

SOFTBALL LEINSTER



CONSTITUTION



1 ARTICLE 1. DEFINITIONS

- 1.1 For the purposes of this Constitution the following terms have the meanings below assigned to them:

"Code of Conduct" means the rules by which a member is bound to the Region.

"Constitution" means the Constitution for the time being adopted by the Region and is in force.

"Executive Committee" means the committee appointed as provided in the Constitution and who comprise of the committee that has the ultimate and legislative authority in respect of the affairs of the Region. The powers of the Executive Committee are set out in Article 7.3.

"Game" means Slowpitch Softball accordance with ASA Rules and Softball Ireland Constitution.

"General Meeting" means any General Meeting, whether Annual or Extraordinary of the Region that is convened in accordance with the Constitution.

"Match" means a contest in which a team competes against the other teams in playing the Game.

"Material Benefit" means money, consideration, gifts or other benefits whatsoever promised or given to a person or at his direction, but does not include reimbursement of expenses incurred for reasonable travel, accommodation, subsistence or other expenses incurred in relation to the Game.

"Person" means a player, coach, umpire, or any other individual who is or has been at any time involved in the Region, or in the organisation, administration or promotion of the Region.

"Region" means Softball Leinster.

"Representative" means a member of the Executive Committee.

- 1.2 Unless the context otherwise requires in this Constitution the masculine gender shall include the feminine gender and the singular shall include the plural and vice versa.

2 ARTICLE 2. MANAGEMENT AND CONTROL

- 2.1 The Executive Committee has the ultimate and legislative authority in respect of the affairs of the Region which it shall exercise in accordance with this Constitution. The Executive Committee is responsible for formulating and overseeing implementation of the Region's strategic plan and application of policy decisions in accordance with the provisions of this Constitution.
- 2.2 Without limiting the generality of the foregoing the Region acting by the Executive Committee shall have power to hold purchase or take on lease or licence any real or personal property and shall have power to authorise the sale, exchange, lease, mortgage, charge or other disposition of or dealing with any such property.

3 ARTICLE 3. OBJECTIVES AND FUNCTIONS OF THE REGION

- 3.1 Promoting, fostering and developing Softball in the Region.

- 3.2 Framing and interpreting the Constitution of the Region.
- 3.3 To regulate and co-ordinate the day to day running of the Region ensuring that all levels of the Region are catered for.
- 3.4 Controlling all other matters of character affecting the Region.
- 3.5 Organisation of the Regions League; including nominating the Regions representative to the National Softball Championships.
- 3.6 Nomination of the Regions representative to Softball Ireland.
- 3.7 To prevent discrimination of any kind against any persons or groups of people associated with or on acting behalf of the Region based on any one of twelve (12) distinct grounds is unlawful. These grounds are gender, civil status, family status, sexual orientation, religion, age (does not apply to a person under sixteen (16) years), disability, race, membership of the traveller community, ethnic origin, language and politics.

4 ARTICLE 4. THE REGION

- 4.1 The Region shall consist of persons who are fully paid up members of Softball Leinster and registered with the Region and Softball Ireland.
- 4.2 The Executive Committee shall initially consider applications for membership of the Region made by teams. For the avoidance of doubt and notwithstanding any recommendation of members of the Region, the Executive Committee has the ultimate authority to admit a team to membership of the Region and to determine whether such team shall be a full or associate member. It shall be a condition of obtaining membership of the Region that the team meets the applicable membership criteria approved by Executive Committee from time to time.
- 4.3 Teams who wish to be considered for membership of the Region must demonstrate compliance with the criteria established by Executive Committee from time to time. Such criteria may change from time to time as determined by Executive Committee and without notice to non-members.
- 4.4 In the event of a breach of the Constitution and/or Code of Conduct, teams or individuals that do not meet membership criteria and/or other conditions governing their membership of the Region may have their membership provisionally suspended by the Executive Committee pending a review. Only the Executive Committee shall be entitled to fully suspend and/or expel a team or an individual from membership of the Region.

5 ARTICLE 5. BINDING AGREEMENT

- 5.1 Membership of the Region by a team shall be effective as an agreement binding such teams to abide by the Constitution and Code of Conduct of the Region and to accept and enforce all the decisions of the Region and the Executive Committee (as the case may be) in respect of the playing for and/or administration of the Region. Any breach of this agreement or any conduct which may be prejudicial to the interests of the Region shall render such teams liable to disciplinary action in accordance with the Constitution and Constitution of Softball Ireland.

