



NETBALL EUROPE CONSTITUTION

Approved at AGM, June 2018

1 DEFINITIONS AND INTERPRETATION

1.1 In this Constitution:

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| Accredited Delegate | A person who is appointed by a Member National Association to represent it at a meeting of Netball Europe. |
| Accredited Deputy | A person who is appointed by resolution and is a voting Member of the body being represented. |
| Associate Member | Those National Governing Bodies of Netball Associations in Europe in Associate Membership of Netball Europe as defined under this Constitution. |
| Byelaws | The Byelaws of Netball Europe made by the Board as defined under this Constitution. |
| Chair | The person elected from time to time to be the Chair of Netball Europe as defined under this Constitution. |
| Constitution | The Constitution of Netball Europe. |
| Council | The meeting of the Members and Associate Members of Netball Europe. |
| Director of Officiating (DO) | The person elected from time to time to be the Director of Officiating of the Board of Netball Europe as defined under this Constitution. |
| Employee | A person employed by a Member under a contract of service (employee on the payroll) or a contract for service (self-employed person) |
| Finance Director | The person elected from time to time to be the Finance Director of Netball Europe as defined under this Constitution. |
| INF | The International Netball Federation. |
| Lapsed Member | A Member who has not paid their subscription for more than one year. |
| The Board | The Board of Directors of Netball Europe elected from time to time as defined under this Constitution. |
| Member | Those National Governing Bodies of Netball Associations in Europe in full membership of Netball Europe as defined under this Constitution. |
| Membership Regulations | The Membership Regulations of Netball Europe created and amended from time to time. |
| National Netball Association | The National Governing Body of a Member's or Associate Member's country. |
| Netball | The game of Netball. |
| Netball Europe | The Netball Europe Federation. |
| Netball Europe Appointed Director to INF Board | A person appointed by Netball Europe to the INF Board of Directors. |
| Officiating and Technical Groups | The Groups appointed at general meetings of Netball Europe as defined under this Constitution |
| Ratification | Acknowledgement and approval |
| Regulations | The Regulations, Standing Orders and Byelaws of Netball Europe made by the Board as defined under this Constitution and amended from time to time. |
| Rules of the Game | The Code of Rules of Netball as determined by INF from time to time. |
| Secretary | The person elected from time to time to be the Secretary to the Board of Netball Europe as defined under this Constitution. |



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| Service Award Holder | The recipients of the NE Service Award conferred by the Board. |
| Voting Members | Those Members entitled to vote at general meetings of Netball Europe as defined under this Constitution |

- 1.2 Words denoting the singular number include the plural number and vice versa; words denoting the feminine gender shall include the masculine gender; and words denoting persons include individuals, associations or other organisations.
- 1.3 Headings are inserted for convenience only and shall not be taken into account in considering the construction or interpretation of this Constitution.
- 1.4 In the event of there being any conflict or discrepancy or inconsistency between this Constitution and any Regulation, Standing Order, Terms of Reference or Byelaw, the Constitution shall prevail.

2 NAME

- 2.1 The name of the Association shall be Netball Europe.

