

CONSTITUTION OF THE VETERINARY OFFICERS ASSOCIATION

Part I

Name, Interpretation, Objects, Etc.

1. (1) The name of the Association shall be “The Veterinary Officers’ Association”.
- (2) The place of meeting for the carrying on of business of the Association, and the Registered office of the Association shall be at the headquarters of the Association, Fleming’s Hall, 12 Fleming’s Place, Dublin 4, and/or such other place as the Executive Committee may from time to time decide and any such change to be immediately notified to the Registrar of Friendly Societies.
2. (1) In this Constitution “Veterinary Officer” means a registered Veterinary Surgeon in permanent employment in the civil service or public sector and includes those job sharing, on approved career breaks or on secondment.
- (2) Provisions as to notice may be complied with by a letter sent by ordinary pre-paid post to the member’s registered address to arrive there before the expiry of the time provided for such notice.
3. The objects of the Association shall be:
 - (1) To provide a permanent and accepted system of formal communication between the Association and Departments of State on all matters relating to the remuneration and conditions of employment of the members.
 - (2) To protect and promote the interests of members, to maintain and improve the conditions of their employment, and to provide and maintain such services for the benefit of members as may be approved from time to time.
 - (3) To regulate the relations between members of the Association and between them and their employer (the State) and to negotiate for the fixing of rates of remuneration and conditions of employment of the members.
4. Without prejudice to any other provision of these Rules the Association may in furtherance of the objects: -
 - (a) Collect and receive subscriptions, contributions and other payments from or in respect of members.

- (b) Accept any property or monies as gifts or bequests or otherwise and carry out any trusts subject to which any such property, monies gifts of bequests may be given or bequeathed.
 - (c) Co-operate with and contribute to the funds of any organisation or body whose activities are deemed to promote and benefit the objects and interests of the organisation.
 - (d) Acquire, hold and dispose of real and personal property.
 - (e) Do such other lawful things as are incidental or conducive to the attainment of these objects.
5. All property and monies belonging to the Association shall be applied only to the promotion of the objects of the Association.

Part II

Members:

6. Any Veterinary Officer who has not previously been expelled under rule 10, and who accepts the objects and rules of the association, shall be eligible for membership of the Association on application to the Honorary Secretary and on completion of a subscription salary deduction form.
7. Retired pensionable members become Honorary Associates of the Association.
8. (1) Membership and the rights and privileges thereof shall not be transferable.
- (2) The Honorary Secretary shall be responsible for the maintenance of the Register of members, to be kept at the Registered Office of the Association, and available for inspection by any person having an interest in the Association. Such inspection may be carried out on the giving of adequate notice (which shall be at least seven days) to the Honorary Secretary of the Association and shall be carried out during normal business hours of the Association.
9. A member may resign from the Association by giving notice in writing to the Honorary Secretary or the President.
10. (1) Subject to the provisions of these Rules, the Committee may, by resolution, suspend for such period or periods as it thinks fit or expel from membership any person on the grounds that:
- (a) He/she has individually or in concert with others (whether in connection with the business of the Association or otherwise) taken

any action or been guilty of any conduct which is prejudicial to the best interests of the Association, or

- (b) He/she has failed to comply in any respect with these Rules.
- (2) An expelled member may appeal by requiring the resolution to expel him/her to be debated by the next Annual General Meeting of the Association and shall give notice of such appeal under Rule 28.
- (3) Suspended members shall not be entitled to vote at any meeting of the Association held during their period of suspension, nor shall they be entitled to any benefits from the services of the Association during such a period.

11. A member shall cease to be a member automatically on his/her failure to pay his/her annual subscription within six months of it being due.

Part III

Executive Officers:

12. (1) The Association shall have a President, a President-Elect, a Vice-President, an Honorary Secretary and an Honorary Treasurer, who shall be the Executive Officers.

(2) The duties of the Executive Officers shall be as follows:

(a) President

The President will take the chair at all general meetings of the Association, and at all meetings of the Executive Committee and will supervise and direct the conduct of the business of the Association generally.

(b) The Vice-President

The Vice-President will act instead of the President during the latter's absence at any time, and will assist the latter as required.

