

Softball Ireland Constitution



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Version	Date Issued	Author
1.0	December 2021	Governance Working Group
Target Audience:		Softball Ireland Membership
Approved by:		Softball Ireland EGM
Approval date:		December 3, 2021
Implementation date:		December 3, 2032

Table of Contents

ARTICLE 1	NAME	4
ARTICLE 2	DEFINITIONS	4
ARTICLE 3	SOFTBALL IRELAND	6
ARTICLE 4	OBJECTIVES.....	6
ARTICLE 5	POWERS OF SOFTBALL IRELAND	7
ARTICLE 6	MEMBERSHIP	7
ARTICLE 7	THE BOARD.....	8
ARTICLE 8	THE OFFICERS	10
ARTICLE 9	THE AGM	11
ARTICLE 10	EGM	14
ARTICLE 11	REPRESENTATION	14
ARTICLE 12	INTERPRETATION.....	14
ARTICLE 13	DISCIPLINARY MATTERS / ANTI-DOPING	15
ARTICLE 14	CESSATION/SUSPENSION/EXPULSION OF MEMBERSHIP	15
ARTICLE 15	AMENDMENTS TO THE CONSTITUION	15
ARTICLE 16	REGIONAL ASSOCIATIONS	16
ARTICLE 17	REGULATIONS.....	16
ARTICLE 18	BASEBALL SOFTBALL IRELAND	17

ARTICLE 1 NAME

- 1.1. The Name of the Federation is Softball Ireland.

ARTICLE 2 DEFINITIONS

- 2.1. For the purposes of these Articles the following terms have the meanings below assigned to them:

SI means Softball Ireland and is a member organisation of Baseball Softball Ireland (BSI) and is recognised by the National Olympic Committee, The Federation of Irish Sport, and the World Baseball Softball Confederation (WBSC).

SI is represented on the BSI Council by the SI President and two other members of the Board.

- 2.2.

AGM means the Annual General Meeting of all the Members of SI in accordance with Article 9.

Board means the Board appointed by the AGM in accordance with Article 7 with responsibility for framing and overseeing implementation of SI's strategic plan and application of policy decisions. The roles, powers and responsibilities of the Board are also set out in Article 7.

Team Disciplines means Slowpitch Softball ("slowpitch"), Fastpitch Softball ("fastpitch") and Baseball 5s (B5s), together they may be referred to as "Softball".

EGM means an Extraordinary General Meeting of all the Members of SI in accordance with Article 10,

Executive means the individual(s) appointed to the Board by the AGM in accordance with the Article 8.

Fastpitch Ireland means the administrative body granted delegated authority to exclusively administer all fastpitch matters (inclusive of national teams) on the Island of Ireland.

Federation of Irish Sport is the representative organisation for the National Governing Body of Sport (NGBs) in Ireland.

General Secretary means the General Secretary of SI.

Game means Softball played in accordance with the SI Regulations.

International Tournament means any tournament played between National Representative Teams or Player; Teams nominated by SI.

Jurisdiction means the territory of SI in which SI is the national governing body for the Game, namely the Island of Ireland.

Member means the Player, Team or Regional Association referred to in Article 6.

National Olympic Committee is the National Olympic Committee (NOC) of Ireland and is recognised by the International Olympic Committee. The NOC for Ireland is the Olympic Federation of Ireland.

National Representative Team means a team selected by SI to represent SI

Officers mean the president (the "President"), the General Secretary and the Treasurer ("Office(s)" shall mean the office held by an Officer.) The Officers shall be automatically Board Members and have the right to attend all meetings of SI.

Player means an individual who has completed the registration process with SI. For these Articles Player will include Umpires, Coaches, and non-playing individuals.

Quorum means the minimum number of entitled Teams who must be present for an AGM to transact business or take a vote. The Quorum for an AGM shall be 50% of the fully paid-up Teams in accordance with Article 9 entitled to attend and vote at an AGM.

Regulations mean the SI Regulations relating to the Game and General Regulations binding on all Players, Teams and Regional Associations.

Regional Association means a group of slowpitch Players, Teams, or similar organisation (including schools) which have been delegated the authority by SI and meet the membership requirements as set out in the Regulations. All Regional Associations must comply with the Constitution and Regulations of SI. The slowpitch Regional Associations recognised by Softball Ireland are listed in the Regulations.

