



Constitution

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Version: Approved by Softball Leinster at the Annual General Meeting in October 2023

Article I: Name

The name of the association shall be “Softball Leinster” and shall also be referred to herein as “the Association”.

Article II: Purpose

The purpose of the Association, under the delegated authority of Softball Ireland, is to provide an organisation for individuals and Clubs in Leinster to play adult slow-pitch softball, in an environment free of harassment, for persons of all skill levels and abilities regardless of gender, civil status, family status, age (not applicable to those under 16 years), disability, race, membership of the Traveller community, ethnic origin, language, creed, religion, sexual orientation or national origin.

Article III: Membership

Membership in the Association shall be open to any individual 18 years of age or older (at the start of the season), or any duly organised Club resident in Leinster that wishes to play recreational softball and pay the required registration fee. Exemptions for players between the ages of 16-18 years of age may be sought on an individual basis in line with the Association’s Bye-Laws. The definition and requirements for constituting a “Club” for the purposes of membership shall be a Team registered with Softball Ireland.

Article IV: Fees

Each organised Club shall pay seasonally to Softball Leinster. Such registration fees shall be set by the Executive, in line with the drafted budget, prior to the last day of February of the preceding season. It will then be presented to the membership at the Captains Meeting.

Registration fees shall be paid between March 1st and July 31st unless an agreement is in place between the Club and the Executive.

Article V: Voting

Any matter to be voted on in any forum shall be carried by a vote of a majority of the authorised voting population present on the day in any duly quorate meeting. A quorum shall constitute 50% of the overall authorised voting population, who are fully paid-up Teams registered in the Softball Leinster League as defined in the Bye-Laws and with Softball Ireland (inclusive of valid proxies). The Secretary shall record the minutes of all meetings held hereunder and record the results of any matter voted upon therein.

Article VI: Executive

The Executive of the league shall consist, at a minimum, of the following elected officers (Principal Officers):

- Chair
- Treasurer

- Secretary

The Membership may, put forth up to four candidates duly nominated and voted on, as additional members and the Principal Officers shall then assign these members to roles, such as, but not limited to Softball development, managing umpires, social media, co-ordinating tournaments etc.

All Principal Officers of the Executive shall be elected for a two (2) year term at the Annual General Meeting. The only exception to this shall be the initial election of the Secretary and Treasurer, which shall be for a one (1) year term and thereafter shall be selected for two (2) year terms in the years that the Chair is not standing for election. All other Executive positions shall be for a one-year term. No member of the Executive shall be elected or appointed without having been assigned a role, either as set out above or as may otherwise be defined in the Bye-Laws.

Softball Leinster will call for nominations for Chair, Treasurer and Secretary no later than forty (40) days prior to the Annual General Meeting at which the Chair, Treasurer and Secretary are to be elected. All nominations for the Executive must be submitted to the Chair at least twenty-one (21) days prior to the Annual General Meeting and circulated with the Notice of the Annual General Meeting in accordance with Article VIII.

The Executive shall have the power to fill any casual vacancies which may exist by means of appointment, said appointment to last until the expiration of the term of the member so replaced. Each member of the Executive has the right to one (1) vote on any matter at the Executive meetings, except the chair, who shall have the right to an individual vote and a casting vote in the event of a tie on any issue.

The following shall constitute the duties of the Executive.

To:

- (a) Serve as the official governing and management body of the Association.
- (b) Conduct all business affairs of the Association.
- (c) Enforce the Association's Constitution and Bye-Laws.
- (d) Amend the Constitution and Bye-Laws in accordance with the procedures contained therein.
- (e) Establish annual Association fees, special levies or assessments, and due dates.
- (f) Review and approve the annual Association budget.
- (g) Arrange and schedule Association play and assure compliance with Association's established playing rules and regulations.
- (h) Establish bank accounts as necessary to accomplish the Association's required financial activities.
- (i) Nominate a representative to the Softball Ireland board.
- (j) Set up sub committees or nominate a person to deal with special projects.
- (h) Ensure, in so far as practicable, that the Executive is comprised of an equitable balance of men and women with a minimum of 30% of either gender. If the 30% minimum of either gender

is not achieved, a mechanism should be considered to make it happen such as, for example, appointing a person with a lower number of votes; this will create a more equitable gender balance.

Article VII: Executive Meetings

An Executive meeting must be called by the Chair. Said meetings may be called at the discretion of the Chair but may not be less than 6 per annum (which may be held virtually). If the Chair wishes to convene more than one Executive Meeting in a calendar month it shall require the consent of three quarters of the Executive.

