



CONSTITUTION

THE IRISH PILGRIMAGE TRUST



SEPTEMBER 16, 2022

THE IRISH PILGRIMAGE TRUST
Kilcuan, Clarinbridge, Galway, H91 W596





The Irish Pilgrimage Trust

Preamble

The Irish Pilgrimage Trust was established in 1971, became incorporated under the Charities Act 1973 and is now governed by the Charities Act 2009 and under the oversight of the Charities Regulator.

The RCN is 20009953 and Revenue Commissioners Number CHY5992.

CONSTITUTION

Interpretation

- 1.1 Unless the context otherwise requires the following terms shall be interpreted as follows: -
- “The Act of 2009” shall mean the Charities Act 2009.
 - “The Board of Trustees and “Board” shall mean the Board of Management of the Trust
 - “Trust” shall mean The Irish Pilgrimage Trust formerly known as “The Irish Handicapped Children’s Pilgrimage Trust”.
 - “The Corporation” shall mean the body corporate formerly established under the Charities Act 1973, by the Commissioners of Charitable Donations and Bequests for Ireland under the powers invested in said Commissioners by virtue of the Charities Act 1973 and which Corporation is now The Irish Pilgrimage Trust.



- 1.2 References to the masculine gender shall include any gender and the Interpretation Act 1937 shall apply to this Constitution and any reference to a Statute (whether specifically named or not) or to any sections or sub-sections therein includes any amendments or re-enactments thereof for the time being in force.

Objects, Powers and Management

2. The Objects of the Trust are to bring people with additional needs on pilgrimage holidays to Lourdes and on holiday in Ireland and to fundraise to cover the costs.
3. The Trust is a voluntary Christian and charitable organisation that provides the opportunity for people with additional needs to go on volunteer supported pilgrimages and holidays to Lourdes and in Ireland. The aim is to cherish the uniqueness of each person through sharing the gift of God's love with joy and with a vision of enriching the lives of our Trust family.
4. The property of the Trust shall mean and include all the lands, buildings, tenements, hereditaments, rent, charges, monies, funds, securities, chattels and effects and all the rents, interest, dividends and income thereof due and accruing and all other property real and personal held or possessed by the Trust or Trustees for or applicable to all or any of the purposes and objects of the Trust and shall also include all or any other property real or personal which shall at any time become or be vested in the Trust for all or any of the purposes and objects of the Trust wheresoever situate.
5. The registered office of the Trust is Kilcuan, Clarinbridge, Galway, H91 W596, or such further or other registered office as determined by the Trustees.



6. There shall be not fewer than seven (7) and not more than fifteen (15) Trustees that constitutes the Board of Trustees with perpetual succession and a common seal of the Trust and with power to acquire and hold property, real and personal, for the purposes of the Trust, and to pledge, mortgage, sell and/or deal with any and all property, both real and personal, of the Trust for the purposes of the Trust as determined by the Trustees as they shall determine to be in the best interests of the Trust and in accordance with Clause 2 hereof.
7. On the date of adoption of this Constitution and thenceforth all the property both real and personal of the Trust together with all rights and liabilities enjoyed or incurred in connection therewith by all or any of the persons as Trustees who immediately before the adoption of this Constitution held any of the property for the purposes of the Trust shall by virtue of this Constitution and without further assurance vest same in the Trust.
8. The Board of Trustees shall meet at least 3 times each calendar year. Minutes shall be kept in a proper manner of all business transacted at each meeting. Fifty percent of current Trustees plus one, to be at least 8 members, shall form a quorum and all matters and questions shall be determined by a majority of the members present. In the event of equality of voting the Chairperson of the Meeting shall have a second or casting vote. No meeting of the Board shall be valid unless and until a quorum of at least 8 Trustees is present.
9. The Board shall appoint from amongst themselves a Chairperson, and a Secretary. Such other Honorary Officers as the Trustees shall think fit may also be appointed. The period of office of the Secretary and or the Honorary Officers shall be at the pleasure of the Board and may be removed by a simple majority vote of those Trustees attending a meeting. The Chairperson of the Board, if present, may preside at all meetings of the Board and in the event of his absence the members present shall elect one of their number to preside for the occasion.