3 OBJECTIVES

- 3.1 In this Section, the reference to Members includes both Members and Associate Members.
- 3.2 The objectives for which Netball Europe is established are to:
 - 3.2.1 Act as the controller (which includes protecting and maintaining the historical records of Netball Europe) and governing body of the game of Netball in Europe.
 - 3.2.2 Promote and encourage the game of Netball and to further the growth and development of the game of Netball in the Region.
 - 3.2.3 Be affiliated to the International Netball Federation (INF) whose Code of Rules will be the official rules of the game of Netball in Europe.
 - 3.2.4 Be responsible as an autonomous body for carrying out the administrative plans made by INF and to implement the policies of INF.
 - 3.2.5 Contribute to national and international goodwill, friendship and understanding in co-operation with the INF, its Members and other bodies having similar or sympathetic aims.
 - 3.2.6 Protect the interests of the game of Netball and to work for improved facilities for the game of Netball in Europe.
 - 3.2.7 Advance the theory and practice of Netball playing, coaching, umpiring and match officiating in all aspects, and ensure that high standards of practice and professional conduct are maintained by Members.
 - 3.2.8 Make and enforce Regulations, Standing Orders and Byelaws and to formulate and issue procedures and guidelines concerning all forms and aspects of the game of Netball in Europe.
 - 3.2.9 Provide finance and make grants for courses or other tuition, or for Netball research, with a view to promoting or furthering the interests of Members and prospective Members of the Association.
 - 3.2.10 Provide services, support and advice for its Members.
 - 3.2.11 Organise, promote, support or assist in any Netball Europe competition, league and/or World Cup Qualifier events as may be determined or approved by the Board.
 - 3.2.12 Create and promote by publicity and education an informed and interested public opinion on the value and importance of the game of Netball.
 - 3.2.13 Take all such steps as shall be deemed necessary or advisable for preventing infringements of the Rules of the Game, or other improper methods or practices in such game, and for protecting it from abuses.



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3.2.14 Raise funds and to apply for and obtain sponsorships, grants and financial assistance.

3.2.15 Organise, finance, maintain, alter or amend a scheme for investigating and disciplining Members found guilty of misconduct or refusing or neglecting to comply with this Constitution or any Byelaw or Regulation of Netball Europe.

3.3 The assets of Netball Europe shall be applied solely towards the promotion of its objectives.

4 MEMBERSHIP

4.1 Membership is open by application to (a) any National Netball Association in Europe and (b) any National Netball Association in another INF Region at the application and request of that Association and with the specific approval of (i) the applying Associations' current INF Region and (ii) the INF. Only one Association from any country may qualify.

4.2 Acceptance of an application to become a Member or Associate Member shall require the following aspects detailed below:

4.2.1 Approval of the Applicant's Constitution by the Board.

4.2.2 Approval by a simple majority vote of the Board.

4.2.3 Demonstrate a documented commitment to the objectives of INF and Netball Europe

4.2.4 Ratification by the Members and thereafter the Applicant to become a Full Member of the INF as defined by the INF in their Articles as amended from time to time, within one calendar month of the aforementioned ratification. Evidence of INF membership to be provided by the Applicant to the Chair of the Board.

4.3 The Membership of Netball Europe shall consist of:

4.3.1 Members; Membership is open to all Members of INF in Europe.

4.3.2 Associate Members; Associate Membership is open to any National Netball Association in Europe in the initial stages of development prior to becoming a Member of Netball Europe and who is an Associate Member of INF.

4.4 Every National Netball Association admitted to Membership of Netball Europe shall comply with the Constitution, Byelaws and all Regulations of Netball Europe.

4.5 Members and Associate Members of Netball Europe will pay such subscriptions, as the Board shall from time to time determine.

4.6 A Member or Associate Member may withdraw from Membership of Netball Europe by giving 90 days clear notice in writing to the Board.

4.7 The Board may require that a Member or Associate Member withdraw from Membership of the Association within a time specified. Any such request will be made in writing.

4.8 The Board may from time to time make, vary and revoke Membership Regulations relating to all aspects of Membership of Netball Europe.

5 SUBSCRIPTIONS

5.1 Each Member or Associate Member will pay a joining fee to Netball Europe as is determined by Netball Europe from time to time.

5.2 Each Member or Associate Member will pay an annual subscription to Netball Europe.

5.3 The Board reserves both the right to review annually, if required, the amounts of all joining fees and subscriptions and date payable with such changes, if proposed, to be ratified at the Annual General Meeting of Netball Europe.

5.4 New members or Associate Members may be accepted at any time on payment of the joining fee and annual subscription (or proportional part thereof) as determined by the Board.



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- 5.5 A Member or Associate Member in arrears of subscription in any year will be removed from the Register of Members by the Board but will be reinstated on payment of the arrears due.
- 5.6 Lapsed Members or Associate Members wishing to rejoin shall pay a re-joining fee as determined by Netball Europe from time to time.

