



Ó Domhnaill Abú!

Clann Dálaigh - The O'Donnell Clan Association

Founded at Easter 1954 and registered with Clans of Ireland

Anniversaries: 70th & Donegal Castle & Abbey: 550th

The Constitution of The O'Donnell Clan Association

(as ratified at its General Assembly/EGM on 9 June 2024)

Bunreacht

Cumann Chlann Dálaigh/Uí Dhomhnaill

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Article 1 – Title and Character of the Association

- 1.1 Title: The Association shall be called “*The O’Donnell Clan Association*”. The title in Irish shall be: “*Cumann Chlann Dálaigh/Ui Dhomhnaill*”.
- 1.2 Character: The Association shall be a non-governmental cultural and historical society operating on a non-political, non-sectarian, and non-profit basis.
- 1.3 The Association is a constituent body within Clans of Ireland which is an Irish registered charity (Charity Reg. No. 20032111), a company limited by guarantee (Company Reg. No. 159373) and a civil society non-governmental organisation accredited by the United Nations.

Article 2 – Governing Instrument and Mission Statement

- 2.1 This Constitution is the Governing Instrument of the Association as laid down by the Charities Regulatory Authority of Ireland.
- 2.2 Mission Statement: The purpose of the Association is *to protect, promote, and advance the common historical and cultural interests of Irish and Irish-descendant families of O’Donnell heritage, and to provide an Irish-based global platform for the renewal of the O’Donnell Clan community.*

Article 3 – Objectives:

These Objectives constitute the goals of the Association, to be published on the Register of Charities by the Charities Regulatory Authority of Ireland:

- 3.1 To sustain the global community of Irish and diaspora kinship around the heritage of the O’Donnells of Tyrconnell, building on its previous iterations in 1954, 1989 and 1997, and to provide a platform for guidance on matters of relevance for Clan community renewal and promotion, including establishment of chapters in Ireland and in the diaspora;
- 3.2 To promote, sponsor, and publicise relevant O’Donnell historical and genealogical research, and engage in advocacy and activity for the preservation of clan tangible and intangible cultural heritage;
- 3.3 To support the authenticity, integrity, preservation and endowment of its historic artifacts, customs, practices, and records; and in this regard to foster diaspora interest and participation;
- 3.4 To foster the collection, preservation and research-accessibility of records (family papers, documents; military, civil and academic service, and other archives), and to support the research and publication of lineage/genealogy histories and comparative studies, and to this end to sponsor scholarships, and promote related academic courses;

- 3.5 To foster an *inclusive culture and common celebration* of Irish and other European heritage and traditions in Ireland, and in this regard, to develop cooperation with sister clan associations and relevant other Irish, and other family heritage and related historical, and cultural institutions, especially those with whom the O'Donnell diaspora has held a significant relationship;
- 3.6 To promote and organize clan gatherings, excursions, commemorations, lectures, discussions, annual dinners and other social events; and to expand outreach to members and the wider public through periodical newsletters, bulletins, a journal and a clan website;

Article 4 - Membership

4.1 Ordinary members:

a) While distinct septs of the name O'Donnell have historically arisen in different parts of Ireland, the primary focus of this O'Donnell Clan Association is the history, heritage and genealogy of the O'Donnells of Tyrconnell /Tir Chonaill and their branches, diaspora, and descendants.

b) Hence, subject to acceptance, membership shall be open to all persons who bear the surname or maiden name *Ó Dómhnaill, Ó Dónaill, O'Donnell, O'Donnel, O'Donell, O'Donel, O'Daniel* (or any of its historical variants or offshoots) and their relatives and descendants wishing to enjoy the heritage and promote the objectives of the Association.

c) Other O'Donnells whose families have inherited or adopted the name and historically affiliated with the main clan, participated in this heritage, and shared in its appreciation and preservation, are considered also eligible for membership, regardless of their genealogical/genetic origins.

d) The Clan Association also welcomes applications from members of those families of other names that have had a historic association with the O'Donnells of Tyrconnell as members of the *Lucht Tighe* in the Court of Tyrconnell, or by dynastic marriage or historical alliance.

4.2 Associate members:

A special category of membership is reserved for students and researchers and others without any O'Donnell heritage but who express a sincere interest in the subject and activities of the Clan Association.

