

1. The name of the Association shall be,

The CIE Group Employee's Social and Welfare Association.

2. The Association is established for the general purpose of providing for the Welfare and relief of hardship to it's members who are employee's and pensioner's of Coras Iompair Eireann (CIE) and other associated companies and their dependents, with a view to the attainment of the said principle charitable objects to exercise the following powers:

- (a) To visit the sick, lonely or needy;
- (b) To organise outings or functions for pensioner's, children and others.
- (c) To organise outings and functions for members and friends.
- (d) To contribute to, or co-operate with any other CIE Association having the same or reasonably similar objectives.

3. All monies received by way of subscriptions, donations, contributions, interest, dividends, or otherwise, shall be applied towards carrying out the purpose of the Association according to the Rules thereof.

4. Members shall be divided into Council Members and Associate Members.

Council Members (hereafter called Members) shall be persons who, being employee's of CIE and other associated companies contribute to the funds of the Association and are accepted for membership of the Council or who having retired from employment with CIE or other associated companies become or continue to be involved in the work of the Association and are accepted for membership of the council.

All persons who contribute to the funds of the Association such amount as the Executive shall determine and who are not Council Members shall be Associate Members (hereafter called Associates).

5. **The Council.**

An Associate may be proposed for Council Membership by two Members and he/she shall be elected if a majority of those present and voting at a meeting of the Council so decide.

The Members shall meet each month (except during the agreed holiday period) for the dispatch of business, adjourn and otherwise regulate their business as they see fit.

Questions arising at any Meeting shall be decided, if necessary, by a majority of votes. Where there is an equality of votes the Chairperson shall have the second or casting vote.

The quorum necessary for the transaction of business at a Meeting of Council Members may be fixed by the Members and unless so fixed shall be four (4).

At the first meeting of Council Members to be held following the Annual General Meeting the Members shall elect from their number a Chairperson, vice Chairperson and Secretary of the Council.

Only a Member of the Executive Committee shall be eligible for election as Chairperson of the Council.

The Officers so elected shall hold office until the Council Meeting following the next Annual General Meeting and upon retirement shall be eligible for re-election.

If any Office shall fall vacant during the year, the Council shall elect from their number to fill such casual vacancy for the remainder of the year.

The Members shall organise and carry out hospital and home visiting and other works and activities approved by the Executive Committee as being within the aims of the Association.

Members shall attend regularly at the monthly meetings.

If any Member shall be absent from five(5) consecutive meetings without notice to the Officers, he/she shall cease to be a Member of the Council provided that he/she may be re-instated by the Council subject to the approval of the Executive Committee.

6. The Executive Committee.

The Executive Committee shall consist of the President of the Association and eight Committee members who shall be elected at the Annual General Meeting from the Council Members. Four of the Committee Members (not being Committee members co-opted under the next succeeding clause) shall retire from office at the Annual General Meeting in every year and shall be eligible for immediate re-election.

The Committee Members to retire at any Annual General Meeting shall be those who have been longest in office since their last election.

If the Committee are of the opinion that any person would be able more effectively to fulfil his/her function in relation to the Association if he/she were a member of the Committee, then such persons may be co-opted whether or not he/she is otherwise eligible for election to the Committee, provided that at no time shall there be more than two such co-opted members on the Committee and a person so co-opted shall hold office until the Annual General Meeting next following his/her co-option.

The President of the Association shall be the Chairperson of the Executive Committee and at the Meeting next following the Annual General Meeting the Committee shall elect from its Members a Vice-Chairperson, who shall act in the absence of the Chairperson, an Honorary Secretary and an Honorary Treasurer.

In the absence of the President and Vice-Chairperson, the Committee members present at any Meeting of the Executive Committee at which there is a quorum, may elect one of their number to act as Chairperson of the Meeting.

The Executive Committee shall meet at least once every month(except during the agreed holiday periods) and the quorum for a meeting shall be four(4) Members duly assembled.

A meeting of the Executive Committee shall have full power to superintend and conduct the business of the Association according to there Rules and shall in all things act for and in the name of the Association; and all acts and orders under the powers delegated to them shall have the like force and effect as the acts and orders of the Association in any General Meeting.

Every question at an Executive Committee Meeting shall be decided by a majority of votes and if the votes are equal the Chairperson shall have the a casting vote.

Any four(4) Members of the Executive Committee may call a special meeting thereof by giving nine(9) clear days notice in writing to the Secretary.

7. The Honorary Secretary.

The Honorary Secretary elected by the Executive Committee shall;

- (a) attend all General Meetings of the Association and of the Executive Committee and record the attendance and the Minutes of proceedings thereat;
- (b) convene such Meetings as the President may direct and;
- (c) present an Annual Report to the Annual General Meeting;
- (d) comply with any directions given him/her by the Executive Committee.

8. The Honorary Treasurer.

The Honorary Treasurer elected by the Executive Committee shall;

- (a) in the month of February in every year and also when required by the General Meeting of the Trustees or the Executive Committee render a just and true account of all money received and paid by him/her on account of the Association:
- (b) be responsible for such sums of money as may from time to time be received by him/her on behalf of the Association;
- (c) balance his/her cash account monthly, report thereon to the Executive Committee and draw their attention to any matters affecting or likely to affect significantly the financial position of the Association, and;
- (d) attend, if required, at any General Meeting of the Association, and;
- (e) present to the Annual General Meeting an Annual Report and Accounts for the year duly audited;
- (f) comply with any directions given him/her by the Executive Committee:

- (g) be responsible for lodgement of funds given directly to him/her or lodged from any other source;
- (h) any one of the following – President, Vice-President, Chairperson, Honorary Secretary together with the Honorary Treasurer must sign all cheques for payment and withdrawal purposes.