(c) The President-Elect

The President-Elect will assist the President and Vice-President in the course of their duties and act in their absence should they both be unavailable simultaneously.

(d) The Honorary Secretary

The Honorary Secretary will be responsible for issuing notices of all meetings of the Association or Executive Committee to the appropriate persons, for taking and keeping the minutes of such meet-

ings, for maintaining the register of members and such other records as are not concerned with the Finances of the Association.

(e) The Honorary Treasurer

The Honorary Treasurer will be responsible for all the financial records of the Association, for preparing and presenting an audited statement of accounts to the Annual General Meeting, and for ensuring that all registered members are paid up.

(f) The Executive Committee may engage and appoint a Negotiating Secretary and other staff, either directly or by way of accepting, on an agreed financial basis, services provided by another association, union or organisation.

(3) The Executive Officers of the Association, with the exception of the President and Vice-President, shall be elected at Annual General Meeting.

(4) Following the Annual General Meeting the President-Elect elected at the previous Annual General Meeting shall become President, the previous President shall become the Vice-President and the previous Vice-President shall retire from office. None of these changes shall come into effect until the Annual General Meeting has been officially closed by the outgoing President.

(5) A General Meeting on recommendation from the Committee, may, by a majority vote of those members present, create one additional Executive officer, the Honorary Assistant Secretary.

A member is not eligible for election to the same Executive Office for more than three successive years. The maximum term any member may serve consecutively on the Executive either as College Representative or Officer, excluding the offices of President, President Elect and Vice President is six years.

Part IV

The Executive Committee:

13. There shall be an Executive Committee (hereafter referred to as the "Committee") which shall be responsible for the conduct of the Association's affairs in the periods between General Meetings.
14. The Committee shall consist of the Executive Officers and ten other members, the latter being hereafter referred to as "Ordinary Committee Members"

15.
 - (1) The Ordinary Committee Members shall be elected at the Annual General Meeting, the nominees, if more than one, for each electoral college being voted on by the members of that college only.
 - (2) The members of the Association shall be divided into ten electoral colleges. These electoral colleges shall, as far as is practicable, each consist of ten per cent of the members. A tolerance of not more than three per cent is permissible in establishing the electoral colleges. A member may belong to only one electoral college.
 - (3) The Committee shall arrange the composition of the electoral colleges, which shall be based on appropriate geographic areas.
 - (4) At least two months before the Annual General Meeting the Committee shall:
 - (a) Notify all members regarding the composition of the electoral colleges, and
 - (b) Request the nomination of the Ordinary Committee Members, and of eligible members for Executive Officer posts.
 - (5) Each electoral college shall be represented on the Committee by one Ordinary Committee Member. The Ordinary Committee Member, representing an electoral college, must, at the time of his/her election, be a member of the electoral college he/she represents and be nominated by two other members of that same electoral college.
 - (6) A member may not serve as an Ordinary Committee Member for more than three successive years.
16.
 - (1) At least four Committee Meetings shall be held each year. An agenda shall be circulated to all members of the Committee not less than seven days before each meeting by the Honorary Secretary. Business not on the agenda shall be taken only by permission of the Chairman.
 - (2) A special meeting of the Committee may be called by the President on his/her own initiative, or shall be called by the Honorary Secretary on a requisition signed by not less than three members of the Committee. The business at such Special Meetings shall be limited to such matters for which the meeting is called, and which have been stated in the requisition and notice of meeting.
 - (3) The President, in consultation with the Executive Officers and, should he/she deem fit, any other committee members, shall have power to deal with questions of an urgent nature and shall report thereon to the next meeting of the Committee.
17.
 - (1) The Committee shall manage and transact all matters and business arising in the affairs of the Association between General Meetings