6 DISCIPLINARY POWERS, PROCEDURES AND APPEALS

- 6.1 The Board shall have power to appoint an:
 - 6.1.1 **Investigation Committee:** composed of identified individuals from Members of Netball Europe and including at least one person who is not on the Board or normally attends Board meetings.
 - 6.1.2 **Disciplinary Committee:** composed of an individual from an independent sports body and identified individuals from Members of Netball Europe. This Committee will be empowered to determine such disciplinary sanctions or make such orders against a defendant, as it considers appropriate. No person who has been on an Investigation Committee examining or inquiring into a particular complaint (or previously involved in a decision to discipline the Members) may sit on a Disciplinary Committee, which hears that particular complaint.
 - 6.1.3 **Appeals Committee:** which is independent of the Board who have not served on either the Investigation Committee or the Disciplinary Committee concerned with the subject of an appeal. The Appeals Committee may affirm, vary or rescind any disciplinary sanction or order of the Disciplinary Committee and may substitute any other sanction or order, as it considers appropriate. The decision of the Appeals Committee shall be final and binding on all parties and on all Members of Netball Europe.
- 6.2 A Member or Associate Member will be liable to disciplinary action in accordance with this Constitution and also the relevant Byelaws, in any of the following instances:
 - 6.2.1 Refusal or neglect to comply with the Constitution of Netball Europe, or with the Regulations, Standing Orders or Byelaws.
 - 6.2.2 Failure to abide by the terms of any agreement related to Membership or the provision of facilities entered into by Netball Europe.
 - 6.2.3 If a Member or Associate Member has been guilty of misconduct considered by the Investigation Committee in its discretion, to bring discredit or be prejudicial to the interests of Netball Europe or the game of Netball.
 - 6.2.4 Refusal or neglect to comply with the rules and regulations of INF or Netball Europe at any international event.
 - 6.2.5 Where a Member or Associate Member refuses to take action against one of its members, when anti-doping testing has indicated the presence of a prohibited substance, or there is evidence of the use of a prohibited technique or any other failure to comply with WADA, INF and Netball Europe's Regulations, Standing Orders, Byelaws or procedures relating to anti-doping.
- 6.3 Members of Netball Europe should report all cases of misconduct likely to bring the game into disrepute to the Chair, who will lay the complaint before an Investigation Committee.

7 POSTAL/ELECTRONIC VOTING

- 7.1 Before any General Meeting, or Council Meeting of Netball Europe, the Board may determine that the voting on any matter of that meeting is to be by Postal/Electronic vote. If it does so determine, the Board shall decide how any Postal/Electronic vote is to be conducted, in what form the vote should be and the date by when votes are to be received, ensuring that at least 15 days notice is given to Members.



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7.2 All votes shall be received by the Secretary and a record will be made of the votes cast. The result of the vote will be recorded in the official minutes of the upcoming General Meeting or Council Meeting.

8 VOTING AT GENERAL MEETINGS, COUNCIL MEETINGS AND POSTAL/ELECTRONIC VOTES

8.1 The voting Members of Netball Europe are:

8.1.1 Members

National Associations in Full Membership shall be entitled to be represented by up to two accredited delegates who may attend, speak and vote at General Meetings and one Observer who may not speak or vote. Every voting member present shall have one vote.

National Associations in Full Membership may have one vote for a Postal/Electronic vote.

8.2 The non-voting Members of Netball Europe shall be:

8.2.1 Associate Members; who shall be entitled to send up to two accredited delegates who may attend and speak at General meetings but may not vote and may not vote in a Postal/Electronic vote.

8.2.2 The Board; Members of the Board shall be entitled to attend and speak at General Meetings but may not vote and may not vote in a Postal/Electronic vote.

8.2.3 Service Award Holders; Netball Europe service award holders shall be entitled to attend and speak at General Meetings but may not vote and may not vote in a Postal/Electronic vote.

8.3 Individual members of the Board may not be an accredited delegate for any Member or Associate Member.

8.4 No Member shall be entitled to vote in person or by proxy at a General Meeting, or have a postal/electronic vote unless all monies due to Netball Europe and INF at the time have been received.

