

**Irish United Nations Veterans Association – Registered Charity Number: 20025397**

## **CONSTITUTION OF THE IRISH UNITED NATIONS VETERANS ASSOCIATION**

Honouring – Caring – Remembering

Adopted and ratified by an Extraordinary General Convention of the Association held on  
10 December 2022

This Constitution supersedes and replaces previous Constitutions and Standing Orders with effect from the date adopted by an Extraordinary General Convention of the Association. It is the Association's 'governing document' or 'rules' within the meaning of these terms as used in the Charities Governance Code issued by Charities Regulator.

A copy of this constitution shall be available on the Association's website and hard copies will also be made available, on request, to individual Members.



*IUNVA acknowledges, with deepest appreciation, and without any legal inference whatsoever, its heavy reliance on publications of the Charities Regulator in the preparation of this Constitution. Where certain references are made to these publications, these are not exhaustive and where further information or greater clarity is required, users of this document should refer directly to parent publications by the Regulator, and related guidance. Regard should also be had to legal disclaimers attached to these publications.*

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## **1. Interpretation and Arbitration.**

**1.1** In the interest of clarity and for the avoidance of doubt, the terms and definitions presented in Annex A (Glossary of Terms, Definitions and Abbreviations) should be both understood and used in the documents and correspondence of IUNVA. In any dispute regarding the interpretation of this constitution, the National Executive Committee (NEC) shall be the final arbiter.

## **2. Name.**

**2.1** The name of the association is: “The Irish United Nations Veterans Association” (IUNVA), or in Irish, ‘Cumann Sheansaighdiúirí Éireannacha na Náisiún Aontaithe’, hereafter referred to as IUNVA, or the ‘the Association’.

## **3. Main Objects.**

The main objects or charitable purposes for which the Association is established are:

**3.1** The prevention or relief of poverty and economic hardship and the provision of financial relief in cases of necessity or distress to members of IUNVA and their dependants within capabilities.

**3.2** To provide financial and other supports to veterans whose lives have been adversely affected as a result of service with the United Nations.

**3.3** Integration of disadvantaged veterans and promotion of their full participation in society.

**3.4** To promote, for the public benefit, the commemoration of Irish citizens who have died in the cause of world peace while on service with the United Nations or on United Nations mandated missions or operations.

## **4. Subsidiary Objects.**

As objects incidental and ancillary to the attainment of its Main Objects, the Association shall have the following subsidiary objects:

**4.1** To promote public awareness, understanding and appreciation of the history of Irish participation in United Nations peace support missions and operations.

**4.2** To support, where requested, training, education and awareness within the Defence Forces and other organisations regarding overseas service and the history of Irish participation – particularly where lessons were identified or major challenges overcome – and to promote the remembrance of lost comrades through membership of the Association.

**4.3** To support commemorative and ceremonial events organised by the State, Óglaigh na hÉireann (The Defence Forces), An Garda Síochána, local authorities, local communities and other national veterans’ associations.

**4.4** To assist with academic research into Irish involvement in United Nations and United Nations mandated peace support operations and missions, and the collection and collation of archival material in this regard.

**4.5** To provide and coordinate health education courses, advice and counselling for members.

**4.6** To provide a network of support and social interaction through the organisation of social, recreational, cultural and sporting activities for members and their dependants.

**4.7** To establish, maintain and encourage contact with likeminded kindred associations and agencies in Ireland and in other countries.

**4.8** To engage and advocate with central government, local government, state and voluntary agencies in advancing the interests of the Association, its members and families of members.

## **5. Powers.**

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

**5.1** To solicit and procure and to accept and receive any donation of property of any nature and any devise, legacy or annuity, subscription, gift, contribution or fund, including by means of payroll giving or other similar arrangements, and including (but so as not to restrict the generality of the foregoing) the holding of lotteries in accordance with the law for the purpose of promoting the Objects of the Association.

**5.2** To make application on behalf of the Association to any authority, whether governmental, local, philanthropic or otherwise, for financial funding of any kind.

**5.3** To acquire, hold, sell, manage, lease, mortgage, exchange or dispose of and to develop and deal with all or any part of the property of the Association.

**5.4** To borrow and raise money in such manner as may be considered expedient, and for the purpose of securing any debt or other obligation of the Association to mortgage or charge all or any part of the property of the Association, present or future.

**5.5** To open one or more bank accounts and to draw, accept, make, endorse, discount, execute, issue and negotiate bills of exchange, promissory notes, bills of lading, warrants, debentures and other negotiable or transferable instruments.

**5.6** To insure any or all of the NEC against personal liability incurred in respect of any act or omission which is or is alleged to be a breach of trust or breach of duty, provided he or she acted in good faith and in the performance of his or her functions as a charity trustee (as defined in the Charities Act, 2009).

**5.7** To do all such other lawful things as the Association may think incidental and conducive to the foregoing Main Objects.

## **6. Income and Property.**

**6.1** The income and property of IUNVA shall be applied solely towards the promotion of the Main Objects as set forth in this constitution. No portion of the Association's income and property shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit to members of the Association.

**6.2** No Member of the NEC shall be appointed to any office of the Association paid by salary or fees or receive any remuneration or other benefit in money or money's worth from the Association. However, nothing shall prevent any payment in good faith by the Association of:

reasonable and proper remuneration to any member or servant of the Association (not being a NEC Member) for any services rendered to the Association;

reasonable and proper rent for premises demised and let by any member of the Association (including any NEC Member) to the Association;

reasonable and proper out-of-pocket expenses incurred by any NEC Member in connection with their attendance to any matter affecting the Association;

fees, remuneration or other benefit in money or money's worth to any company of which a NEC Member may be a member holding not more than one hundredth part of the issued capital of such company.

**6.3** Nothing shall prevent any payment by the Association to a person pursuant to an agreement entered into in compliance with section 89 of the Charities Act, 2009 (as for the time being amended, extended or replaced).

**6.4** Nothing shall prevent any payment by the Association to a person pursuant to the Objects or charitable purposes of the Association.

## **IUNVA Trustees for the purpose of holding property of the Association.**

**6.5** In addition to the National Treasurer there shall be three Trustees for the purpose of holding property of the Association. These shall be appointed by the AGC and shall be eligible for re-appointment on a yearly basis. The AGC may also appoint new trustees.

**6.6** The property of the Association shall be vested in and held by the Trustees for the time being of the Association upon trust for the Association as beneficial owner, to be dealt with at all times as and only as the NEC may, in accordance with the Main Objects, direct. The Trustees shall, at the request of the NEC and at the cost of the Association as beneficial owner, transfer or convey the trust property to such persons, at such times and in such manner as the NEC shall direct. The Trustees shall be indemnified out of the assets of the Association against present and future liabilities, actions, proceedings, claims, demands, duties and taxes and all other costs and expenses whatsoever in respect of the trust property.

The Trustees shall not be required to incur any expenditure in respect of the trust property unless and until money shall have been provided by the NEC for that purpose.

**6.7** The Trustees shall be responsible for the safe custody of all deeds, documents and securities belonging to the Association.

**6.8** When a Trustee vacates the office, they shall automatically cease to be a Trustee and their responsibilities for any Association property, monies, investments, stock, items or securities shall pass to their appointed successor.

## **7. Governance.**

**7.1** IUNVA is a Charitable Trust and, as a Registered Charity, shall operate in accordance with this governing document (constitution) and in full compliance with the Charities Act 2009. Its activities and purposes as outlined in the Objects, above, shall conform to the requirements of the Charities Regulator as laid out in the Charities Governance Code and other documents issued by that office. These documents are readily accessible and should be relied upon as core references for further information on governance requirements.

**7.2** Control and direction of the Association's policy and affairs, subject to the provision of this constitution, shall be vested in the Ordinary Membership of IUNVA, as expressed in motions adopted at the AGC. The NEC, as the Association's charity trustees, manages the day-to-day affairs of the Association in compliance with this constitution.

**7.3** The Association must remain in compliance with Core Standards, and where relevant, Additional Standards prescribed by the Regulator. While it behoves all members to be familiar with this Constitution and related regulatory and governance requirements, by law, charity trustees have individual and joint responsibility for what happens within their charity. Accordingly, appointed 'trustees' (which includes members of the NEC) should have particular regard to the following core principles and their roles and responsibilities in respect of compliance.

**7.4 Charitable Purposes.** The Association must be clear about its charitable purposes, as outlined in the Objects stated above, and be able to explain these in simple terms. It must also be able to confirm compliance with these purposes and show that it is acting in line with them as well as providing public benefit, on an ongoing basis, at the request of the Regulator. This is done through the conduct of annual reviews to evaluate effectiveness, documented in a Compliance Record reflecting discussions and agreement as to how standards are met. The Association declares compliance when submitting its (mandatory) annual reports to the Charities Regulator; the NEC must approve a Compliance Record Form before this is done. While Compliance Record Forms should not be submitted annually to support such declarations, they must be retained as a permanent record, together with minutes of decisions, for review by the Regulator who may ask to see the most recent record, or any earlier record form, at any time. (See IUNVA Compliance Record form at Annex B).

**7.5 Behaving with Integrity.** Both members and trustees of the Association must behave with integrity. The behaviour of individual charity trustees is very important; they must lead by example. The legal duty to act in the best interests of the charity means that Association trustees

must be independent, and not act in their own personal interest or the interest of other individuals or bodies.

They should also maintain confidentiality about sensitive committee and association matters. This and other matters related to conduct and the standard of behaviour expected from trustees (regarding such matters as gifts and hospitality, and out-of-pocket expenses, etc) shall be fully elaborated in the Association's Code of Conduct that is signed by all trustees (see attached at Annex C).

IUNVA is a member-based, not-for-profit organisation. All members are equal and all are expected to conform to the provisions of this constitution. Members shall not discriminate on grounds of gender, marital or family status, age, disability, sexual orientation, race, ethnicity, religion, or on any other grounds.

IUNVA has an ethical culture and espouses the agreed values of respect, loyalty, moral courage and integrity as the foundations of the organisation. These values are expected of all members and should be reflected in everything the Association does. Members must treat other members and those with whom they come into contact through the Association with dignity, respect, tolerance, compassion and understanding. They are required to be loyal to the Association, to their Post and to other members. Members must be honest, decent and upright in their dealings and must take responsibility for their behaviour, dealings and actions.

The Association maintains a Register of Interests according to the format laid out at Annex D. Where potential conflicts of interest or conflicts of loyalty arise, these should be declared as soon as the member becomes aware of them. Such conflicts should be managed appropriately in accordance with the Association's Conflict of Interest Policy as attached at Annex E. 'Conflicts of interest' shall be included as an agenda item at the beginning of all meetings of Association trustees.

**7.6 Leading People.** People should feel valued and have clarity around their own roles and the roles of others; these are outlined below. The NEC and Posts' Committees are responsible for providing leadership to members, volunteers and others. This includes taking their duty of care towards these people seriously and promoting a culture of respect and being clear about what is expected if problems arise or things go wrong.

**7.7 Exercising Control.** The Association must abide by all legal and regulatory requirements that are relevant to the work that it does. The NEC Members as charity trustees are responsible for making sure that this happens; specific responsibilities are assigned below, including for the control of the Association's funds and any property or other assets that it holds, and keeping in place appropriate and adequate insurance. As much as is possible, they must also consider and reduce risks to which the Association is exposed. The object is to identify, evaluate and manage risks; this shall be done in accordance with guidelines issued by the Charities Regulator: 'Risk Management for Charities'. To this end, IUNVA maintains a formal Risk Register that is regularly reviewed by the trustees (National Executive Committee); template attached at Annex F. Trustees must understand that this constitution (our governing document) is a legally binding document in its own right. The Association must ensure that the Charities Regulator has a copy of its most recent Constitution (Rules). If it is proposed to make an amendment to the



Constitution of the Association which requires the prior approval of the Charities Regulator, advance notice in writing of the proposed changes must be given to the Charities Regulator for approval, and the amendment shall not take effect until such approval is received.