- (2) The Committee shall have such powers, authorities and discretions as are necessary for or incidental to its functions.
18.
 - (1) Notice of nomination for election to the Committee shall be given to the Honorary Secretary not later than thirty days before the date of the relevant Annual General Meeting.
 - (2) If before the ballot for election of an Executive Officer has taken place, all the persons nominated for that Office withdraw their nominations, the Annual General Meeting may permit the nomination by the members present of other persons for election to the office and the Chairman of the Annual General Meeting shall, before accepting a nomination so made, satisfy himself/herself that the proposed nominee is willing to serve and shall determine in what manner the provisions of this paragraph shall be given effect.
 - (3) If before the ballot for the election of the Ordinary Members of the Committee has taken place, the number of nominations fall, for any reason, below such members as would enable the election of ten members, (at least one from each electoral college), the Annual General Meeting may permit the nominations of other persons for election as Ordinary Members of the Committee, and the Chairman of the Annual General Meeting shall determine in what manner the provisions of this paragraph shall be given effect.
 - (4) The Committee shall appoint scrutineers annually who shall be responsible for the conduct of all elections.
 - (5) In the event of any Member of the Committee ceasing to be a Member of the Committee, the Committee may co-opt a member in his/her place and such co-opted member shall be deemed to have been elected by the Annual General Meeting by which the member, in whose place he/she was co-opted, was appointed. In the case of Ordinary Members, the co-opted member must be a member of the electoral college previously represented.
19. An Executive Officer or an Ordinary Member of the Committee:
 - (a) May at any time by notice, in writing, addressed to the Honorary Secretary or President resign from his/her office or from the Committee, as the case may be.
 - (b) Shall cease to be a member of the Committee upon ceasing to be a member of the Association.
 - (c) Shall vacate office if he/she be absent from three consecutive meetings of the Committee without the consent of the Committee and the Committee so resolve.
 - (d) The Executive Committee or any member thereof may be removed from office by resolution of the Annual General Meeting or a Special

General Meeting, provided always that due notice of the motion to remove shall have appeared on the Agenda for the meeting, and a majority of two thirds of those present and voting support the motion

20. (1) Subject to Rules 16 and 17, the Committee shall meet and conduct its business as it shall from time to time by resolution determine and shall have power to regulate its own procedure.
 - (2) Each Executive Officer and each Ordinary Member of the Committee shall have one vote, subject to Rule 20(3)
 - (3) All questions arising at any meeting of the Committee, except questions which by these Rules or by any agreement or contract made by the Committee are to be decided in a special manner, shall be decided by a majority of the votes cast. Provided that in the event of an equality of votes the Chairman of the Committee shall have a casting vote as well as the deliberative vote to which he/she is entitled as a member of the Committee.
21. A quorum of the Committee shall be six members.
 22. The President shall preside at committee meetings or in default of his/her attendance the Vice-President or such other person as the committee shall appoint.

Part V

The General Meeting:

23. (1) The Governing Body of the Association shall be the General Meeting either Annual or Special.
 - (2) There shall be an Annual General Meeting of the Association and such Special General Meetings of the Association as may be held in accordance with the provisions of Rule 31.
 - (3) In the following provisions of this Part, “Annual General Meetings” means the annual meeting of the Association and “Special General Meeting” means any special meeting of the Association.
24. Procedure at all General Meetings shall be governed by the Standing Orders for General Meetings appended to this Constitution.
 25. The Annual General Meeting of the Association shall be held between 1st March and the end of May.
 26. Notice of the Annual General Meeting shall be given by the Committee in writing to all members at least fourteen days before the date on which it is to commence its sitting.
 27. The business of the Annual General Meeting shall be as follows:

- (a) The Minutes of the preceding Meeting.
 - (b) Report of the Hon. Treasurer.
 - (c) Report of the President.
 - (d) Election of Executive Officers.
 - (e) Election of Ordinary Committee Members.
 - (f) Other business.
28.
 - (1) Notice of motions, which it is proposed should be moved at the Annual General Meeting, may be given by any member.
 - (2) Notice of such a motion setting out the terms thereof shall be given to the Hon. Secretary not later than twenty-one days before the date on which the relevant Annual General Meeting is to commence its sitting.
29. A motion and amendments thereto maybe moved at an Annual General meeting as an emergency motion and as amendments thereto respectively.
 - (a) If, on a show of hands, not less than two thirds of the members present and voting shall have consented to the moving thereof, and
 - (b) In accordance with such procedure as may be determined by the Annual General Meeting on the recommendation of the Committee.
30. The Committee shall have cause to be circulated to each member not later than fourteen days before the date on which an Annual General Meeting is to commence its sittings the agenda for the meeting, such agenda to include all motions of which notice has been given in accordance with rule 28 (2).
31.
 - (1) A Special General Meeting may be called by the Committee at any time if the Committee so determine.
 - (2) Notice that a Special General Meeting is to meet shall be given to each member not later than three days before the date on which the Special General Meeting is to commence its sittings.
 - (3) The notice shall contain a statement of the business to be dealt with at the Special General Meeting and no other business shall be dealt with thereat.
 - (4) A Special General Meeting may also be called on a requisition signed by not less than 15 per cent of the members of the Association. The Committee shall thereupon arrange the holding of the Special General meeting as soon as may be practicable thereafter, but in any case no sooner than three days, and no later than fourteen days from the receipt of the requisition.
32. It is the Committee's duty to prepare the agenda for each General Meeting and to make recommendations as it may deem necessary for the efficient and expeditious dispatch of business.

33. The Hon. Secretary shall ensure that there is kept a proper record of the decisions taken.

Part VI

Finance

34. The financial year of the Association shall be from 1st January each year to 31st December of that year.
35. (1) Every member shall pay to the Association an annual subscription of such amount as may from time to time be determined by a General Meeting, and shall provide for payment of such subscription in a manner approved by the Committee.
- (2) Unless the Committee shall otherwise direct by reason of exceptional circumstances, no subscription or any part of a subscription shall be repaid to a member or to a person who has ceased to be a member.
36. The Committee shall control the ordinary expenditure of the Association and no liability shall be incurred or payment made without the Committee's approval thereof having first been obtained. Provided that this Rule shall not apply to expenditure expressly authorised by a General Meeting or disbursed under an imprest system authorised by the Committee.
37. (1) The Committee shall maintain at a bank an account in the name of the Association and all cheques and drafts thereon shall be signed by any two of the following, the President, or the Honorary Secretary or the Honorary Treasurer, or any ordinary Member of the Committee specially appointed by resolution for this purpose.
- (2) So much of the funds of the Association as may not be required for immediate use, or to meet the usual accruing liabilities, shall, with the consent of the Executive Committee or of a majority of the members of the Association, present and entitled to vote at a General Meeting be invested by the Trustees in such of the securities in which Trustees are for the time being by law authorised to invest Trust Funds as the Executive Committee, or General Meeting shall direct.
38. (1) The Honorary Treasurer shall keep true accounts of all monies received and paid by or on behalf of the Association and of the assets and liabilities of the Association.
- (2) The accounts and names of the members shall be open for inspection by any member or any person having an interest in the funds of the Association. Such inspection may be carried out on the giving of adequate notice (which shall be at least seven days) to the Honorary Secretary of the Association and shall be carried out during normal business hours of the Association.

- (3) The Committee shall each year submit for audit to an auditor appointed by the Trustees, the accounts made up to the 31st day of December next preceding the date on which they are submitted, together with all vouchers relating thereto, all deeds, documents of title and securities relating to the property and monies of the Association and such other information as the audit may reasonably require.
 - (4) The Honorary Treasurer shall submit an Annual Return to the Register of Friendly Societies once a year.
 39.
 - (1) There shall be two Trustees of the Association appointed by a General Meeting from persons who shall be members of the Association and nominated by the Committee.
 - (2) A Trustee shall remain in office until his/her appointment is revoked by resolution of a General or Special Meeting, or until he/she resigns or dies or ceases to be a member.
 - (3) If a person ceases to be a Trustee on a date more than twelve weeks before the date on which the next General Meeting of the Association is to commence its sittings, the Committee may by resolution appoint another person to be a Trustee to act until the close of that General Meeting.
 - (4) The Trustees shall hold all property vested in them, subject to the direction of the Committee.
 40.
 - (1) All real and leasehold property, stocks, shares and other investments belonging to the Association or to which the Association is entitled shall be held in the names of the Trustees.
 - (2) All deeds, documents of title and securities relating to the real and leasehold property, stocks, shares, and other investments of the Association shall be held by the Trustees who shall take such measure for the safe custody of all such deeds, documents and securities and shall produce them for inspection when required by the Committee, the audit or by a General Meeting.
 - (3) Provided that this Rule shall not impose on the Trustees any personal or other liability in addition to that imposed upon them by law.
 - (4) The Executive Committee shall make suitable provision for the protection of the Executive Committee and members of the Association against any financial liability arising from any acts, omissions or conduct of the Officers, the Negotiating Secretary and/or employees of the Association or against any claims made by Officers, the Negotiating Secretary and/or other employees of the Association against the Executive Committee and/or members of the Association. The Executive Committee shall also make suitable

