



Irish Amateur Archery Association CLG

trading as

Archery Ireland

Constitution, Memorandum and Articles of Association

1. Definitions and Interpretations

Any definition below shall be read in the singular or plural as appropriate. Where there is any doubt as to the meaning of a word, in the absence of a definition, it shall be read in context and interpreted in line with the ordinary meaning of the word.

Act	means the Companies Acts 2014-2022 and every statutory modification, amendment or re-enactment thereof from the time being in force
Affiliation Fee	means the affiliation fee payable by any Club as outlined in the Affiliation, Membership & Fees Policy
AGM	means the Annual General Meeting of the Association
Association	means Irish Amateur Archery Association Company Limited by Guarantee
Board / Board of Directors	The National Executive Committee (NEC) shall be the Board of Directors of the Association.
CAS	means the Court of Arbitration for Sport
Code of Ethics	means the joint Code of Ethics and Good Practice for Children's Sport published by the Irish Sports Council and the Sports Council for Northern Ireland in [2000] and as amended from time to time
Company	means Irish Amateur Archery Association Company Limited by Guarantee
Company Director / Director	Any member of the NEC/Board of Directors
Delegate	Means any Individual Member of the Association who is nominated by their Member Club to represent them and to speak on their behalf at an AGM or EGM . A delegate must be an Individual Member of the Member Club for a minimum period of six (6) months, be aged 18 or older on the date of the AGM or EGM , and be in good standing with the Association .
EGM	means an Extraordinary General Meeting of the Association
Elector	Means any Individual Member of the Association who has been appointed to vote on behalf of a Member Club at an AGM or EGM . An Elector must be an Individual Member of the Member Club for a minimum period of six (6) months, be aged 18 or older on the date of the AGM , and be in good standing with

	the Association .
Individual Member	means any Person who is a fully paid member of the Association and a member of a Member Club , or who is an appointed member of the NEC
Member Club	means any Club which is a member of the Association as defined in the Affiliation, Membership and Fees Policy
Membership Fee	means the fee payable by any Individual Member as outlined in the Affiliation, Membership & Fees Policy
National Committee	Means the National Committee of the Association
National Executive Committee / NEC	Means the National Executive Committee of the Association and also the Board / Board of Directors
Normally Resident	Means lives in the jurisdiction referred to. This includes any person living in temporary accommodation or emergency accommodation. It applies equally to all persons irrespective of their Citizenship. Studying abroad or serving with the Armed Forces of a nation recognised by the United Nations will not exclude a person from being considered Normally Resident if but for said study or military service this definition would have applied.
Officer / Officeholder	Means a member of the National Committee
Policies & Procedures	mean the written rules, laws, bye-laws, policies and procedures of the Association , however described.
Written / In writing	Means physical correspondence sent to the Registered Address of the Association , or by email only to a prescribed, official Association email address.

1. Name

- a. The name of the **Company** shall be “Irish Amateur Archery Association Company Limited By Guarantee” or “Irish Amateur Archery Association CLG”.
- b. The **Company** shall trade under the style and title of “Archery Ireland” in English and “Boghdóireacht Éireann” in Irish. Archers representing the Association shall be identified by either of the preceding names. The style and title may in appropriate circumstances be referred to internally as “AI” or “the **Association**”.

2. Status

- a. The **Company** is a non-profit entity limited by guarantee, number 094476, and not having a share capital.
- b. The **Company** shall act as the governing body for archery in Ireland and shall abide by the World Archery constitution and rules of shooting.
- c. The registered office of the **Company** is Irish Sport HQ, National Sports Campus, Blanchardstown, Dublin 15, D15 EPN4, Ireland or such other location as may be decided upon by the **National Executive Committee** as necessary.

3. Objects

The primary objects of the Company, shall be to encourage, promote, develop and manage archery throughout Ireland, amongst all sections of the community, in conformity with Olympic principles, World Archery (WA) and World Crossbow Shooting Association (WCSA) rules and the Company shall have the following powers exercisable in furtherance of the said objects but not otherwise:

- a. To develop and implement programs and practices aimed at improving access and equity in all areas of participation and administration by providing for the holding of courses for the instruction and teaching of archery to coaches, instructors, archers and any other persons, and for the holding of meetings, lectures and classes calculated directly or indirectly to further the objects of the Association.
- b. To promote and organise or assist in promoting and organising the holding of archery meetings, championships, competitions, demonstrations and events, to select or nominate competitors to represent the Association and Ireland and to enter into any agreements and to make any arrangements which may be necessary or convenient in connection therewith or with any of the objects of the Association and to do all or any of the above things either alone or in conjunction with any other person or persons or any other body.
- c. To lay down and enforce Policies and Procedures covering all aspects of archery (subject otherwise to the Rules of World Archery), to improve the management and performance of archery and to define the status and prescribe the conduct of archery, and to deal with any abuses in archery.
- d. To promote a drug free sport by enforcing an Anti-Doping Policy in conformity with Anti-Doping Rules published by Sport Ireland, Sport Northern Ireland and by WADA (the World Anti-Doping agency), as amended from time to time.
- e. To promote a safe sport by applying Garda Vetting through the National Vetting Bureau in accordance with the requirements of the National Vetting Bureau (Children & Vulnerable Persons) Acts 2012 to 2016 and every statutory modification, amendment or re-enactment thereof from the time being in force.
- f. To apply, promote and enforce Safeguarding Guidance for Young People in Sport as published by Sport Ireland and Sport NI, and as amended from time to time.
- g. To unite all Irish World Archery clubs and assist in the formation of new clubs in schools, colleges and in the wider community.
- h. To set up and maintain a single Judging structure for archery in Ireland in association with, and in accordance with the rules of, World Archery.
- i. To set up and maintain a single coaching structure in Ireland in association with Sport Ireland Coaching.
- j. To arrange:
 - i. Irish National Championships - Indoor Target, Outdoor Target, Field, and 3D
 - ii. Irish Open Championships - Indoor Target, Outdoor Target, Field, and 3D