4.3 Admission

4.3.1 Candidates for membership shall submit an application and require the approval of Council.

4.3.3 The Council may elect to honorary membership any person whom it deems worthy.

- 4.3.4 A complete list of willing members may be published annually in the Journal of the Association, subject to data privacy regulations and consent under the EU General Data Protection Regulation 2016/679 (GDPR).

4.4 Annual subscription fee

- 4.4.1 All members shall pay an annual membership subscription fee. A discounted rate will apply to associate members;
- 4.4.2 The annual fee should be paid by 31 January each year;
- 4.4.3 Only those paid-up full ordinary members will be eligible to vote at any Annual General Meeting. Associate members and corporate sponsors may participate as observers without voting rights.
- 4.4.4 Members who fail to pay their current subscriptions, in full, by 31st March shall not receive further copies of the Association's Journal until settlement is made;
- 4.4.5 The Council shall set the annual membership fees for full and associate members, which shall be reviewed and confirmed at the triennial Association General Assembly;
- 4.4.6 The fees shall be set so that income and expenditure are in balance;
- 4.4.7 Receipts shall not be issued for subscriptions paid by cheque, bank credit transfer, credit card or other electronic means, unless requested;

4.5 Rescission of membership

- 4.5.1 The Council shall have the power to terminate the membership of any member whose full current yearly subscription is unpaid on 31st December of the year concerned;
- 4.5.2 The Council may suspend or expel any member whose conduct, either inside or outside the Association, is or has been, in its opinion, injurious to the character or interests of the Association. Before such suspension or expulsion, the member concerned will be informed of the nature of the complaint and allowed a response before a final decision is taken.
- 4.5.3 A suspended or former member shall not be eligible to enjoy the privileges of membership in the Association.
- 4.5.4 A member shall have his/her current year's subscription refunded upon expulsion and shall forfeit, *ipso facto*, all right to or claim upon the Society or its property.

Article 5 – Governance

5.1 **Composition:** the Association will consist of the following organs:

The Honorary Patron/s (to be decided later)
The Council
The General Assembly, Chapters & Delegations
The Membership-at-large

5.2 **The Council:**

- 5.2.1 The affairs of the Association shall be governed by the Council, which shall consist a maximum of twelve members, being the following elected officers together with not less than five nor more than ten ordinary members of the Association, all serving on an honorary basis.
- 5.2.2 The following shall be elected on an honorary/pro bono basis: the President who will act as chairperson of the Council, and the Vice-President, and executive officers whom the Council will determine to assign the posts of: Secretary/Registrar and Treasurer. The Council may allocate portfolios for, or co-opt, an Archivist, Heraldic Advisor, Genealogist, Public Relations Officer, Editor, Webmaster, and Health and Safety Officer, or others when required. The Council may decide to combine some of these roles in the same person.
- 5.2.3 The President and Vice-President shall be elected by simple majority by the ordinary members at the General Assembly/Extraordinary or Annual General Meeting, for a periods respectively of two years initially for the President, and three years for the Vice-President, so that tenure is staggered ensuring overlap.
- 5.2.4 The President and Vice-President shall not be eligible for re-election for more than a cumulative total of six years each but can be re-elected after a hiatus period of two consecutive years out-of-office.
- 5.2.5 The elected officers shall retire at the end of their term but shall be eligible for re-election by simple majority by the ordinary members up to a maximum period of three consecutive years for the same position, or five for any two positions held consecutively, whereupon a minimum hiatus of one year must precede any further tenure.
- 5.2.6 Ordinary members of the Council shall be elected by simple majority by the ordinary general members and shall be eligible for re-election.
- 5.2.7 The Council shall have power to co-opt additional persons to its body for the period to the next annual general meeting only.
- 5.2.8 The names of the Council members shall appear in each issue of the Journal.
- 5.2.9 Until the holding of the Extraordinary General Meeting convened for ratification and election purposes, the founding signatories of this Constitution

will consist of Interim Council members, who may co-opt by consensus such additional members as are invited by common consent and who prove willing to subscribe thereto in writing.

5.3 Business and Procedures of the Council

- 5.3.1 The quorum for a Council meeting shall be five and shall include at least two elected officers.
- 5.3.2 The presiding officers shall have an ordinary and, in addition, a casting vote.
- 5.3.3 The Council may arrange such functions, historical conferences, lectures or tours, gala balls or dinners, or commemorative events as it deems appropriate.
- 5.3.4 The Council may enter into association or correspondence with anybody or person for the purpose of furthering the objects of the Association.
- 5.3.5 The Council may, at any time, appoint from among the members of the Association such other committees as it deems necessary or expedient, and may refer to them such matters for report or recommendation as the Council, at its discretion, shall determine.
- 5.3.6 Such committees shall conduct their business in accordance with the directions of the Council and periodically report their proceedings to that body.

