



irh@irh.ie

## The Irish Register of Herbalists Constitution

### Article 1: Name, Structure and Base of Organisation

1. The name of the organisation is "*The Irish Register of Herbalists*", hereafter referred to as the IRH.
2. The head office of the IRH will remain in Dublin.
3. The structure of the IRH in function and practice shall consist of an Executive Committee, officers and sub-committees appointed thereof, and the General Assembly.

The Executive Committee shall consist of officers appointed by valid Members of the General Assembly and shall act as the authority of the IRH and shall exercise its obligations collectively by and on the authority of this constitution.

- (i) The Executive Committee shall be responsible for the manners and means by which the aims of the IRH shall be pursued with the consent of the majority and according to the common good of the Membership.
- (ii) The decisions of the Executive Committee shall be final.
- (iii) The confidentiality of Committee discussions shall be respected in all circumstances save only where law determines that disclosure should be made in respect of a particular matter.
- (iv) The Executive Committee shall be bound by law and by this constitution and an Officer or Representative shall be excluded from meetings if found to be in breach of any of these obligations.
- (v) This constitution makes provision for the convening of special purpose focus groups, panels and subcommittees which shall act at all times by the consent of the Executive Committee and within the provisions of this constitution.

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(vi) The General Assembly shall elect officers at the AGM and there shall be no less than 4 and no more than eight officers. In the event of a tie elections will be decided by secret ballot. In the event of an officer having to stand down a replacement will be appointed by the Executive Committee.

### **Article 2: Aims and Objectives**

1. The role of the IRH is to assist in the promotion and enhancement of the practice, research and development of both scientific and traditional herbal medicine practices throughout Ireland and the world.

2. The role of the IRH is to co-operate with any individual or organisation with similar aims and objectives.

3. In furtherance of the stated aims and objectives the IRH shall undertake to:

(i) Represent the interests of the Membership to Government and other relevant bodies, statutory or otherwise.

(ii) Represent the interests of membership to European Union (EU) agencies and representatives.

(iii) Represent the interests of the Membership to print, radio, television and electronic media.

(iv) Provide a national point of contact for the public, statutory agencies and other interested parties.

(v) Actively encourage the alliance or federation of associations representing the furtherance of the wider Irish Herbal Tradition.

(vi) Support research into the safety, effectiveness and benefits of herbal products.

(vii) Support the activities of Membership in furtherance of these objectives.

(vii) Facilitate communication and the provision of accurate information between the Membership.

(viii) Establish and encourage good working relationships with other organisations which share these or compatible objectives.

(ix) Formulate and distribute relevant information to the membership.

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(x) Provide the general public with comprehensive information on the benefits, safe use and limitations of herbal products.

(xi) Raise and manage funds to administer its activities through membership fees, donations, event participation, and any legal and appropriate means as decided on occasion by the Executive Committee.

(xii) Represent and support the education and training interests of the Membership.

### **Article 3: Membership of the IRH**

1. The minimum age for applicants is over the age of twenty one (21). The acceptance of membership is at the discretion of the Executive Council, and on receipt of full payment of the prescribed fees.

2. The Executive Council has the right to refuse any application.

3. Every member shall adhere to the *Code of Ethics and Professional Conduct* of the IRH.

4. All members must comply with the Continuous Professional Development (CPD) policy.

5. Membership includes both Full Membership and Associate Membership. Full membership is awarded to individuals who are fully qualified, insured and in ongoing practice and who have met the established criteria required. Associate membership is awarded to students and fully qualified individuals who are not currently in practice but who have met the established criteria required.

6. The Executive Council may award Honorary Membership upon any individual who in their view is of great importance to the aims and objectives of the IRH. The Executive Council may also award Fellowships to individuals who have made a considerable contribution to the wider Irish Herbal Tradition. Both honorary and fellowship members have the same rights as full members.

### **Article 4: Rights of Full Membership**

1. Full, or valid, members have the right to attend the Annual General Meeting (AGM). Members may put questions and/or topics for discussion to the Executive Council in writing 21 days before the AGM. Every member has the right, if nominated by vote and in compliance with all membership requirements, to take office on the Executive Council. Associate members are permitted to voice an opinion though they do not have voting rights otherwise.

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2. Full members may use the designator letters MIRH (Member of the Irish Register of Herbalists) on all stationary, electronic media and in correspondence. Fellows may use the designator letters FIRH.