- k. To maintain a calendar of events
- l. To maintain National Records of scores as may be required
- m. To maintain a register of Archery Ireland members, from which archers may be selected to represent Ireland in international competitions or events in accordance with the Selection Policy and/or Nomination Policy.
- n. To select and manage individual archers and teams competing in International Tournaments in accordance with the Selection Policy and/or Nomination Policy.
- o. To encourage and maintain high standards of sporting behaviour in archery.
- p. To publish Company information in accordance with the Act.
- q. To arrange demonstrations and exhibitions related to archery and other related subjects of interest to members and to other groups or members of the public as considered appropriate to promote and develop the sport of archery in Ireland.
- r. To seek, accept and collect grants, subscriptions and donations and generally to manage, invest and expand all monies and property belonging to the Association.
- s. To give prizes, medals and other awards and to accept and to receive gifts or property of any description for or towards all or any of the objects of the Association.
- t. To maintain books of accounts and records of financial transactions as may be deemed necessary and ensure that these are audited annually.
- u. To liaise with bodies such as Sport Ireland, Sport NI, the Olympic Federation of Ireland, Paralympics Ireland, the Federation of Irish Sport and World Archery as may be thought desirable.
- v. To manufacture, purchase and sell items related to the sport of archery in Ireland.
- w. To acquire in any manner, (including acquisition by purchase out of the funds of the association), and hold any lands, buildings and hereditaments and any rights easements, or interest therein or thereover, and any chattels or other moveable property which may desirable to hold as investments with a view to provision out of rents and profits thereof of funds applicable for the maintenance or preservation of any part of the association's property or for any particular purpose of the Association or for its general purposes.
- x. To do all such other lawful things as are incidental or conducive to the attainment of the objects of the Association.

4. Liability

- a. The Liability of the **Members** is limited.
- b. Every **Individual Member** of the association undertakes to contribute to the assets of the **Association**, in the event of the same being wound up while they are an **Individual Member**, or within one year after they cease to be an **Individual Member**, for payment of the debts and liabilities of the **Association** contracted before they cease to be an **Individual Member**, and of the costs, charges and expenses of winding up, and for the adjustment of the rights of the contributories among themselves such amount as may be required not exceeding €2.
- c. If upon the winding up or dissolution of the association there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the **Individual Members** of the **Association**, but shall be given or transferred to some other not-for-profit institution or institutions having objects similar to the objects of the **Association**, and which shall prohibit the distribution of its or their income and property among its or their **Individual Members** to an extent at least as great as is imposed on the **Association**, such institution or institutions to be determined by the **Electors** of the **Association** at or before the time of dissolution, and if and so far as effect cannot be given to such provision, then to some charitable object.
- d. The income and property of the **Association** shall be applied solely towards the promotion of its objects as set forth in the memorandum of association and no portion thereof shall be paid or transferred, directly or indirectly, by way of dividend, bonus or otherwise however by way of profit, to **Individual Members** of the **Association**. Provided that nothing herein shall prevent any payment in good faith by the **Association** of reasonable and proper remuneration to any **Individual Member**, officer or servant of the **Association** for any services rendered to the **Association**.

5. Subscribers

We, the several persons whose names and addresses are subscribed are desirous of being formed into a company in pursuance of this memorandum of association.

Names, addresses and descriptions of subscribers:

Philip Early (President)
Sports HQ
National Sports Campus
Abbotstown,
Dublin 15

Aisling Louis (Honorary Secretary)
Sports HQ
National Sports Campus
Abbotstown,
Dublin 15

Oskar Ronan (Honorary Treasurer)
Sports HQ
National Sports Campus
Abbotstown, Dublin 15

Joan Kennedy Kelly (Vice President)
Sports HQ
National Sports Campus
Abbotstown, Dublin 15

Vacant (Communications Secretary)
Sports HQ
National Sports Campus
Abbotstown, Dublin 15

Adopted at AGM of Archery Ireland on 12th October 2023

6. Membership

- a. For the purpose of registration, the number of **Individual Members** or **Member Clubs** of the **Association** is declared to be unlimited
- b. Membership of the **Association** shall not be transferable by act of the **Member**, or the death or dissolution of the **Member** or by operation of law.
- c. Membership of the **Association** is not an automatic right. All **Member Clubs** and **Individual Members** have both rights and responsibilities. Membership is voluntary, and accepting membership is conditional on the Individual or Club agreeing to and accepting and abiding by this Constitution and by all of: -
 - the **Policies and Procedures** of Archery Ireland
 - The Rules of
 - World Archery (WA)
 - Sport Ireland
 - Sport NI
 - The World Anti-Doping Agency (WADA)
 - The Olympic Federation of Ireland
 - Paralympics Ireland
- d. The **Association** may affiliate with any organisation having objectives and purposes similar to that of the **Association** to further the interests of archery in Ireland.
- e. The **National Executive Committee** may at its discretion decline an application for membership, to a Club or an Individual, pursuant to the full terms and conditions of this Constitution and the **Policies and Procedures** of the **Association**, providing the basis for its declinature in writing, in which case any monies paid to the **Association** along with copies of any forms submitted to the **Association** will be returned.
 - i. The decision to decline an application for membership can be appealed by writing to the **National Executive Committee** in response to the written declinature within 30 calendar days of said declinature, providing details of why the appellant believes the declinature is flawed.
 - ii. The **National Executive Committee** shall then constitute an Application Appeal Committee consisting of five individual **Members** of the **National Committee** and/or **Individual Members** none of whom were involved in the original decision. They will review the original application, the written declinature and the written appeal. They may conduct any additional interviews they consider material and appropriate, and shall make a decision to uphold or reject the declinature, providing details in writing.
 - iii. The decision of the Application Appeal Committee shall be binding and final on both the **National Executive Committee** and the appellant.

