting of the Club.
- 7.22 Each Full Member shall have the right to be heard by the Executive Committee upon any complaint or representation sent by him, in writing, to the Secretary.
- 7.23 A Special meeting of the Executive Committee may be called
- (a) by the Secretary or
  - (b) by the Secretary, for a date not more than seven days from the date of the receipt by him of a requisition duly signed by four members of the Executive Committee.
  - (c) Such requisition shall set out the purpose for which the special meeting is required.
- 7.24 Any Member of the Executive Committee who shall have absented himself from three consecutive meetings, without reasonable explanation, shall be deemed to have resigned from the Executive Committee.
- 7.25 Should any Member of the Executive Committee resign, be deemed to have resigned, or his position otherwise lapse, the remaining members of the Executive Committee shall, at their discretion, have the power to fill the vacancy, by co-opting a replacement from the body of the Full Membership.
- 7.26 The service of any Member so co-opted on to the Executive Committee shall not be reckoned in calculating the length of service of such Member, if subsequently elected to serve on the Executive Committee.

## **8 GENERAL MEETINGS**

- 8.1 The Club shall in each year hold a general meeting as its Annual General Meeting, in addition to any other General Meetings in that year and shall specify the meeting as such in the notice calling it.

8.2 All General Meetings, other than Annual General Meetings, shall be called Special General Meetings.

8.3 An Annual General Meeting shall be held at such time as shall be decided upon by the Executive Committee, but insofar as is practical shall be held before the end of April each year.

8.4 The following business shall be transacted at the Annual General Meeting: -

- (a) Adoption of Standing Orders.
- (b) Minutes of previous Annual General Meeting.
- (c) Consideration of the Annual Report submitted by the Secretary.
- (d) Consideration of the Financial Statements including the Report of the Accountant(s) or Auditor(s).
- (e) The Chairperson's Address
- (f) Election of Chairperson, Vice-Chairperson, Treasurer, Assistant Treasurer, Secretary, Registrar, Public Relations Officer and two other members of the Executive Committee.
- (g) Appointment of Children's Officer, Oifigeach na Gaeilge & Cultúir and Players' representative.
- (h) Notices of Motion.
- (i) Appointment of Auditors and Solicitors
- (j) Other Business

**Note:** "Other Business" does not include the appointment of Managers/Coaches/Selectors of teams which is the business of the Executive Committee of the Club.

8.5 The Annual General meeting of the Club shall be called in the following manner:

8.5.1 The Executive Committee shall decide upon a date, time and place for the meeting, allowing adequate time to meet the time limits set out hereunder.

8.5.2 Once the date of the Annual General Meeting has been fixed, the Secretary shall give at least twenty-one days' notice in writing,

electronically and/or otherwise, to the members of such date, at the same time inviting nominations for election to the Executive Committee for the following year and motions for consideration at the Annual General meeting, also specifying that such nominations and motions shall be received by the member by a date not less than fourteen days prior to the date fixed for the meeting.

8.5.3 The Secretary shall then, on or after the date specified for return to the Secretary of such Nominations and Motions, but so as to give the members seven days' clear notice before the meeting, circulate, electronically and/or otherwise, to the members the following documentation: -

(a) Copy of the Agenda for the meeting.

(b) Copy of the Annual Report of the Secretary.

(c) Copy of the Financial Statements, including the Report of the Accountant(s) or Auditor(s)

(d) Details of the Nominations for election to the Executive Committee.

(e) Copies of any motions for consideration at the meeting.

8.6 In the event of the number of Nominees for any particular Executive Committee position being equal to or less than the number of positions to be filled, such Nominees shall be declared elected, and any positions left unfilled, due to the lack of Nominees or Nominees withdrawing, shall be filled by the new Executive Committee, as soon as practical after the Annual General Meeting.

8.7 A Special General Meeting may be called by the Executive Committee at any time, provided ten days' clear notice, in writing, shall be given to the members, specifying the purpose of such Special General Meeting.

8.8 The Executive Committee shall call a Special General Meeting for a date not more than twenty one days from the receipt by the Executive Committee of a requisition, in writing, signed by twelve members of the Club, and ten clear days notice, in writing, shall be given to the Members.

8.8.1 Such Requisitions by members of the Club shall set out the purpose for which the Special General Meeting is required, and shall be lodged with the Secretary.