Representative means an individual designated by and representing a Team at the AGM and or EGM.

Rules of the Game means the Rules of the Game of Softball as set out in the Regulations.

Schools means any School affiliated directly or indirectly with SI. For the purposes of AGMs Schools do not have a vote at an Annual AGM.

Sport Ireland means the authority tasked with the development of sport in Ireland. This includes participation in sport, high performance sport, anti-doping, coaching and the development of the Sport Ireland Campus

Suspension means the Suspension of a Regional Association should the Regional Association no longer meet the Membership Criteria as set by the Board from time to time or if the Regional Association does not comply with this Constitution or the Softball Ireland Regulations. A suspended Regional Association is not eligible to receive funding or have representation on the Softball Ireland Board.

Treasurer means the treasurer of SI from time to time.

Team means a body, or organisation affiliated directly or indirectly with SI which meet the membership criteria of SI in accordance with Article 6 and are approved by the Board to be part of SI.

WBSC is the World Baseball Softball Confederation and is recognised as the sole competent authority in Baseball and Softball by the International Olympic Committee.

ARTICLE 3 SOFTBALL IRELAND

- 3.1. SI is a member of WBSC and is bound by the WBSC Articles, Rules and Regulations of the Game and the General Regulations, included but not limited to all directions, directives and decisions made by relevant entities of the WBSC including without limitation WBSC Advisory committees and independent judicial, disciplinary and/or disputes committees or similar and shall comply with, uphold, and enforce same within its jurisdiction.
- 3.2. SI is a member of the WBSC Europe through BSI and is bound by the Constitution of WBSC Europe.
- 3.3. SI is responsible for the governing of the Disciplines of softball on the Island of Ireland.
- 3.4. SI is a not-for-profit Federation.

ARTICLE 4 OBJECTIVES

- 4.1. To administer the Game as its governing body within the Jurisdiction of SI.
- 4.2. To promote, foster, develop, protect, and extend the Game within the Jurisdiction of SI.
- 4.3. Framing and interpreting the Constitution, Regulations and Rules of the Game.
- 4.4. Monitoring and assisting with the implementation and compliance with the WBSC/WBSC Europe Articles, the Regulations and the Rules of the Game and notifying the WBSC/WBSC Europe of any breach of same.
- 4.5. To assist Players, Teams and Regional Associations of SI in the promotion and development of the Game where practical.
- 4.6. Deciding and/or settling all matters or disputes relating to or arising out of the Playing of the Game or any dispute between two or more Players, Teams and or Regional Associations.
- 4.7. To manage an effective High-Performance Programme to include but not limited to the organisation, training, and management the national representative teams of SI.
- 4.8. Liaise with relevant Irish and Government Sporting Bodies.
- 4.9. Development of appropriate commercial, sponsorship and other revenue streams to support the objectives of SI.
- 4.10. Not to do anything which is likely to bully, intimidate, offend, insult, or humiliate any person on the grounds or their religion race, gender, colour, sexual orientation, or ethnic origin.
- 4.11. Promote through our rules and regulations, adherence to the Children First compliance legislation and any other legal requirements set out by the relevant regulatory authorities in Ireland.
- 4.12. Promote through our rules and regulations adherence to the Child Welfare and protection Policies and Code of Ethics for young people in sport issued by the relevant regulatory authorities in Ireland.

ARTICLE 5 POWERS OF SOFTBALL IRELAND

- 5.1. (Deleted the AGM as an authority as it is not). The Board is responsible for formulating and overseeing implementation of SI's strategic plan and application of policy decisions in accordance with the provisions of these Articles. In the event of any inconsistency these Articles shall prevail.
- 5.2. Funds, securities, and other property belonging to or at the disposal of the Board may be invested in any property or class of security or securities without any restrictions whatsoever and shall be made in the names of any nominee company as may be from time to time be decided by the Board. The nominees or nominee company (as the case may be) shall have the custody of all securities and documents of title relating to the investment but such investments nevertheless remain at the disposal of SI acting by the Board.
- 5.3. Without limiting the generality of the foregoing SI acting by the Board shall have the Power to purchase or take a lease or license any real or personal property and shall have the power to authorize the sale, exchange, lease, mortgage, charge, or other disposition of or dealing with any such property.
- 5.4. The Board may appoint one or more of its Executives or any nominee company (which may be the Company) to act in legal proceedings in the name of and on behalf of SI on such terms (whether as to costs or otherwise) as the Board may determine.
- 5.5. SI acting by the Board may enter whatever business or contractual arrangements it deems necessary, proper, and prudent within its resources to carry out its duties.
- 5.6. And Contract as set out in Article 5.5 extending more than three months beyond the date of an Annual AGM must be noted by the Annual AGM.