A. Member Clubs

- a. Any archery club or similar organisation, applying for membership: -
 - i. must be properly constituted to be eligible to apply for membership of the **Association** as a club, subject to the provisions of this Constitution
 - ii. must apply for membership by completing and submitting a Club Membership Application Form to the Membership Secretary of the **Association**.
 - iii. must intend to be an active member of the **Association** and participate in **Association** events and have as its core aims the objects of the **Association**.
 - iv. Must have its own bank account and payments from this bank account to any person or organisation must require authorisation by a minimum of two named signatories
 1. Third Level Educational Institution clubs may delegate this to their Educational Institution
 - v. Must agree to maintain all of their Club's membership details on the **Association's** electronic record system
- b. Any club applying for or maintaining membership of the **Association**: -
 - i. must comply with the provisions of this Constitution and continue to agree to abide by it and the **Policies and Procedures** of the **Association**.
 - ii. must have its own Constitution which is consistent with this Constitution and must be available to their members.
 - iii. Must: -
 1. within 30 days of their AGM, update all Club Roles in the **Association's** electronic record system to reflect their current Committee
 2. When affiliating/re-affiliating, provide the **Association** with a copy of the notice of their AGM supplied to each of their members in advance of their AGM. This notice of AGM must refer to the Agenda of the AGM including their Club Treasurer's Report / Financial Statement, and the election of Officers of the Club. It must also include their Club Constitution (or a link to it) for the perusal/review of their members.

B. Individual Members

- a. A person aged 18 years or over is eligible to apply to be an **Individual Member** of the **Association**
 - i. They will be required to sign the Code of Conduct for Adults
- b. A person under the age of 18 years is eligible to apply to be an **Individual Member** of the **Association** provided that their application is also signed by a parent or guardian.
 - i. They will be required to sign the Code of Conduct for Children
 - ii. Their Parent(s)/Guardian(s) will be required to sign: -
 1. The Code of Conduct for Parent(s)/Guardian(s)
 2. The Activities Consent Form in respect of the Under 18 person
 3. The Photo/Video consent form in respect of the Under 18 person
- c. Every **Individual Member** is required to be a member of a **Member Club**
 - i. They can be members of more than one **Member Club** but must nominate their Primary Club.
 - ii. Where an **Individual Member** is a member of more than one **Member Club**, they will automatically be allocated to their Primary Club when entering Archery Ireland competitions, but they are free to represent any **Member Club** of which they were a member when the shoot notice was issued.
 - iii. They can freely participate in Archery with clubs from any other organisation.
- d. No person will be eligible for membership if they have been convicted of any criminal offence(s) which the **NEC** reasonably consider represents a prima facie risk of harm to any member of, or the assets of, the **Association** or to the reputation of the **Association** or the sport of archery.
 - i. This membership clause shall apply irrespective of whether or not they are seeking to occupy a role for which Garda Vetting is required.
- e. Applications for membership must be made online using the **Association's** electronic record system.
- f. Only an **Individual Member** who is **Normally Resident** in the Republic of Ireland or Northern Ireland, or is a holder of an Irish Passport, may be the holder of a National Championship Title.

7. Management of the **Association**

THE NATIONAL EXECUTIVE COMMITTEE

- a. The day-to-day management of the **Association** affairs shall be under the control of the **National Executive Committee (NEC)** to be administered in accordance with this Constitution.
- b. The **NEC** shall have the power to make such decisions as it thinks fit for the wellbeing of the **Association** and archery that are not inconsistent with this Constitution.
- c. The **NEC** shall have the same powers of administration, management and control of the property of the **Association** for the objects of the **Association** as if they were absolute owners beneficially entitled thereto.
- d. All decisions of the **NEC** shall be binding upon the **Member Clubs** and **Individual Members** alike.
- e. The **NEC** shall consist of five (5) elected **Directors** of the **Association**, (the President, Honorary Secretary, Honorary Treasurer, Vice President and Communications Secretary), and up to five (5) additional **Directors** appointed by those elected members.
 - i. Those additional **Directors** of the **NEC** appointed by the elected **Directors** can be appointed from within or outside of the **Association** for the purposes of governing the affairs of the **Association** in accordance with the **Act**. The functions of Company Secretary or Company Treasurer can be delegated to an appointed **Director** but the responsibility shall remain with the elected **Director**.
 - ii. In nominating and approving external members, the elected **Directors** shall have regard to the objective that not less than 40 per cent of the total membership of the **NEC** shall be women and not less than 40 per cent shall be men, and that the membership of the **Board** shall broadly reflect the composition of Irish society.
- f. The **NEC** will meet on a monthly basis, or more often if they see fit, and may dispatch business, adjourn and otherwise regulate their meetings as they think fit. Questions arising at any meeting shall be decided by a majority of votes. Where there is an equality of votes, the **President** shall have a second and casting vote.
- g. The quorum for a meeting of the **NEC** shall be three (3) elected **Directors** or 60% of the **NEC** (provided there is a minimum of three (3) elected **Directors**), whichever is the greater. The **NEC** shall meet in person or remotely by telephone, video call, online meeting platform or similar (which shall for the avoidance of doubt count as “present”), as long as all participants can hear each other clearly.
- h. The President shall preside as Chairperson at any meeting of the **NEC**. If the President is not present within fifteen (15) minutes, the Vice President shall preside. If neither is present, those **NEC** members present shall appoint one of the elected members to be Chairperson at their meeting.
- i. The **NEC** may make decisions in urgent situations outside of a scheduled meeting, subject otherwise to the Quorum requirements outlined in this Constitution, but such decisions shall be ratified at the next meeting and minuted accordingly.