- 8.8.2 If the Special General Meeting is not called for a date within the twenty one days stipulated, then the Requisitioners may themselves convene a Special General Meeting. If requested, the County Secretary shall assist the Requisitioners in convening the Special General Meeting.
- 8.9 No other business, outside that specified in the Notice, shall be transacted at a Special General Meeting.
- 8.10 No business shall be transacted at any General Meeting unless a quorum of members is present at the time when the meeting proceeds to business. Save as herein otherwise provided, fifteen per cent of Full Members eligible to vote shall be a quorum at a General Meeting, subject to a minimum of 15 members being present.
- 8.11 If within half an hour after the time appointed for a General Meeting, a quorum of members is not present, the meeting if convened on the requisition of members shall be dissolved; in any other case it shall stand adjourned and be rearranged at a date and time to be decided by the Executive Committee, provided the reconvened meeting takes place within 14 days of the original meeting; and if at the reconvened meeting a quorum of members is not present within half an hour after the time appointed for the meeting, the members then present shall be a quorum.
- 8.12 The Chairperson, and failing him the Vice-Chairperson, shall preside as Chairperson at every General Meeting of the Club.
- 8.13 If there is no such Chairperson, or if at any meeting he is not present within thirty minutes after the time appointed for the holding of the meeting, the members then present shall choose someone of their number who is a member of the Executive Committee to be Chairperson of the meeting, and if there shall be no Member of the Executive Committee present, then the members shall elect any one of their number to be Chairperson of the Meeting.
- 8.14 The Chairperson may, with the consent of the meeting, adjourn the meeting from time to time and from place to place, but no business shall be transacted at any reconvened meeting other than the business left unfinished at the meeting from which the adjournment took place.
- 8.15 Failure to comply strictly with the time limits set out in this Constitution or the non-receipt of Notice of a Meeting by any persons entitled to receive notice shall not invalidate the proceedings at that meeting but shall entitle the majority of members present to seek and be granted an adjournment of the

meeting to such date by which they would be given an adequate time to be furnished with and consider the contents of any relevant documentation.

## **9 VOTING**

9.1 Only Full Members, whose membership fees are paid up to date in accordance with Article 6.2, and who are not suspended or disqualified under this Constitution or the Official Guide, shall be eligible to vote at a General Meeting. The onus shall be on the member to prove that the subscription has been paid.

9.2 A Chairperson of a General Meeting, Executive Committee meeting or any Sub-Committee meeting shall, in the event of a tie, whether on a show of hands or on a ballot, have a casting vote in addition to his vote as a member, irrespective of whether or not he had originally voted on the issue, other than for the election to any position, when the outcome in the event of a tie shall be decided by lot. The first person chosen shall be deemed the winner of the tie.

9.3 At any General Meeting a resolution put to the vote of the meeting shall be decided on the show of hands, unless, before or on the declaration of the result of the show of hands, a ballot is demanded by -

(a) The Chairperson

(b) At least five members present and entitled to vote.

9.4 Unless a ballot is so demanded, a declaration by the Chairperson that a resolution has on the show of hands been carried, or carried unanimously, or by a particular majority, or lost, shall be final, and an entry to that effect in the book containing the minutes of proceedings of the Club shall be conclusive evidence of the fact, without proof of the number or proportion of the votes in favour of or against such resolution.

**9.5** If a ballot is so demanded, the same shall be taken in such manner as the Chairperson directs, and the result of the ballot shall be deemed to be the decision of the meeting at which the ballot was demanded.

**9.6** A Secret Ballot shall be carried out to decide the result of any contest for any elective position.

## **10 ASSETS AND TRUSTEES**

- 10.1 All property owned by a Club is held upon Trust for the benefit of the Club concerned. The Trust is subject to and governed by the provisions of the Official Guide and the Code on Trusts of Association Property, both as amended from time to time. All such property shall be vested in the Corporate Trustee and/or a number of full members as Trustees.
- 10.2 The Club shall have power to acquire, hold and develop, lease, mortgage charge, exchange or sell Real and Personal Property, and to borrow or raise money in promotion of the objects of the Club, subject to the overall authority of the Central Council of the G.A.A.
- 10.3 The Real Property shall not be leased, mortgaged, charged, exchanged, sold, conveyed, transferred or otherwise dealt with without the consent of the Central Council of the G.A.A., or as may be set out in any separate Declaration of Trust.
- 10.4 (A) The Personal Property owned or held by a Club shall be vested in the Chairperson, Treasurer and Secretary who shall hold it in Trust for the Club. (B) The Real Property owned by the Club, shall be vested in the following:
- (i) Five Trustees, three of whom shall be appointed for and on behalf of the Club, one of whom shall be appointed for and on behalf of the relevant County Committee, and one of whom shall be appointed for and on behalf of the relevant Provincial Council; or
  - (ii) Four Trustees, three of whom shall be appointed for and on behalf of the Club and the Corporate Trustee shall be appointed for and on behalf of the relevant County Committee and Provincial Council; or
  - (iii) One Trustee being the Corporate Trustee.
- 10.5 The Executive Committee may determine whether the Corporate Trustee or other persons shall be appointed as Trustees for and on behalf of the Club for the purposes of Rule 5.3(B)(b)(1)(i) or (ii) Official Guide and who those persons shall be.
- 10.6 By way of acceptance of their appointment and as and when required by Central Council, the Trustees of the Real Property shall execute a Declaration of Trust, as approved by Central Council, and which shall contain the provisions for appointment, removal and replacement of Trustees as well as regulating the