ARTICLE 6 MEMBERSHIP

- 6.1. Membership of SI shall consist of the Players who are members of SI within the agreed Jurisdiction of SI pursuant to these Articles.
- 6.2. Any Player, Team or Regional Association conforming to these articles and the SI Regulations may apply to become a Member of SI.
- 6.3. The Board shall consider applications for Membership of SI and has the authority to admit a Player, Team or Regional Association to Membership of SI. It shall be a condition of obtaining membership of SI that the Player, Team or Regional Association meet the applicable membership criteria set out in the SI Regulations approved by the Board. For the purposes of voting a Team must participate in the Regional Association or Fastpitch Ireland designated leagues as set out in the SI Regulations.
- 6.4. Membership fees for SI are set by the Board and are payable annually to the Treasurer in accordance with the Schedule set out in the SI Regulations.
- 6.5. A Player, Team or Regional Association whose subscription to SI is unpaid within 30 Days of the Schedule date as set out in the Regulations in any year shall receive notice from the Treasurer that in event of its subscriptions remaining unpaid thirty (30) calendar days after the date of such notice the name of the Player, Team or Regional Association will be struck off the list of Player, Teams, Regional Association; and a Player, Team or Regional Association whose name has been struck off shall not be eligible for membership of SI until all moneys due by it to SI shall have been paid.

- 6.6. Every Member must comply with the following conditions of membership:
- 6.6.1. agrees to be bound by the Safeguarding Policies.
 - 6.6.2. agrees to be bound by SI's complaints and disciplinary procedures including any adjudication or determination made by the Disciplinary and Complaints Committee.
 - 6.6.3. agrees to comply with the Regulations and advisory orders of SI from time to time.

ARTICLE 7 THE BOARD

- 7.1. Board Composition SI shall elect a Board comprising of up to Nine (9) Board Executives consisting of
- a. The Officers referred to in Article 8.
 - b. One Board Member from each Regional Association elected in accordance with Article 8 and the SI Regulations.
 - c. One Board Member from Fastpitch Ireland elected in accordance with Bye-Law 8 and the SI Regulations.
 - d. Not more than three (3) other Members of the Board who are independent of Softball Ireland, Baseball Ireland or Baseball Softball Ireland¹. The Board shall have power to appoint any person to be a Board Executive to fill a vacancy until the following AGM pursuant to Article 8.
 - e. The office of a Board member shall be deemed vacant if the Board member is absent without permission for more than six (6) months.

The Regional Association must be in membership of SI at the time of the AGM. The Board members set out in (b) above shall be nominated at the Regional Association AGM and be an officer of the Regional Association.

All officers and board members will act in compliance with the SI Code of Conduct and SI Regulations, declare any conflicts of interest and follow good corporate governance and best practice.

7.2. Quorum

The quorum for any meeting of the Board shall be four (4) including one officer.

7.3. Powers of the Board

The Board will meet a minimum of six (6) times per calendar year.

- 7.3.1. The approval of the vision, mission, goals, and role of SI
- 7.3.2. The monitoring of the implementation of the strategic plan and annual business plan, operational plan and budgets of SI and assessment of performance against key performance indicators

¹ A members shall be deemed to be independent if they have not been a member of Softball Ireland, Baseball Ireland or Baseball Softball Ireland in the 24 months preceding their appointment.