**7.8 Working Effectively.** Running IUNVA well means the Association needs capable trustees who work together as an effective team (the NEC). Committee meetings are especially important, as this is where charity trustees exercise their collective authority. It is also important that there is a good mix of skills, experience and background within the NEC and that these are refreshed on an ongoing basis. IUNVA embraces succession planning at national and post level as an important component of crisis management and dealing with unexpected absence of established officeholders; it also presents valuable opportunities to review and redress diversity imbalances. It is vital that new trustees, committee members and others tasked with special projects, receive a proper induction orientation and, if necessary, training. This should include their role as charity trustees; this governing document (Constitution); and the Charities Governance Code issued by the Charities Regulator. Other matters relating to ‘working effectively’, including role designation, committee meetings, reporting on activities, review of finances, agendas, records and minutes, etc are dealt with throughout this constitution. Review of how the Association, and the NEC in particular, operate is also central to our ability to make improvements; this includes such matters as structure, size, membership, terms of reference for subcommittees, skills audits and the provision of training and development to fill identified gaps.

**7.9 Being Accountable.** This involves being open and transparent about all charity matters. It is about being able to stand over what IUNVA does and how it does it; and justify this to any person or group who queries what the Association has done or is doing. For ease of identification, IUNVA’s Registered Charity Number (RCN) will be displayed on all written materials, including our website, social media platforms and email communications. IUNVA’s stakeholders are any individuals or groups of people who have a legitimate stake in the work of the association; these include: the people who benefit (directly or indirectly) from any services provided; members; partner organisations and supporters; funders and donors; regulators; public representatives; and the general public. The Association needs to be constantly aware of the importance of communication with its stakeholders and needs to consider if and how they should be involved in planning, decision-making and review processes. Among the first and most important of these, our beneficiaries, there may be individuals who, through disadvantage, are not well positioned to engage through ‘normal’ communication means. The Association is committed to making every effort to bridge this gap and to ensure that they have an opportunity to contribute and, like all others, raise queries, comments or complaints. Finally, the Association will follow the reporting requirements of all funders and donors, both public and private; and will also provide full financial accounts and annual reports of IUNVA activities.

**7.10 Review, Appraisal and Evaluation.** Regarding the workings, performance and compliance of the NEC with core principles and standards, and to review the effectiveness and performance of the committee from time-to-time, a structured ‘Board Appraisal Template’ is attached, for guidance, at Annex G. NEC Members should be given up to 10 working days to complete the appraisal questionnaire on an anonymous basis, so that they can be open and transparent in their responses.

The results can then be collated and presented to the committee to discuss. It is vital that the outcome of the appraisal be acted upon and used to plan for IUNVA's future development. As simple aid to assessing the effectiveness of any meeting, IUNVA's Board Meeting Evaluation Sheet is attached at Annex H; this can be completed under similar terms to the Board Appraisal questionnaire and should also be used to effect improvements. See also the publications by the Charities Regulator: 'Internal Financial Controls Guidelines for Charities' and 'General note on 'other' Legal and Regulatory requirements' (not attached).

## **8. Membership.**

**8.1** The Association is organised with a NEC and a number of Posts throughout the country.

**8.2 Ordinary Membership.** Ordinary Membership is open to any Irish Citizen, serving or retired, who has completed a recognised tour of duty with a United Nations or United Nations-Mandated peace support operation or mission. Where an applicant for membership has not been able to complete a full tour of duty due to medical or compassionate repatriation, the NEC will judge the application for membership on a case-by-case basis.

**8.3 Associate Membership.** Associate Membership may be granted by Posts to an individual who does not fulfil the prescribed qualifications for ordinary membership. Such associate members may participate in IUNVA social activities but will not be eligible to attend meetings or fill Post appointments, and they may not wear items of IUNVA dress. Posts must ensure that the number of Associate Members does not exceed the ratio of one Associate Members to five Ordinary Members.

**8.4 Honorary Membership.** Honorary Membership may be granted by Posts to Ordinary Members who have given distinguished service to IUNVA by contributing to the advancement of the Association. The NEC will be informed in advance before Honorary Membership is awarded. Payment of association fees by Honorary Members is optional but in the event of the Honorary Member deciding not to do so, the fees must be paid by the Post concerned.

**8.5** Applicants for ordinary membership shall complete the necessary application form, either in hard copy or electronically, and once approved and elected by the NEC, shall be required to abide by this Constitution and pay the annual membership subscription.

**8.6** A member of IUNVA may be permitted by the NEC to transfer from their current Post to another Post.

**8.7 Membership Register.** The National Development Officer shall maintain a register of members, which will include, as appropriate: home address, email address and telephone number(s). Storage and use of this personal data and information shall be strictly in accordance with IUNVA's Data Protection and Privacy Policy.

### **Termination and Suspension of Membership.**

**8.8** A member shall cease to be a member of IUNVA once a letter of resignation or a Resignation Form VF 16 has been received by the Post Committee. Subscriptions shall not be reimbursed on resignation.

**8.9** A member, whose subscription is in arrears for more than three months, may have his/her membership terminated.

**8.10** The NEC shall have the power to sanction or suspend any member whose conduct, either inside or outside the Association, is or has been, in the opinion of the NEC, injurious to the character, ethos, interests or objects of IUNVA. A suspended member shall not be eligible to enjoy the privileges of the Association.

### **Termination of Membership by Expulsion.**

**8.11** The NEC shall have the power to expel any member of IUNVA, whose conduct is deemed to have brought the Association into disrepute or who has acted in a manner inimical to IUNVA's objects and values.

**8.12** A majority of two thirds of the NEC shall be necessary to initiate the expulsion of a member.

**8.13** Any member who is being recommended for expulsion shall be given 28 days' notice in writing of the reason(s) for the proposed expulsion. This notification will be sent by registered post by the National Secretary, to the member's last known address.

**8.14** Such a member shall be entitled to make a written or oral submission to the NEC, at a meeting specifically convened for this purpose within 28 days of the date of the notice.

**8.15** Prior to any NEC decision to expel a member, the National Secretary shall inform the member, in writing, of a right to appeal the decision to an independent Appeals Panel convened by the NEC and composed of not less than three members drawn from the NEC and/or Posts external to the Post of the individual concerned. The Appeals Panel decision shall be final and will be communicated in writing to the National Secretary, for onward delivery by registered post to the member.

**8.16** Upon expulsion, a member shall forfeit all rights and claims on the Association and they may not wear any item of IUNVA uniform in public and they may not use IUNVA logo or symbols on social media platforms or elsewhere.

### **Establishing New Posts.**

**8.17** The minimum number of members to form a Post shall be ten. Existing members of IUNVA who wish to set up a new Post must apply to the NEC and must have applications from at least ten persons to form the new Post. Once a new Post has been established, members from other Posts may not apply to transfer from their Posts to the new Post until a period of one year (or other period of time as determined by the NEC) has elapsed.

## **9. The National Executive Committee (Charity Trustees).**

**9.1** The National Executive Committee (NEC) shall be duly elected at an AGC and shall comprise of the following twelve officers of the Association:

National Chairperson, National Assistant Chairperson, National Secretary, National Treasurer, National Welfare Officer, National Development Officer, National Ceremonial Officer, National

Purchasing Officer, National Data Protection Officer, National Transport Officer, National Public Relations Officer and National Webmaster. An Assistant for any or all of these appointments may be duly elected to the NEC at an AGC and will stand in for appointment holders in their absence. They will not have full voting rights except when actually performing deputed roles.

In the absence of an elected Assistant, as outlined above, the NEC may fill any vacancy in their number by co-opting an ordinary member to fill the vacancy, under the same terms. Such member shall hold office until the absence issue is resolved or until the AGC following their co-option, when they shall be eligible for election to the NEC.

### **Tenure and Vacation of Office**

**9.2** Members of the NEC shall hold their appointments until the next AGC. Except in exceptional circumstances and subject to the approval of an AGC, members of the NEC shall serve for no more than nine consecutive years in their appointment. The office of a NEC Member shall be vacated if he/she ceases to be qualified for the position of charity trustee under section 55 of the Charities Act, 2009.

### **Functions and Responsibilities of the NEC**

**9.3** The governance and management of IUNVA shall be vested in the NEC who shall be responsible to the entire membership to uphold and operate in accordance with the Association's constitution. The NEC shall effectively carry out its duties to achieve IUNVA's Objects.

**9.4** The NEC shall have full authority and power to implement the day-to-day business of the Association and to make decisions between AGCs and ECGs. It may, from time to time, issue, amend and update guidance documents, protocols, codes, policy documents and advisory notes to ensure the democratic and smooth conduct of business, the control, direction and management of IUNVA affairs and for accountability and good governance.

**9.5** All cheques and other negotiable instruments and all receipts for moneys paid to the Association shall be signed, endorsed or otherwise executed by such person or persons and in such manner as the NEC shall from time to time by resolution determine. (See financial provisions, below).

**9.6** The NEC shall be responsible for the following:

The effective and efficient running of the Association.

The interpretation of the constitution.

Managing the finances of the Association including the raising and disbursement of funding. (See attached at Annex I, Annual Budget Template adapted from a publication by the Charities Regulator).

Preparation, approval and submission of the Association's annual report to the Charities Regulator. This is done in an on-line, interactive format and must be completed within ten months of the end of the financial period. The NEC, as charity trustees, are responsible for the

Annual Report Form that is submitted to the Charities Regulator, they should ensure that the Authorised Filer is provided with the correct and accurate information required to complete it. (Refer also to ‘Information Note December 2021 - Changes to the Annual Report Form’ published by the Charities Regulator; and note that these changes are effective from January 2022.)

Planning the activities of the Association. (See attached at Annex J, Annual Plan Template adapted from a publication by the Charities Regulator; and refer to ‘Guidance note on planning’ issued by the Regulator (not attached)).

Directing and monitoring the work of Sub Committees and Boards.

Reviewing and appraising the performance of the Association and its elements. See attached at Annex G, Board Appraisal Template and at Annex H, Board Meeting Evaluation Sheet - both adapted from a publication by the Charities Regulator. (Refer also to Guidance Document, ‘Board Appraisal for Non-complex Charities’ issued by the Charities Regulator – not attached).

Monitoring and ensuring compliance with the Charities Governance Code. See attached at Annex B, Compliance Record Form adapted from a publication by the Charities Regulator. (Refer also to ‘Charities Governance Code’ and related documents issued by the Charities Regulator – Not attached).

Identifying, evaluating and managing risk. (See attached at Annex F, Risk Register Template adapted from a publication by the Charities Regulator; and refer to ‘Risk Management for Charities’ issued by the Regulator (not attached)).

Managing Conflicts of Interest. (See attached at Annex D, Template of Register of Interests, and at Annex E, IUNVA’s Conflict of Interest Policy - extracted and adapted from ‘Managing Conflicts of Interest’ issued by the Charities Regulator).

Succession planning and the identification and development of new leaders.

Preservation and deposit of IUNVA’s records. This includes the responsibility to keep minutes of the names of the NEC members present at each meeting of the committee and of any sub-committee of the NEC; of all resolutions and proceedings at all meetings of the Association and, of the NEC sub-and of committees of the NEC. (See attached at Annex K, IUNVA Board Minutes Template, adapted from a publication by the Charities Regulator; and refer to ‘Guidance note on minute taking’ and ‘Explanatory sample board minutes’ issued by the Regulator (not attached)).

Ensuring effective communications with stakeholders. See ‘Guidance on Charity Communications’ issued by the Charities Regulator.

Such other duties as from time to time may be decided by an AGC.

The NEC shall have power to call an Extraordinary General Convention (EGC) of the Association.

## **Functions of NEC Officers**

**9.7 The National Chairperson** will preside at and ensure the smooth running of meetings of the NEC, Delegate meetings, AGCs and EGCs. He/she shall lead and direct the NEC in the good governance and management of IUNVA; oversee all activities; and ensure that the Association is operating in conformity with the requirements set out in this constitution. He/she should work in very close cooperation and coordination with the National Secretary and be familiar with the roles and responsibilities of that office, and those of other NEC members. He/she will give guidance and direction where further clarity is required regarding the assignment of roles and responsibilities in the good governance and management of the Association. He/she will represent the Association as required. (Refer also to ‘The role of the Chairperson of a charity’ issued by the Charities Regulator (not attached).