- j. The **NEC** may at any time by Power of Attorney appoint any company, firm, person or body of persons, whether nominated directly or indirectly by the **NEC**, to be the Attorney or Attorneys of the **Association** for such purposes and with such powers, authorities and discretions (not exceeding those vested or exercisable by the **NEC** under these Articles) and for such period and subject to such conditions as they may think fit, and any such powers of attorney may contain such provisions for the protection and convenience of persons dealing with such Attorney as the **NEC** may think fit, and may also authorise any such attorney to delegate all or any of the powers, authorities and discretions vested in them.
- k. Outgoing members of the **NEC** should endeavour to work with the incoming members of the **NEC** to facilitate a smooth transition. The outgoing members should remain available to attend **NEC** meetings upon invitation for up to six (6) weeks after the **AGM** or **EGM** at which their replacement was elected. During this period the outgoing members of the **NEC** shall not hold an elected office and shall not have any voting rights.
- l. The term of office of the President is two (2) consecutive years. This term of office shall be preceded by one (1) year as Vice President and followed by one (1) year as Vice President.
- m. The Term of Office for the Honorary Secretary, Honorary Treasurer and Communications Secretary shall be two (2) consecutive years.
- n. The positions of Honorary Treasurer and Communications Secretary should be due for election at the same **AGM**, and the position of Honorary Secretary should be due for election at the intervening **AGM**.
- o. Where a **Company Director** role becomes vacant outside of the standard term, the **NEC** may appoint another person to fill the role as it sees fit. Where this is for an elected **Director**, such an appointment shall be proposed for ratification at the next **AGM** or **EGM**. In either case, the scheduled rotation of roles and elections should be maintained.
- p. The maximum number of consecutive terms of office in a specific role should be two (2) and the maximum number of consecutive terms of office on the **NEC** shall be four (4). However, if there are no candidates for elected office nominated in advance of an **AGM**, the current **NEC** member can remain in office.
- q. If an **AGM** or **EGM** fails to nominate or elect a President or Honorary Secretary or Honorary Treasurer, the remainder of the **NEC** can appoint one of their members to such office.
- r. Only **Individual Members** shall be eligible for election to the **NEC** roles of President, Vice President, Honorary Secretary, Honorary Treasurer or Communications Secretary.

8. POWERS AND DUTIES OF THE NEC

Without prejudice to the generality of the rest of this Constitution, the **NEC**'s powers shall include the following:

- a. To oversee and supervise the objects of the **Association**
- b. To keep an up-to-date register of **Member Clubs** and **Individual Members** of the **Association**
- c. To make decisions in urgent matters relating to the **Constitution**. Any such decisions shall be reported to the next **AGM** or **EGM**.
- d. To summon an **EGM** of the **Association** to either propose an amendment to this **Constitution** or to discuss any matter they consider to be sufficiently urgent and requiring a vote.
- e. To represent the interests of the **Association** with government departments, and any other bodies and/or organisations whose functions are complementary to or beneficial to the **Association**.
- f. To foster and develop links with other International Associations, Federations and non-governmental organisations as it considers appropriate.
- g. To adopt and approve an annual budget
- h. To control and apply the finances of the **Association** and to incur any expenses may be considered necessary to further the interests of the **Association**
- i. To appoint the **Association's** financial auditors
- j. To determine the amount of the Annual Subscription to be paid by members of the **Association** and the period within which such payments must be made.
- k. To levy, charge, collect and receive Annual Subscriptions, levies, fees and other payments from persons whether members of the Association or not and expend the same in furthering any or all of the objects of the **Association**
- l. To authorise the purchase, or taking on lease, licence or otherwise any property (real or personal) and to authorise the sale, exchange, disposal, lease, licence, charge, or other disposition or dealing with any such property
- m. To appoint one or more of its members or any other person or persons, whether a body corporate or otherwise, as it may decide to act in legal proceedings in the name of and on behalf of the **Association** on such terms if any, as it may decide
- n. To appoint officers to the **National Committee** as it considers appropriate to assist with the management of the **Association**.
- o. To allocate and determine the scope, powers, duties and responsibilities of the various **National Committee Officers** and to document and agree them with the **officeholders**
 - i. The **NEC** and **NC** may meet together for the dispatch of business, adjourn and otherwise regulate their meetings as they think fit. Questions arising at any meeting shall be decided by a majority of votes. Where there is an equality of votes, the Chairperson shall have a second and casting vote.
 - ii. The President shall preside as Chairperson at any meeting of the **NEC** and **NC**. If the President is not present within fifteen (15) minutes, the Vice President shall preside. If neither is present, those **NEC** and **NC** members present shall appoint one of their number to be Chairperson at their meeting.
- p. To appoint, and wind up Sub-Committees or Working Groups as and when it considers appropriate and to delegate to such bodies the powers and duties it deems appropriate and necessary.

