

Draft Constitution
of the
Ecopsychology and Ecotherapy Association of Ireland (eeai)
17th February 2018

1.0 NAME The name of the Association shall be the Ecopsychology and Ecotherapy Association of Ireland (eeai), (hereinafter called the “Association” or “eeai”).

2.0 AIMS The Association is established;

2.1 To engage with and support those who are concerned, confused and/or distressed by climate change and its effects on both human and other-than-human nature on the island of Ireland.

2.2 To guide, promote and support authentic, sustainable and professional ecopsychological and ecotherapeutic practice on the island of Ireland.

2.3 To listen to, learn from and engage with those who avail of and/or subscribe to authentic, sustainable and professional ecopsychological and ecotherapeutic practice on the island of Ireland.

3.0 MEMBERSHIP

3.1 Membership of the Association shall be open to those who;

3.1.1 Have read, accept and subscribe to the ethos, aims / mission statement, core values and draft constitution of the eeai association, and;

3.1.2 Are aged eighteen years or over and are currently professionally accredited (and 'pre-accredited') practitioners (e.g. counsellors, psychotherapists and psychologists) with an accreditation body deemed acceptable to the eeai, who;

3.1.3 Are currently and actively offering counselling / psychotherapeutic / psychological services to clients which are informed and guided by an ecopsychological and / or ecotherapeutic approach, and;

3.1.4 Have paid their annual eeai membership fee.

3.2 Association members have the right to have representation at eeai interim committee level and as far as possible will be represented by at least two thirds of the total interim committee volunteers serving, although this may not always be the case and is at the discretion of the eeai interim committee.

3.3 Those who were referred to as 'members' prior to the establishment of this constitution on the 17th of February 2018 will automatically become eeai subscribers once this document is signed. All subscribers will be notified by email within two weeks of the signing and be advised of this change, informing them of the new route to eeai membership should they so wish and making them aware of an opportunity to 'opt-out' of subscription if they so wish.

4.0 SUBSCRIBERS

4.1 The eeai subscribers' community shall be open to those who;

4.1.1 Support the ethos, aims / mission statement, core values and draft constitution of the eeai association, and;

4.1.2 Understand that they are not members of the association, but recognise that;

4.1.3 Association subscribers have the right to nominate a representative to the eeai committee, subject to;

4.1.3.1 The approval of the committee or interim committee (of which may only consist of up to one third subscribers although this may not always be the case in relation to the eeai interim committee and will be agreed by the said interim committee as to how many officers positions are available to be filled by subscribers). Subscriber to be invited electronically via email for nominations for same, with opportunity to cast votes for the representative of their choice, however subscribers;

4.1.3.2 May not hold the office of Chair, Vice-chair, Membership coordinator, Research and Development coordinator, Ethics coordinator, Clients / Service user's coordinator and any other office at the discretion of the Associations committee.

5.0 THE EEAI INTERIM COMMITTEE

5.1 An interim committee will be established at the discretion of the eeai co-founders to hasten the process of Association and to secure adequate numbers of volunteer members and subscribers in order to bring the eeai towards its first Annual General Meeting (under this constitution), such meeting to be called at the full discretion of the interim committee and may not be called if so wished until the establishment and implementation phase of the Association is complete.

5.2 The eeai interim committee (hereinafter called the “committee”) shall fix the annual fair membership fee, shall issue members with a membership number, subscribers with a subscription number, and;

5.2.1 Shall have the right for good and sufficient reason to suspend and/or terminate the membership of any member provided that the member concerned shall have the right to be heard by the Association before a decision is made, and;

5.2.2 Shall have the right for good and sufficient reason to suspend and/or cancel the subscription of any eeai community subscriber provided that the subscriber concerned shall have the right to be heard by the Association before a decision is made, and;

5.2.3 Shall have the right for good and sufficient reason to suspend and/or terminate the volunteership (of any member or subscriber) provided that the member or subscriber concerned shall have the right to be heard by the Association before a decision is made, and;

5.3 Except as provided otherwise in this Constitution the policy and general management of the affairs of the Association shall be directed by the committee which shall meet not less than four times a year and shall consist of not less than two members of the Association, and one eeai subscriber.

5.4 Nominations from members and eeai subscribers wishing to serve as volunteers on the eeai committee must be in writing (email is sufficient) and must be in the hands of the Secretary of the Association at least 14 days before the next Association meeting or Annual General Meeting hereinafter mentioned.