5.4. Honorary Patron/s

- 5.4.1 The Council may designate one or more Honorary Patrons.

5.5 Triennial General Assembly

- 5.5.1 A General Assembly will be held at least every three years.
- 5.5.2 The programme for the General Assembly will ordinarily include an Annual General Meeting, an Exhibition (historical displays, genealogical materials, heraldry, books, memorabilia, ornaments, decorative items, insignia, clothing, and other items of relevance); a heritage visit and tour (e.g. to a castle and/or other sites); a historical lecture, a genealogy workshop and/or thematic conference; and a social entertainment programme (music, dance, drama, etc).

5.6 Annual General Meeting

- 5.6.1 The Association shall hold an Annual General Meeting (AGM), normally in the period June-August, the northern hemisphere summer vacation period most probable to gain maximum attendance;
- 5.6.2 Whenever an Association event is convened during an AGM period, the AGM will be held in tandem with the event programme;

- 5.6.3 The Council shall give notice of the AGM to members not later than ten weeks before the date of the meeting;
- 5.6.4 An ordinary member desirous of moving a resolution at the AGM shall give notice thereof in writing to the Secretary so that it is received not later than six weeks before the date of the event;
- 5.6.5 The Council shall, not later than three weeks before the date of the AGM, give notice to members of the Agenda of the meeting;
- 5.6.6 Such notice shall include a copy of all draft resolutions on the Agenda along with the names of the proposer and the seconder of each resolution.
- 5.6.7 A resolution means any motion, proposal or nomination upon which members at the meeting are required to vote (this applies to full members, not associate members);
- 5.6.8 Resolutions can be adopted by a simple majority vote of the full members present;
- 5.6.9 The presiding officer shall have an ordinary and, in addition, a casting vote.
- 5.6.10 The proceedings at an Annual General Meeting shall include:

- (1) The presentation by the Treasurer of a report and accounts for the preceding year, such accounts to bear the certificate and observations (if any) of the auditor or auditors.

- (2) Such other reports as Council deems appropriate.

- (3) The election of members to fill vacancies on the Council.

- (4) The appointment of an auditor or auditors for the forthcoming year.

- (5) Such other matters as are on the agenda for the meeting.

5.7 Extraordinary General Meeting

- 5.7.1 The Council may, at any time, call an Extraordinary General Meeting of the Association upon giving fourteen days notice and specifying in the form of a resolution or resolutions the subject for discussion and these shall constitute the sole business of the meeting.
- 5.7.2 An Extraordinary General Meeting shall also be called by the Council, with all convenient speed, upon receipt of a written requisition signed by ten ordinary members of the Association, setting out the matters for discussion and the agenda shall be limited to them.

5.8 Association Chapters

- 5.8.1 Upon a request of a minimum of 6 members resident in a given location in Ireland outside Donegal and Dublin, the Association may establish a Chapter from that location, as long as no more than two of the six members are relatives of the same family;
- 5.8.2 Upon a request of a minimum of 6 members resident in a given country abroad, the Association may establish a Chapter in that location, as long as no more than two of the six members are relatives of the same family;
- 5.8.3 Chapters can have a dedicated section in the Association Website, Newsletter and annual Journal;

5.9 Special Measures:

- 5.9.1 In the event of a public health emergency or other circumstances preventing effective physical convening, reliable electronic means of communication and virtual convening through an online platform may be used, at the discretion of the Council, including for the purposes of Annual or Extraordinary General Meetings, nominations, elections of officers, and voting, and resolutions or other decisions of the Council or other organs of the Association.

Article 6 – Sponsorship

- 6.1 Corporate sponsors, being those institutions, associations or other corporate bodies who wish to support the activities of the Association for the preservation of its heritage in the wider cultural sense, will be welcomed in due course under a sponsorship and warranty programme adopted by the Council.
- 6.2 The Council will use such a sponsorship and warranty programme as part of an outreach strategy and to generate partnerships and resources to help defray the costs of organizing events of public interest, and to support the funding of the Association's publications.