- q. To provide administrative and technical guidance and support to **Member Clubs** and **Individual Members** where possible.
- r. To provide **Member Clubs** and **Individual Members** with a copy of this **Constitution** and the **Policies and Procedures** on being admitted to the **Association**.
- s. To determine and publish **Nomination Criteria** to represent Ireland for the Olympics, Paralympics, European Games, and World University Games.
- t. To determine and publish **Selection Criteria** to represent Ireland in International Competition other than those for which **Nomination Criteria** apply.
- u. To appoint the Team Manager and/or Coach(es) for all International Teams and Squads in accordance with the **Policies and Procedures**.
- v. To ensure that such **Policies and Procedures**: -
 - i. as are required or recommended to ensure the **Association** is run in accordance with any Governance requirements, and;
 - ii. as may be required to ensure equity for all **Member Clubs** and **Individual Members**are in force, published and distributed to all **Member Clubs** and **Individual Members**

9. ELECTION OF THE NEC

- a) The **Association** shall, as the roles become available for election, elect eligible **Individual Members** to occupy the roles of:-
- (1) President
 - (2) Honorary Secretary
 - (3) Honorary Treasurer
 - (4) Communications Secretary
 - (5) Vice President
- b) The Role of President shall be electable at the **AGM** commencing the current President's second year. The President elect shall automatically hold the office of Vice President for the one (1) year period remaining on the current President's term, and also for the one (1) year period following the completion of their own two (2) year term as President.
- c) The two (2) year term of office of the Honorary Secretary shall commence at the same time as the Vice President's first year in office.
- d) The two (2) year term of the Honorary Treasurer shall commence at the same time as the President's first year in office.
- e) The two (2) year term of office of the Communications Secretary shall commence at the same time as the President's first year in office.
- f) A candidate for an elected position must meet all of the following criteria: -
- i) Be aged 18 or older on the date of the **AGM** or **EGM**
 - ii) Be an **Individual Member** of the **Association** for a minimum period of the last 12 consecutive months
 - iii) Be in good standing with the **Association**
 - iv) Be prepared to sign the Code of Conduct for Directors
- g) Any candidate for election as a member of the **NEC** shall have been proposed and seconded by **Individual Members**. Such nominations shall be notified **in writing** to the Honorary Secretary at the Registered Office of the Association, or by email to Secretary@Archery.ie no less than seven (7) days before the day of the **AGM** or **EGM**.
- h) In the event of there being insufficient nominations for the electable positions, further candidates may be proposed and seconded at the **AGM** or **EGM**.
- i) In the event that there are insufficient nominations in advance of, or at, the **AGM** or **EGM**, the remaining members of the **NEC** may appoint any person to the position within 30 days of the **AGM** or **EGM** and shall confirm that appointment to the **Member Clubs** and **Individual Members** within 14 days of that appointment.

10. DISQUALIFICATION OF MEMBERS OF THE NEC

- A. Any person shall be ineligible for membership of the **NEC** if they:
- i. Are adjudged to be bankrupt in any jurisdiction
 - ii. Become of unsound mind
 - iii. Refuse to sign the Code of Conduct for Directors and Members of the National Executive Committee
 - iv. Are disqualified from acting as a Company Director in any jurisdiction
 - v. Resign their position by giving notice of resignation in writing to the **NEC**
 - vi. have been convicted of any criminal offence(s) which the **NEC** reasonably consider represents a prima facie risk of harm to any member of, or the assets of, the **Association** or to the reputation of the **Association** or the sport of archery.
 1. This membership clause shall apply irrespective of whether or not they are seeking to occupy a role for which Garda Vetting is required.
- B. The **NEC** may by a majority of its members remove any member of the **NEC** for ongoing failure to perform their duties, or for breach of the Code of Conduct for Directors and Members of the National Executive Committee.

11. Meetings

- A. Annual General Meeting
- a. The **AGM** of the **Association** will be held annually no later than the 31st October
 - b. The **AGM** may be held at any location, including online, as the **NEC** shall determine, and as permitted by law.
 - c. Notice of the **AGM** shall be issued to all **Individual Members** by email at least twenty eight (28) days prior to the **AGM**
 - d. The accounts of the **Association** shall be audited and an abstract thereof shall be circulated to the **Individual Members** with the notice of the **AGM**
 - e. The draft minutes of the previous **AGM** shall be circulated to the **Individual Members** with the notice of the **AGM**
 - f. Notice of the **AGM** shall include a copy of the Code of Conduct for Directors and Members of the **NEC**
 - g. Notice of the **AGM** shall confirm which elected **NEC** roles are due for election, and shall invite **Individual Members** to be both nominated and seconded by other **Individual Members**. Nominations must be sent **In Writing** to Secretary@Archery.ie no later than seven (7) days prior to the **AGM**