5.5 Should the number of nominations exceed the number of vacancies, election shall be by secret ballot of the members and subscribers of the Association present and voting at an Annual General Meeting. Members may only vote for members and subscribers may only vote for subscribers. Should the number of nominations be less than the number of vacancies, further oral nominations may with the approval of the Annual General Meeting be invited from members present and voting at the said Annual General Meeting.

5.6 The committee elected at an Annual General Meeting shall have the power to co-opt further members and subscribers, who shall be referred to as co-opted volunteers and who;

5.6.1 Shall serve until the conclusion of the next following Annual General Meeting PROVIDED THAT the number of co-opted volunteers shall not exceed one third of

the total number of committee volunteers. Co-opted volunteers shall have the right to vote. However;

5.6.1.1 The interim committee may overrule this provision if deemed necessary or advantageous.

5.7 The Chair, Vice Chair, Secretary and Finance Coordinator, who shall be the committee officers of the Association, shall be members or subscribers (subject to 4.1.3, 4.1.3.1, & 4.1.3.2) and shall be elected annually by and from the committee volunteers at their first meeting following the Annual General meeting. The office of Chair shall not be held by any one person for more than 3 consecutive years although this does not include time served by the chair of the aforementioned interim committee.

5.8 Any officer and volunteer of the committee who fails to attend 3 consecutive committee meetings without reasonable excuse shall lose her/his place on the committee which may be filled by co-option in accordance with section 5.5 above.

5.9 Eeai Trustees (if appointed) shall be notified of and shall be entitled to attend all meetings of the committee but shall not have the power to vote.

5.10 All officers/volunteers of the committee are required to sign a document confirming their acceptance of the ethos, aims, values and constitution of this Association and to uphold with the greatest diligence the confidentiality and non-disclosure of any and all eeai material and/or information without the expressed and adequate permission of the committee. Any breach of same will incur investigation and may result in the suspension or termination of the officer/volunteer concerned (subject to 5.2.3).

6.0 FUNCTIONS OF THE INTERIM COMMITTEE

6.1 The interim committee may make such regulations as its members consider appropriate for the efficient conduct of the business of the committee and the Association.

6.2 The committee may appoint such staff as its members consider necessary on such terms and conditions as they may determine.

6.3 The committee may appoint sub-committees, advisory groups or working parties of its own members and other persons as it may from time to time decide necessary for the carrying out of its work and may determine their terms of reference, duration and composition. All such sub-committees shall make regular reports on their work to the committee.

6.4 The proceedings of the committee shall not be invalidated by any failure to elect or any defect in the election, appointment, co-options or qualifications of any member.

7.0 CHAIRING MEETINGS

7.1 All meetings of the Association or of any of its sub-committees shall be presided over by its Chair, or in his/her absence, its Vice Chair. If neither are present, those present may elect one of their number to take the Chair (subject to 4.1.3.2 unless directed otherwise by the association's chair). [The Chair of any meeting shall have a second or casting vote].

8.0 FINANCE

8.1 All monies raised by or on behalf of the Association shall be applied to further the objects of the Association and for no other purpose PROVIDED THAT nothing herein contained shall prevent the payment of legitimate out-of-pocket expenses to members and subscribers of the Association engaged upon the approved business of the Association.

8.2 The Finance Coordinator shall keep proper accounts of the finances of the Association.

8.3 The financial year of the Association shall run from 1st of January to the 31st of December.

8.4 The accounts may be audited at least once a year by an auditor or auditors, if so decided by the committee, the auditors shall be appointed at the Annual General Meeting.

8.5 A statement of accounts for the last financial year shall be submitted by the committee to the Annual General Meeting.

8.6 A bank account shall be opened in the name of the Association with such bank as the committee shall from time to time decide. The committee shall authorise if they so wish, in writing the Finance Coordinator and 2 members of the committee to sign cheques and/or pay monies on behalf of the Association. All cheques must be signed by not less than 2 of the 3 authorised signatories.

9.0 TRUST PROPERTY

9.1 The Association may appoint and may terminate the appointment of not less than 3 people to act as Trustees for the purpose of holding any monies or property belonging to the Association. The title to all or any such real and/or personal property which may be required by or for the purposes of the Association shall be vested in the Trustees who shall hold such property in trust for the Association. The Trustees shall act under the instructions of the committee who shall, subject to the approval and consent of the Association as determined by a General Meeting, have power to fill vacancies among the Trustees.