**9.8 The National Assistant Chairperson** will act for the Chairperson in his/her absence for NEC meetings.

**9.9 The National Secretary** shall be responsible for administration and compliance, preparation for meetings and taking minutes. He/she should work in very close cooperation and coordination with the National Chairperson and be familiar with the roles and responsibilities of that office. He/she will convene all meetings; perform the associated administrative and logistical functions; and issue the draft agenda, together with any necessary supporting material provided by other NEC members, at least seven days in advance of each meeting. He/she will draft, distribute and preserve minutes of all meetings. He/she will conduct the Association’s general correspondence and manage and maintain the Association’s internal and external electronic and hard copy correspondence. He/she will maintain, retain and preserve the Association’s records, including attendance records, Compliance Record Forms, and the Register of Interests together with related declarations. He/she will correspond with Posts and the Association’s membership on matters falling under the remit of the Secretary. (Refer also to: ‘The role of the Secretary of a charity’; ‘Managing Conflicts of Interest’; ‘Guidance note on minute taking’; ‘Charities Governance Code Compliance Record Form’ and related documents issued by the Charities Regulator (Not attached)).

**9.10 The National Treasurer** will implement the management of the Association’s finances including the operation of the Association’s bank account(s). He/she will maintain accurate accounts and books; pay all expenditures as authorised by the NEC; and prepare and present at all NEC meetings, financial statements and other relevant financial information as may be required. With the Auditor, he/she will ensure that audited accounts are available for presentation at the AGC. He/she must ensure that books of accounts and financial records are preserved for at least six years from the end of the financial year to which they refer. He/she will ensure that all members and Posts engaged in fundraising are aware of and operate in compliance with the Guidelines for Charitable Organisations on Fundraising from the Public issued by the Charities Regulator and IUNVA’s Donor’s Charter.

**9.11 The National Welfare Officer** will coordinate welfare activities to assist and support members, dependents of members and other veterans who are in need. He/she will brief the NEC, delegates, Posts and external agencies on welfare matters as required, co-ordinate the delivery of health training courses in conjunction with veterans’ support counsellors, other veterans’ associations and agencies. He/she will represent IUNVA on the Defence Forces Benevolent Fund Executive Committee and on the committee of the Alliance of Retired Public Servants. He/she will liaise with military authorities,

funeral undertakers and cemetery management in relation to funerals at IUNVA's burial plots or elsewhere. He/she will maintain close liaison with the Organisation of National Ex-Service Personnel (ONE), the Royal British Legion (RBL) and other associations on welfare matters.

**9.12 The National Development Officer** will process applications for membership received from Posts and coordinate the recruitment of new members. He/she will maintain a register of members which will include, as appropriate: home address, email address and telephone number(s). He/she will liaise with the National Treasurer on documenting and reconciling annual subscriptions and lists of current members. In conjunction with Pensions Administration Section, Finance Branch, Department of Defence, and other relevant pension/payroll administrators, he/she will organise the deduction of members' annual subscriptions from military or other pensions, and the subsequent transfer of subscriptions to the Association's bank account. He/she will liaise with those members who pay subscriptions by means other than a deduction from military or other pensions. He/she will arrange the production and issue of IUNVA Membership Cards. The Development Officer will also arrange training, guidance and orientation for new committee members and for designated successors of officeholders; this process should also be used to draw lessons and fresh ideas that may contribute to the improvement of the Association and its practices and procedures. He/she should also keep abreast of training requirements, courses or opportunities published by the Charities Regulator. Usage of this personal data and information provided by applicants and members shall be strictly in accordance with the Data Protection Acts 1988 and 2018, General Data Protection Regulation 2016/679 (GDPR) and IUNVA's Data Protection and Privacy Policy.

**9.13 The National Ceremonial Officer** will advise and brief the NEC and Posts on all matters relating to invitations to participate in national or local commemorative and ceremonial events organised by IUNVA or other bodies. He/she will advise Post on dress code. He/she will liaise with State, the Defence Forces, An Garda Síochána, local authorities, local communities and other national veterans' associations on ceremonial matters.

**9.14 The National Purchasing Officer** will arrange the procurement of items of IUNVA uniform, maintain sufficient stocks of same and purchase other merchandise as required. He/she will maintain inventory records and liaise with the National Treasurer on payments to suppliers. Articles of IUNVA's merchandise shall only be provided to the Association's members, or at the sole discretion of the NEC, to external individuals or institutions.

**9.15 The National Data Protection Officer** will advise the NEC on all matters pertaining to data protection and privacy, and related regulatory and compliance requirements. He/she will acquaint him/herself with the provisions of Data Protection Acts, 1988 – 2018; the European Union's General Data Protection Regulation (GDPR) and other pertinent regulations. He/she will ensure that IUNVA's Data Protection and Privacy Policy is fit for purpose and will monitor, review and enforce its effective application, in conjunction with the National Secretary, the National Development Officer, and Posts. He/she will promote awareness among members of the obligations, rules and rights concerning data collection, processing, storage, handling and use. He/she will investigate any breaches of data protection and conduct an annual audit of all records containing personal data and related protection procedures.

**9.16 The National Transport Officer** will advise the NEC on all matters pertaining to the use of transport. He/she will arrange fleet insurance and liaise with Posts on motor taxation, servicing, repair, upkeep and disposal of vehicles, in conjunction with the National Treasurer. The borrowing of vehicles among Posts will be coordinated through the National Transport Officer.

**9.17 The National Public Relations Officer** will advise the NEC and Posts on public relations, media and other communications matters. In collaboration with the Webmaster and Posts he/she will promote the Association's image and publicise IUNVA activities and other items of interest to stakeholders. He/she will write, edit and review all media content and press releases, as appropriate; maintain good relationships with the media houses; act as spokesperson for the Association and handle any PR-related issues that may arise. He/she will keep the NEC and Posts informed of media coverage of IUNVA and submit PR reports as required. He/she will also ensure that stakeholders have effective means of communicating with the Association; and that such communications (including queries, comments and complaints) are acknowledged and responded to appropriately. The National Public Relations Officer will also coordinate and guide the communications aspects of the Association's response in crisis management. Refer also to: 'Guidance on Charity Communications', and other guidance documents on 'Risk Management for Charities', 'Risk Register template' (see Annex F), and 'Guidance note on Planning', issued by the Charities Regulator (not attached).

**9.18 The National Webmaster** will develop and manage the Association's website as directed by the NEC and maintain liaison with Posts' Webmasters. He/she will be responsible for maintaining servers and ensuring websites are functional, user friendly, visually pleasing, and up-to-date. He/she will collaborate with the National Development Officer and the National Public Relations Officer on the production of material for IUNVA social network platforms. He/she will implement and ensure website security and data protection; maintain and update material on the website; monitor and analyse website performance; and address and respond to user comments and complaints.

**9.19 The National President and the National Vice President** The position of National President is a non-executive appointment conferred upon a member who has given loyal and dedicated service to the Association. He/she is elected by the AGC for a period of three years and may be re-elected for further periods. His/her main function is to act in an ambassadorial role in advocating for and promoting IUNVA and to advise and support the NEC by providing guidance, leadership and direction. He/she shall represent the Association at events and ceremonial as requested by the NEC. The position of National Vice President is also conferred upon a member who has given loyal and dedicated service. He/she is elected by the AGC for a period of three years and may be re-elected for further periods. His/her function is to deputise for the National President as required.



## **Meetings of the NEC**

**9.20** The NEC shall meet from time to time, but not less than quarterly, to conduct the affairs and activities of the Association.

**9.21** Notice of these meetings will be given to each member of the NEC by the National Secretary at least seven days in advance of each meeting, together with a draft agenda and any necessary supporting material provided by all NEC members.

**9.22** Six members of the NEC shall form a quorum.

**9.23** The National Chairperson shall preside at all meetings. In his/her absence the National Assistant Chairperson, National Secretary or National Treasurer, in that order, shall preside.

**9.24** Minutes of each meeting shall be taken, kept and circulated in draft form by the National Secretary, or in their absence, by a designated committee member.

**9.25** Any matter requiring a decision at a meeting of the NEC shall be decided by a majority of votes of the members present. In the case of equality of votes, the National Chairperson, or other presiding officer, shall have a casting vote.

## **Sub-committees and Boards**

**9.26** The NEC may convene Sub-committees and Boards for special projects or to examine particular subjects from time to time. Questions arising at any meeting of a Sub-committee shall be determined by a majority of votes of the members of the Sub-committee present, and where there is an equality of votes, the chairperson shall have a second or casting vote.

## **10. General Conventions.**

**10.1** IUNVA holds two types of Convention: The Annual General Convention and Extraordinary General Conventions.

**10.2 Matters Reserved to the General Convention.** None of the following matters may be brought into effect unless the same shall have been approved at a general convention of the Association (certain of these matters may also require prior approval of the Charities Regulator):

to make any alteration, addition or amendment to this Constitution;

to wind up the Association;

to remove a NEC Member or an Assistant;

to appoint a new trustee for the purpose of holding property of the Association;

to change the name of the Body.

## **Annual General Convention.**

**10.3** The Association shall hold a General Convention in every calendar year as its annual general meeting at such time and place as may be determined by the previous AGC and shall

specify the meeting as such in the notices calling it. The AGC of the Association shall normally be held in the month of October each year, or any other date in a particular year, to be specified by the NEC.

### **Notification,**

**10.4** The National Secretary shall issue written notification of the AGC to all Posts' Secretaries and Delegates at least 14 days in advance of the meeting. The notification for the AGC shall include the agenda and any notices of motions received.

### **Quorum**

**10.5** Delegates from fifty per cent of Posts shall constitute a quorum.

### **Presentation of Motions**

**10.6** Motions in hard copy, duly signed by the proposer and seconder should be presented to the National Secretary Notice at least two months before the date of the AGC. Both the proposer and seconder must attend the AGC. Copies of motions shall be circulated by the National Secretary in advance of the AGC.

### **Chairperson**

**10.7** The chairperson of the NEC shall preside as chairperson at every general convention of the Association, or if there is no such chairperson, or if he or she is not present within 15 minutes after the time appointed for the holding of the meeting, the National Secretary or National Treasurer, in that order, shall preside.

### **Proceedings at AGCs**

**10.8** The proceedings at AGCs shall include:

Address by the National President.

Presentation of the National Chairperson's Report;

Presentation of the National Secretary's Report;

Presentation of the National Treasurer's Report and Accounts, such accounts to bear the certification and observations, if any, of the Auditor;

Other NEC Officers, Sub-committees and Boards may be required to report to the AGC as decided by the NEC;

Election and re-election of NEC members (Charity Trustees);

Election and re-election of Trustees for the purpose of holding property of the Association;

Appointment of Auditor;

Appointment of the Authoriser Filer to liaise with the Charities Regulator and act as 'Authorised Filer' for the Association's Annual Report to that office. The NEC, as charity trustees, are

responsible for the Annual Report and should ensure that the Authorised Filer is provided with the correct and accurate information required to complete the report;

Motions;

Chairperson's Closing Remarks.

### **Extraordinary General Conventions (EGC)**

**10.9** All general meetings other than annual general conventions shall be known as extraordinary general conventions and may be convened at the discretion of the NEC or on foot of a request from the Chairpersons of at least three Posts.

**10.11** The NEC may convene an EGC at any time at its discretion, in order to discuss any matter deemed to be of utmost importance to the wider membership of IUNVA. A decision to convene an EGC shall require a two-thirds majority at the NEC meeting.

**10.12** On receipt by the NEC of a request to do so, specifying the topic and signed by Chairpersons of at least three Posts, an EGC shall be convened. In the event of the receipt of such a request, the NEC may only discuss matters germane to the request for the convening of the EGC. The NEC shall decide a date, time and location for the EGM, which must be within one month of the receipt of such request.

### **Notification**

**10.13** The National Secretary shall provide members with at least seven days written notice of an EGC. Such notice shall specify the subject matter(s) to be discussed as well as the date, time and location of the EGM. The notification to members shall indicate whether the EGC has been convened on the initiative of the NEC or by a request from the Chairpersons at least three Posts.

### **Voting at General Conventions (AGC and EGC)**

**10.14** Each Post will elect two delegates at Posts' AGM to represent their respective Posts at AGCs and EGCs and only one of the appointed Post Delegates may vote at these meetings, votes shall be as directed by the respective Posts' members. The vote for each post is computed with Post having one vote for every five certified fully paid-up member of the Post. The Post vote will be the number of fully paid-up members of the Post divided by five and rounded up or down to the nearest whole number. In the case of equality of votes, the National Chairperson, or other presiding officer, shall have a casting vote. Voting will be by roll call OR show of hands OR written ballot as decided by the AGC or EGC.