- h. Notice of the **AGM** shall invite **Member Clubs** to propose any amendments they see fit to this Constitution or to any of the **Policies and Procedures** of the **Association**. Such proposed amendment must include the rationale behind the proposal and must be sent **In Writing** to Secretary@Archery.ie no later than fourteen (14) days prior to the **AGM**
 - i. No proposal which is inconsistent with the **Act** or any Legislation can be put to an **AGM**
 - ii. No proposal which is inconsistent with the requirements of Sport Ireland, Sport NI, the Olympic Federation of Ireland, Paralympics Ireland, WADA, or World Archery can be put to an **AGM**
 - iii. No proposal in relation to a named or identifiable person can be put to an **AGM**, other than in connection with a proposal for Honorary Membership, or nomination for election.
- i. Notice of the **AGM** shall invite **Member Clubs** to propose one (1) **Elector** and one (1) **Delegate** for the **AGM** no later than three (3) days prior to the **AGM**
 - i. The **Elector** and **Delegate** can be the same person
 - ii. The **Member Club** must clearly state who will represent them and in what capacity
 - iii. Each **Member Club** can nominate a stand-by **Elector** or **Delegate** who will act in this role in the event that the originally nominated person, for any reason, is not present at the **AGM** when the quorum is called.
 - iv. Where an originally nominated **Delegate** or **Elector** attends the meeting within 15 minutes of the commencement of the **AGM**, the **Member Club** may at its discretion decide which of the originally nominated or stand-by members will act in these roles. If the originally nominated person is more than 15 minutes late and a stand-by is already in place, the stand-by will remain in position for the remainder of the **AGM**
 - v. If a **Member Club** has both a **Delegate** and **Elector** at an **AGM**, and the **Elector** is not available at the time of a vote, their voting rights can be passed to the **Member Club Delegate** or stand-by **Elector** or stand-by **Delegate**.
- j. The Agenda for the **AGM** shall be issued **In Writing** to the **Individual Members** no later than three (3) days prior to the **AGM**
- k. The President of the **NEC** shall act as Chairperson for the **AGM**, and the **NEC** shall appoint another member to act as minute taker, and another to act as an adjudicating officer in relation to Points of Order.

- l. The quorum for an **AGM** of the **Association** shall be one fifth of **Member Clubs**.
- m. No business shall be transacted at the **AGM** unless a quorum is present.
 - i. If within thirty (30) minutes of the scheduled start time of the meeting a quorum is not present, then the Chairperson shall adjourn the **AGM** to a date, time and venue within fourteen (14) days as they may determine.
 - ii. If at such an adjourned meeting a quorum as above defined is not present within fifteen (15) minutes of the scheduled start time, those present shall be a quorum.
 - iii. No new matters can be brought before an adjourned **AGM**
 - iv. The Chairperson may, as they determine necessary to conduct the efficient business of the **Association**, adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. If at such an adjourned meeting a quorum is not present, those present shall be a quorum.
- n. The **Association** shall at each **AGM**, or at any adjournment thereof, transact the following business:
 - i. Consider and approve, with or without amendment, the minutes of the previous **AGM** and/or **EGM**.
 - ii. Receive a report from the President and adopt or make any order or amendment that may be appropriate
 - iii. Receive the accounts and balance sheet of the **Association** for the preceding financial period and the auditor's report thereon and adopt or make any order that may be appropriate
 - iv. Consider, with or without amendment, accept or reject any amendment or alteration to the Constitution or the **Policies and Procedures** of the **Association** duly proposed.
 - 1. The **Delegate** of the proposing **Member Club** will be invited to speak in support of their proposal to the **AGM** for a maximum time period of five (5) minutes.
 - 2. The Chairperson will then invite one member of the **NEC** and any **Delegate** present to speak in favour or against the proposal, or to ask any questions of the Proposer as may be considered appropriate to the proposal.
 - a. Each of these speakers shall be afforded the same maximum time period as the proposer.
 - b. The proposer may respond briefly to answer questions only
 - 3. When 1 & 2 have been conducted, a vote shall be taken.
 - v. Each **Elector** shall be entitled to one (1) vote.
 - vi. Every motion or election shall require a simple majority to pass. In the event of an even split of votes the Chairperson shall have a casting vote.

vii. Elect **NEC** members

1. A candidate for Election can only be accepted from the floor of the **AGM** if no candidates have been proposed and seconded, and such nomination has not been received **In Writing** by the Secretary of the **NEC** no later than seven (7) days prior to the **AGM**
2. Each Candidate will be invited to confirm that if elected they will sign and uphold the Code of Conduct for Directors
 - a. If they do not agree to this they will be ineligible for election.
3. Each candidate will also be invited to introduce themselves to the **Electors** and speak for a maximum of five (5) minutes in support of their candidacy.
4. The **Electors** and the **NEC** will then be invited to ask relevant questions of the candidates, to which the candidates may answer briefly, but for no more than five (5) minutes.
5. A vote shall be taken after each candidate for a role has been introduced and had the opportunity to take and answer questions.
 - a. The **Electors** will be asked to vote in relation to each candidate.
 - b. The Candidate with the highest number of votes will be considered elected.
 - c. In the event of an even split of votes the Chairperson shall have a casting vote.
 - d. No election of any candidates shall be valid unless that candidate is present at the **AGM** at which that election is held, unless the candidate's absence is for reasons which have been explained to the **NEC** to its satisfaction in advance.
6. In the event that there is only one candidate for a position, the Electors will be asked to vote Yes or No. The candidate will be considered elected subject to them receiving more Yes votes than No votes. If they receive more No votes than Yes votes the role shall be considered unelected at the AGM and the NEC shall have the authority to recruit an Individual Member and appoint them to the role within thirty (30) days of the AGM or EGM, subject to their acceptance of the Code of Conduct for Directors
 - a. Such appointment shall be notified In Writing to all Individual Members within fourteen (14) days of the appointment.
7. If no candidate for an **NEC** role was nominated **In writing** no later than seven (7) days prior to the **AGM**, and no candidate is nominated from the **AGM** within fifteen (15) minutes of the announcement of the election for that role, and a nominated candidate fails to be elected, the role shall be considered unelected at the **AGM** and the **NEC** shall have the authority to recruit an **Individual Member** and appoint them to the role within thirty (30) days of the **AGM** or **EGM**, subject to their acceptance of the Code of Conduct for Directors

- a. Such appointment shall be notified **In Writing** to all **Individual Members** within fourteen (14) days of the appointment.
- viii. No direction given by the **AGM** shall invalidate any prior act or decision of the **NEC**, which would have been valid, if that direction had not been given.
- ix. The Draft Minutes of the **AGM** shall be issued to all **Individual Members** within thirty (30) days of the **AGM** together with an updated version of the Constitution if any changes were made to it, and updated versions of any specific **Policies and Procedures** where changes were made to them.
- o. An **AGM** shall not have power to consider, hear, adjudicate on, set aside, amend or to decide any matter referred to it or any motion proposed in respect of: -
 - i. Any **Individual Member** of the **Association** in any capacity, or any other named or identifiable individual, other clause 11.A.h.iii
 - ii. Any matter relating to the Code of Ethics
 - iii. Any matter relating to employment in either a paid or voluntary capacity
 - iv. Any drug or doping related offence.