Article 7 – Publications

- 7.1 The Association shall publish a regular electronic newsletter which will be posted on the Association website; its periodicity will be determined by the Council;
- 7.2 The Association will also publish a journal, to be called "*The ____ (tbd) ____*", on an annual basis. The journal shall be issued free to all members.
- 7.3 Should sufficient material become available and resources permit, the Council may decide for the Association to publish a special volume devoted to a single topic.

- 7.4 The Council shall have power to authorise the issuance of other publications by the Association;
- 7.5 All publications will be in the name of **The O'Donnell Clan Association**;
- 7.6 Copyright for all publications of the Association shall vest in the Association, except where specific content within its publications is authored by and/or attributed elsewhere, with due regard to the moral rights of authors.

Article 8 - Funding, Income and Property

- 8.1 Membership subscriptions and any other income received shall be lodged to a bank account in the name of the Association.
- 8.2 Withdrawals from the account shall be made solely on joint signature of any two of the President, Secretary, Registrar or Treasurer, at least two of whom shall be based in Ireland.
- 8.3 All property, purchased, produced, or gifted to the Society shall be held in Trust by the officers of the Society for furtherance of the objectives of the Association.
- 8.4 In the event the Association ceases to exist, all funds, property, and assets will be assigned, at the discretion of the outgoing Council of the Association for the promotion and advancement of objectives of the Association.
- 8.5 Upon the winding up of the Association, the outgoing Council shall ensure that the historical records, publications, and accounts of the Association shall be lodged with the National Archives of Ireland.
- 8.6 The income and property of the Association shall be applied solely towards the promotion of its main objects as set forth in this Constitution.
- 8.7 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.
- 8.8 No Officer 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 Society.
- 8.9 However, nothing shall prevent any payment in good faith by the Association of:
 - i reasonable and proper remuneration to any agent of the Association (not being an Officer) for any services contracted in advance upon specific prior and written authorization of the Council, and rendered to the Association;

- ii reasonable and proper rent for premises demised to and rented by the Association (such as for the holding of events, meetings, conferences, etc.), upon prior explicit written authorization by the Council;
 - iii reasonable and proper out-of-pocket expenses incurred by any Officer in connection with their attendance to any matter affecting the Association, upon prior explicit written authorization by the Council;
 - iv fees, remuneration or other benefit in money or money's worth to any Company of which an Officer may be a member holding not more than one hundredth part of the issued capital of such Company; and only upon prior explicit written authorization by the Council;
- 8.10 Borrowing and Refunding Money: The Association shall be empowered to borrow or refund money in order to further its main objects, but only upon prior explicit written authorization by the Council;
- 8.11 If upon the winding-up or dissolution of the Association there remains, after satisfaction of all its debts and liabilities, any property whatsoever; it shall not be paid to or distributed among the members of the Association.
- 8.12 Instead, such residual property shall be given or transferred to some other charitable institution or institutions having main objects similar to the main objects of the Association, in accordance with clause 8.4 above.
- 8.13 The institution or institutions to which the property is to be given or transferred shall prohibit the distribution of its or their income and property among its or their members to an extent as least as great as is imposed on the Association under or by virtue of clause 8.11 hereof.
- 8.12 Annual accounts shall be kept and made available to the Charities Regulator and/or the Revenue Commissioners upon request.

Article 9 - Audit

- 9.1 The financial affairs of the Association, beyond a statutory minimum threshold, shall be subject to external audit;
- 9.2 A registered auditor or auditors shall be appointed at the Annual General Meeting to be the auditor of the Association, save that, in the case of a vacancy or other urgent necessity, the appointment may be made by the Council;
- 7.3.1 It shall be the duty of such auditor or auditors to inspect the books and other records of the Association and to certify, with such observations as may be required, the accounts proposed to be tendered by the Treasurer to the Annual General Meeting.

Article 10 - Duty of Care

- 10.1 The Association is committed to the safety and welfare of its members and considers it good practice to operate in accordance with the following guidelines. It is expected that all events and outings/field trips are undertaken within these guidelines in order to ensure the safety of participating members and any invited guests:
- i Each attendee must sign in with the designated Health and Safety Officer (HSO) at the start of all events.
 - ii The designated officer must be advised if any attendee intends to leave the event early.
 - iii All participants have a duty of care for their own safety and fitness for the conditions.
 - iv Anyone whose behaviour endangers others or interferes with the presentation may be asked to leave.
 - v Minors must be accompanied by a parent or legal guardian who will be held responsible for the care and behaviour of the minor.
 - vi Members and guests must abide by any special measures prescribed for public health purposes, including, when necessary, any social-distancing or personal protection measures.
- 10.2 The Council will elaborate a Code of Ethics and Conduct, which will take into account national standards and best practice for the protection of children and other vulnerable persons.
- 10.3 The Council will ensure to meet as far as is reasonably possible, the needs of any member or guest who has a disability or special needs taking into account current guidance and legislation.
- 10.4 The Council asserts that no liability can attach to the Association and/or its members for the welfare of any individuals who disregard appropriate guidelines.
- 10.5 In the course of operational activities, events, or outings, the designated Health and Safety Officer shall have the final say regarding adherence to these guidelines.