**10.15** Only those in attendance may vote; there is no provision for proxy votes for delegates not present.

**10.16** Where there is a counter motion, the counter motion will first be put to the meeting.

**10.17** Additions or amendments to the constitution shall require the consent of a two thirds majority of the Post Delegates present and voting at the AGC or EGC.

**10.18** Adopted motions shall have effect on and from the date of the AGC or a date fixed by the AGC, subject to the condition that: if it is proposed to make an amendment to the Constitution of the Association which requires the prior approval of the Charities Regulator, advance notice in writing of the proposed changes must be given to the Charities Regulator for approval, and the amendment shall not take effect until such approval is received.

## **11 Posts.**

### **Rules.**

**11.1** Each Post shall draft Rules in line with the contents of this constitution.

### **Post Committees**

**11.2** Post Committees shall be elected and consist of a minimum of three members: Chairperson, Secretary and Treasurer. Assistants to these officers may be elected and, in the case of smaller Posts, with the exception of the Treasurer, some appointment holders may hold more than one portfolio. Posts may also elect trustees.

### **Delegates to the NEC and to General Conventions**

**11.3** Posts will each elect two delegates at Posts' AGM to act as channels in the two-way information flow between the NEC and the membership. They will scrupulously relay the views of the Post membership rather than their personal views or opinions. Notwithstanding their personal views and opinion in any matter, they shall vote on motions in accordance with the views of Post members as passed and duly authorised at Post meetings. Delegates will hold office until the following AGC. In the event of a delegate standing down or being unavailable, the Post may nominate a replacement.

### **Meetings of Delegates**

**11.4** The National Chairperson will convene meetings of delegates from time to time, but not less than quarterly, to discuss activities at Post level and to inform the delegates of NEC projects and other matters. The delegates will relay relevant information to members and pass feedback to the National Secretary.

## **12 Financial Provisions.**

### **IUNVA's Funds**

**12.1** On an annual basis, National and Posts' financial affairs shall be subject to audit. An Auditor shall be appointed at the AGC to inspect the Association's and Posts' books and other records, to audit the Association's accounts and balance sheet for the previous financial year. The National Treasurer will present the said certified accounts, with such observations as deemed necessary to the AGC as a true and accurate representation of the financial affairs of the Association. Audits will be presented by the Authorised Filer to the Charities Regulator in accordance with annual reporting procedures.

## **Financial Year**

**12.2** The financial year shall commence on 1<sup>st</sup> January and shall end on the 31<sup>st</sup> December.

## **Annual Subscription**

**12.3** These are set annually by the AGC.

## **Current and Saving Accounts**

**12.4** The National Treasurer shall administer and manage all bank accounts under the control of the NEC in the name of IUNVA, in a bank or banks or other financial institutions of its choice within the State as directed by the NEC. The NEC may invest any funds surplus to its annual requirements in savings or investment accounts, also in the name of IUNVA. The National Treasurer, subject to the approval of the NEC, shall use such methods of transacting IUNVA business as are available, including internet banking, debit card and cheque book. Where payments are transacted by cheque, two signatories, from an approved list of four members designated by the NEC, shall sign each cheque. In other circumstances the National Treasurer will obtain, by signature, the assent of designated members for the settlement of accounts presented for payment.

## **13. Data Protection and Privacy Policy.**

**13.1** All personal data and information voluntarily provided by members to IUNVA shall be treated with the highest standards of security and confidentiality and will be used for business reasons such as managing membership.

Personal data will only be used within the appropriate lawful basis for which it was collected and will be securely stored and deleted when no longer required. The purpose of the IUNVA's Data Protection and Privacy Policy shall be to protect the rights, privacy and personal information of individuals in accordance with the Data Protection Acts, 1988 – 2018, and the European Union's General Data Protection Regulation (GDPR).

IUNVA will never pass members' data to a third party without the explicit permission of the individual. IUNVA's Data Protection and Privacy Policy shall be available to members on request and shall be posted on the Association's website. Members must be aware that there is nothing under the GDPR prohibiting people from taking photos in a public place but sharing images on IUNVA social media platforms must adhere to GDPR.

## **14. Communications**

**14.1** The object of IUNVA's communications policy and arrangements is to ensure effective internal and external communications by means of meetings, social media and other means. IUNVA meetings may be held in person or remotely by electronic means, or by a blend of in-person and remote attendance.

**14.2** For effectiveness and value for money, the Association's main means of communications shall be electronic mail, text messaging, postings on IUNVA's website and social media

platforms; and where necessary, surface mail. Communications shall include newsletters, website and social media postings, notifications and general correspondence.

**14.3** The submission of an email address or a mobile telephone number, by a member shall be construed to mean that the said member accepts that these electronic means shall be the principal method of communication with the member.

### **Notices**

**14.4** A notice may be given by the Association to any member either personally or by sending it by post or email to the member at their registered address or email address (or, if not so registered, then to the address or email address of the member last known to the Association).

**14.5** The Association's social media platforms shall be managed, monitored and controlled under the NECs direction. They shall provide cost-effective, innovative and efficient communications support for its membership and convey appropriate and relevant information to IUNVA's membership and to the external community.

**14.6** IUNVA's website shall provide an easily-accessed reference point for the communication of a range of material and matters of interest to members and other stakeholders. The website also provides an email facility whereby members or other interested parties, may initiate contact with IUNVA's elected officers. The Webmaster shall manage the website.

**14.7** IUNVA's Registered Charity Number (RCN) will be displayed on all written materials, including our website, social media platforms and email communications.

**14.8** The duties of the National Public Relations Officer are outlined above. Refer also to: 'Guidance on Charity Communications', and other guidance documents on 'Risk Management for Charities', 'Risk Register template' (see Annex F) and 'Guidance note on Planning', issued by the Charities Regulator (not attached).

### **15. IUNVA Trademark.**

The IUNVA trademark is registered with the Intellectual Property Office of Ireland Trademark Registration Number 167979. The NEC controls the use of the logo in accordance with the Copyright and Related Rights Act, 2000 (as amended). IUNVA will defend and initiate enforcement proceedings against any individual, third party or group who might use the logo without authorization or in any way seek to infringe this right.

### **16. Dissolution and Winding Up of the Association.**

**16.1** Before starting a winding up, the NEC shall notify the Charities Regulator of its intention to wind up (as required by section 39 of the Charities Act 2009) by completing the Regulator's online form titled 'Winding up and Deregistration of a Registered Charity'. The process will be in keeping with the current 'Guidance on Winding Up a Charity' publication issued by the Charities Regulator.

**16.2** A resolution to dissolve IUNVA shall be proposed only at an EGC whose sole purpose shall be the proposed dissolution of the Association. The resolution shall require a majority of three

quarters of the members present and voting. The NEC must send a copy of the notice of the members' meeting to the Charities Regulator at the same time as it is sent to the members; giving at least 28 days' notice of the meeting.

**16.3** Dissolution shall, subject to any guidance from the Charities Regulator, take effect from a date fixed by the meeting.

**16.4** The NEC shall be responsible for the winding up of the Assets and Liabilities of the Association and the archiving of IUNVA's records.

**16.5** The NEC, as trustees of the Association, should be conscious that after a charity is dissolved, they will still hold any of the charity's remaining assets on trust to be used for charitable purposes. They should remain aware of the danger of acting in breach of trust, for example, by donating the charity's assets to a charity with charitable purposes which are inconsistent with those of the dissolving charity. Intentions in this regard should be established at initial contact with the Charities Regulator and included in the plan.

**16.6** If upon the winding up or dissolution of the Association, there remains, after satisfaction of all debts and liabilities, any property whatsoever, it shall not be paid to or distributed among the members of the Association. Instead, such property shall be given or transferred to some other charitable institution or institutions having main objects similar to the main objects of IUNVA.

The institution or institutions to which the property is to be given or transferred shall prohibit the distribution of their income and property among their members to an extent at least as great as is imposed on IUNVA under or by virtue of the Income and Property clause of this Constitution.

Members of IUNVA shall select the relevant institution or institutions at or before the time of dissolution, and if and so far as effect cannot be given to such provisions, then the property shall be given or transferred to some charitable object with the agreement of the Charities Regulator. Final accounts will be prepared and submitted that will include a section that identifies and values any assets transferred along with the details of the recipients and the terms of the transfer.

## **17. Winding up of a Post.**

17.1 In the event of a Post winding up, prior approval must be sought from the NEC. The Post shall provide the NEC with a detailed notice setting out the process of discharging all debts and liabilities. All remaining property, files, records, and equipment shall be transferred to the NEC to be used or disposed of as determined by the NEC.

## **18. Adoption of Constitution**

18.1 This constitution was formally approved and accepted at an Extraordinary General Convention held on 10 December 2022.

END

## **Glossary of Terms, Definitions and Abbreviations**

In the interest of clarity and for the avoidance of doubt, the following terms and definitions should be both understood and used in the documents and correspondence of IUNVA. Most of these are copied from the Charities Governance Code, published by the Charities Regulator, and many have a very precise and particular meaning, often with legal inference in the present context. Where two or more apparent interpretations arise, the meaning ascribed by the Charities Regulator shall be taken, unless otherwise explained in a particular context. This list should be referred to in reading the Constitution of IUNVA; it is also essential to an accurate understanding of many publications by the Charities Regulator.

**AGC:** Annual General Convention.

**Assets:** All funds held, and all property and equipment owned or held by the charity are assets.

**Authorised Filer:** The NEC, as charity trustees, are responsible for the preparation, approval and submission of the Association's Annual Report to the Charities Regulator. They should ensure that the 'authorised filer' (which is the person tasked with filling in the form on their behalf who might be a volunteer, a member or a professional advisor) is provided with the correct and accurate information required to complete it.

**Board:** The board is the governing body of a charity. It is made up of the charity trustees. It may also be known by a different name such as the: committee; council; or core group. In the context of IUNVA it describes the National Executive Committee.

**Board packs:** These are the papers that are sent out to the charity trustees before a board meeting. They should always contain: an agenda for the meeting; and draft minutes from the last meeting. They may also include written reports from NEC members, trustees and sub-committees; financial reports; and papers giving information about significant proposals to be discussed at the meeting.

**Charitable object:** A charitable object is the purpose of a charity as outlined in its governing document. It may consist of a main object and a number of ancillary objects. A main object is the primary purpose of a charity detailed in its governing document. An ancillary object is a purpose detailed in a charity's governing document that is incidental to and supports the charity's main object.

**Charitable purpose:** Under charity law, charitable purpose is one or more of the following: prevention or relief of poverty or economic hardship; advancement of education; advancement of religion; or any other purpose that is of benefit to the community. Any other purpose that is of benefit to the community includes: integration of the disadvantaged; protection of the natural environment; promotion of health and voluntary work; promotion of religious or racial harmony; advancement of community welfare and development;



advancement of environmental sustainability; advancement of conflict resolution; advancement of effective use of the property of charities; advancement of the sciences and the arts; and prevention or relief of the suffering of animals.

**Charities Regulator:** This is the Republic of Ireland's national statutory regulator for charitable organisations. The Charities Regulator is an independent authority and was established in October 2014 under the Charities Act 2009. Its main functions include setting up and maintaining a public register of charities and making sure that charities comply with the Charities Acts.

**Charity:** A charity is any organisation operating in the Republic of Ireland that has a charitable purpose and provides public benefit.

**Charity trustees:** Charity trustees are the people who ultimately exercise control over, and are legally responsible for, the charity. If the charity is a company, these people may also be known as directors or board members. In an unincorporated association they may be known as committee members. In the case of a trust, it can be more complicated. If the trustees of the trust (see Trust) are the ones who decide policy and control the assets, then they are also charity trustees. However, if the trustees merely have their names on the deeds of property but cannot sell or dispose of the property without the permission of the Charities Regulator, and have no other responsibilities, they are not charity trustees. The charity trustees of IUNVA are the National Executive Committee (NEC). By law, charity trustees have individual and joint responsibility for what happens within their charity. This means that if their charity does not meet its legal duties, they are responsible both as individuals and together as a board, committee, council or other core group (referred to in the Charities Governing Code as the 'board'). See also Trustees for the purpose of holding property of the Association below.