The decision of the **NEC** as to whether a matter referred to it or any motion proposed relates to any of the above shall be final and binding on all parties.

B. Extraordinary General Meeting

- a. An Extraordinary General Meeting (**EGM**) can be convened by the President of the **Association**: -
 - i. on being instructed to do so by the **NEC**, or;
 - ii. on receiving a requisition to do so signed by the Secretaries of a minimum of one-third of the **Member Clubs**. Each **Member Club** must have held an EGM in accordance with their own Club Constitution, and must have had a resolution calling for an **EGM** of the **Association**, passed by its own members for a specific motion to be put to the **Member Clubs** of the **Association**.
- b. The motion(s) before the **EGM** must be clearly stated
- c. The **EGM** may be held at any location, including online, as the **NEC** shall determine, and as permitted by law.
- d. Notice of the **EGM** shall be issued to all **Individual Members In writing** at least twenty one (21) days prior to the **EGM**
 - i. Such notice shall state the motion(s) to be considered at the **EGM**
 - ii. No additional motions can be submitted for consideration at the **EGM**
- e. Notice of the **EGM** shall invite **Member Clubs** to propose their **Elector** and **Delegate** for the **AGM** no later than three (3) days prior to the **EGM**
 - i. The **Elector** and **Delegate** can be the same person
 - ii. The **Member Club** must clearly state who will represent them and in what capacity
 - iii. Each **Member Club** can nominate a stand-by **Elector** or **Delegate** who will act in this role in the event that the originally nominated person, for any reason, is not present at the **EGM** when the quorum is called.
 - iv. Where an originally nominated **Delegate** or **Elector** attends the meeting within 15 minutes of the commencement of the **EGM**, the **Member Club** may at its discretion decide which of the originally nominated or stand-by members will act in these roles. If the originally nominated person is more than 15 minutes late and a stand-by is already in place, the stand-by will remain in position for the remainder of the **EGM**
 - v. If a **Member Club** has both a **Delegate** and **Elector** at an **EGM**, and the **Elector** is not available at the time of a vote, their voting rights can be passed to the **Member Club Delegate** or stand-by **Elector** or stand-by **Delegate**.
- f. The **NEC** shall appoint one of their members to act as Chairperson for the **EGM**, another to act as minute taker, and another to act as an adjudicating officer in relation to Points of Order
- g. The Chairperson should not be a person seeking election to any position at that **EGM**
- h. The quorum for an **EGM** of the **Association** shall be one third of **Member Clubs**.
- i. No business shall be transacted at the **EGM** unless a quorum is present.
 - i. If within thirty (30) minutes of the scheduled start time of the meeting a quorum is not present, then the Chairperson shall adjourn the **EGM** to a date, time and venue within fourteen (14) days as they may determine.
 - ii. If at such an adjourned meeting a quorum as above defined is not present within fifteen (15) minutes of the scheduled start time, those present shall be a quorum.

- iii. The Chairperson may, as they determine necessary to conduct the efficient business of the **Association**, adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. If at such an adjourned meeting a quorum is not present, those members being entitled to vote and being present shall be deemed to be a quorum and may do all the business that a full quorum might have done.
- j. No matters can be brought before an **EGM** other than the motion(s) for which it was called.
- k. In relation to each motion brought before the **EGM**, the Chairperson will invite: -
 - i. a member of the **NEC** to propose a motion put forward by the **NEC** where the **EGM** was called by the **NEC**
 - ii. a **Delegate** of a **Member Club** who called for the motion, to propose that motion, where the **EGM** was called following a requisition signed by a minimum of one third of **Member Clubs**
 - iii. The **Delegate**, or member of the **NEC**, will be invited to speak in support of their proposal to the **EGM** for a maximum time period of five (5) minutes.
 - iv. The Chairperson will then invite any **Delegate** present to speak in favour or against the proposal, or to ask any questions of the Proposer as may be considered appropriate to the proposal.
 - v. Where the motion was proposed by a **Member Club** the Chairperson can also invite one member of the **NEC** to speak in favour of or against the motion.
 - 1. Each of these speakers shall be afforded the same maximum time period as the proposer.
 - 2. The proposer may respond briefly to answer questions only
 - vi. When 1 & 2 have been conducted, a vote shall be taken.
- l. Each **Elector** shall be entitled to one (1) vote.
- m. If a notified **Elector** (or stand-by Elector) is not present at the time of a vote, the **Member Club** shall not have a vote.
- n. Every motion or election shall require a simple majority to pass. In the event of an even split of votes the Chairperson shall have a casting vote.
- o. No direction given by the **EGM** shall invalidate any prior act or decision of the **NEC**, which would have been valid, if that direction had not been given.
- p. The Draft Minutes of the **EGM** shall be issued to all **Individual Members** within thirty (30) days of the **EGM** together with an updated version of the Constitution if any changes were made to it, and updated versions of any specific **Policies and Procedures** where changes were made to them
- q. An **EGM** shall not have power to consider, hear, adjudicate on, set aside, amend or to decide any matter referred to it or any motion proposed in respect of: -
 - i. Any **Individual Member** of the **Association** in any capacity, or any other named or identifiable individual
 - ii. Any matter relating to the Code of Ethics
 - iii. Any matter relating to employment in either a paid or voluntary capacity
 - iv. Any drug or doping related offence.