- 7.3.3. The Board can appoint Advisory Committees, working groups, and trading companies, with clear terms of reference.
 - 7.3.4. The formulation and implementation of good corporate governance principles and practices
 - 7.3.5. To recommend to the AGM a firm of Chartered Accountants to conduct the audit for the ensuing year.
 - 7.3.6. To consider and approve, as appropriate, any amendment or alteration to the Regulations.
 - 7.3.7. To consider any recommendations emanating from an AGM.
 - 7.3.8. To determine the date and venue for the AGM or EGM.
 - 7.3.9. To determine the organiser and location for all Softball Ireland Tournaments
 - 7.3.10. To approve Team and Regional Association Tournaments played in accordance with the Regulations of Softball Ireland
 - 7.3.11. To appoint disciplinary and appeal personnel in accordance with Softball Ireland Regulations
 - 7.3.12. To ensure that appropriate codes and policy frameworks exist to promote effective governance of SI through clear written and regular review and updating of:
 - a. Strategic, business, and annual operational plans
 - b. Terms of reference for Advisory Committees and working groups.
 - c. Clearly defined and delegated powers/limits of authority for decision making for the Advisory Committees and Regional Associations
 - 7.3.13. The Board Meetings will normally consist of approval of previous Board Meetings, review and approval of future plans and budgets, review of historical financial statements, and reports from Advisory Committees and working groups.
 - 7.3.14. At any meeting of the Board, it shall have power to appoint to membership of SI any Player, Team or Regional Association who have met the membership criteria as set out in Softball Ireland Regulations.
 - 7.3.15. To take such other decisions and/or steps necessary and/or incidental to the exercise of the above powers
- 7.4. All powers not reserved to the AGM are reserved to the Board.
- 7.5. The Board will carry out its functions as an incorporated entity through Softball Ireland Development Limited. The members of the Board from time to time shall be directors of Softball Ireland Development Limited.

All members of the Board shall act: (i) in accordance with their fiduciary duties; (ii) in the best interests of Softball Ireland and Softball; and (iii) in accordance with applicable laws. Members of the Board shall, for the avoidance of doubt, recuse themselves from any decision in which they have a conflict of interest.

7.6. Committees

- a. The Board shall establish Advisory Committees and Working Groups to carry out specific duties. Members and Terms of Reference of these Groups will be determined by the Board.
- b. These Committees will be the following.
 - (I) Audit and Compliance Committee
 - (II) Competitions Committee
 - (III) Development Committee
 - (IV) High Performance Committee
 - (V) Medical Committee
 - (VI) Umpires Committee
 - (VII) Other Committees as required

The Committees will consist of a minimum of three persons, one of which is a member of the Board, appointed by the Board.

ARTICLE 8 THE OFFICERS

- 8.1. The Officers of SI shall comprise of an independent President together with a General Secretary and Treasurer.
- 8.2. SI shall elect Officers pursuant to Article 9 who may serve for a term of-three (3) years. The Officers shall then be eligible for re-election at the end of his term pursuant to Article 9 for a further one term in the office.
- 8.3. The President may be initially a Committee/Council member of a Team or Regional Association, however, upon election the President shall relinquish any office or post held in a Team or Regional Association within three (3) months.
- 8.4. The remaining Officers are not required to be independent so the elected General Secretary and Treasurer may also represent a Team but not be an agent of SI.
- 8.5. The remaining Officers are not required to be independent so the elected General Secretary and Treasurer may also represent a Team but not be an agent of SI. However, they shall relinquish any office or post held in a Regional Association within three (3) months and declare any potential conflicts of interest to the Board.
- 8.6. The voting procedure for the Officers shall be as follows.
 - a. All candidates for Officer positions will be nominated pursuant to Bye-Law 9.
 - b. In the event of there being that more than one candidate is proposed for an available position, the AGM shall vote by secret ballot.
 - c. To be elected a candidate must receive 50% plus one of the votes of the Representatives in attendance and entitled to vote at the AGM.
 - d. If following a secret ballot none of the candidates have achieved 50% plus one, the candidate with the lowest number of votes will be eliminated and a new ballot will be taken. If two candidates with the lowest number of votes have an equal number of votes, the AGM will hold a secret ballot to determine which candidate will proceed to the next round of voting.