**Charitable purpose:** Under charity law, charitable purpose is one or more of the following: prevention or relief of poverty or economic hardship, advancement of education, advancement of religion or any other purpose that is of benefit to the community. Any other purpose that is of benefit to the community includes: integration of the disadvantaged, protection of the natural environment, promotion of health and voluntary work, promotion of religious or racial harmony, advancement of community welfare and development, advancement of environmental sustainability, advancement of conflict resolution, advancement of effective use of the property of charities, advancement of the sciences and the arts and prevention or relief of the suffering of animals.

**Conflict of interests:** A conflict of interest is any situation in which a charity trustee's personal interests could prevent them, or even just appear to prevent them, from making a decision in the best interests of the charity. Example: a conflict of interest may arise if a charity trustee influences the awarding of a contract to a company owned by a family member. It is legal to award a contract to the best qualified company, even if that company is owned by a relative of a charity trustee, but the charity trustee must not be part of the decision-making process.

**Conflict of loyalties:** A conflict of loyalties is when a charity trustee’s loyalty to another group could prevent them, or even just appear to prevent them, from making a decision in the best interests of the charity. Example: This might happen when the charity trustee has joined the board as a nominee of a particular group, such as members in a particular county, a funding body, or staff. This situation could cause the charity trustee to think that they should act in the interests of the group that nominated them, rather than the charity as a whole.

**Contractor:** A contractor works on a ‘contract for services’ basis and invoices the organisation for the services provided. People such as graphic designers, consultants or lawyers would often fall into the category of contractor. Employees are different because they have a ‘contract of service’ and are on the organisation’s PAYE payroll.

**Diversity:** Diversity in the context of a board of charity trustees means the board members have a mix of skills and experience and they reflect the diversity that exists in our society. Many charity boards are made up of people who are very similar to each other. Increasingly, diversity means considering how to attract people onto the board who are different in terms of: age; gender; ethnicity; background; and life experience. It also means making sure there are no unnecessary barriers that might prevent people from joining or taking part on the board.

**EGC:** Extraordinary General Convention.

**EU.** The European Union.

**Fit for purpose:** ‘Fit for purpose’ is the term used in considering a charity’s legal form (see Legal form below) and governing document. It asks if these are robust enough to support the charity’s current operations and needs effectively. Small charities are often unincorporated associations – associations that do not have a legal status of their own. But, if they grow in terms of income and are thinking of taking on staff they should consider becoming an incorporated entity like a company limited by guarantee.

**GDPR:** General Data Protection Regulation.

**Governing document:** The governing document is the legal document outlining what a charity is and how it operates. It is usually called the ‘constitution’, but may also be known as the ‘deed of trust’ or the ‘rules’, depending on the charity’s legal structure. IUNVA’s governing document is its Constitution.

**IUNVA:** The Irish United Nations Veterans’ Association.

**Legal form:** Legal form refers to the type of legal status that the charity has. Many small charities are unincorporated associations, which means that the charity does not have a separate legal status of its own. IUNVA is a Charitable Trust.

**Mandate:** The United Nations Security Council mandate provides direction and authority to the participants in peace support operations. In some circumstances mandates may be issued

by the United Nations General Assembly. The United Nations may delegate a mandate to conduct or support a mission to another regional organization such as the European Union (EU), the Organisation for Security and Co-operation in Europe (OSCE), the North Atlantic Treaty Organisation Partnership for Peace (NATO PfP) and other international bodies.

**Member:** A member of IUNVA is an eligible veteran who has paid annual subscription fees (national and Post fees).

**The National Executive Committee (NEC):** The NEC is the ‘board’ or governing body of IUNVA. It is made up of the charity trustees. See also ‘board’, above.

**Operational policy:** Operational policies relate to the running of the charity rather than policy positions that are views and opinions that the charity holds. Example: In a youth project, a policy on how to deal with substance abuse among service users would be an operational policy, while a policy on decriminalising drug use would be a public policy position.

**Out-of-pocket expenses:** Out-of-pocket expenses cover any costs incurred by charity trustees while carrying out their duties, provided that they were incurred ‘wholly, exclusively and necessarily in the performance of their duties’<sup>1</sup> as charity trustees. You should pay back expenses based on receipts from the person who paid the expense, not on a flat-rate basis.

**Peace Support Operation:** The term Peace Support Operation includes conflict prevention, mediation, peacekeeping, peace-making, peace building, peace enforcement, stabilisation, security sector reform, disarmament, human rights, humanitarian assistance and the protection of civilians.

**Private benefit:** This is something that benefits an individual. It is acceptable for a charity to provide some private benefit, but it must be necessary and reasonable and contribute to the public benefit that the charity provides. Example: A paid employee of a charity receives private benefit. That is acceptable if their employment is necessary to provide public benefit and their pay and conditions are reasonable.

**Public benefit:** This is something that benefits the public as a whole or a section of the public in Ireland or elsewhere. Example: Raising funds for one person to receive medical treatment overseas is a private rather than a public benefit. However, raising funds to treat a number of people with a rare illness may provide public benefit, as long as everyone with that rare illness can apply to access the treatment.

**Recognised Tour of Duty:** A recognised tour of duty is a deployment that is recognised by national authorities and/or by the United Nations.

**Register of Charities:** This is a list of all charities registered and regulated in the Republic of Ireland, and they are publicly accessible on the website of the Charities Regulator.

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<sup>1</sup> Office of the Revenue Commissioners’ definition

**Registered Charity Number (RCN):** This is a number assigned to each charity on the Register of Charities. IUNVA's RCN is: 20025397; and this should appear on all IUNVA written documents and publications, including emails, and on the website.

**Stakeholder:** IUNVA's stakeholders are any individuals or groups of people who have a legitimate stake in the work of the association; these include: the people who benefit (directly or indirectly) from any services provided; members; partner organisations and supporters; funders and donors; regulators; public representatives; and the general public.

**Standing items:** Standing items appear on every board agenda and they should be discussed at every board meeting. Example: Every board agenda should include: reporting on the charity's activities; addressing any conflicts of interests and loyalties (even if there are rarely any conflicts to declare); and discussion of the finances of the charity.

**Succession plan:** A succession plan is a way of identifying and developing new leaders who replace existing leaders as needed.

**Trust:** A charitable trust is a legal arrangement: established for a charitable purpose only; established under a deed of trust that requires the trustees of the trust to apply all of the property (both real and personal) of the trust to further that purpose except for money expended in the management of the trust; and under which none of the property is payable to the trustees of the trust other than in accordance with section 89 of the Charities Act 2009.

**Trustee:** See 'Charity Trustees' above.

**Trustees for the purpose of holding property of the Association:** Four trustees for the purpose of holding property of the Association shall be appointed by the AGC and the property of the Association shall be vested in and held by them in trust for the Association as beneficial owner, to be always dealt with as and only as the NEC may, in accordance with the Main Objects, direct. The trustees hold the property on trust for IUNVA, they simply hold legal title to the property

**United Nations Veteran:** A United Nations Veteran is a person who served on a United Nations or United Nations-Mandated peace support operation or mission as a member of the military or police or civilian component.

Annex B to IUNVA Constitution

**IUNVA Compliance Record Form**

Charity Name	<b>Irish United Nations Veterans Association – IUNVA</b>
Registration Charity Number (RCN)	Registered Charity Number: 20025397
Annual Reporting Period	
Date approved by the Board of Charity Trustees	

## Registered Charity Number: 20025397

Under the [Charities Governance Code](#) all registered charities are required to complete this Charities Governance Code Compliance Record Form every year.

Please fill in this form to record:

- the actions that your charity takes to meet each standard of the Charities Governance Code; and
- the evidence that backs this up.

You should approve the Compliance Record Form at a board meeting before you report on your compliance to us.

**You are NOT required to file the Compliance Record Form with the Charities Regulator. However, you must keep your Compliance Record form as the Charities Regulator could ask you for it at any time.**

### **What do we expect?**

The type of evidence we expect depends on the complexity of your charity.

The minimum expected of all charities would be to discuss and agree at board meetings how they will meet the standards and document their decisions in the minutes. For volunteer-only charities this will be enough to meet many of the core standards.

We would expect a charity with paid staff to provide more documentation like workplans and written policies as evidence of the actions they have taken.

We would expect more complex charities to provide more extensive documentation than other charities.

You can add or delete columns as required.

Please use the glossary within the [Charities Governance Code](#) when filling in the form and include dates where appropriate.

**Please click [here](#) for more information, guidance and templates.**

**Principle 1: Advancing Charitable Purpose**    **CORE STANDARDS**

**1.1**      **Be clear about the purpose of your charity and be able to explain this in simple terms to anyone who asks.**

Actions our charity takes to meet standards:	Evidence of our actions:

**1.2**      **Consider whether or not any private benefit arises ([see glossary](#)). If a private benefit arises, consider if it is reasonable, necessary and ancillary to the public benefit that your charity provides.**

Actions our charity takes to meet standards:	Evidence of our actions:

**1.3**      **Agree an achievable plan for at least the next year that sets out what you will do to advance your purpose.**

Actions our charity takes to meet standards:	Evidence of our actions:

**1.4 Make sure your charity has the resources it needs to do the activities you plan. If you don't have the resources, you need to show a plan for getting those resources.**

Actions our charity takes to meet standards:	Evidence of our actions:

**1.5 From time to time, review what you are doing to make sure you are still:**

- acting in line with your charity's purpose; and
- providing public benefit.

Actions our charity takes to meet standards:	Evidence of our actions:

**Principle 1: Advancing Charitable Purpose** ADDITIONAL STANDARDS

**1.6 Develop your charity's strategic plan and associated operational plans.**

Actions our charity takes to meet standards:	Evidence of our actions:



Registered Charity Number: 20025397

- 1.7 Make sure there is an appropriate system in place to:**
- monitor progress against your plans; and
  - evaluate the effectiveness of the work of your charity.

Actions our charity takes to meet standards:	Evidence of our actions:

- 1.8 From time to time, consider the advantages and disadvantages of working in partnership with other charities, including merging or dissolving (winding up).**

Actions our charity takes to meet standards:	Evidence of our actions:

**Principle 2: Behaving with Integrity** CORE STANDARDS

**2.1 Agree the basic values that matter to your charity and publicise these, so that everyone involved understands the way things should be done and how everyone is expected to behave.**

Actions our charity takes to meet standards:	Evidence of our actions:

**2.2 Decide how you will deal with conflicts of interests and conflicts of loyalties. You should also decide how you will adhere to the Charities Regulator's guidelines on this topic.**

Actions our charity takes to meet standards:	Evidence of our actions:

**2.3 Have a code of conduct for your board that is signed by all charity trustees. It must make clear the standard of behaviour expected from charity trustees. This includes things like maintaining confidentiality and what to do in relation to:**

- gifts and hospitality; and
- out-of-pocket expenses.

Actions our charity takes to meet standards:	Evidence of our actions:

**Principle 3: Leading People**    **CORE STANDARDS**

**3.1      Be clear about the roles of everyone working in and for your charity, both on a voluntary and paid-basis.**

Actions our charity takes to meet standards:	Evidence of our actions:

**3.2      Make sure there are arrangements in place for the effective involvement of any volunteers, including what to do if any problems arise.**

Actions our charity takes to meet standards:	Evidence of our actions:

**3.3      Make sure there are arrangements in place that comply with employment legislation for all paid staff including:**

- recruitment;
- training and development;
- support, supervision and appraisal;
- remuneration (money paid for work); and dismissal.

Actions our charity takes to meet standards:	Evidence of our actions:

**3.4 Agree operational policies where necessary, to guide the actions of everyone involved in your charity.**

Actions our charity takes to meet standards:	Evidence of our actions:

**Principle 3: Leading People**    **ADDITIONAL STANDARDS**

**3.5 Make sure to document the roles, legal duties and delegated responsibility for decision-making of:**

- individual charity trustees and the board as a whole;
- any sub-committees or working groups;
- staff and volunteers.

Actions our charity takes to meet standards:	Evidence of our actions:

**3.6 Make sure that there are written procedures in place which set out how volunteers are:**

- recruited; supported and supervised while within your charity; and
- the conditions under which they exist.

Actions our charity takes to meet standards:	Evidence of our actions:

Registered Charity Number: 20025397

**3.7** Decide how you will develop operational policy in your charity. You also need to decide how your charity trustees will make sure that the policy is put in place and kept up-to-date.