8.5 Prior to each vote, the Chair will determine the number that constitutes 'two thirds'. Resolutions are carried by two thirds of the Members, present or by proxy, voting for the motion.

8.6 Each Member shall be entitled to appoint the Chair of the meeting or any Member as their proxy, to speak for them at each General Meeting. For the avoidance of doubt save for the Chair of the Board, no Board Member can hold a proxy vote. The instrument of proxy shall be in the prescribed form:

"[Name of Member] being a voting Member of Netball Europe and entitled to appoint a proxy, hereby appoints the [Name of Member] to be our proxy to vote and speak for us, on our behalf, at the Annual/Extraordinary General Meeting/Council Meeting of Netball Europe, to be held on theday of 20.... and at any adjournment thereof."

Signed theday of20..

Signature

Name and designation of Person Signing (in capital letters)

8.7 Proxies must be received by the Secretary no later than 7 days before the date of the General Meeting.

8.8 The declaration by the Chair of the result of a vote on a resolution shall be final.



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9 GENERAL MEETINGS

- 9.1 Netball Europe will hold a General Meeting in every calendar year as its Annual General Meeting, at such time and place as may be determined by the Board and specified as such in the notice calling it. The Annual General Meeting will be held for the following purposes:
- 9.1.1 To receive from the Chair a report containing a review of the activities of Netball Europe since the previous Annual General Meeting.
 - 9.1.2 To receive from the Secretary a report containing a review of the administrative activities of Netball Europe since the previous Annual General Meeting.
 - 9.1.3 To receive from the Finance Director the audited financial statements for the accounting period just ended.
 - 9.1.4 To announce the results of the elections for the Board, including the Netball Europe appointed Director to the INF Board (when applicable) and any additional Board Directors.
 - 9.1.5 To ratify the level of joining fee and subscription.
 - 9.1.6 To appoint the auditors, if required, to produce audited accounts.
 - 9.1.7 To transact any other business brought before the Annual General Meeting as defined under this Constitution. All general meetings other than the Annual General Meeting will be called Extraordinary General Meetings.
- 9.2 Each Annual General Meeting shall be held not more than fifteen months after the last preceding Annual General Meeting.
- 9.3 Reports for the General meetings will be sent to Members and Associate Members 21 days before the date of the meeting.
- 9.4 Up to two accredited delegates from each National Association in Full or Associate Membership of Netball Europe and the Board may attend General Meetings.
- 9.5 Each National Association in Full or Associate Membership of Netball Europe may appoint an observer to attend General Meetings.
- 9.6 All General Meetings other than the Annual General Meeting will be called Extraordinary General Meetings.

10 NOTICE OF GENERAL MEETINGS

- 10.1 An Extraordinary General Meeting may be convened at any time by the Board or on the receipt of a written request signed by more than 50% of the Membership.
- 10.2 The request must state the reason for the meeting and any resolution or motion to be proposed at the meeting and will be signed by the Chair or the accredited deputy of each Member requesting the meeting.
- 10.3 An Annual General Meeting and/or an Extraordinary General Meeting called for by the passing of a special resolution and/or every other extraordinary general meeting will be called by the Board with at least 50 days notice in writing or by electronic mail.
- 10.4 The notice will be given to all Members and Associate Members and such persons as are entitled to receive the notice and it will specify the date, time and place of the meeting and the matters or nature of the business to be transacted.
- 10.5 The notice will specify the intention to propose any resolution as an extra-ordinary or a special resolution.
- 10.6 The accidental omission to give notice of a meeting to or the non-receipt of such notice by any Member or person entitled to receive the notice shall not invalidate any resolution passed or proceeding held at any meeting.