10. The Chairperson of the Trustees, being the Chairperson of the Board, shall be elected annually at an Annual General Meeting of the Trustees and serve for a period not exceeding three years from the date of appointment and shall not be eligible for re-election as such Chairperson.
11. A Trustee may be appointed by the Board at a meeting and shall hold office for a period of five years from the date of appointment and at the expiration of the said five year period shall be eligible for reappointment for a further five years but no Trustee shall hold office for any period, either consecutively, or in the aggregate, that exceeds ten years from the initial date of appointment.
- 12.1 All property acquired by the Trust shall be employed for the purpose set out in this Constitution and in all respects shall be managed, used and disposed of as the Board determine, and the Board shall decide in their absolute discretion the persons from among those deemed eligible or suitable to avail of the facilities and services provided by the Trust.
- 12.2 Subject to such legal requirements as are necessary and further subject to such consent as may be required from time to time by the Revenue Commissioners and/or the Charities Regulator and/or such other designated regulatory entity, the Trust shall have the power to accept donations of land and property and to expend from time to time monies of the Trust thereon in building or developing and maintaining buildings thereon for the purposes of a home or homes for persons which the Trustees shall decide in their absolute discretion are suitable to avail of the facilities provided by the Trust and in defraying the running costs of such premises and further the Trust shall have the power to expend from time to time monies of the Trust on acquiring other property and/or to include buildings, and building, altering, developing and maintaining buildings thereon, wheresoever, for the purposes of premises for persons which the members shall decide in their absolute discretion are suitable to avail of such facilities provided by the Trust and in defraying the running costs of such premises and shall be and is, through its



Board, empowered to borrow, pledge, mortgage, place a lien on, of and against the assets of the Trust

- 12.3** If upon the winding up or dissolution of the Trust 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 Trust. Instead, such property shall be given or transferred to some other charitable institution or institutions having main objects similar to the main objects of the Trust. 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 the Trust under this Constitution. The Trustees shall select the relevant institution or institutions at or before the time of dissolution, and insofar as effect can not 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. For the avoidance of doubt the term “institution or institutions” as applicable in the context of this Trust shall mean a body or trust which is regarded as a Charity within the law from time to time applicable in Ireland and within the definition of a Charity for UK tax purposes and Schedule 6, Part 1, paragraph 1.1 of the UK Finance Act 2010, as amended, extended or replaced.
- 12.4** No addition, alteration or amendments shall be made to or in the provisions of this Constitution unless the same shall have been previously approved in writing by the Revenue Commissioners.
- 12.5** Proper books of accounts shall be kept and an income and expenditure account and a balance sheet shall be prepared on all and each years and presented to the Trustees for adopting at the Annual General Meeting of the Trustees immediately occurring after the completion of the audit. Within one month after the end of each accounting period the Trustees shall send



a copy of such Accounts certified by the Auditor to the Charities Regulator and to any such body or entity required by statute. The Trust shall at all times allow any person nominated by the Charities Regulator to inspect and to take copies of any or all of their books of accounts and other records. Annual audited accounts shall be made available to the Revenue Commissioners.

- 12.6** The Trust and Trustees shall invest any monies of the Trust not immediately required for the use in connection with its Objects and to place any such monies on deposit and prior permission shall be obtained from the Revenue Commissioners where the Trust intends to accumulate funds over a period in excess of two (2) years.
- 12.7** The Trustees shall from time to time make such arrangements as they may deem expedient for the custody of their common seal and of all deeds, securities and documents belonging to the Trust.
- 12.8** The persons who were the Trustees of the Trust immediately prior to the date of the adoption of this Constitution shall be and remain as Trustees of the Trust until such time as their trusteeship period shall expire and in accordance with Clause 10 hereof.
- 12.9** The Trust is empowered to and may grant pensions, gratuities, allowances, or charitable aid to any person who may have served the Trust as an Employee, or to the wives, husbands, children or other dependants of such person provided that such pensions, gratuities, allowances or charitable aid shall be no more than that provided by a pension scheme covered by Part 30 of the Taxes Consolidation Act 1997 and provided that such pension scheme has been operated by the Trust and the beneficiary of the pensions, gratuities, allowances or charitable aid or their spouse or parent has been a member of the pension scheme while employed by the Trust and further empowered to and may make payments towards insurance and to form and contribute to provident and benefit funds for the benefit of any persons



employed by the Trust and to subscribe or guarantee money for charitable objects.