3. If over 30% of the total membership submits in writing to the General Secretary a complaint against any individual member of the Executive Council, the General Secretary has to place the application before the next full meeting of the Executive Council for consideration.

(a) In the event that the Executive Council is unable to resolve the issue the General Secretary has to place the application before the next AGM, where, with the approval of a majority of attendees (General Assembly) a decision shall be arrived at.

(b) If 65% of the attending valid membership passes a vote of no confidence against any member of the Executive Council, the said member shall resign with immediate effect whereupon the General Assembly shall elect a new member to the appropriate position on the Executive Council.

#### **Article 5: Subscriptions**

1. The Executive Council shall fix the Annual Subscription for Membership.

2. All members shall be liable to pay dues for Membership of the IRH and any levy raised by the IRH with the exception of Fellowship and Honorary Members.

3. Member will be liable to pay further levies in order to support statutory self-regulation.

4. Members not paying full renewal fees within 3 months of the date of renewal will lose voting rights from the day of lapsing and will be removed from the Register at the end of the 3 month period of grace, unless there are exceptional circumstances and a separate agreement has been made.

#### **Article 6: Termination of Membership**

1. The Executive Council may terminate the Membership of any Member if it is proved that he/she has acted directly against the interests of the Register.

2. The Executive Council, in the case of an appeal, can terminate the membership of any member who has been judged by the disciplinary Procedure to breach the *Code of Ethics and Professional Conduct* of the IRH.

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3. All new members must attend an AGM within the year that follows their acceptance on the Register, unless there are exceptional circumstances of which they should notify the Executive Committee in advance.
4. The person whose Membership is terminated has no right to claim back membership fees, annual subscriptions, donations or any other facilities upon termination of his or her membership.
5. Any members not attending an AGM within 2 years will have their membership status reviewed.

**Article 6 (i): Disciplinary Procedure**

1. The disciplinary procedure is activated when a complaint is made against a member
2. The initial complaint is made to the General Secretary, who will then contact the complainant to ensure the details of the complaint are clear. The member will be informed of the complaint within 7 working days.
3. Where possible and appropriate any complaint will be resolved at this level by the General Secretary and the Vice President acting as an intermediary between concerned parties.
4. If the complaint is believed to constitute a serious breach of the *Code of Ethics and Conduct*, or the Constitution, the General Secretary and the Vice-Chairperson will consult the Chairperson and other Executive Council Members. If it is decided upon, a full Disciplinary Committee will be established.
5. The Disciplinary Committee shall consist of the Chairperson, The Vice-Chairperson, the General Secretary, one other Council Member, and two non-council members of high standing. Third Parties may only attend as observers, with full prior permission of the Executive Council.
6. The General Secretary and the Vice-Chair will provide guidance and advice for the Member during the Disciplinary Procedure.
7. The Disciplinary Executive Council hearing will be set up within 28 days of the complaint being made in consultation with the Member.
8. The Member shall attend and present their case: in the event of their not being able to attend without good reason a decision will be reached in their absence.

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9. The Disciplinary Committee may, depending on the gravity of the issue, make one of the following recommendations, in order of seriousness:

- (i) Admonishment, further training to be completed within a specified time limit
- (ii) Impose a fine of €250-€1500 to be paid within 28 days. The amount is to be reviewed annually at the AGM to reflect actual costs
- (iii) Suspension of membership may be invoked for a period of between 6 and 24 months.
- (iv) Removal of Membership
- (v) In the event of Removal of Membership:

(a) The General Secretary will keep details of any judgments that do not result in termination of membership for a period of 3 years after which any record kept against the Member will be cleared.

(b) The Member who loses their membership can re-apply for Membership between 1 -3 years later as stipulated by the Executive Council, provided they have served out any legal justice that may have been attached to their case. The Executive Committee reserves the right of refusal of Membership.

(c) Appeals should be made to the Executive Council within 28 days of the judgment. The appeal shall be put before a full Extraordinary General Meeting (EGM) as well as 2 non-members of high professional standing. Third parties may attend as observers only with prior permission. In the event of an appeal all previous judgments will remain in place.

(d) The Executive Council will have the right, by a majority vote, to uphold, overturn, or change the original judgment. If the Member is not successful with their appeal they are liable for all costs incurred which must be paid within a specified period determined by the Executive Committee.