conduct of the Trustees in performing their duties and exercising their powers under the trust. The terms of the Declaration of Trust approved by Central Council may be amended or replaced by Central Council from time to time.

- 10.7 Where the trustee is an individual, a Trustee shall hold office until his/her retirement or death unless replaced in accordance with the provisions of Rule 5.3, Official Guide and the Code on Association Property.
- 10.8 The Trustees of the Real Property, having first obtained the consent of the Central Council of the G.A.A. where necessary, shall exercise their powers and perform their duties as directed by the Club and in accordance with the Rules in Chapter 5 of the Official Guide and the Code on Association Property.
- 10.9 A Directive of the Club shall be given by a resolution of the full members of the Club, passed by a majority of the members present, entitled to vote and voting at a duly convened General Meeting and when so passed shall be binding upon all members of the Club.
- 10.10 A Certificate signed by the Secretary shall, in favour of any person relying on same, be conclusive evidence that a Directive, complying in all respect with the provisions of this Article, was duly given to the Trustees.
- 10.11 The Trustees of the Personal Property shall invest and use such property in accordance with the Directives of the Executive Committee, of which an entry in the Minute book shall be conclusive evidence.
- 10.12 The Club shall indemnify and save harmless its Trustees in respect of any loss or expenses bona fide incurred by them in or about the execution of their powers and duties.

## **11 BOOKS AND ACCOUNTS**

- 11.1 The Executive Committee shall open an Account (or additional Accounts that are approved by the Club Executive) with an approved Financial Institution on behalf of the Club, and all cheques and/or electronic transfers authorized in writing drawn on the said account shall be signed by the Treasurer and countersigned by one of either the Chairperson or Secretary or such other person, such as the Club General Manager, as the Executive Committee may from time to time determine and authorise. Only the Executive Committee may open account(s) on behalf of the club.



- 11.2 The Executive Committee shall cause proper Books of Account to be kept in respect of:
- (a) All sums of money received and expended by the Club, and the matters in respect of which such receipts and expenditures take place; and
  - (b) All Sales and Purchases of goods by the Club; and
  - (c) The Assets and Liabilities of the Club.
- 11.3 The Books of Account shall be kept at such place or places as the Executive Committee shall think fit and shall at all reasonable times be open to the inspection of the members of the Executive Committee.
- 11.4 The Executive Committee shall from time to time determine whether and to what extent and at what times and places, and under what conditions and regulations, the Accounts and Books of the Club, or any of them shall be open to the inspection of Full Members of the Club not being an Executive Committee member, and no member (not being an Executive Committee Member) shall have any right of inspection of any Account or Book or Document of the Club except as authorised by the Executive Committee.
- 11.5 An independent suitably qualified Person or Persons shall be appointed as Accountant(s) or as Auditor(s) to Report on the Financial Statements of the Club, for presentation at the Annual General Meeting. If deemed appropriate by the Executive Committee of the Club, the Accounts/Financial Statements shall be audited. A copy of the Accounts/Financial Statements, as adopted and approved, shall be submitted to the County Committee within four weeks of the date of the Annual General Meeting.
- 11.6 The Books and Accounts of the Club shall be presented to such Accountant(s) or Auditor(s) by the Committee in sufficient time to enable the Report of such Accountant(s) or Auditor(s) to be available and considered at the Annual General Meeting of the Club.
- 11.7 The Financial Statements shall be approved by the Executive Committee, and signed by two of three Officers – Chairperson, Secretary, and Treasurer – on behalf of the Executive Committee.
- 11.8 The Executive Committee shall cause to be prepared and laid before the Annual General Meeting an Account of Income and Expenditure and a Balance Sheet made up to a date not more than six months before such meeting.

