

Constitution for IFSO (Irish Free Software Organisation)

11 December 2003

Preamble

Free software is software which preserves the freedom of users to modify and share software. We recognise the these four rights that you, as a user of the software, must have:

- The freedom to run the program, for any purpose.
- The freedom to study how the program works, and adapt it to your needs.
- The freedom to redistribute copies so you can help your neighbor.
- The freedom to improve the program, and release your improvements to the public, so that the whole community benefits.

Objects

1. The name of the Club shall be Irish Free Software Organisation ('IFSO')
2. The club shall promote and defend Free Software.
3. Priority will be given to items particularly relating to Ireland.

Constitution

1 Membership

- 1.1 IFSO will grant membership to anyone who wishes to promote the objectives of the organisation.

- 1.2 Membership of IFSO shall comprise Ordinary, Reduced-rate, and Honorary members. The Membership of Honorary Members may be limited in time.
- 1.3 All new members shall complete an application form for membership that will be returned to the committee.
- 1.4 Membership shall terminate on withdrawal in writing, expulsion by the committee for non-payment of dues or for other good and sufficient, reasons with a right of the member in the latter case to be heard by the Committee before a final decision is made.

2 ANNUAL GENERAL MEETING

- 2.1 At the start of each year the Chairman shall convene an Annual General Meeting.
- 2.2 At least four weeks notice of the Annual General Meeting shall be given to each member of IFSO by such means as the Secretary shall deem appropriate. The notice shall specify the time and place of the Meeting and be accompanied by an agenda of the business to be transacted at it.
- 2.3 The agenda shall include, inter alia,
 - 2.3.1 Nominations for the offices to be filled for the ensuing year and shall include the following: The Chairman, the Secretary and the Treasurer. Committee members shall hold office for one year but shall be eligible for re-election.
 - 2.3.2 Nominations for these offices and any other offices shall be made to the Secretary in writing not later than two weeks before the Annual General Meeting.
 - 2.3.3 The appointment of a General Committee which shall consist of the Officers under 2.3.1 above and at least one other member whom the Annual General Meeting elect.
 - 2.3.4 A proposal to receive and approve the Annual Accounts copies of which shall be made available to the General Meeting which may be adjourned to receive and approve the audited accounts.
- 2.4 The amounts of the annual subscriptions and the dates upon which they become due shall be decided at the Annual General Meeting.

- 2.5 All paid up members of IFSO shall be entitled to attend the Annual General Meeting. Members of at least four months standing will be eligible to vote.
- 2.6 Eligible nominees for Committee positions will comprise all paid-up IFSO members of at least eight months standing. Nominees shall in addition display evidence of contributions to Free Software or IFSO projects and will be willing to uphold the objectives of IFSO.
- 2.7 In the event of any dispute over the election of officers the Chairman may adjourn the meeting for that issue to be determined separately.
 - 2.7.1 Election of officers by those present at the AGM shall be by paper ballot, to be counted by the secretary.
 - 2.7.2 Notification of impending decisions for which postal ballots apply will be posted to the IFSO mailing list 2 weeks prior to ballot day. A voting form will be made available for download and the address stated on the mailing list. A period of five working days will be considered ample time for postal delivery between any two places within the country.
 - 2.7.3 The time period for which receipt of postal votes will be stated on the ballot paper.
 - 2.7.4 It is the member's responsibility to ensure that their postal ballots arrive on time.
 - 2.7.5 Ballots arriving late, or which fail to meet the following criteria will be returned, unopened to the member.
 - 2.7.6 Envelopes must have a return address provided, and be marked 'postal ballot' on the front of the envelope. The ballot paper must include the voters membership number.
 - 2.7.7 Postal voting will not apply to A.O.B. (Any other business) items which arise at meetings AGM/EGM.
 - 2.7.8 All ballots considered in the election will be stored by the Secretary for at least six months and produced in the event of a dispute regarding the election.
- 2.8 A quorum for a General Meeting held under these Rules shall be ten paid up members of IFSO. At the first A.G.M. the General Committee shall ensure that this figure is reconsidered.

3 EXTRAORDINARY GENERAL MEETING

- 3.1 An Extraordinary General Meeting shall be convened by The Chairman upon receipt by him of a written request so to do signed by not less than six paid up members of IFSO, such written request to particularise the purpose of the request and any resolutions proposed. At the first A.G.M. the General Committee shall ensure that this figure is reconsidered.
- 3.2 The Chairman of IFSO shall within a reasonable period of time following receipt of such request convene an Extraordinary General Meeting by giving a notice to all paid up members as prescribed in clause 2.2. above.

4 COMMITTEES

4.1 General Committee

- 4.1.1 The General Committee shall have power to appoint a member to fill any office falling vacant after the Annual General Meeting.
- 4.1.2 A Meeting of the General Committee may be convened upon not less than one week's notice being given to each member thereof.
- 4.1.3 The General Committee may co-opt additional members to any Committee or sub-Committee and may appoint one or more sub-Committees for such purposes as it may deem appropriate.
- 4.1.4 A quorum for a General Committee Meeting held under these Rules shall be one half of the committee.
- 4.1.5 Any committee officers may be removed by a two-thirds majority vote of the committee should they be deemed to have acted against the objectives of IFSO. Members shall have a right to be heard by the committee before a final decision is taken.

4.2 Executive Committee

- 4.2.1 The Executive Committee shall consist of The Chairman, the Secretary, the Treasurer and any additional members appointed from IFSO Membership by the General Committee. A quorum for an Executive Committee Meeting shall be one half of the committee.

- 4.2.2 The Executive Committee shall have the conduct of the ordinary management of IFSO and shall meet as often as it may decide but not less than every eight weeks. The ordinary management of IFSO shall include the suspension of any Member of IFSO who has not paid his subscription.
- 4.2.3 The Executive Committee may refer any matter and shall refer any extraordinary or contentious matter to the General Committee.
- 4.2.4 The duties of the committee members shall be as follows
 - 4.2.4.1 The Chairman shall have general supervision, direction, and control of the meetings and affairs of IFSO, subject to the approval of the Committee. The Chairman shall preside over all meetings of the Committee and shall in addition to their own shall have a second, or casting vote, to be used to resolve tied decisions.
 - 4.2.4.2 The Secretary shall attend all meetings of the members and record the minutes of all meetings, keep or cause to be kept, a current register of members, and give notice of all meetings of members. The Secretary shall have control of valuable papers and books of the club. The Secretary will certify and file amendments and revisions of the Bylaws. In the absence of the Secretary from any meeting of the members, the presiding officer shall appoint a Secretary pro-tempore.
The Secretary shall compile copies of the minutes of all previous meetings filed in such a way as to be available for reference during meetings and at other times.
 - 4.2.4.3 The Treasurer shall keep a correct accounting of the business transactions of IFSO. The Treasurer or designee shall deposit all monies and other assets in a bank account opened in the name of IFSO; disburse funds; and shall render to the Committee an accounting of the club's assets and liabilities when requested. The Treasurer without specific approval shall incur no obligation, debt, or other liabilities.

5 ALTERATIONS

- 5.1 None of these rules shall be altered or rescinded unless the proposed alteration or rescission shall first have been submitted to the General Committee and subsequently shall be approved by not less than two thirds of those present at the Annual General Meeting or at an Extraordinary General Meeting.
- 5.2 Any dispute concerning the construction or interpretation of these Rules shall be decided by the General Committee whose decision shall be final.