#### **Article 7: General Assembly**

1. The General Assembly at the AGM or EGM shall consist of Members of the Register with valid membership and who shall have the right to vote at such meetings, including fellowship and honorary members. Associate members are permitted to attend but not to vote at such meetings. Membership will be notified at least 28 days in advance.

2. The General Assembly will meet at least once in every 12 month period.

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3. The election of the Executive Council shall take place every 2 years at the AGM. An election commissioner nominated by the Executive Council shall conduct the election. Members who have undergone disciplinary procedures within the previous 3 year period cannot be voted onto the Executive Council.
4. The Treasurer will present the Accounts at the AGM and this will be approved by a majority of the General Assembly.
5. Amendments to either the Constitution or *Code of Ethics and Professional Conduct* recommended by the Executive Council shall be made after approval by a majority vote at the AGM or EGM, or by approval of the Executive Committee.
6. Any Member whose subscription fees are in arrears shall have no right to vote or exercise any other right of membership.
7. 30% of valid Members represents a quorum.
8. Proposals shall be circulated to Membership at least seven days in advance.
9. All decisions at the AGM or EGM shall be arrived at by a majority vote.
10. Postal and/or proxy votes shall be at the discretion of the Executive Committee.
11. A record of all attendees at the AGM or EGM shall be kept.
12. The dates of Executive Committee meetings shall be agreed upon as soon as is practicable after the AGM.

#### **Article 8: Annual General Meeting**

1. The AGM will be held annually at a time and place arranged by the Executive Committee.
2. The officers of the Executive Committee shall present their reports.
3. Annual financial accounts shall be presented for consideration and adoption.
4. Membership fees for the following year shall be agreed.

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5. Proposals relating to the tasks and functioning of the Executive Committee shall be presented for consideration.
6. The tasks of the Executive Committee for the following year shall be determined.
7. All proposals shall be considered and decided upon
8. A majority of the Members present and proxy votes in favour shall be required to carry a Proposal.
9. Nominations for Officer Positions shall be presented to the General Assembly and subsequently elected, or not, by those valid Members present.
10. Any other business of benefit or interest to the Membership shall be discussed.

#### **Article 9: Extraordinary General Meetings**

1. An EGM may be called by either the Executive Council or one third of the total Members and 28 days' notice shall be given in writing.
2. In the case of the Chairperson not being available the Vice-Chair shall preside, or if this is not possible the General Secretary shall nominate a candidate to serve the purposes of the EGM.
3. 30% of the total Membership constitutes a quorum.
4. The Proposal to be considered at an EGM shall be stated in detail by its Proposer and circulated to reach the Membership not less than 14 days prior to the meeting.
5. An EGM shall be required to dissolve the IRH, to change its name, alter its purpose and functioning or its current independent status.
6. The Membership shall be given no less than 14 days' notice of an EGM.
7. Proxy voting shall be granted at the discretion of the Executive Committee.

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#### **Article 10: Procedure at Meetings**

1. The Chairperson shall be responsible for the proper and orderly conduct of the proceedings. In the absence of the Chairperson the Vice-chair will oversee proceedings. In the absence of both Chair and Vice-Chair, another officer shall be appointed by the Executive Committee to chair the meeting.
2. Meetings shall be carried out with a format of resolution.
3. The resolution will be proposed by one member and seconded by another.
4. The proposer of the resolution shall have the right to state its purpose, aim and other relevant aspects. The Chairperson shall then call upon speakers for and against the motion and a decision shall be reached following sufficient discussion of the matter.
5. Decision-making at meetings shall, in the main, be by consensus. In the absence of consensus decision-making shall be based on majority vote.
6. A quorum consisting of one third of valid Members shall be required for the purposes of voting on Proposals.
7. A majority of Members present or proxy votes in favour shall be required to carry a Proposal. Proxy votes may be requested from Members by the Executive Committee from time to time.
8. The Chair will have the casting vote in the event of a tie.
9. The proceedings of each AGM, EGM, Executive or Subcommittee meeting shall be written into the minutes and a Book of Minutes prepared annually by the General Secretary, or a nominated Executive Committee member, shall be presented at the AGM.
10. Minutes shall be recorded by the General Secretary or other appointed officer and be presented at the appropriate following meeting for verification.