- 12.10** The Trust is empowered to and may insure any or all of the Trustees 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 Charity Trustee (as defined in the Charities Act 2009).
- 12.11** The Trust may on a vote of 80% (to be rounded up) of its appointed Trustees apply to the Charities Regulator to effect such amendments in this Constitution as are considered expedient and for the benefit of the Trust.
- 12.12** Any and all reasonable expenses incurred in the preparation and perfecting of this Constitution shall be met out of the assets of the Trust.
- 13.** All Trustees shall be responsible for the management and control of the Trust and its property but subject thereto any particular function of the Trust may be delegated to any one or more of the Trustees or such other person or persons, either solely or collectively as the Trustees shall determine.
- 14.** The income and property of the Trust shall be applied solely towards the purposes of the Trust as set out in this Constitution. No portion of the Trust'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 Trustees. No Trustee shall be appointed to any office of the Trust paid by salary or fees, or receive any remuneration or other benefit in money or monies worth from the Trust.
- 15.** Nothing shall prevent any payment in good faith by the Trust of; a reasonable and proper remuneration to any member or servant of the Trust (not being a Trustee) for any services rendered to the Trust ; interest at a rate not exceeding 1% above the Euro Interbank Offered Rate (Euribor) per annum on



money lent by Trustees; reasonable and proper rent for premises demised and let by any Trustee to the Trust; reasonable and proper out-of-pocket expenses incurred by any Trustee in connection with their attendance to any matter affecting the Trust; fees, remuneration or other benefit in money or monies worth to any company to which a Trustee may be a member holding not more than a one hundredth part of the issued capital of such company; any payment by the Trust 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).

16. The Trust shall be and is bound to obtain prior approval of the Charities Regulator and advance notice in writing of any proposed change or changes shall be given to the Charities Regulator for approval of this Constitution, and any such proposed amendments shall not take effect until such approval is received.
17. The Common Seal of the Trust shall only be used by the authority of a resolution of the Trustees and every instrument or the documents to which the seal is affixed shall be signed by the Chairperson of the meeting at which such resolution is passed and by other Trustees then present.
18. In the event of a Trustee desiring to retire from his trusteeship he shall notify his intentions so to do in writing to the Secretary of the Trust and provided at least eight members will and do remain after that retirement, his retirement shall be accepted by the Board to take effect as and from the date he requests or such other date as the Board deems appropriate so as to leave the Trust with no fewer than eight Trustees.
- 19.1 If any Trustee shall die, or retire under the last preceding clause, or become bankrupt or incapable of acting or unfit to act, or remain out of the State for more than twelve months, his trusteeship shall ipso facto cease and the fact of such vacancy and the cause thereof shall be recorded in the minutes of Trustee meetings.



- 19.2 If by reason of any such vacancy the number of Trustees is reduced to fewer than eight, such number of new Trustees shall be appointed as will bring the number of Trustees up to not less than eight (8) and not more than fifteen (15).
- 19.3 Whenever there shall be fewer than fifteen (15) Trustees they may, notwithstanding that no vacancy has arisen since the last appointment, appoint one or more new Trustees to bring their number of members up to any number not exceeding fifteen (15).
- 19.4 Members shall be appointed or removed by simple majority agreement of the existing Trustees, and the new member shall signify his acceptance of the appointment by attending a meeting of the Trustees and signing the minute book and until he has done so shall not be entitled to act as a Trustee.

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Dated this 16th day of September 2022.
Approved by the Charities Regulator the 5th day of September 2022.





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Charity Registration Number: 20009953

Revenue Charity Number CHY5992