Article 11 - Liability

- 11.1 To the extent of any statutory requirement, the Council shall ensure that the Association and its members are covered by an appropriate and sufficient insurance policy.
- 11.2 It is a specific condition of membership that no member at any time, or for any reason whatsoever, shall hold any appointed or elected officer of the Association, member of any committee, or volunteer assisting the Association, liable for any good faith action taken, except where:

- i. Such action involved the commission of a crime;
- ii. Such action involves the deliberate perpetration of a heraldic or genealogical fraud;
- iii. Where such action was taken to intentionally cause damage to the reputation or property of the Association or its members.
- iv. Where an individual having custody of property of the Association fails to deliver it when so directed by a member of the Council.

Article 12 - Dispute Resolution

- 12.1 Pursuant to the Association commitment to good governance and best practice in the early resolution of disputes, all Council, Chapter/Delegation, and other Association members agree to adopt what is termed the Association Dispute Resolution Protocol ("the Protocol"; to be developed in due course) in the unlikely event that a dispute cannot be resolved internally.
- 12.2 If, deemed necessary, the President of the Council will assist in the appointment of a Mediator or, alternatively, Mediation Forum Ireland, a prescribed body under Section 15 of the Civil Liability and Courts Act 2004, provides a referral service to access qualified mediators.
- 12.3 This is an important voluntary process that does not remove any right to seek legal advice or redress but offers a private and confidential prospect of an amicable and expeditious outcome with benefit to the Association and those associated.
- 12.4 Should either party intend to commence legal/court proceedings, it shall serve written notice on the other party of its intentions and the other party shall have twenty one days following receipt of such notice to serve a reply; requiring the dispute to be referred to and resolved by arbitration.
- 12.4 The costs of undertaking such further steps, including arbitration or litigation will be borne by the parties incurring such expenses or as ruled on by a court or arbitrator.
- 12.5 Such arbitration shall be conducted in Ireland and be governed by, and interpreted in accordance with Irish law and the procedural rules of arbitration under the provisions of the Arbitration Act 2010, as amended and in force at the date that the dispute was referred to arbitration.

Article 13 - Adoption or Alteration of the Constitution

- 13.1 Proposed amendments to this Constitution should be submitted in the form of a resolution in accordance with Articles above;
- 13.2 No alteration, addition or amendment may be made to this Constitution except and with the approval of two-thirds of the members present and voting at a General Assembly or an Annual General Meeting;

- 13.3 A copy of this Constitution shall be furnished to all members and shall be available on the Association's website.
- 13.4 This Constitution was adopted at the General Assembly/Extraordinary General Meeting of the Association in Lough Eske Castle, Donegal on 9 June 2024.
- 13.5 To the extent legally necessary, any intended alteration of this Constitution will be consulted in advance where appropriate with the Charities Regulator and/or the Revenue Commissioners, and any other appropriate statutory authorities.

Article 14 – Registration of the Association

- 14.1 Whilst initially covered by the Clans of Ireland, as per article 1.3, the Council may decide in due course whether the Association should be separately registered as a CLG company, and/or with the Charities Regulatory Authority of Ireland established in October 2014 under the Charities Act 2009. Under Part IV of the Charities Act 2009 the Regulator has the power to conduct statutory investigations into any organisation believed to be non-compliant with the Charities Acts.

Adopted on 5 April 2024 by the following participating members of the then-Interim Council:

Maria Angeles O'Donnell-Olson
J. Hugh O'Donnell
John McCaffery
Mary Louise O'Donnell
Seán O'Donnell
Francis M. O'Donnell

***Place: (online)
Date: 5 April 2024***

Ratified with amendments 1.3, 13.4, and 14.1 by the General Assembly/Extraordinary General Meeting.

***Place: Lough Eske Castle
Date: 9 June 2024***