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11 PROCEEDINGS AT GENERAL MEETINGS

- 11.1 The Chair of Netball Europe will preside as Chair of each General Meeting. If the Chair is not present within fifteen minutes of the time appointed for holding the meeting, either the Secretary or the Finance Director, in that order, will take the Chair, or if neither is present, another member of the Board will take the Chair.
- 11.2 No business shall be transacted at any meeting unless a quorum is present when the meeting proceeds to business. More than 50% of the Members entitled to vote upon the business to be transacted shall be a quorum.
- 11.3 If such a quorum is not present within half an hour from the time appointed for the meeting, or if during a meeting such a quorum ceases to be present, the meeting, if called on the requisition of Members, shall be dissolved. In any other case, the meeting will stand adjourned to such date, time and place as the Board may determine and, if at such adjourned meeting a quorum is not present within half an hour from the time appointed for holding the meeting the Members present and entitled to vote shall be a quorum.
- 11.4 Each Member and the Board shall be entitled to place items on the Agenda. These should be received by the Secretary in writing, at least 60 days prior to the date of the General Meeting.
- 11.5 At General Meetings, amendments to any ordinary resolution may be permitted at the discretion of the Chair of the meeting (whose decision shall be final), if they are proposed by a member and seconded by another member.
- 11.6 At any General Meeting, a resolution put to the vote shall be decided on by a show of hands, unless immediately prior to the vote, a poll is demanded. A poll may be demanded by:
- 11.6.1 The Chair of the meeting.
- 11.6.2 At least two Members present entitled to vote at the meeting.
- 11.7 In a poll, every voting Member present (through an individual) or by proxy, shall have one vote.
- 11.8 A poll will be taken as directed by the Chair of the meeting, who may appoint scrutineers and will declare the result of the poll. The result of the poll shall be deemed to be the resolution of the meeting.

12 AMENDMENTS TO THE CONSTITUTION

- 12.1 Netball Europe may propose amendments to its Constitution at a General Meeting providing that a minimum of 50 days notice of the proposed changes is given in writing to Members.
- 12.2 Netball Europe may, by special resolution, alter its Constitution at a duly convened Extraordinary General Meeting of which not less than 50 days notice, specifying the intention to propose the resolution has been duly given.
- 12.3 A resolution is an extraordinary or special resolution when it has been passed by a majority of not less than seventy-five per cent of the votes cast at a General meeting of which notice, specifying the intention to propose the resolution has been duly given.
- 12.4 The Board shall convene an Extraordinary General Meeting to be held immediately after the Annual General Meeting if written notice is received from Members proposing an amendment or amendments to the Constitution by not less than 50 days before the date of the Annual General Meeting and providing such notice is proposed by one Member and seconded by another Member.



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13 NETBALL EUROPE COUNCIL

- 13.1 Council is responsible for setting the policy and priorities of Netball Europe.
- 13.2 Council will consist of up to two accredited delegates from each National Association in Full or Associate Membership of Netball Europe and the Board.
- 13.3 Each National Association in Full or Associate Membership of Netball Europe may appoint an observer to attend Council.
- 13.4 Council will convene on an annual basis, preferably to coincide with the Annual General Meeting of Netball Europe and will be at such time and place as may be determined by the Board and specified as such in the notice calling it.
- 13.5 Council will receive an annual report from:
 - 13.5.1 All Board Directors (excluding NE Chair, Secretary and Finance Director)
 - 13.5.2 Netball Europe Members and Associate Members

14 NOTICE OF NETBALL EUROPE COUNCIL MEETING

- 14.1 The Council meeting will be called by at least 50 days notice in writing or by electronic mail.
- 14.2 The notice will be given to all Members and such persons as are entitled to receive the notice and it will specify the date, time and place of the meeting and the matters or nature of the business to be transacted.
- 14.3 The accidental omission to give notice of a meeting to or the non-receipt of such notice by any Member or person entitled to receive the notice shall not invalidate any resolution passed or proceeding held at any meeting.
- 14.4 Reports for the Council meetings will be sent to Members and Associate Members 30 days before the date of the meeting.