6 ARTICLE 6. ANNUAL GENERAL MEETING

6.1 A General Meeting of the Region shall be held annually at a venue and on a date determined by the Executive Committee for the transaction of the following business:

- (a) to consider and approve the minutes of the previous Annual General Meeting,
- (b) to receive and consider a report from the Executive Committee,
- (c) to receive and consider the Regions Income and Expenditure Account and Balance Sheet,
- (d) to elect the Officers and Executive Committee Members,
- (e) to consider Motions and amendments of which notice in accordance with the Constitution has been received; and
- (f) to consider any other business referred to the Annual General Meeting by the Executive Committee.

6.2 Notice of Annual General Meeting

At least 21 days notice of the date of the Annual General Meeting shall be given to all persons registered as members of the Region and Softball Ireland at that date and a copy of the agenda shall be circulated 14 days prior to the date of the Annual General Meeting.

6.3 Papers

All supporting papers shall be given to all persons registered as members of the Region and to the Softball Secretary Ireland at least 14 days prior to the Annual General Meeting.

6.4 Chairman

The Chairman of the Executive Committee, or in his absence the Treasurer of the Region, shall act as Chairman of any General Meeting.

6.5 Permitted Attendees

- (a) All person registered as a member of a team in full membership of the Region may attend the Annual General Meeting.
- (b) A representative of each team who were fully paid up members of the Region at least three (3) weeks prior to the end of the scheduled Region league season are entitled to attend and vote at the General Meeting.
- (c) One (1) person acting as a representative of Softball Ireland may attend.

6.6 Proxies

No persons may attend any General Meeting of the Region as proxy.

6.7 Quorum

The quorum of the Annual General Meeting shall be 1 representative of fifty (50) % of all teams entitled to attend and vote at the Annual General Meeting in accordance with Article 7.4.

6.8 Voting

- (a) Each team entitled to attend and vote at an Annual General Meeting shall have one vote.
- (b) Decisions and recommendations shall be decided by a simple majority.
- (c) Voting shall be by ballot unless decided otherwise by a majority of the persons present.

7 ARTICLE 7. THE EXECUTIVE COMMITTEE

7.1 Representatives on the Executive Committee

The Executive Committee shall consist of the Chairman, Secretary, Treasurer and four (4) ordinary officers. The term of appointment is for a one (1) year term commencing on November 1 of each year in which they have been elected. Each Officer of the Executive Committee will be entitled to one vote at Executive Committee meetings, save for the Chairman who holds a casting vote if required.

The officers of the Executive Committee shall be elected in accordance with the provisions of Articles 7.5 and 7.12(a).

7.2 Quorum

The quorum for any meeting of the Executive Committee shall be four, two of which must be officers of the Executive Committee.

7.3 Powers of the Executive Committee

As the ultimate and legislative authority of the Region, the Executive Committee has the power to make decisions on the following:

- (a) The approval of the vision, mission, goals and role of the Region.
- (b) The consideration and approval of the minutes of previous Executive Committee meetings.
- (c) To receive and approve the audited financial statements of the Region for the preceding financial year
- (d) As and when appropriate at the meeting of the Executive Committee, to elect officers of the Region and members of the Executive Committee to fill casual vacancies until the next Annual General Meeting and, in appropriate circumstances, to remove members of the Executive Committee.
- (e) At the Annual Meeting, if so required, to appoint a firm of Chartered Accountants to conduct the audit for the ensuing year.
- (f) To consider and approve for consideration at a General Meeting, as appropriate, any amendment or alteration to:
 - (i) the Constitution
 - (ii) the Code of Conduct

- (g) To determine the date, venue and agenda for the Annual General Meeting to be held not later than October 31 of that year.
- (h) To take such other decisions and/or steps necessary and/or incidental to the exercise of the above powers;
- (i) At any meeting of the Executive Committee, it shall have power to elect to membership of the Region any team in compliance with the code of conduct.
- (j) Without prejudice to the generality of this Constitution, the Executive Committee in accordance with the Softball Ireland Constitution may expel or suspend from membership of the Region or impose such other punishment or penalty, including a fine, as it considers fit on a person or team for any infringement of the Constitution or the Code of Conduct or for any conduct which in the opinion of the Executive Committee is prejudicial to the interests of the Region or which may bring the Region or any Persons, administrators or officials into disrepute.
- (k) The formulation, in conjunction with management, of a strategic plan to achieve the vision, mission and goals of the Region.
- (l) The monitoring of the implementation of a strategic plan and budgets of the Region and assessment of performance against key performance indicators;
- (m) The co-ordination of the work of standing committees, advisory groups and working parties.
- (n) The formulation and implementation of a Code of Conduct.
- (o) To ensure that appropriate Code of Conducts exist to promote effective governance of the Region through clear written and regular review and updating.
- (p) To appoint, terms of reference and delegate authority to sub-committees.
- (q) To appoint, terms of reference and delegate authority to a Softball Leinster team coach.