Actions our charity takes to meet standards:	Evidence of our actions:

**Principle 4: Exercising Control**    **CORE STANDARDS**

**4.1**     **Decide if your charity’s current legal form and governing document are fit for purpose. Make changes if necessary, telling the Charities Regulator in advance that you are doing so.**

Actions our charity takes to meet standards:	Evidence of our actions:

**4.2**     **Find out the laws and regulatory requirements that are relevant to your charity and comply with them.**

Actions our charity takes to meet standards:	Evidence of our actions:

**4.3**     **If your charity raises funds from the public, read the Charities Regulator’s guidelines<sup>1</sup> on this topic and make sure that your charity adheres to them as they apply to your charity.**

Actions our charity takes to meet standards:	Evidence of our actions:

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<sup>1</sup> See Guidelines for Charitable Organisations on Fundraising from the Public - available from: <https://www.charitiesregulator.ie/media/1083/guidance-for-fundraising-english.pdf>

**4.4 Make sure you have appropriate financial controls in place to manage and account for your charity's money and other assets.**

Actions our charity takes to meet standards:	Evidence of our actions:

**4.5 Identify any risks your charity might face and how to manage these.**

Actions our charity takes to meet standards:	Evidence of our actions:

**4.6 Make sure your charity has appropriate and adequate insurance cover.**

Actions our charity takes to meet standards:	Evidence of our actions:

**Principle 4: Exercising Control**    **ADDITIONAL STANDARDS**

**4.7**      You should have written procedures to make sure that you comply with all relevant legal and regulatory requirements.

Actions our charity takes to meet standards:	Evidence of our actions:

**4.8**      Make sure there is a formal risk register that your board regularly reviews.

Actions our charity takes to meet standards:	Evidence of our actions:

**4.9**      Consider adopting additional good practice standards that are relevant to the particular work that your charity does.

Actions our charity takes to meet standards:	Evidence of our actions:



**Principle 5: Working Effectively**    **CORE STANDARDS**

- 5.1 Identify charity trustees with the necessary skills to undertake:**
- any designated roles set out in your governing document; and
  - other roles as appropriate within the board.

Actions our charity takes to meet standards:	Evidence of our actions:

- 5.2 Hold regular board meetings. Give enough notice before meetings and provide prepared agendas.**

Actions our charity takes to meet standards:	Evidence of our actions:

- 5.3 At a minimum, your board agendas should always include these items:**
- reporting on activities;
  - review of finances; and
  - conflicts of interests and loyalties.

Actions our charity takes to meet standards:	Evidence of our actions:

Registered Charity Number: 20025397

**5.4 Make sure that your charity trustees have the facts to make informed decisions at board meetings and that these decisions are recorded accurately in the minutes.**

Actions our charity takes to meet standards:	Evidence of our actions:

**5.5 Consider introducing term limits for your charity trustees, with a suggested maximum of nine years in total.**

Actions our charity takes to meet standards:	Evidence of our actions:

**5.6 Recruit suitable new charity trustees as necessary and make sure they receive an induction.**

Actions our charity takes to meet standards:	Evidence of our actions:

Registered Charity Number: 20025397

**5.7 Make sure all of your trustees understand:**

- their role as charity trustees;
- the charity's governing document; and
- this Code.

Actions our charity takes to meet standards:	Evidence of our actions:

**5.8 Commit to resolving problems and emerging issues as quickly as possible and in the best interests of your charity.**

**Actions our charity takes to meet the standards.**

Actions our charity takes to meet standards:	Evidence of our actions:

**5.9 From time to time, review how your Board operates and make any necessary improvements.**

Actions our charity takes to meet standards:	Evidence of our actions:

**Principle 5: Working Effectively**    **ADDITIONAL STANDARDS**

**5.10**    **Make sure you send out board packs with enough notice and include all relevant reports and explanatory papers to enable informed decision-making.**

Actions our charity takes to meet standards:	Evidence of our actions:

**5.11**    **Make sure that you have a charity trustee succession plan in place and consider how you can maximise diversity among your charity trustees.**

Actions our charity takes to meet standards:	Evidence of our actions:

**5.12**    **Put in place a comprehensive induction programme for new charity trustees.**

Actions our charity takes to meet standards:	Evidence of our actions:

Registered Charity Number: 20025397

**5.13 Conduct a regular review that includes an assessment of:**

- the effectiveness of your board as a whole, office holders and individual charity trustees
- adherence to the board code of conduct; and
- the structure, size, membership and terms of reference of any sub-committees.

Actions our charity takes to meet standards:	Evidence of our actions:

**5.14 Do regular skills audits and provide appropriate training and development to charity trustees and staff. If necessary, recruit to fill any competency gaps on the board of your charity.**

Actions our charity takes to meet standards:	Evidence of our actions:

**Principle 6: Being Accountable**    **CORE STANDARDS**

**6.1**      **Make sure that the name and Registered Charity Number (RCN) of your charity is displayed on all of your written materials, including your:**

- **website;**
- **social media platforms; and**
- **email communications.**

Actions our charity takes to meet standards:	Evidence of our actions:

**6.2**      **Identify your stakeholders and decide how you will communicate with them.**

Actions our charity takes to meet standards:	Evidence of our actions:

**6.3**      **Decide if and how you will involve your stakeholders in your:**

- **planning;**
- **decision-making; and**
- **review processes.**

Actions our charity takes to meet standards:	Evidence of our actions:

Registered Charity Number: 20025397

**6.4 Make sure you have a procedure for dealing with:**

- queries;
- comments; and
- complaints.

Actions our charity takes to meet standards:	Evidence of our actions:

**6.5 Follow the reporting requirements of all of your funders and donors, both public and private.**

Actions our charity takes to meet standards:	Evidence of our actions:

**Principle 6: Being Accountable** **ADDITIONAL STANDARDS**

**6.6 Produce unabridged (full) financial accounts and make sure that these and your charity's annual report are widely available and easy for everyone to access.**

Actions our charity takes to meet standards:	Evidence of our actions:

**6.7 Make sure all the codes and standards of practice to which your charity subscribes are publicly stated.**

Actions our charity takes to meet standards:	Evidence of our actions:

**6.8 Regularly review any complaints your charity receives and take action to improve organisational practice.**

Actions our charity takes to meet standards:	Evidence of our actions:

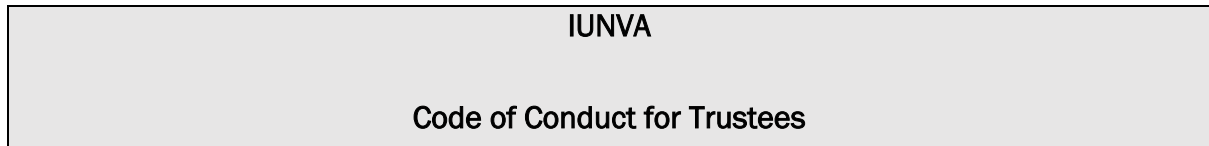
[www.charitiesregulator.ie](http://www.charitiesregulator.ie)

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## IUNVA Code of Conduct for Trustees

This template has been adapted from a publication by the Charities Regulator.



By reading this document and accepting the role of a charity trustee of IUNVA, all charity trustees agree to the following responsibilities:

### **General Conduct**

- Charity trustees are required to act with honesty and integrity and exercise good judgement which may include seeking professional advice on appropriate matters on which charity trustees do not have relevant expertise.
- Charity trustees are required to act in the best interests of the charity at all times.

### **Independence**

- Charity trustees are required to act independently, particularly in relation to assets, property, legal and regulatory obligations.
- Charity trustees should conduct themselves with integrity and in a manner which does not damage or undermine the reputation of the charity or its volunteers and employees. More specifically charity trustees:
  - should not place themselves under any financial or other obligation to outside individuals or organisations that might seek to influence them in the performance of their duties;
  - must avoid actual impropriety and any appearance of improper behaviour.
- Charity trustees must not act in order to gain financial or other benefits for themselves or for any persons connected to them such as their family, their friends, or any organisation that they own, manage or work for.
- Charity trustees should avoid accepting gifts and hospitality that might reasonably be thought to influence them in carrying out their role as charity trustee. Any gifts or

hospitality received in any connection to IUNVA should not exceed the value of €XXX and should be declared to the Board (The National Executive Committee).

### **Charity Trustee Roles**

Charity trustees should:

- Understand and perform their roles and responsibilities to the best of their abilities at all times.
- Be prepared to provide adequate time and commitment as required to fulfil the role of charity trustee, adequately preparing for meetings and participating in committees and special events when required.

### **Board Meetings**

Charity trustees should:

- Aim to attend all meetings, contribute appropriately and effectively, and avoid dominating the contributions of others.
- Always respect the authority of the Chairperson of the board, and the Chairperson of any meeting.
- Bring a fair and open-minded view to all discussions of the board, maintain a respectful balance between speaking and listening, treating different views with respect, and ensuring that all decisions are made in the best interests of the charity.
- Bring a genuinely independent perspective to enhance decision-making, given that charity trustees share responsibility for board decisions.
- Ensure their contributions are informed and impartial when presenting views on topics in meetings while listening to and respecting the input and experience of other charity trustees.

### **Volunteers/Employees within the Charity**

Charity trustees should:

- Aim to support volunteers and employees in carrying out their duties and always, in terms of their conduct, serve as an example of how everyone in the charity should conduct themselves in order to reflect the values of the charity.
- Work considerately and fairly with everyone in a way that respects diversity, different roles and boundaries and avoids giving offence.

- Accept and respect the difference in roles between the board on the one hand and volunteers and any employees on the other, ensuring that the board, volunteers and any employees work effectively and cohesively for the benefit of the charity and develop a mutually supportive and loyal relationship by:
  - respecting management arrangements and avoiding any actions that might undermine such arrangements;
  - not interfering in the performance by volunteers or employees of duties delegated to them within the charity while ensuring that volunteers and any employees working for the charity are held to account through the manager/CEO, as appropriate.

### **Legal Requirements and Policies**

Charity trustees must:

- Act in accordance with the charity's governing document (IUNVA's Constitution) and ensure that the charity complies with all applicable laws including charity law, company law, health and safety law, data protection law and employment law.
- Promote and preserve the obligations of confidentiality about sensitive board matters. However, the requirement for confidentiality may not apply if it becomes necessary for the charity trustee to inform the Charities Regulator or any other statutory body about any matter, which could threaten the future of the charity or could represent a breach of any law with which the charity is required to comply.
- Abide by the charity's conflict of interests or loyalties policy and ensure the charity's conflict of interest register is completed and updated as required.
- Abide by any equality, diversity, safeguarding, health and safety, bullying and harassment policies and any other policies agreed by the board.
- Ensure that claims for out-of-pocket expenses are made in accordance with agreed procedures.

Where a charity trustee is found to be in breach of the standards outlined by the board in its Code of Conduct he or she will be asked to meet with the Chairperson of the board to assess his or her suitability for the role. Consistent breach of the Code of Conduct by a charity trustee may result in the trustee's tenure being terminated.

The board of charity trustees should review this Code of Conduct for trustees at 3-year intervals or as appropriate.

Signed .....

Name .....

Date .....

**Legal Disclaimer:**

This template document is issued by the Charities Regulator under section 14(1)(i) of the Charities Act 2009, to encourage and facilitate the better administration and management of charitable organisations. It is published as part of a suite of guidance, intended to provide support to charity trustees to meet their legal duties, by putting in place systems, processes and policies which ensure charities are managed in an effective, efficient, accountable and transparent way.

This document is a template only, it does not, nor is it intended to be, a definitive statement of the law and it does not constitute legal advice. Charity trustees are recommended to consult their governing document or to obtain their own independent legal advice where necessary. The Charities Regulator accepts no responsibility or liability for any errors, inaccuracies or omissions in this document.

Annex D to IUNVA Constitution

**IUNVA REGISTER OF INTERESTS**

Name of charity trustee	Description of interest	Has the board of charity trustees been notified of the interest?	Date of appointment	Date of disclosure

Signed:

(Insert Name of Trustee: )

Date:

## **IRISH UNITED NATIONS VETERANS ASSOCIATION (IUNVA)**

### **CONFLICT OF INTEREST POLICY**

#### **1. Purpose**

The purpose of this policy is to assist charity trustees of the Irish UN Veterans Association to effectively identify, record and manage any conflicts of interest in order to protect the integrity of IUNVA and to ensure that the charity trustees act in the best interest of their charity.