- e. The voting shall continue until a candidate receives 50% plus one or in the event of a tie the President is called to use his casting vote.
 - f. In the event of a repeated tied vote, the President shall have the casting vote providing they are not a candidate for the position. If the President is a candidate and thus unable to use the casting vote in the event of a tied vote the AGM must continue voting until a new President is elected
- 8.7. The Officers shall be members of all Committees and Advisory Committees (including any associated working parties/sub-groups) of SI.
- 8.8. The President shall only have a casting vote at any AGM.
- 8.9. If the President shall cease in Office, then the General Secretary elected pursuant to Bye-Law 9 shall assume the position of President for the time being and the Members shall elect a new President at its next AGM.
- 8.10. If the Secretary General shall cease in Office, then the President shall appoint another member of the Board to become Secretary General until the next AGM.
- 8.11. Candidates for all SI Board positions, including the Officers, must be fully paid-up members in Good Advisory of SI.
- 8.12. Individuals may serve up to two consecutive terms as an Officer on the SI Board. Following a break of a minimum of one term from serving as an officer on the Board in any position, the individual is free to serve two consecutive terms again.
- 8.13. The Treasurer is empowered to require a financial report from each Regional Association. The report must be delivered within 8 weeks of the Regional Associations financial year end.
- 8.14. The Treasurer is empowered to require a financial report from a Team Manager appointed by the Board to lead an SI team at a representative tournament, including but not limited to, national slowpitch and fastpitch teams. The report must be delivered within 8 weeks of the team competition concluding.
- 8.15. The Secretary is empowered to require a performance report (in an approved SI template) from a Team Manager appointed by the Board to lead an SI team at representative tournament, including but not limited to national slowpitch and fastpitch teams. The report must be delivered within 8 weeks of the team competition concluding.

ARTICLE 9 THE AGM

- 9.1. SI shall normally hold an AGM no later than the 31st day of January each calendar year at a place and time determined by the Board unless the Board shall determine otherwise and so advise the members. Notice of the AGM date shall be published on the SI Website for its members and the Board in writing no less than eight (8) weeks prior to the meeting but no later than November 30 each year.
- 9.2. The AGM shall be held in accordance with the following provisions:
- 9.2.1. Notice
- Notice of the AGM date shall be published on the SI Website for its members and the Board in writing no less than eight (8) weeks prior to the meeting but no later than November 30 each year. The notice

will specify the date for submission of proposed amendments to the Constitution. Supporting papers for any decision to be made, as well as at least the following papers (either electronically or in hard copy) shall also be published on the SI Webpage to Players, Teams and Regional Bodies in advance of the AGM as far as practically possible but not later than ten (10) calendar days in advance:

- a. The updated list of the fully paid-up Teams
- b. The list of the Board Members appointed
- c. The President's report for the past year which includes SI competition results.
- d. The Treasurer's report (which will include the forecast budget of the following year) and the auditor's report.
- e. The SI Committees Reports
- f. The list of candidates nominated for election to be held at the AGM (for the election to take place this list shall be circulated no later than ten (10) calendar days in advance of the AGM. A candidate for election must be nominated 14 calendar days in advance of the date of the AGM. Details of who has proposed and seconded the candidate shall also be provided.)
- g. And in general, any relevant papers for decisions during the AGM.

9.2.2. AGM Agenda

The Agenda of the AGM shall consist of the following:

- a. The General Secretary shall count the Representatives and the number of vote(s) for each Team. The list shall mention the attending Team and confirm the Quorum. No business shall be transacted at any AGM unless a Quorum of Teams is present.
- b. Welcome by the President.
- c. Adoption of Advisory orders
- d. Consider and approve, with or without amendment, the minutes of the previous AGM.
- e. Receive the President's Report
- f. Receive the Committees Reports
- g. Receive the accounts and balance sheet of SI for the preceding financial period, the forecasted budget for the next year and the auditor's report
- h. Elections of the: (I) Officers of SI (II) The Board (III) Auditors of SI, who shall be independent of SI
- i. Ratification of the Regional Association and Fastpitch Ireland Board members
- j. Motions or amendments of which notice has been received.
- k. Other Business

9.2.3. No business other than that stated in the notice shall be transacted unless notice thereof shall have been given in writing to the General Secretary of SI at least ten (10) days prior to the meeting.

9.2.4. Voting Process

- a. Proxy votes will be accepted, by the Secretary General up to 24 hours in advance of the scheduled meeting, from teams based in regions other than that hosting the AGM. Such teams will count towards the quorum of the meeting. A proxy vote may only be cast by a designated Representative of a team.
- b. All other voting shall be decided by a show of hands (save where a secret ballot is requested pursuant by a simple majority of the Members present and entitled to vote.
- c. The Chairman shall arrange a vote by secret ballot, under the scrutiner's supervision, for Election of Officers, Election of Board Executives, and any case he may deem necessary or were requested by most of the Representatives present and entitled to vote at the AGM.
- d. At any AGM, any vote will be decided by a simple majority of votes cast and in the case of an equality of votes the Chairman of the Meeting shall have a casting vote.