15 PROCEEDINGS AT COUNCIL MEETINGS

- 15.1 The Chair of Netball Europe will preside as Chair of each Council Meeting. If the Chair is not present within fifteen minutes of the time appointed for holding the meeting, either the Secretary or the Finance Director, in that order, will take the Chair, or if neither is present, another member of the Board will take the Chair.
- 15.2 Each Member and the Board are entitled to place items on the Agenda. These should be received by the Secretary, in writing or by electronic mail, at least 60 days prior to the date of the Council Meeting.

16 BOARD OF DIRECTORS

- 16.1 The Board of Directors (the Board) is responsible for delivering the policy and implementing the priorities set by the Netball Europe Council.
- 16.2 The Board is responsible for strategic planning to ensure that the objectives of Netball Europe are achieved.
- 16.3 The business affairs of Netball Europe shall be governed by the Board and they will be responsible for the care, management and control of the affairs of Netball Europe.
- 16.4 The Board shall consist of the following Director roles:
 - Chair
 - Secretary
 - Finance Director
 - Officiating Director



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- Technical Director
 - Media and Communications Director
 - Partnership and Commercial Development Director
 - The Netball Europe appointed Regional Director to the INF Board
 - Up to 2 Directors without Portfolio
- 16.5 All individuals on the Board must be affiliated to a country in Full or Associate Membership of Netball Europe.
- 16.6 The Board will be elected by the Members annually with the exception of the Netball Europe appointed Director to the INF Board who shall serve for a period as specified in the INF Constitution.
- 16.7 The Board members are entitled to attend and speak at General Meetings of Netball Europe but may not vote.
- 16.8 The Board will convene at least once a year and will be at such time and place as may be determined by the Chair or the Secretary.
- 16.9 The Board will be reimbursed all travelling, hotel and other expenses (at rates in accordance with the relevant Byelaws and Standing Orders) properly incurred by them in connection with their attendance at General or Special Meetings of Netball Europe, or otherwise in connection with the discharge of their duties.
- 16.10 The Board may invite any person having specialised knowledge to attend any meeting of the Board in an advisory capacity but without power to vote.
- 16.11 The Board shall have the power to appoint groups and working groups to undertake work on behalf of Netball Europe and may set the Terms of Reference and recruitment process for appointments.
- 16.12 Five persons of The Board shall form a quorum at meetings of The Board, providing that one of those present is either the Chair, Secretary or Finance Director.
- 16.13 If the Board shall at any time be reduced in number it will be lawful for them to act as the Board for the purpose of filling vacancies or for summoning a General Meeting.
- 16.14 If any dispute shall arise on the interpretation of this Constitution, Regulations, Standing Orders or Byelaws or on any matter not provided for in this Constitution, Regulations, Standing Orders or Byelaws, the Board shall have the power to resolve the dispute or provide for the matter, and their decision shall be final.

17 VOTING AT BOARD MEETINGS

- 17.1 All Board members, except the Chair, shall have one vote with the Chair having a casting vote as necessary. If for any reason the Chair is ineligible to vote, the Chair for that agenda item, together with the right to give a casting vote, shall be taken by the Secretary or the Finance Director in that order. In this event, the replacement Chair shall also only have a casting vote as necessary.
- 17.2 Board members are required to declare a conflict of interest in all discussions and situations where they have, or could have, a personal interest in the outcome. A Board member who declares a conflict of interest, whether pecuniary or non-pecuniary, may be asked to leave the meeting for that item and shall not have a vote.
- 17.3 A Board Director may raise a potential conflict of interest of another Board Director(s) and require action to be taken in accordance with Clause 17.2 above.
- 17.4 A Board member may not vote in any election where they are standing as a Candidate.



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18 NETBALL EUROPE APPOINTED REGIONAL DIRECTOR TO INF BOARD

- 18.1 The Netball Europe appointed Regional Director to the INF Board period of appointment shall be as specified in the INF Constitution.
- 18.2 The Netball Europe appointed Regional Director to the INF Board shall be elected by the members by Postal/Electronic vote and announced at the relevant Annual General Meeting and thereafter in accordance with the INF Constitution, unless otherwise directed by INF or a vacancy arises due to resignation or removal.