#### **2. Objective**

The National Executive Committee (NEC) of IUNVA (called the ‘board of charity trustees’ in this policy) aims to ensure that the charity trustees, and others within the scope of this policy, are aware of their obligations to disclose any conflicts of interest that they may have, and to comply with this policy to ensure they effectively manage those conflicts of interest as representatives of IUNVA.

#### **3. Scope**

This policy applies to the National Executive Committee as trustees of IUNVA and to their deputies when performing deputed NEC duties. It also applies to certain persons who are not members of the NEC, including co-opted appointment-holders and persons who are trustees for the purpose of holding property of the Association.

#### **4. Definition of conflicts of interests**

A conflict of interest is any situation in which the personal interests or loyalties of a trustee or other person subject to this policy, could, or could be seen to, prevent such persons from making a decision in the best interests of the charity. This personal interest may be direct or indirect, and can include interests of a person connected to the charity trustee or other person falling within the scope of this policy. These situations present the risk that a person will make a decision based on, or affected by, these influences, rather than in the best interests of the charity and therefore must be managed accordingly.

A key test to identify if a conflict of interest exists is to ask the question: Would a reasonable person, who was aware of the charity trustee’s personal interest, believe

that the charity trustee might be influenced by that personal interest when making a decision on behalf on the charity?

## 5. Policy

This policy has been developed because conflicts of interest commonly arise, and do not need to present a problem to the charity if they are openly and effectively managed. It is the policy of IUNVA as well as a responsibility of its charity trustees, that ethical, legal, financial or other conflicts of interest be avoided and that any such conflicts (where they do arise) do not conflict with their obligations to IUNVA. IUNVA will manage conflicts of interest by requiring charity trustees and others within the scope of this policy to: avoid conflicts of interest where possible; identify and record any conflicts of interest; carefully manage any conflicts of interest; and follow this policy and respond to any breaches.

### 5.1 Responsibility of the board of charity trustees (National Executive Committee)

The board is responsible for: establishing a system for identifying, disclosing and managing conflicts of interest across the charity; monitoring compliance with this policy; and reviewing this policy on an annual basis to ensure that the policy is operating effectively. The charity trustees should ensure they are aware of their legal obligations in the management and control of their charity and should refer to the Charities Regulator's 'Guidance for Charity Trustees' for further information on this see the Charities Regulator website.<sup>1</sup>

### 5.2 Identification and disclosure of conflicts of interest

5.2.1 IUNVA will maintain a Register of Interests in accordance with the guidance of the Charities Regulator. Providing details for the register of interests is a requirement for all new charity trustees and others falling within the scope of this policy. The register shall be updated annually by all charity trustees and others where applicable. While the determination of what is a relevant interest is a judgement for individual charity trustees and other relevant persons to make, the Charities Regulator recommends charity trustees adopt a prudent approach. Where a material or fundamental interest arises during the year, the charity trustee or other affected person should provide this information for inclusion on the register of interests outside of the scheduled annual update. Where a conflict arises either in advance of, or during a meeting of the board of charity trustees, the individual with the potential conflict should declare it immediately to the Chairperson and Secretary of the board, if possible in

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<sup>1</sup> <http://www.charitiesregulator.ie/>

advance of the meeting, or to the full board of charity trustees during the meeting.

- 5.2.2 Completing a register of interests should assist the Association to detect conflicts before they arise, giving the charity trustees time to consider how best to manage them. Once an actual, potential or perceived conflict of interest is identified, it must be entered into IUNVA's register of interests, as well as being raised with the board of charity trustees. The register of interests must be maintained by the National Secretary, and record all information related to a conflict of interest (including the nature and extent of the conflict of interest and any steps taken to address it). In order to support charity trustees and others to disclose their conflicts of interest, the level of confidentiality associated with any disclosure must be of the utmost. Their details will only be made available to the board of charity trustees and the secretary to the board; and will not be disclosed outside the board sitting in closed session.

## **6. Action required for managing conflicts of interest**

### 6.1 Conflicts of interest of members falling within the scope of this policy

Once the conflict of interest has been appropriately disclosed, the board of charity trustees (excluding the disclosing charity trustee and any other conflicted person) must decide whether or not a conflicted charity trustee should: vote on the matter (this is a minimum); participate in any debate; or be present in the room during the debate and the voting. In exceptional circumstances, such as where a conflict is very significant or likely to prevent a charity trustee or other conflicted person from regularly participating in discussions or performing their assigned roles, it may be worth the board of charity trustees considering whether it is appropriate for the person with the relevant conflict to resign from the board of charity trustees or other role.

### 6.2 What should be considered when deciding what action to take?

In deciding what approach to take, the board of charity trustees will consider:

whether the conflict needs to be avoided or simply documented;  
whether the conflict will realistically impair the disclosing person's capacity to impartially participate in decision-making;  
alternative options to avoid the conflict;  
the charity's objects and resources; and,  
the possibility of creating an appearance of improper conduct that might impair confidence in, or the reputation of, the charity.



The approval of any action requires the agreement of at least a majority of the board of charity trustees (excluding any conflicted charity trustee) who are present and voting (if applicable) at the meeting. All essential details regarding the conflict of interest, including the action arising, will be recorded in the Association's register of interests. However, for reasons stated above and to maintain appropriate confidentiality in this regard, details will not be recorded in the minutes of meetings, beyond noting the agenda item and recording that a conflict or potential conflict was discussed and that relevant details and decisions were entered in the Association's register.

#### **7. Compliance with this policy**

If the board of charity trustees has a reason to believe that a person subject to this policy has failed to comply with it, it will investigate the circumstances. If it is found that this person has failed to disclose a conflict of interest, the board of charity trustees may take action against the person. This may include seeking the person's resignation from the charity.

If a person suspects that a person subject to this policy has failed to disclose a conflict of interest, they may discuss the issue with the person in question; however, if they are uncomfortable with this option, they must notify the board of charity trustees, or the person responsible for maintaining the register of interests (National Secretary). If the suspicion relates to the National Secretary, they should inform the National Chairperson. Trustees should be open to the right (and duty) of such persons to raise issues of conflict of interest but retain their own right to either discuss the issue with the person raising the suspicion or to reserve their response for the board of charity trustees.

#### **8. Contacts**

For questions about this policy, contact the National Secretary [contact details].

### Annex F to IUNVA Constitution: IUNVA Risk Register Template

This document should be read in conjunction with our '[Risk Management for Charities](#)'. The assessment matrix is available for reference at the end of this document.

Risk Register – Irish United Nations Veterans Association									
Risk No	Description of Potential Risk	Description of Potential Impact	Risk Owner	Steps to Mitigate	Monitoring Frequency	Likelihood (1-5)	Impact (1-5)	Controls (1-3)	Risk Rating
Risk Category: Governance									
1	[Insert description of risk]	[Insert description]	[Insert text]	[Insert text]	[Insert text]	[Insert rating]	[Insert rating]	[Insert rating]	
2	[Insert description of risk]	[Insert description]	[Insert text]	[Insert text]	[Insert text]	[Insert rating]	[Insert rating]	[Insert rating]	
Risk Category: Strategic									
1	[Insert description of risk]	[Insert description]	[Insert text]	[Insert text]	[Insert text]	[Insert rating]	[Insert rating]	[Insert rating]	
2	[Insert description of risk]	[Insert description]	[Insert text]	[Insert text]	[Insert text]	[Insert rating]	[Insert rating]	[Insert rating]	
Risk Category: Compliance (Legal or Regulatory)									
1	[Insert description of risk]	[Insert description]	[Insert text]	[Insert text]	[Insert text]	[Insert rating]	[Insert rating]	[Insert rating]	

**Risk Register – Irish United Nations Veterans Association**

Risk No	Description of Potential Risk	Description of Potential Impact	Risk Owner	Steps to Mitigate	Monitoring Frequency	Likelihood (1-5)	Impact (1-5)	Controls (1-3)	Risk Rating
2	[Insert description of risk]	[Insert description]	[Insert text]	[Insert text]	[Insert text]	[Insert rating]	[Insert rating]	[Insert rating]	
<b>Risk Category: Operational</b>									
1	[Insert description of risk]	[Insert description]	[Insert text]	[Insert text]	[Insert text]	[Insert rating]	[Insert rating]	[Insert rating]	
2	[Insert description of risk]	[Insert description]	[Insert text]	[Insert text]	[Insert text]	[Insert rating]	[Insert rating]	[Insert rating]	
<b>Risk Category: Financial</b>									
1	[Insert description of risk]	[Insert description]	[Insert text]	[Insert text]	[Insert text]	[Insert rating]	[Insert rating]	[Insert rating]	
2	[Insert description of risk]	[Insert description]	[Insert text]	[Insert text]	[Insert text]	[Insert rating]	[Insert rating]	[Insert rating]	
<b>Risk Category: Environmental or External</b>									
1	[Insert description of risk]	[Insert description]	[Insert text]	[Insert text]	[Insert text]	[Insert rating]	[Insert rating]	[Insert rating]	
2	[Insert description of risk]	[Insert description]	[Insert text]	[Insert text]	[Insert text]	[Insert rating]	[Insert rating]	[Insert rating]	
<b>Risk Category: Reputational</b>									

**Risk Register – Irish United Nations Veterans Association**

Risk No	Description of Potential Risk	Description of Potential Impact	Risk Owner	Steps to Mitigate	Monitoring Frequency	Likelihood (1-5)	Impact (1-5)	Controls (1-3)	Risk Rating
1	[Insert description of risk]	[Insert description]	[Insert text]	[Insert text]	[Insert text]	[Insert rating]	[Insert rating]	[Insert rating]	
2	[Insert description of risk]	[Insert description]	[Insert text]	[Insert text]	[Insert text]	[Insert rating]	[Insert rating]	[Insert rating]	

**The Matrix for assessing impact, likelihood and effectiveness of existing controls**

Each risk is scored in terms of:

- \* **likelihood** i.e. the probability of future occurrence, how likely the risk it is that the risk will occur and how frequently it has occurred in the past.
- \* **impact** i.e. the impact on the organisation and external stakeholders if the risk occurs.
- \* **effectiveness of existing controls** i.e. given the controls which are currently in place, how effective are they at mitigating the risk.

A scale of **1** to **5** is used for **Likelihood** and **Impact**, and **1** to **3** is used for the effectiveness of existing **Controls**, according to the following matrix:

Likelihood Scale of 1 - 5	Impact Scale of 1 - 5	Controls Scale of 1 - 3
1 = Rarely, if ever	1 = No significant impact	1 = Controls highly effective
2 = Possible	2 = Minor impact	2 = Controls effective, but could be improved
3 = Likely	3 = Significant but containable impact	3 = No controls / controls are ineffective
4 = Very Likely	4 = High impact	
5 = Unavoidable / already occurring	5 = Extremely detrimental impact	

The risk score is determined by multiplying the risk impact by the risk likelihood by the effectiveness of the controls.

The following traffic light system can be used on a risk register to highlight / prioritise risk:

Risk Level	Risk Score	Action / Response
High	25+	[Insert text here regarding the action your charity will take for risks rated High]
Medium	13 – 24	[Insert text here regarding the action your charity will take for risks rated Medium]
Low	0 – 12	[Insert text here regarding the action your charity will take for risks rated Low]

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This document is a template only, it does not, nor is it intended to be, a definitive statement of the law and it does not constitute legal advice. Charity trustees are recommended to consult their governing document or to obtain their own independent legal advice where necessary. The Charities Regulator accepts no responsibility or liability for any errors, inaccuracies or omissions in this document.

**IUNVA BOARD APPRAISAL TEMPLATE**

Some of the key questions that typically appear on a board appraisal are included in the table below.