provision to indemnify the Negotiating Secretary and/or employees of the Association against any damages or financial loss arising from the due execution of their duties on behalf of the Association. This indemnification shall include an indemnification of another association, union or organisation in the event that the Negotiating Secretary and/or other staff are providing services to the Veterinary Officers Association by agreement with such other association, union or organisation.

Part VII

Strikes and Industrial Action

41. (1) The provisions of this rule shall apply notwithstanding any other provisions contained in these rules.
- (2) In this rule the terms “strike” and “industrial action” shall have the same meaning as in the Industrial Relations Act 1990.
- (3) In this rule the term “member” shall have the same meaning as in rule 6.
- (4) The provisions of this rule shall apply to the Republic of Ireland only.
- (5) The Association shall not organise, participate in, sanction or support a strike or other industrial action without a secret ballot, entitlement to vote in which shall be accorded equally to all members whom it is reasonable at the time of the ballot to believe will be called upon to engage in the strike or other industrial action.
- (6) The Association shall take reasonable steps to ensure that every member entitled to vote in the ballot votes without interference from, or constraint imposed by, the Association or any of its members, officials or employees and, so far as is reasonably possible, that such members shall be given a fair opportunity of voting.
- (7) The Executive Committee shall have full discretion in relation to organising, participating in, sanctioning or supporting a strike or other industrial action notwithstanding that the majority of those voting in the ballot, including an aggregate ballot referred to in Paragraph 8 of this rule, favours such strike or other industrial action.
- (8) The Executive Committee shall not organise, participate in, sanction or support a strike or other industrial action against the wishes of a majority of the Association’s members voting in a secret ballot, except where, in the case of a ballot by more than one trade Union, an aggregate majority of all the votes cast favours such strike or other industrial action.
- (9) Where the outcome of a secret ballot conducted by the Association or in the case of ballots conducted by the Association and any number

of other trade Unions which are affiliated to the Irish Congress of Trade Unions an aggregate majority of all the votes cast is in favour of supporting a strike organised by another trade union, a decision to take such supportive action shall not be implemented by the Association without the sanction of the Irish Congress of Trade Unions.

- (10) As soon as practicable after the conduct of a secret ballot the Association shall take reasonable steps to make known to the members of the Association entitled to vote in the ballot
 - (a) the number of ballot papers issued
 - (b) the number of votes cast
 - (c) the number of votes in favour of the proposal
 - (d) the number of votes against the proposal, and
 - (e) The number of spoiled votes.
- (11) Nothing in this rule shall constitute an obstacle to negotiations for the settlement of a trade dispute nor the return to work by members of the Union party to the trade dispute, and any decision taken in accordance with this rule to organise, participate in, sanction or support a strike or industrial action may be rescinded or amended without the necessity of a further ballot of the members concerned.

Part VIII

Miscellaneous

42.
 - (1) If any questions as to the meaning or intention of these Rules or of any of them or any Bye-laws or Regulations made thereunder arise, that question shall be decided by the Committee.
 - (2) Any decision of the Committee made in accordance with the provision of the last foregoing paragraph may, on a motion to which Rule 31 shall apply, be reviewed by a General Meeting whose decision thereon shall be final.
43. No meeting and no vote, act or proceeding at any General Meeting or Committee or in relation to a ballot or at any sub-committee appointed by the Committee shall be rendered void or voidable by reason only that:
 - (a) It is afterwards discovered that there was a defect in the appointment, election or nomination of any person attending such a meeting or so voting or acting or by reason of the fact that any person had become disqualified from attending or voting at the meeting, or,
 - (b) There was some accidental omission to give due notice to any person, or any person failed to receive such a notice, or,