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11. Minutes as amended and agreed by the Executive Committee shall be signed and dated by the Chair of the meeting and such minutes, in the absence of proof of error, shall thereafter be accepted as evidence of the facts as stated therein.

12. The minutes, reports, questionnaires, consultation documents, information and discussion documents shall be circulated by electronic means, by post or by hand.

#### **Article 11: Management**

1. The Management of the Register shall be the responsibility of the Executive Council, whose term of office is two years.

2. The Executive Council may make changes to policies. Such rules or policy changes come into operation immediately, provided that they shall be subject to review at the AGM or EGM and are consistent with the aims and objectives of the Register.

3. The Executive Council shall meet at least once every 3 months with prior notice of at least 2 weeks.

4. 75% of the Executive Council, of whom three shall be Officers, shall be required to be present for an Executive Committee meeting to proceed.

5. Not less than 50% of Members of the Council can call an emergency meeting.

6. If any Executive Council member is absent from 3-4 Council meetings without good reason, the Executive Council shall pass a resolution for his or her removal from office.

7. The Executive Council shall provide representation at all relevant liaisons and cooperation with the NHA, EHTPA, IMB or other professional bodies.

8. The Executive Council can authorise any individual onto any subcommittees formed.

9. The decision of the Executive Council shall be based on a majority vote, and 75% of the Executive Council shall form a Quorum.

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#### **Article 12: Subcommittees**

1. The Executive Committee may from time to time and at its discretion appoint subcommittees in order to further the aims and objectives of the IRH.
2. Subcommittees shall consist of at least three Members, either full members or associate members, as appointed at the Executive Committee's discretion.
3. Subcommittees shall be empowered to co-opt additional persons as and when it deems this to be necessary for a special purpose and of short duration, as the need arises.
4. Subcommittees shall act at all times by the consent of the Executive Committee and within the provisions of this constitution and shall record minutes of its meetings.
5. A nominated Member of the subcommittee shall provide a report on the number of meetings and on what it is currently dealing with to the Executive Committee at its meetings. Such reports shall be noted in the minutes of Executive Committee meetings.
6. The Executive Committee shall dissolve subcommittees when it is deemed that they are no longer appropriate or required.

#### **Article 13: Officers of the Executive Council from amongst its Members**

1. Chairperson
2. Vice Chairperson
3. General Secretary
4. Treasurer

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#### **Article 14: Election of Officers**

1. The election shall be held every 2 years at the AGM to elect the Executive Council including office bearers.
2. An outgoing Officer may be nominated for a different office
3. An officer may hold their post for two consecutive terms, after which a minimum of one year shall pass before accepting nomination to their previous office.

#### **Article 15: Finance and Assets**

1. The financial resources of the Register shall come from:
  - (i) Annual subscriptions from Members in the form of a membership fee.
  - (ii) Gifts and donations.
  - (iii) Other lawful activities by the Executive Council.
  - (iv) Funds shall be kept in a designated bank account with proper accounts of expenditure and the withdrawal of money.
2. A list of IRH assets in the form of materials, equipment and property shall be maintained.

#### **Article 16: Constitutional amendments and Bye-Laws**

1. Amendments to this constitution can be made at the AGM, EGM or by full postal ballot of all Members or when recommended by a majority of the Executive Council.
2. For any amendments 60% of the valid Membership of the General Assembly shall constitute a quorum and two thirds of the Members present must vote (including proxy votes) in favour of such action.

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3. No less than 14 days' notice shall be given of a constitutional amendment to the General Assembly.
4. Veto shall not be permitted
5. This constitution and bye-laws shall be reviewed and updated as required at a minimum of every 5 years.
6. Bye-Laws for the IRH shall be established when deemed necessary by the Executive Committee.
7. Proposed bye-laws or amendments to bye-laws shall be considered for adoption by the Executive Committee at a meeting.

**Article 17: Dissolution of the Register or Executive Council**

1. The power to dissolve the Register lies with the General Assembly provided 75% of valid Membership of the Register agrees with such a decision.
2. The Executive Council can be dissolved and an election called if more than 30% of Members put forward a vote of no-confidence at least two months before an AGM. 60% of the valid Membership shall constitute a quorum.
3. The assets of the Register on dissolution shall be disposed of after payments of its debts and liabilities to a charitable or a similar organisation.

**Addendum:** Constitution amended October 2010, final revision Feb 2011

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