<b>Advancing Charitable Purpose</b>		<b>Comments</b>
<b>Does the board understand and comply with the Charity's governing document?</b>	<input type="checkbox"/> Always <input type="checkbox"/> Most of the time <input type="checkbox"/> Sometimes <input type="checkbox"/> Never <input type="checkbox"/> Don't know	
<b>Are all charity trustees aware of your charity's purposes and public benefit and how your charity works to achieve these?</b>	<input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Don't know	
<b>Do all charity trustees understand and meet their obligations to act in accordance with the best interests of the charity and its beneficiaries at all times?</b>	<input type="checkbox"/> Always <input type="checkbox"/> Most of the time <input type="checkbox"/> Sometimes <input type="checkbox"/> Never <input type="checkbox"/> Don't know	
<b>Has the board approved an annual plan and/or budget and formally undertaken an annual evaluation of actual performance by reference to the plan and/or budget?</b>	<input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Don't know	

Behaving with integrity		Comments
<p>Are you satisfied that updated Codes of Conduct are approved by the Board and circulated to all Board members, management and employees?</p>	<input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Don't know	
<p>Are you satisfied that the procedures relating to the disclosure of Board members interests are complied with?</p>	<input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Don't know	
<p>Are you satisfied that the Board has adequate procedures in place to monitor and manage potential conflicts of interest and confidential information of management and Board members?</p>	<input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Don't know	
<p>Has the board agreed a set of values for your charity and do these underpin its decision-making and the activities of the charity?</p>	<input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Don't know	

Leading people		Comments
<p>Does the board make sure that there are proper arrangements in place for the recruitment, support and supervision of staff and/ or volunteers to enable them to work effectively?</p>	<input type="checkbox"/> Always <input type="checkbox"/> Most of the time <input type="checkbox"/> Sometimes <input type="checkbox"/> Never <input type="checkbox"/> Don't know	
<p>Are the roles and responsibilities of the board clearly defined and communicated in role descriptions for all positions within the board?</p>	<input type="checkbox"/> Always <input type="checkbox"/> Most of the time <input type="checkbox"/> Sometimes <input type="checkbox"/> Never <input type="checkbox"/> Don't know	
<p>Are you assured that the charity has all the necessary tools in place to effectively manage staff and/ or volunteers (policies, procedures, job and role descriptions, HR records, etc), where applicable?</p>	<input type="checkbox"/> Always <input type="checkbox"/> Most of the time <input type="checkbox"/> Sometimes <input type="checkbox"/> Never <input type="checkbox"/> Don't know	

Exercising control		Comments
<p><b>Do the charity trustees provide sound financial oversight and ensure that resources are properly managed?</b></p>	<p> <input type="checkbox"/> Always  <input type="checkbox"/> Most of the time  <input type="checkbox"/> Sometimes  <input type="checkbox"/> Never  <input type="checkbox"/> Don't know                 </p>	
<p><b>Does the board review the controls and procedures adopted by the charity to provide itself with reasonable assurance that such controls and procedures are adequate to secure compliance with statutory and governance obligations?</b></p>	<p> <input type="checkbox"/> Always  <input type="checkbox"/> Most of the time  <input type="checkbox"/> Sometimes  <input type="checkbox"/> Never  <input type="checkbox"/> Don't know                 </p>	
<p><b>Does the board regularly identify and review the risks the charity faces and do you take action to manage these?</b></p>	<p> <input type="checkbox"/> Always  <input type="checkbox"/> Most of the time  <input type="checkbox"/> Sometimes  <input type="checkbox"/> Never  <input type="checkbox"/> Don't know                 </p>	
<p><b>Does the charity operate in accordance with legal and regulatory requirements?</b></p>	<p> <input type="checkbox"/> Always  <input type="checkbox"/> Most of the time  <input type="checkbox"/> Sometimes  <input type="checkbox"/> Never  <input type="checkbox"/> Don't know                 </p>	
<p><b>Does the charity seek expert and professional advice when needed?</b></p>	<p> <input type="checkbox"/> Always  <input type="checkbox"/> Most of the time  <input type="checkbox"/> Sometimes  <input type="checkbox"/> Never  <input type="checkbox"/> Don't know                 </p>	
<p><b>Do the charity trustees understand their legal duties and the roles and responsibilities, both individually and collectively?</b></p>	<p> <input type="checkbox"/> Always  <input type="checkbox"/> Most of the time  <input type="checkbox"/> Sometimes  <input type="checkbox"/> Never  <input type="checkbox"/> Don't know                 </p>	



Working effectively		Comments
<p><b>Do all charity trustees take collective responsibility for decisions?</b></p>	<p> <input type="checkbox"/> Always  <input type="checkbox"/> Most of the time  <input type="checkbox"/> Sometimes  <input type="checkbox"/> Never  <input type="checkbox"/> Don't know                 </p>	
<p><b>Are decisions clearly and formally recorded in a timely way which allows for actions to be followed up?</b></p>	<p> <input type="checkbox"/> Always  <input type="checkbox"/> Most of the time  <input type="checkbox"/> Sometimes  <input type="checkbox"/> Never  <input type="checkbox"/> Don't know                 </p>	
<p><b>Do all charity trustees contribute at Board meetings and in-between?</b></p>	<p> <input type="checkbox"/> Always  <input type="checkbox"/> Most of the time  <input type="checkbox"/> Sometimes  <input type="checkbox"/> Never  <input type="checkbox"/> Don't know                 </p>	
<p><b>Does the board of charity trustees meet often enough to be effective?</b></p>	<p> <input type="checkbox"/> Yes  <input type="checkbox"/> No                 </p>	
<p><b>Are meetings structured and productive, and are charity trustees well prepared having read the agenda, minutes of previous meetings, and reports that will form the basis for discussion?</b></p>	<p> <input type="checkbox"/> Always  <input type="checkbox"/> Most of the time  <input type="checkbox"/> Sometimes  <input type="checkbox"/> Never  <input type="checkbox"/> Don't know                 </p>	
<p><b>Are you satisfied with the quality of the board papers and minutes (e.g. not overly lengthy, clearly explain the key issues and priorities, consistent, timely)?</b></p>	<p> <input type="checkbox"/> Always  <input type="checkbox"/> Most of the time  <input type="checkbox"/> Sometimes  <input type="checkbox"/> Never  <input type="checkbox"/> Don't know                 </p>	

<p><b>Is adequate time allowed and sufficient energy given to discussion and decision making at meetings?</b></p>	<p> <input type="checkbox"/> Always  <input type="checkbox"/> Most of the time  <input type="checkbox"/> Sometimes  <input type="checkbox"/> Never  <input type="checkbox"/> Don't know                 </p>	
<p><b>Are there trustees on your board with the skills and experience your charity needs?</b></p>	<p> <input type="checkbox"/> Yes  <input type="checkbox"/> No  <input type="checkbox"/> Don't know                 </p>	
<p><b>Does the charity provide charity trustees with opportunities for training and development?</b></p>	<p> <input type="checkbox"/> Always  <input type="checkbox"/> Most of the time  <input type="checkbox"/> Sometimes  <input type="checkbox"/> Never  <input type="checkbox"/> Don't know                 </p>	
<p><b>Do you take into account skills gaps when recruiting and developing trustees?</b></p>	<p> <input type="checkbox"/> Always  <input type="checkbox"/> Most of the time  <input type="checkbox"/> Sometimes  <input type="checkbox"/> Never  <input type="checkbox"/> Don't know                 </p>	
<p><b>Do all new trustees receive an induction which introduces them to their responsibilities and to the charity?</b></p>	<p> <input type="checkbox"/> Always  <input type="checkbox"/> Most of the time  <input type="checkbox"/> Sometimes  <input type="checkbox"/> Never  <input type="checkbox"/> Don't know                 </p>	
<p><b>Do you have maximum terms of office for trustees to ensure the board is refreshed?</b></p>	<p> <input type="checkbox"/> Yes  <input type="checkbox"/> No  <input type="checkbox"/> Don't know                 </p>	
<p><b>Do you check how well your board is performing from time to time?</b></p>	<p> <input type="checkbox"/> Yes  <input type="checkbox"/> No  <input type="checkbox"/> Don't know                 </p>	

<b>Being accountable and transparent</b>		<b>Comments</b>
<b>Does your charity communicate openly about itself and its work?</b>	<input type="checkbox"/> Always <input type="checkbox"/> Most of the time <input type="checkbox"/> Sometimes <input type="checkbox"/> Never <input type="checkbox"/> Don't know	
<b>Do you know who the charity's stakeholders are for example, users or beneficiaries, volunteers, donors, etc?</b>	<input type="checkbox"/> Yes <input type="checkbox"/> No	
<b>Do you communicate effectively with your stakeholders and are you responsive and accountable to them?</b>	<input type="checkbox"/> Always <input type="checkbox"/> Most of the time <input type="checkbox"/> Sometimes <input type="checkbox"/> Never <input type="checkbox"/> Don't know	
<b>Do you have a complaints procedure and do you learn from your mistakes?</b>	<input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Don't know	
<b>How does the board communicate with, and listen and respond to, members, staff, volunteers, beneficiaries and other stakeholders?</b>	<b>Provide Details</b>	
<b>Does the charity meet all legal and contractual obligations to provide information to all of your funders and donors, both public and private?</b>	<input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Don't know	

Annex H to IUNVA Constitution

IUNVA Board Meeting Evaluation Sheet

Response Key:

Strongly Agree		Neutral		Strongly disagree	
5	4	3	2	1	
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

**1. The meeting materials were provided timely for review.**

5	4	3	2	1
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

**2. The materials mailed in advance provided me with sufficient preparation for the meeting.**

5	4	3	2	1
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

**3. I had adequate opportunities to discuss the issues presented today and ask questions.**

5	4	3	2	1
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

**4. Today's agenda items were appropriate for board discussion.**

5	4	3	2	1
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

**5. I have a sufficient understanding of the issues covered.**

5	4	3	2	1
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

**6. I feel as if today's meeting was a good use of my time.**

5	4	3	2	1
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

**What was most helpful for you at this board meetings?**

**What was least helpful for you?**

**Please recommend any agenda items for upcoming meetings:**

**Other comments/suggestions:**



Annex J  
to IUNVA Constitution

## IUNVA Annual Plan Template

Set out below is a very simple annual plan template. This template has been adapted from a template issued by the Charities Regulator.

IUNVA – Annual Plan							
<p><b>Describe your charitable purpose:</b>                      (Your charity's 'purpose' is what it is set up to achieve. This purpose is set out in the 'objects clause' of IUNVA's Constitution)</p>							
<p><b>Planning period:</b> [DD/MM/YYYY – DD/MM/YYYY]</p>							
Goals <i>(Describe what you plan to achieve)</i>	Objectives <i>(Set out specific steps or actions you take to reach your goals)</i>	Timeframe				Owner	Annual Budget
		Q1	Q2	Q3	Q4		
<b>Goal 1:</b>	1.						
	2.						
	3.						
	4.						
	5.						
	6.						
<b>Sub-total:</b>							
<b>Goal 2:</b>	1.						
	2.						
	3.						
	4.						
	5.						
	6.						
<b>Sub-total:</b>							
<b>TOTAL:</b>							

Annex K

to IUNVA Constitution

### IUNVA Board Minutes Template

(This template has been adapted from a publication by the Charities Regulator)

<b>IUNVA</b>	
<b>Minutes of board (or) [specified sub-committee] meeting [No. X]</b>	
<b>Date:</b>	
<b>Time:</b>	
<b>Venue:</b>	

<b>Chairperson:</b>	
<b>Present (Charity Trustees):</b>	
<b>Quorum:</b>	<input checked="" type="radio"/> Yes <input type="radio"/> No
<b>In Attendance (Others):</b>	
<b>Apologies:</b>	

<b>Approval of the minutes of the meeting of [ date of last meeting ]:</b>
<b>Matters arising:</b>
<b>Declarations of conflicts of interest:</b>
<b>Financial report:</b>

<b>Report on activities:</b>
------------------------------



[ Heading for other standing item if applicable, in line with the agenda ]
[ Heading for other standing item if applicable, in line with the agenda ]
[ Heading for general business item, in line with the agenda ]
[ Heading for general business item, in line with the agenda ]
[ Heading for general business item, in line with the agenda ]
Any other business (AOB):
1.
2.
3.

<b>Next Meeting</b>	
Date:	
Time:	
Venue:	

<b>Actions Arising From This Meeting:</b>			
Item No.	Action	Person Applicable	Timeframe

<b>Chairperson’s signature and date</b>	<b>Secretary’s signature and date</b>
<b>Chairperson’s name (printed)</b>	<b>Secretary’s signature and date</b>

This document should be read in conjunction with our [‘Guidance note on minute taking’](#) and [‘Appendix A - Explanatory sample board minutes’](#)

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