- 11.9 All Books of Account, including all documents, vouchers, statements and notes, as well as all minute books, notes of meetings, original and copy correspondence and all such documents are the property of the Club, and no person shall have any personal title to or interest in such documents to the exclusion of the Club.
- 11.10 The Club shall define the End of the Financial Year of the Club. [The Special General Meeting of 15 October 2009 defined the End of the Financial Year of the Club to be 31 December each year with effect from 31 December 2010. It also agreed that the "Financial Year" to 31 December 2010, shall comprise the period 1 September 2009 to 31 December 2010.]
- 11.11 Similar provisions to the above shall apply to Clubs entitled to and availing of the provisions of Article 15 below.

## **12 INCOME AND PROPERTY**

- 12.1 No portion of the Income and Property of the Club shall be paid or transferred directly or indirectly by way of profit, dividend, bonus or otherwise howsoever to the Members of the Club.
- 12.2 No Officer shall be appointed to any Office within the Club paid by salary or fees, or receive any remuneration or other benefit in money or money's worth from the Club in respect of such Office, provided however nothing shall prevent any payment in good faith by the Club of: -
- (a) Reasonable and proper remuneration to any Member or Officer of the Club for any services rendered to the Club (other than as an Officer);
  - (b) Reasonable and proper remuneration to any company of which a Member or Officer of the Club is a director or shareholder, for any services rendered to the Club;
  - (c) Interest at a rate not exceeding 5% per annum on money lent by Officers or other Members of the Club to the Club;
  - (d) Reasonable and proper rent for premises demised and let by Officers or other Members of the Club (including any Officer) to the Club;
  - (e) Reasonable and proper out of pocket expenses incurred by any Officer in connection with their attendance to any matter affecting the Club;

- (f) Fees, remuneration or other benefit in money or money's worth to any Company of which an Officer may be a member, holding not more than one hundredth part of the issued capital of such Company.

### **13 WINDING UP**

- 13.1 A resolution to Wind Up a Club shall be passed only at a General Meeting, specially summoned for the purpose of such resolution, if supported by not less than three-fourths of those present, entitled to vote and voting.
- 13.2 Any decision to Wind Up a Club shall be subject to the approval of the County Committee.
- 13.3 If upon such Winding Up, there remains, after the satisfaction of all its debts and liabilities, any property whatever, the same shall not be paid or distributed amongst the members, but the Trustees shall continue to hold same in trust for the appropriate County Committee of the G.A.A., to be used or disposed of as such County Committee shall direct, but shall in no instance pay or distribute such property amongst Officers, Members or Employees of the Club.

### **14 ADDITIONS TO AND AMENDMENTS OF ARTICLES**

- 14.1 Additions to and Amendments of this Constitution may be made at an Annual General Meeting or at a Special General Meeting called for that purpose, providing that the Resolution proposing same is carried by a vote of three-fifths of the members present, entitled to vote and voting, that same do not conflict with the Official Guide, and that prior approval has been given by the County Committee for the change(s).
- 14.2 Members wishing to propose Additions to or Amendments of this Constitution must send notice of the proposed Additions or Amendments in writing to the Secretary not later than fourteen days before the Annual General Meeting, or Special General Meeting as provided by Article 8.7 hereof.
- 14.3 Where appropriate, no Addition or Amendments shall be made to or in the provisions of the Main Object(s) (3), Income and Property (12) and the Winding-Up (13) Clauses in this Constitution for the time being in force, unless the same shall have been previously approved, in writing, by the relevant statutory authorities.

## **15 LARGE CITY OR URBAN CLUBS**

15 A large City or Urban Club with major commercial and property interests may have a Club Committee Structure at variance from the standard structures outlined in this Constitution, to ensure proper organisation and governance of its commercial, property and allied financial activities.

Such structure shall be subject to Club General Meetings of Full Members in-

(a) The Appointment of Committee Members who have responsibility for commercial property and allied financial activities.

(b) The submission for approval of Annual Reports.

(c) Like provisions of Article 11 above being applicable, including Annual Financial Audited Accounts of the commercial, property and allied financial activities being prepared and laid before an Annual General Meeting.

(d) The provisions of Articles 10 (and specifically of section 10.9) and 12, of this Constitution being complied with.

A Club Structure, as envisaged by this Article, shall have the approval of the County Management Committee in advance of it being implemented.

## **16 COMPLIANCE WITH PROVISIONS OF OFFICIAL GUIDE**

16 This Constitution shall be read in conjunction with and subject to the Official Guide.

## **17 INTERPRETATION OF CLUB CONSTITUTION**

17. A Club's General Meeting of members may appoint a Committee with the sole responsibility for the Interpretation of the Club's Constitution (with the exception of Article 5.11.1 and 5.11.2) and of any bye-laws and regulations made herein. It shall be named - "The Club's Interpretation of Club Constitution Committee".