19 APPOINTMENT AND RETIREMENT OF THE BOARD OF DIRECTORS

- 19.1 At each Annual General Meeting, all persons on The Board (with the exception of the Netball Europe appointed Director to the INF Board) will:
- 19.1.1 Retire from office and, if willing to stand, be eligible for re-appointment.
 - 19.1.2 Be elected by a Postal/Electronic vote of Members preceding the meeting and results announced at the Annual General Meeting.
 - 19.1.3 Hold office until the conclusion of the next Annual General Meeting.
- 19.2 The Netball Europe appointed Director to the INF Board shall:
- 19.2.1 Retire from office at the end of their appointment and shall, if willing to stand be eligible for re-appointment, subject to the INF Regulations currently in force.
 - 19.2.2 Be elected by a Postal/Electronic vote of members preceding the meeting and results announced at the Annual General Meeting.
 - 19.2.3 Hold office until the conclusion of the Annual General Meeting held at the end of each term of office. At the close of the Annual General Meeting the newly elected Netball Europe appointed Director to the INF Board will assume office on the Netball Europe Board. However, in accordance with the INF Regulations as amended from time to time, the outgoing Netball Europe appointed Director to the INF Board will remain for that short period of time on the Netball Europe Board until the conclusion of the INF Congress that occurs immediately after the Annual General Meeting whereupon the newly elected Netball Europe appointed Director to the INF Board will assume their full office with their representation on the INF Board.
- 19.3 Nominations for the appointment to The Board must be proposed by a member and seconded by another Member entitled to vote at General Meetings. A Member may nominate or second only one candidate for each vacant post. An employee of a Member is ineligible to be appointed to a position on The Board.
- 19.4 Written notice of such nomination, stating the name and address of each nominee together with the written consent of the nominee, must reach the Secretary not less than 60 days before the date of the Annual General Meeting.
- 19.5 In the event of there being more than one candidate eligible for election or re-election to a position on the Board (including the Netball Europe appointed Director to the INF Board) the election shall be determined by a Postal/Electronic vote of Members entitled to vote at General Meetings conducted prior to the Annual General Meeting and the result declared thereat. All votes must be received by the Secretary no later than 7 days before the date of the General Meeting.
- 19.6 In the event of a tied vote:
- 19.6.1 The secretary shall appoint two (2) NE Board members to validate the tied vote.
 - 19.6.2 If the tied vote is confirmed the Secretary shall request a second vote from those members entitled to vote.
 - 19.6.3 If the vote is still tied then the Board will vote in accordance with section 17 of this Constitution.



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- 19.7 In the event of a casual vacancy the Board may appoint another eligible person to act for an appropriate period, but not beyond the next Annual General Meeting with the exception of the Netball Europe appointed Director to the INF Board.
- 19.8 A candidate may only stand for one position on the Board in any elections taking place in a calendar year.

20 DIRECTORS OF OFFICIATING, TECHNICAL, MEDIA & COMMUNICATIONS, PARTNERSHIP & COMMERCIAL DEVELOPMENT

- 20.1 All directors are responsible for determining and delivering the policies, and implementing the priorities set by the Council, in relation to all matters concerning their particular area of responsibility.
- 20.2 Each Director will submit an annual report to the Board by 30th April each year.

21 FINANCE DIRECTOR

- 21.1 The Board shall cause accounting records of Netball Europe to be kept in accordance with the policies determined by the Board. These shall at all times conform to the standard accounting practices and procedures as laid down by the Institute of Chartered Accountants in England and Wales (ICAEW)
- 21.2 The responsibility for the keeping of appropriate records and for compiling the relevant periodic accounting statements (including, but not limited to a balance sheet, a Profit & Loss account and a Cash Flow summary) is vested in the Finance Director.
- 21.3 Accounting records shall be kept at such place or places as the Board shall deem fit.
- 21.4 At the Annual General meeting in every year the Board shall lay before Netball Europe an Income and expenditure account for the period since the last preceding account together with a Balance Sheet and Cash Flow summary made up to the end of the same period.
- 21.5 Collection of Competition Entry fees, Umpiring Awards fees and Annual subscriptions – the Finance Director is responsible for notifying members of amounts due and when, and for ensuring that payments are made by the due date: this responsibility extends to taking follow up actions as appropriate to ensure that all monies due are received on time.
- 21.6 The Finance Director will compile such additional financial reports as requested from time to time by the Board.
- 21.7 Accounts shall be examined and duly certified by the Auditors appointed as defined under this Constitution, if required.