10.0 ANNUAL GENERAL MEETING

10.1 The first Annual General Meeting of the Association shall be held not later than the 31st of December 2021 and in each year thereafter. An Annual General Meeting of the Association shall be held at such place and time (not being more than 15 months after the holding of the preceding Annual General Meeting) as the committee shall determine.

10.2 At such an Annual General Meeting the business shall include the following:

10.2.1 The election of volunteers to serve on the committee;

10.2.2 The formal adoption of this constitution with amendments as deemed necessary by the committee or the agreement to undertake such adoption.

10.2.3 The appointment of an auditor or auditors if deemed necessary;

10.2.4 The consideration of an Annual Report of the work done by or under the auspices of the committee;

10.2.5 The consideration of the accounts;

10.2.6 The transaction of such other matters as may from time to time be considered necessary.

11.0 SPECIAL GENERAL MEETING

11.1 The committee may at any time at its discretion and shall upon a requisition signed by not less than 5 of its volunteers, having the power to vote and giving reasons for the request, call a Special General Meeting of the Association for the purpose of altering the Constitution in accordance with section 13.1 hereof or of considering any matter which may be referred to them by the committee or for any other purpose.

12.0 RULES OF PROCEDURE AT ALL MEETINGS

Voting

12.1 Subject to the provisions of this section (12) hereof all questions arising at any meeting shall be decided by a simple majority of those present and entitled to vote thereat. [In case of an equality of votes the Chair shall have a second or casting vote].

Minutes

12.2 Minute books (or any other agreed recording method) shall be kept by the committee and all sub committees and the appropriate Secretary shall enter therein a record of all proceedings and resolutions.

Quorum

12.3 The quorum at General Meetings of the Association shall be 3 and at meetings of the committee shall be 3 or such other numbers as the committee may from time to time determine.

Standing Orders

12.4 The committee shall have power to adopt and issue Standing Orders and/or Rules for the Association. Such Standing Orders and/or Rules shall come into operation immediately PROVIDED ALWAYS THAT they shall be subject to review by the Association in General Meeting and shall not be inconsistent with this Constitution, core values and our stated ethos.

13.0 ALTERATIONS TO THE CONSTITUTION

13.1 Any alterations to this Constitution shall receive the assent of not less than two thirds of the members of the Association present and voting at the Annual General Meeting or a meeting specially called for the purpose PROVIDED THAT notice of any such alteration shall have been received by the Secretary in writing (email) not less than 21 clear days before the meeting at which the alteration is to be brought forward. At least 14 clear days notice in writing (email) of the meeting setting forth the terms of the alteration to be proposed shall be sent by the Secretary to each member of the Association PROVIDED FURTHER THAT no alteration shall be made which would cause the Association to cease to be a 'not for profit' organisation.

14.0 DISSOLUTION

14.1 If the committee by a simple majority decides at any time that on the grounds of expense or otherwise it is necessary or advisable to dissolve the Association, they shall call a meeting of the members of the Association. If such decision shall be confirmed by a simple majority of members present and voting at such meeting the committee shall have power to dispose of any assets held by or in the name of the Association. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable institution or institutions having objects similar to the objects of the Association as the committee may decide.

15.0 INDEMNITY

15.1 The Association shall indemnify and keep indemnified every officer, member, volunteer and employee of the Association from and against all claims, demands, actions and proceedings (and all costs and expenses in connection therewith or arising therefrom) made or brought against the Association in connection with its activities, the actions of its officers, members, volunteers or employees, or in connection with its property and equipment but this indemnity shall not extend to liabilities arising from willful and individual fraud, wrongdoing or wrongful omission on the part of the officer, member, volunteer or employee sought to be made liable. The Finance Coordinator shall effect a policy of insurance in respect of this indemnity, however;

15.1.2 The Association may under the full discretion of the interim committee choose not to indemnify its officers, members, volunteers and employees if so wished until the establishment and implementation phase of the Association is complete, however the interim committee must take every care to adequately implement risk assessment and management protocols to limit liability as far as is practicable in all eeai undertakings

16.0 DECLARATION

WE, the persons whose names, addresses and descriptions are subscribed below are desirous of being formed into an Association in pursuance of this draft Constitution.