The decision of the **NEC** as to whether a matter referred to it or any motion proposed relates to any of the above shall be final and binding on all parties.

C. Voting at Meetings

- a. Any **Individual Member** shall be entitled to attend an **AGM** or **EGM** of the **Association**.
- b. The **NEC** may invite any member of the **National Committee** or any other professional acting on behalf of the **Association** to attend an **AGM** or **EGM**, and to take questions or issue clarifications as appropriate.
- c. Any motion, and the requirement for a vote, can be withdrawn by the Proposer.
- d. Votes on Motions before an **AGM** or **EGM** shall be by secret ballot.

12 Fiscal Provisions

A Finance

- a. The business of the **Association** shall be managed by the **NEC** who may pay all expenses incurred in promoting and registering the **Company** and may exercise all powers of the **Association**.
- b. The **NEC** may delegate in the absence of the Honorary Treasurer, in its supervision of the activities of the **Association**, the authority to act in urgent financial matters to another **Company Director** of the **Association**. In such a case, the Honorary Treasurer and the **NEC** must be informed at the earliest opportunity of any action that is taken pursuant to such delegated authority.
- c. The complete set of financial accounts and records of the **Association** shall be audited by an outside accounting firm of good standing which shall be appointed by the **NEC** for a fixed term in line with the recommendations of Sport Ireland subject to earlier termination by the **NEC** at any time. The auditors shall be required to deliver a report to the **NEC** on an annual basis in the form of a true and fair audit of the **Association's** finances.
- d. In the event of dissolution of the **Association** for any cause or purpose, all funds and assets remaining after due settlement of all liabilities and claims shall be apportioned and distributed amongst such other charitable institutions, having objectives similar to the objectives of the **Association**, in such proportions as the **NEC** may determine but subject to the express condition that such funds and assets may only be applied in a manner consistent with the objects of the **Association**.
- e. The **NEC** shall maintain in the name of the **Association** such bank accounts as it deems necessary.
- f. The signatories authorised to operate these accounts, to sign cheques and to make other payments in respect of them shall be the **Company Directors** of the **Association**.

B ACCOUNTS

- a. The **NEC** shall cause proper books of accounts to be kept relating to all sums of money received and expended by the **Association** and the matters in respect of which the receipt and expenditure takes place. The accounts shall include all sales and purchases of goods by the **Association**, and record all assets and liabilities of the **Association**.
- b. The books of account shall not be deemed to be kept if there are not kept such books of account as are necessary to give a true and fair view of the state of the **Association** affairs and to explain its transactions.
- c. The books of account shall be kept at the registered office of the Association or stored electronically in a location to which access can only be securely granted to authorised persons, or at such other place as the **NEC** thinks fit and shall at all reasonable times be open to the inspection of the **NEC**.
- d. The **NEC** shall from time to time determine whether and to what extent and to what time and places and to what conditions or regulations, the accounts and books of the **Association** or any of them should be open to the inspection of **Individual Members**, not being members of the **NEC**, and no member (not being a member of the **NEC**) shall have any right of inspecting any account or book or document of the **Association** except as conferred by statute as authorised by members of the **NEC** or by the **Association** in **NEC** meetings.

C. Disciplinary Procedures

The **NEC** shall enact and maintain a Disciplinary Policy in the **Policies and Procedures** of the **Association** and amend it as required from time to time. The Disciplinary Policy shall be published on the **Association's** website and in any other format the **NEC** considers appropriate.

13 General

a. PARTNERSHIP

- i. Nothing in this Constitution is intended to, or shall operate to, create a partnership between the **Association** and the **Individual Members** or **Member Clubs** or to authorise any party to act as agent for another.

b. POLICIES AND PROCEDURES

- i. The **NEC** shall have power to make, alter, and revoke any **Policies and Procedures** which shall be binding on every **Individual Member** and **Member Club** of the **Association**.
- ii. If any **Policies and Procedures** of the **Association** are unclear or open to doubt, the **NEC** shall have power to issue any clarification including such reasonable construction or interpretation of such **Policies and Procedures** as they may determine and such determination shall be final and binding on every **Individual Member** and **Member Club** of the **Association**.

c. AMENDMENT OF THE CONSTITUTION

- i. No amendment or alteration to the Constitution shall be considered by the **Association** unless it shall have been proposed in accordance with the requirements of the **AGM** or **EGM**.
- ii. No part of the Constitution shall be altered, rescinded or added to without the consent of at least a simple majority of those **Electors** present and voting at an **AGM** or **EGM**.
- iii. For the purposes of ii. above, Abstained votes or otherwise spoiled votes will be invalid.

d. DATA PROTECTION

- i. Pursuant to the provisions of the Data Protection Act 2018, Members consent to the Association obtaining, recording, holding and retaining their personal data, possibly including sensitive personal data, solely for Association purposes, either on its computers or in its manual filing system, and consent to the use of all such data, including its disclosure to third parties, for the proper management of the Association.
- ii. The **NEC** shall adopt a Data Protection Policy and update it as required from time to time.

e. DISPUTE RESOLUTION

- i. Any dispute arising between **Individual Members** and **Member Clubs** of the **Association** or between the Members of the **Association** and the **NEC** in connection with this **Constitution** or the **Policies and Procedures** or the operation of the **Association** shall be dealt with in accordance with the Complaints and Disciplinary Policy.