9. The President.

It shall be the duty of the President to promote the interests of the Association at all times and by all means and in particular to maintain good relations and harmony within the Association and between the Association on the one hand and CIE and other associated companies on the other.

Having in mind the duty of the President as above stated, the Annual General Meeting shall elect a President to hold office until the next succeeding Annual General Meeting and a retiring President shall be eligible for re-election.

The President shall preside at the Annual General Meeting or may, with the approval of the Executive Committee, invite a Guest Chairperson to preside.

10. The Trustees.

There shall be five(5) Trustees who shall be appointed and removable by the Association in General Meeting and shall hold office during the pleasure of the Association.

11. Investment of Funds.

So much of the funds of the Association as may not be wanted for immediate use, or to meet the usual accruing liabilities shall, with the consent of the Executive Committee, be invested by the Trustees in investments authorised by law for the investments of trust funds.

12. Purchase of Land.

The Trustees with the consent of the Executive Committee, may purchase or take on lease any land and may sell, exchange, mortgage, lease or build upon same and no purchaser, assignee, mortgagee or tenant shall be bound to enquire as to the authority for any sale, exchange, mortgage or lease by the Trustees, and the receipt of the Trustees shall be a discharge for all monies arising from or in connection with such sale, exchange, mortgage or lease.

13. Keeping and Auditing of Books.

The Executive Committee shall;

- (a) Cause the accounts of the Association to be regularly entered in proper books;
- (b) Once at least in every year submit the accounts, together with a general statement of the same and all necessary vouchers up to the 31st day of January

for audit by a person qualified for appointment as Auditor of a Company under the companies Act 1963 and appointed by the Annual General Meeting, and;

(c) Lay before every Annual General Meeting a Balance Sheet showing the receipts and Expenditure, Funds and Effects of the Association together with a statement of the affairs of the Association since the last Annual General Meeting.

The Auditors shall have access to all books and accounts of the Association, and shall examine every Balance Sheet and shall either sign the same as found by them to be correct and duly vouched or shall report to the meeting of the Association before which the same is laid.

14. The Annual General Meeting.

The Association shall in every year hold a General Meeting as its Annual General Meeting in addition to any other meeting in that year and shall specify the meeting to be such in the Notices calling it and shall be held at such time and venue as the Executive Committee shall specify.

The Annual General Meeting and any other general meeting shall be convened on ten(10) days notice and the quorum necessary to enable a general meeting to transact its business shall be seven(7) members.

Associates shall have the right to be notified of and to attend at any general meeting but shall not be entitled to vote thereat.

Any function that is indicated by these Rules to be the function of the Annual General Meeting shall be the ordinary business of the Annual General Meeting.

The President or a Guest Chairperson, if one has been invited, shall preside as Chairperson at every general meeting of the Association.

If the President or such Guest Chairperson is not present within fifteen minutes after the time appointed, the Members present shall elect one of their number to be Chairperson of the Meeting.

If within half an hour from the time appointed for a general meeting a quorum is not present, the meeting if convened upon the requisition of Members, shall be dissolved; in any other case it will stand adjourned to the same day in the next week at the same time and place or to such other day and at such other time and place as the Members may determine, and if at the adjourned meeting the quorum is not present within half an hour of the time appointed for the meeting, the Members present shall be a quorum.

15. General Meeting.

A General Meeting, other than the Annual General Meeting may be called at any time by the Executive Committee and shall be called by them upon the requisition of five(5) Members.

16. Employment.

The Executive Committee in their discretion and if they think it necessary for the purposes of the Association may employ upon such terms and conditions as they think fit a person to assist with any of its works.

17. Dissolution.

The Association may at any time be dissolved by the consent of three fourths of the Council testified by their signatures to an instrument declaring that intent, and, in that event, the Executive Committee shall wind up the affairs of the Association and upon completion thereof the association shall be declared by the Executive Committee to be dissolved.

In winding up the affairs of the Association the Executive Committee shall;

- (1) Discharge all its debts;
- (2) Make such gratuitous payments to any employee of the Association as they see fit;
- (3) Make such arrangements as they see fit for the discharge of all commitments or liabilities of the Association, and;
- (4) Donate any surplus funds remaining to any one or more similar funds, giving preference if possible, to funds operated by or for CIE and other associated companies personal or their dependents.

18. Rules.

These Rules may be adopted by a majority of the Council at a General Meeting of the Association and upon their adoption shall have immediate force and effect provided that the President, the Executive Committee and the Honorary Officers including any Vice-President at the time of the general meeting at which the Rules are so adopted shall continue in office for the remainder of the term for which they were elected.

19. The Executive Committee shall have the right to nominate for election a Vice-President at the Annual General Meeting.
20. These Rules may be amended by a resolution, of which ten(10) days notice has been given and passed by the Council in general meeting.