7.4 Special Meetings

If so directed by the Executive Committee the Chairman of the Region shall convene a special meeting of the Region ("Special Meeting") for any purpose. Additionally, the Chairman of the Region shall convene a Special Meeting if so directed by one third (1/3) of the teams of the Region entitled to attend and vote at a General Meeting for the purpose of considering proposed alterations to the Constitution or Code of Conduct subject to Article 7.7 below. The purpose for which the Special Meeting is being convened shall be notified by the Chairman to the membership entitled to attend a General Meeting at least 21 (21) days prior to the date fixed for the Special Meeting unless the teams, in case of extreme urgency, agree by a three-quarter majority that a shorter period of notice may be given.

7.5 Officers

The Officers ("Officers") of the Executive Committee shall comprise of a Chairman, Treasurer, the Regional Secretary and four (4) ordinary Officers.

- (a) The Chairman and Treasurer shall be members of all committees, sub-committees and advisory committees (including any associated working parties/sub-groups) of the Region.

- (b) The Chairman shall only have a casting vote at any Executive Committee meeting.
- (c) If the Chairman shall cease in office, then the Treasurer shall assume the position of the Chairman in the interim and the Executive Committee shall elect a new Chairman at its next meeting resulting in the Treasurer returning to his original role.
- (d) If the elected Treasurer shall cease in office then the Chairman shall appoint another member of the Executive Committee to become Treasurer until the next Annual General Meeting.

7.6 Chairman

The Chairman of the Region shall be appointed by General Meeting of the Region for a period of two (2) years commencing on November 1 on the year of his elections. He shall thereafter be eligible for re-election at the end of his term of office.

7.7 Alterations to Constitution and Code of Conduct

- (a) No alterations to the Constitution shall be made unless agreed by a three quarter majority of the teams present and entitled to vote at the Annual General Meeting or at a Special Meeting.
- (b) No alterations to the Code of Conduct shall be made unless agreed by a simple majority of the teams present and entitled to vote at the Annual General Meetings or at a Special Meeting
- (c) For the purposes of Article 7.7 (a), the three quarter majority shall equate to 75% of the total votes cast inclusive of any abstentions. If a team fails to cast a vote, this will be considered as an abstention.
- (d) Voting in relation to individual changes to proposed alterations to the Constitution or Code of Conduct shall be as follows:
 - (i) a simple majority of the teams present and entitled to vote shall be required for individual alterations to be made to the proposed alterations; and
 - (ii) a final vote on the proposed alteration to the Constitution or Code of Conduct (following consideration of any individual alterations) shall require a three quarter majority of the teams present and entitled to vote.

7.8 Proposed Alterations to Constitution or Code of Conduct

- (a) Annual General Meeting

Subject to the Constitution, proposed alterations to the Constitution or Code of Conduct, to be considered at the Annual General Meeting shall be sent by any members of the Region to the Chairman not later than 30 August in any year and shall be forwarded by the Chairman to each team entitled to attend an Annual General Meeting by 15 September in that year.
- (b) Generally any alterations proposed in accordance with (a) above shall state in respect of each separate proposal:
 - (i) the precise wording of the proposed alteration,
 - (ii) the reasons for the proposed alteration, and

- (iii) any consequential amendments.
- (c) Any proposed amendments to such proposals must reach the Chairman no later than 30 September in respect of the Annual General Meeting in the relevant year and these will then be forwarded by him to each team by 3 October in the relevant year.
- (d) Where any proposals for alterations are to be dealt with at a Special Meeting the latest dates for receiving proposals and proposed amendments to them shall be determined by the Executive Committee and notified by the Chairman to the membership.
- (e) No alterations to the Constitution or Code of Conduct shall be made without due notice as provided for in the Constitution, unless it is an alteration consequential on or arising from some other proposed alteration of which due notice has been given, and unless three-quarters of the teams present consent to the matter being considered without due notice.
- (f) The General Meeting, in considering any duly submitted proposal to alter the Constitution or Code of Conduct and proposed amendments thereto may modify, alter and amend such proposals provided there is a three quarters majority of the teams present at the Annual General Meeting or at a Special Meeting has been obtained, and such modified, altered or amended proposals shall thereafter be incorporated as part of the Constitution or Code of Conduct.