9.2.5. Right to Vote at the AGM

- a. Designated Representatives, entitled to vote on behalf of a team, must be a registered member of the given Team for the most recent season.
- b. Each fully paid-up Team in accordance with Article 6 shall have one vote. A Team must be fully paid-up at least 30 calendar days in advance of the AGM in order to vote.
- c. Each Team shall designate a Representative to attend the AGM. The Team shall advise the General Secretary in advance of the AGM or otherwise promptly upon request of the identity of the Representative(s) who shall be entitled to vote on behalf of the team. A Representative shall only be entitled to attend and vote on behalf of One (1) Team at any AGM.
- d. Unless designated as Representative(s) of a Team at a meeting, the Officers of SI shall not have a vote. The President shall have a casting vote only.
- e. The Board Executives may only vote if they are the designated Representative(s) of a Team.
- f. In advance of the establishment of league teams, and to ensure appropriate representation at NGB level, the Fastpitch National Women's Team will be given one vote at SI AGMs, subject to the same rules as all other team.

9.2.6. Right to Attend the AGM

- a. Each fully paid-up Player in Good Advisory of SI may attend and speak, subject to the Advisory orders, at the AGM.
- b. Unless designated as Representative of a Team at a meeting, the Player shall not have a vote.

9.2.7. Quorum at an AGM

The Quorum for an AGM shall be 50% of the fully paid-up Teams in accordance with Bye-Law 7 entitled to attend and vote at a AGM.

9.2.8. Decisions of the AGM

The decisions determined during any AGM shall ordinarily come into force with immediate effect and no later than three months of the completion of the AGM. The AGM may determine the date a decision shall come into effect case by case.

9.2.9. Minutes of the AGM

A record of the meeting shall be kept by the General Secretary who shall make available a copy of the minutes within six weeks of the completion of the AGM to all Players, Teams and Regional Association in Membership of SI. The minutes of the AGM shall be signed by the President and General Secretary at the next meeting.

ARTICLE 10 EGM

10.1. An EGM of SI may be called for any purpose, when.

- a. so, directed by 75% of all fully paid-up Team entitled to attend and vote at a AGM or
- b. by the written request of 75% all fully paid-up Team entitled to attend and vote at an AGM
- c. If so, directed by the Board.
- d. Proxy votes will be accepted, by the Secretary General up to 24 hours in advance of the scheduled meeting, from Teams based in regions other than that hosting the EGM. Such teams will count towards the quorum of the meeting. A proxy vote may only be cast by a designated Representative of a team.

10.2. Notice of the purpose for which the EGM is being convened shall be notified to all Players, Teams and Regional Associations at least six (6) weeks prior to the date fixed for the EGM unless in the case of extreme emergency, a shorter period of notice may be given.

10.3. The short notice provisions relating to the calling of an EGM may not be used if the purpose of the meeting is to amend these Bye-Laws.

10.4. Supporting papers for any decision to be made shall be published on the SI Webpage to Players, Teams and Regional Associations in advance of the EGM as far as practically possible but not later than ten (10) calendar days in advance.

ARTICLE 11 REPRESENTATION

11.1. SI shall be represented at the Regional Association AGM by the President or their nominated representative from the Board. The SI President or their nominated representative from the Board shall have the right address the Regional Association AGM.

11.2. SI shall have the right to attend a Regional Association Committee meeting by the President or their nominated representative from the Board. The Regional Association is required to provide notice and the agenda of meetings to the SI Secretary.

ARTICLE 12 INTERPRETATION

12.1. In the event of doubt arising at any time on any matter not provided for herein, or as to the meaning or construction of these Articles, the Board shall determine same

12.2. These Articles shall in all respects be governed by and construed in accordance with the Law of the Republic of Ireland and any dispute arising thereunder shall be subject to the exclusive jurisdiction of the courts of the Republic of Ireland. The official text of these Articles is in English. If these Articles are translated into or made available in other language(s) the English Language version shall prevail to the extent of any conflict between the English Language version and any version in another language.