In the absence of the appointment by a General Meeting of members of an Interpretation of Club Constitution Committee, the Executive Committee shall by default have this responsibility.

A decision of the Interpretation of Club Constitution Committee or the Executive Committee, as applicable, upon any question of interpretation, or upon any matter affecting the Club and not provided for, shall be final and

binding on the members, subject to appeal to the Hearings Committee of the County Committee in accordance with the provisions of Article 5.11.1. Beyond this, a member, or the club may exercise its right in accordance with Rule 7.13 of the Official Guide.

## **18 GENERAL**

- 18.1 A Notice may be given by the Club to any Member in accordance with Rule 4.6 of the Official Guide.
- 18.2 The failure to give notice of any meeting or the non-receipt of notice of a meeting by any person entitled to receive notice shall not invalidate the proceedings at that meeting.
- 18.3 This Constitution shall be taken as an amendment of and in substitution for any existing Constitution of ***Ballyboden St. Enda's G.A.A. Club*** as of the **21st** day of **June 2021**.

## **19 DISTRIBUTION OF INTOXICATING LIQUOR.**

- 19.1 No Member, Officer, Committee Member, Manager or Employee of the Club shall have any personal interest in the sale of excisable liquors therein, or in the profits arising from such sale.
- 19.2 Except in the case of a group visiting the Club, as provided for by Section 30 of the Intoxicating Liquor Act 2000, a visitor shall not be supplied with excisable liquor in the Club premises unless on the invitation and in the company of a member of the Club, and that such member shall upon the admission of such visitor to the Club Premises or immediately upon his being supplied with such liquor enter his own name and the name and address of the visitor in a book kept for that purpose, and which shall show the date of each visit.
- 19.3 No excisable liquors shall be sold or supplied for consumption outside the Premises of the Club except to members of the Club between the hours of 8 o'clock in the morning and 10 o'clock at night.

19.4 No excisable liquors shall be sold or supplied on the Club Premises to any person under eighteen years of age.

19.5 (1) Subject to the exceptions specified in paragraph (2) of this Article, no excisable liquor shall be supplied for consumption on the Club Premises to any person (other than a member of the Club lodging in the Club Premises) or be consumed on the club premises by any person (other than a member of the Club lodging in the Club Premises)

(a) At any time on Christmas Day;

(b) On any other day, as specified hereunder, outside the times so specified in respect of it-

i. Saint Patrick's Day: between 12.30 p.m. and 12.30 a.m. on the following day;

ii. The 23rd December: if it falls on a Sunday, between 10.30 a.m. and 11.30p.m.

iii. Christmas Eve: between 10.30 a.m. and 11.30 p.m.;

iv. The eve of any public holiday (other than Christmas Eve):

1. If the eve falls on a weekday, between 10.30 a.m. and 12.30 a.m. on the following day, or;

2. If it falls on a Sunday, between 12.30 p.m. and 12.30 a.m. on the following day;

v. Any other Sunday (except a Saint Patrick's Day which falls on a Sunday): between 12.30 p.m. and 11 p.m.;

vi. Any other Monday, Tuesday, Wednesday or Thursday: between 10.30 a.m. and 11.30 p.m.; and

vii. Any other Friday or Saturday: between 10.30 a.m. and 12.30 a.m. on the following day.

(1A) The hours specified in paragraph (b) of subsection (1) in respect of any day specified in that paragraph are in addition to the period between midnight and 12.30 a.m. on that day, where that period is included in the hours so specified in respect of the eve of that day.

(1B) In subsection (1), 'public holiday' has the meaning given to it by the Organisation of Working time Act, 1997.

19.6 Nothing contained in the Registration of Clubs Acts, 1904 to 2003 or contained, by virtue only of the operation of paragraph (1) of this Article, shall operate to prohibit the supplying for consumption on the Club Premises of excisable liquor to any person or the consumption of excisable liquor on the Club premises by any person on:

- (a) Christmas Day, between 12.00 midday and 10.00 p.m. or
- (b) Any other day, for one hour after the expiration of any period in respect of that day during which it is lawful for the Club, by virtue of subsection (1) (b), to supply any excisable liquor for consumption on the Club premises.

If in each case the excisable liquor is-

- i. Ordered by or on behalf of that person at the same time as a substantial meal is ordered, and
- ii. Consumed by that person during the meal or after the meal has ended.

19.7 Notwithstanding the previous provisions of Article 19, any sale, supply and consumption of excisable liquors in the building or grounds of the Club permitted under the Intoxicating Liquor Acts or any amendments thereto shall be lawful and not a breach of the Rules of this Club.