- (c) There was not issued to any person any ballot paper which should have been issued to him/her or any person failed to receive such a paper.
44. These rules or any of them may be revoked, altered or varied and new Rules may be made by a decision of a General Meeting in favour of which there were cast at least two-thirds of the total votes cast thereon. Any such alteration, variation, or new Rule shall be notified to the Registrar of Friendly Societies as soon as possible after its ratification by the General Meeting.
45. (1) The Association shall be wound up only by a decision of a Special General Meeting and in favour of which decision there were cast at least two-thirds of the total votes cast thereon. Any such decision to wind-up the Association must be notified as soon as possible to the Registrar of Friendly Societies.
- (2) The Special General Meeting by which such a decision is made or any subsequent General Meeting may appoint two or more persons to carry out such winding-up and all or any matters consequent thereon, and may vote to these persons such remuneration or honoraria as a General Meeting determine.
- (3) If upon winding-up of the Association there remain after satisfaction of all its liabilities any property, such property shall be given or transferred to such other institute or association having objects wholly or partly similar to those of the Association or shall be disposed of in such other manner as may be determined by a General Meeting.
46. A member who has not furnished the committee with an address to which notices may be given to him/her shall not be entitled to receive any notice required to be given by these Rules.
47. The Rules of the Association which were in operation immediately prior to the date at which these Rules came into operation are hereby revoked.

APPENDIX

Standing Orders for General Meetings:

1. The President shall preside at General Meetings of the Association or in default of his attendance the Vice-President or such other person as the members present shall elect from among their number.
2. The decision of the Chairman on matters of procedure and on the interpretation and application of the Standing Orders shall be final.
3. In the event of a dispute the right to address the meeting at any particular moment shall be determined by the Chairman who shall have the right to direct any speaker to discontinue his address for irrelevance or repetition.

4. No member may speak twice on the same motion or item on the agenda. However, the proposer of a substantive motion may exercise a right of reply immediately before the taking of a vote.
5. Notwithstanding Rule 4, the Chairman may allow a member who has already spoken to rise upon a point of explanation. Such point shall be limited to clearing up a misunderstanding arising from the member's previous speech. A point of explanation may be made only between speeches.
6. A point of order shall consist solely of a question directed to the Chair calling for a ruling upon whether a Standing Order has been contravened. A member rising upon a point of order shall confine his remarks solely to the alleged violation of the Standing Order. During the address of the Chairman no point of order shall be entertained.
7. Any two members may put down an amendment to a motion or resolution provided the amendment does not directly negate the motion and provided also it is relevant thereto and when taken therewith forms a coherent and consistent sentence.
8. No second amendment shall be allowed until the first amendment has been disposed of by vote or withdrawn. A second amendment shall be allowed only where it is directed to a different portion of the motion or resolution.
9. The following shall be privileged motions upon which no discussion shall be allowed and which shall not require the suspension of the Standing Orders:
 - (a) That the house move to the next business,
 - (b) Motions for amendment.
 - (c) Motions for adjournment of the house.
 - (d) That the question be now put.

The Chairman shall have absolute discretion in allowing or disallowing the introduction of a privileged motion.

10. The quorum for any Annual or Special General Meeting of the Association shall be fifteen per cent of the total membership.
11. Voting on any question except as otherwise provided shall be on a show of hands subject to the provision that voting on any question shall be by ballot, if a demand for a ballot made before the question is put, be approved by a show of hands by the majority of members present.
12. Any question put shall, save as otherwise provided by these rules, be decided by the majority of votes cast thereon. In the event of an equality of votes, the Chairman shall have a casting vote.
13. Voting shall be conducted in such manner as may be prescribed by regulations made by the General Meeting, or failing any such regulations, as the Chairman at that meeting may decide.

14. Dispute on matters of procedure shall be determined by the Chairman by reference to the Constitution and this appendix and where necessary to the Rules contained in Palgrave's Chairman's Handbook.