ARTICLE 13 DISCIPLINARY MATTERS / ANTI-DOPING

- 13.1. Disciplinary matters are conducted in accordance with the Regulations and the SI Complaints and Disciplinary Rules and Procedures.
- 13.2. The anti-doping rules of SI are the Irish Anti-Doping Rules as published by the Sport Ireland and as amended from time to time by the Sport Ireland. SI accepts the right of WBSC, the Irish Sports Council, the Sport NI, the Olympic Federation of Ireland, or duly authorised representatives of such bodies, to dope test, in accordance with law, any competing Member both in-competition and out of competition (i.e. un-announced testing).
- 13.3. It shall be a fundamental condition of membership of the Company, in addition to any other provisions concerning membership and the various categories of membership as laid down in these Articles that Members submit to and comply with any dope testing by SI or any of the bodies referred to in Article 13.2.
- 13.4. Members are strictly and solely responsible for ensuring compliance for themselves with the Irish Anti-Doping Rules and/or any other anti-doping rules published by WBSC, the Olympic Federation of Ireland, Sport Ireland or the Sport NI from time to time and Members recognise and agree that SI has no liability of any kind whatsoever in this regard.

ARTICLE 14 CESSATION/SUSPENSION/EXPULSION OF MEMBERSHIP

- 14.1 A Member shall forthwith cease to be a Member if they fail to pay any application fee or subscription or other contribution for which he becomes liable whilst they are a Member within the period laid down by the Board for any such payments.
- 14.1. If any member is injurious to the character or interests of SI or refuse to comply with these Articles, the member may be expelled from membership of SI. In this instance, the Board will meet for the specific purpose to suspend the member. The member can be suspended indefinitely or for a limited time. The member will have fourteen (14) days' notice of this meeting and can attend the meeting to defend their actions. The Board must vote on the suspension and at least three-fourths (75%) must agree with the decision. The voting will be done without the member present. Notice under this Article shall be deemed to have been served and delivered if it is sent by email.

ARTICLE 15 AMENDMENTS TO THE CONSTITUTION

- 15.1. Amendments to this Constitution may be considered at an AGM or EGM called for the purpose of amending the Constitution.
- 15.2. Proposed amendments to the Constitution must be published in writing (either electronically or in hard copy) to all Members of SI at least six (6) weeks in advance of the date of the AGM or EGM.
- 15.3. No amendment to the Constitution shall be made unless agreed by a 75% majority of the Representatives present and entitled to vote at the AGM or EGM.

ARTICLE 16 REGIONAL ASSOCIATIONS

- 16.1. A Regional Association means a group of slowpitch Players, Teams, or similar organisation (including schools) which have been delegated the authority by SI and meet the membership requirements as set out in the Regulations. All Regional Associations must comply with the Constitution and Regulations of SI. The slowpitch Regional Associations recognised by Softball Ireland are listed in the Regulations.
- 16.2. A Regional Association may be suspended (but not expelled) from Softball Ireland Membership by the Softball Ireland Board as an interim measure pending the formation of an independent review committee should the Board form the opinion that the Region no longer complies with the SI Regulations.

The Objectives, functions and responsibilities of a Regional Association are set out in the SI Regulations.

16.3. Representation

- a. The Regional Association shall nominate a Softball Ireland Board Member who may serve for a term of one year in accordance with these Articles. The nominated person must be an Officer (Chairperson, Secretary or Treasurer) of the Region. The Regional Association representative will have the responsibility to report on Regional activities to SI and SI decisions/activities to the regional Association.

16.4. Interpretation

- a. 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 Regional Association Constitution, the Softball Ireland President shall be requested to determine same in accordance with this constitution.

ARTICLE 17 Regulations

- 16.1 The SI Regulations relating to the Game and General Regulations binding on all Players, Teams and Regional Associations.
- 16.2 Proposed Alterations to the Regulations.
- a. Proposed alterations to the Regulations to be considered by the Board shall be sent by Players, Teams or Regional Associations to the Board by February 1 of each year and shall be forwarded by the Secretary to each Team and Regional Association within 10 days thereafter.
 - b. 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. The Board, in considering any duly submitted proposal to alter the Regulations and proposed amendments thereto may modify, alter and amend such proposals provided a majority of the Board has been obtained, and such modified, altered or amended proposals shall thereafter be incorporated as part of the Regulations.
 - d. Alterations to the Regulations approved by the Board shall take effect two weeks from the date they are publicised on the SI website and issued to Teams and Regional Associations.

ARTICLE 18 BASEBALL SOFTBALL IRELAND

Softball Ireland is a member organisation of Baseball Softball Ireland (BSI), and will be represented on the Council of that body by the SI President and two other members of the Board.