7.9 Notice of Other Business

Notice of any other business to be dealt with at the Annual General Meeting (save for proposals pursuant to Article 7.8), shall be sent to the Chairman not later than 15 September in respect of the Annual General Meeting in the relevant year and the Chairman shall forward such notice to every person at least 28 days in advance of the Annual General Meeting.

7.10 Finance

- (a) The Executive Committee shall have control of the funds and property of the Region, and in addition to the powers contained in Article 2 and 7.3 and without limiting the generality of the foregoing the Executive Committee shall have the power to fix from time to time the amount of the subscription to be paid to the Region by a team.
- (b) Accounts of the Region and of its associated entities where required shall be made up to the 15 September in each year and shall be signed by the Treasurer and the Chairman.
- (c) All expenses incurred in connection with attendance at meetings of the Annual General Meeting, Executive Committee or any standing committee, advisory committee of the Region, including working parties or sub-groups or advisory groups, shall be defrayed in such manner as the Executive Committee shall from time to time determine.
- (d) The Region's income shall accrue from the subscriptions paid by members of the Region pursuant to Article 7.10(a), from the Region's investments and securities, and from any other income source.

7.11 Standing and Sub Committees and working groups

- (a) The Executive Committee will establish any standing or sub committee they deem appropriate.

- (b) A minimum of one of the following must chair any standing or sub committee established, Chairman, Secretary or the Treasurer.

7.12 Elections and Terms of Office of the Executive Committee

- (a) The Executive Committee will be elected by the Annual General Meeting each year. The Chairman shall be elected in accordance with Article 7.6. The other members of the Executive Committee shall be elected by the Annual General Meeting in accordance with the procedure set out in this Article 7.12.
- (b) The voting procedure for the members of the Executive Committee other than Chairman shall be as follows:
 - (i) Members will be proposed and seconded by individual registered members of the Region.
 - (ii) In the event that more than one candidate is proposed for an available position on the Executive Committee, the Annual General Meeting shall vote by ballot.
 - (iii) The candidate(s) with the lowest number of votes shall drop out.
 - (iv) The candidate(s) with the highest number of votes shall be appointed.
 - (v) In the event of the candidates with the lowest number of votes being tied, this procedure will be repeated by the Annual General Meeting, again voting by ballot until all positions on the Executive Committee have been filled.
- (c) In accordance with Article 7.6, the Chairman shall serve on the Executive Committee for a period of two (2) years. The other members of the Executive Committee shall be eligible to serve as a member of the Executive Committee for a period of one (1) year. The other members of the Executive Committee shall be elected usually but not necessarily at the Annual General Meeting for a period of one (1) year commencing on 1 November of the year of their election. They shall thereafter be eligible for re-election at the end of their term of office.
- (d) Should a vacancy occur on the Executive Committee, subject to the Constitution, the remaining members of Executive Committee shall appoint a member on an interim basis until the position can be formally filled at the next Annual General Meeting. The person filling the vacancy shall be a member of the Executive Committee until the term of the Executive Committee ceases as set out in Constitution.

8 ARTICLE 8. MEMBERSHIP

- 8.1 Membership of the Region is open to any team which receives the consent of the Executive Committee.
- 8.2 Membership of a team is open to any person over the age of eighteen (18), any person under the age of eighteen (18) must provide written permission of a parent/guardian of their acceptance of the terms of the Code of Conduct referring to non-adult players.
- 8.3 Teams or Persons may be suspended (but not expelled) from Region membership or reverted to associate membership status by the Executive Committee as an interim measure pending the next meeting and decision of Executive Committee for any reason that the Executive

Committee determines is appropriate in accordance with the Code of Conduct and the Constitution of the Region and the Constitution of Softball Ireland.

- 8.4 A member may be suspended or expelled from Region membership pursuant to the Region Constitution and/or Code of Conduct.

9 ARTICLE 9. INTERPRETATION

- 9.1 In the event of a doubt arising at any time on a matter not provided for in, or as to the meaning or construction of the Constitution, the Executive Committee shall be requested to determine the same.
- 9.2 These Constitution and Code of Conduct made pursuant thereto shall in all respects be governed by and construed in accordance with Irish Law, and any dispute arising there under shall be subject to the exclusive jurisdiction of the Irish Courts.
- 9.3 English shall be the official language of the Region.