Notice of the meeting shall be given to all members at least one (1) week prior to the date of the meeting.

All Executive members present shall be entitled to one (1) vote, except the Chair who shall have the right to an individual vote and a casting vote in the event of a tie on any issue.

Article VIII: Annual General Meeting

The Annual General Meeting ("AGM") must be held within thirty (30) days of the final game of the current season or as close to such a date as possible but no later than October 31 of any given year. The Secretary shall provide notice of the date, time and location of the AGM by notice to all entitled to attend by providing such notice not less than 21 days prior to said date.

The following standing items shall be on the agenda of any AGM:

- a. Approval of the minutes of the previous General Meeting and matters arising therefrom.
- b. Report of Chair.
- c. Receipt and consideration of the accounts and report of Treasurer, said accounts to be prepared through the 30th of August of that year's season.
- d. Motions and amendments of which proper notice has been received. In order for a motion to appear at an AGM it must have been proposed by a member of the Executive prior to the submission of the notice of meeting or by an authorised representative of a Club at any point before the time of said AGM, but not later than 10 days prior to said meeting.
- e. Election of officers and members of the Executive.
- f. Any Other Business. Items covered under AOB can be discussed at the end of the AGM but may not involve matters for which notice of an intent to vote on binding resolutions would ordinarily be given, and, as set out herein, may not entertain any votes by proxy.

Any team duly organised and recognised under the Association's Bye-Laws shall be entitled to nominate a single representative to the AGM who shall have one (1) vote in relation to matters raised at said AGM.

A team may nominate a proxy (either general or special) to vote on behalf of the team for any matter indicated on the agenda of the AGM as being scheduled for a vote. However, no proxy shall be recognised for votes that arise in respect of AOB questions, questions of procedure or matters raised only on the day of the AGM that were not subject to prior notice.

The Secretary of the Association shall, in the notice of AGM circulated to the Clubs, include a proxy form in respect of all matters scheduled for a vote at said meeting.

A proposed list of any amendments to this Constitution or motions for review and approval must be made available to the members one (1) week prior to the Annual General Meeting. The Secretary should make every effort to include a list of proposed amendments and motions in the original notice of meeting sent to Clubs at the time the meeting date is set.

Softball Leinster may hold an Extraordinary General Meeting upon giving notice to Softball Ireland.

Article IX: Playing Rules

All softball played under the jurisdiction of the Softball Leinster shall be governed by the rules of Softball Ireland subject to certain approved amendments set by Softball Leinster under its Bye-Laws.

Article X: Bye-Laws

The Executive may, from time to time, set, repeal, or amend Bye-Laws as is deemed necessary for the conduct of the business of the league in a manner consistent with this constitution, following a vote of the Executive as per the requirements in Article VI of this Constitution. The Bye-Laws shall be published on the Association's website and must be generally distributed to all Clubs one-month prior to the start of each season. The Bye-Laws shall be the mechanism through which the following matters shall be adjudicated and set forth:

- Eligibility (Including any exemptions thereto).
- Discipline.
- Protests (of games or conduct).
- Club protocols.
- Player transfers.
- Player exemptions (for standing rosters or tournament play).
- Scheduling conflicts or requests for makeups.
- Deviations from standard rules.

Article XI: Amendments

This constitution may be amended at the Annual General Meeting by a three-fourths majority of all votes cast, provided that notice of the proposed amendments be given to the Secretary no later than two (2) weeks prior to the Annual General Meeting.

Article XII: Attendant Documents

The Executive shall maintain and publish on the Association's website the following up-to-date Attendant Documents:

- A Code of Conduct
- A set of Bye-Laws
- A Child Safety Policy
- Anti-Doping policy
- A list of the members of the Executive.

Article XIII – Dissolution:

In the event of the dissolution of the Association, all assets and properties which remain after the discharge of the Associations' liabilities, shall be used and distributed by the Executive through donations to one or more charitable organisations of their choice.

Article XIV: Miscellaneous

Choice of Law: The laws and jurisdiction of the Republic of Ireland shall apply.

Manner of Notice: Notice as required under this Constitution will be deemed properly given if it is emailed to a duly appointed Club representative at an address provided to the Secretary by said Club, if delivered by hand to any Club representative or, if to the Membership generally by email notice sent to each Club (as above) and publication on the Association website.

Language: The English language shall be used for all matters of business pertaining to Softball Leinster.