22 CHAIR

- 22.1 The person elected by Members shall Chair all meetings of the Board, all General Meetings and the Annual Meeting of the Council.
- 22.2 The Chair shall ensure that all members attending these meetings are given equal opportunity to speak in accordance with the articles of this Constitution.
- 22.3 The Chair will act as the senior spokesperson for Netball Europe.
- 22.4 The Chair shall act with integrity at all times and refrain from expressing personal views that conflict with, or compromise, best practice governance.

23 NOTICES

- 23.1 Any notice to be given to or by any person pursuant to this Constitution shall be in writing in the English language.



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- 23.2 Netball Europe may give any notice to a Member or Associate Member (i) either personally; (ii) by sending it through the post in a prepaid envelope addressed to the Member at its registered address as appearing in the Register of Members, or by leaving it at that address; or (iii) by electronic mail at the last known e-mail address of the Member's liaison officer to NE.

24 INDEMNITY

- 24.1 Every person on the Board, Officiating and Technical Groups and other Board appointed Groups shall be indemnified out of the assets of Netball Europe against any liability incurred by her or him in defending any proceedings, whether civil or criminal, in which judgement is given in her or his favour, or in which she or he is acquitted, or in connection with any application in which relief is granted to her or him by the court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of Netball Europe.
- 24.2 Such person shall also be indemnified against all costs, charges, losses, expenses and liabilities incurred by her in the execution and discharge of her duties and responsibilities relating to Netball Europe unless they happen from her or his own willful default or by virtue of her or his fraud or dishonesty.
- 24.3 For every individual on the Board, Officiating and Technical Groups and other Board appointed Groups, the Board may purchase and maintain insurance against any liability for negligence, default, breach of duty or breach of trust or any other liability which may be lawfully insured against.

25 REGULATIONS, STANDING ORDERS AND BYELAWS

- 25.1 The Board shall have the power from time to time to make, alter, add to and revoke the Byelaws, regulations, procedures, terms of reference and standing orders of Netball Europe for the carrying out of its objectives and purposes, for the implementation of policy and strategy, and for the care, management and administration of Netball Europe and control of the game as from time to time may be necessary. These may include (without limitation):
- 25.1.1 Regulations to combat doping in Netball and to ensure compliance with WADA and International Netball Federation (INF) regulations relating to doping control.
 - 25.1.2 Regulations dealing with disciplinary offences of members and netball competitions.
 - 25.1.3 Terms of reference for groups and working groups and any other committee appointed by the Directors.
 - 25.1.4 Regulations relating to the playing of the game.
 - 25.1.5 Regulations dealing with the membership of Netball Europe.
- 25.2 Such Byelaws or any alterations, additions or revocation shall not be effective until one month after the passing of an appropriate resolution by the Board during which time they will have been circulated to all Members. The Byelaws shall not be in any respect inconsistent with the express provisions of this Constitution.
- 25.3 The members shall be bound by and subject to and act on accordance with these articles, the membership regulations, codes of conduct, procedures, byelaws and rules of the game and any standing orders, decisions, rulings or other findings or orders of any nature made pursuant to any regulations or the rules of the game.

26 DISSOLUTION

- 26.1 In the event of it being necessary or expedient to wind up Netball Europe, Netball Europe shall have the power in its uncontrolled discretion to realise its assets in any manner it may deem expedient and to take the necessary steps to pay or settle any liabilities there may be. Any assets remaining after meeting all debts, liabilities and expenses shall be made over to any body or bodies existing for the promotion of similar objectives to those of Netball Europe or general sport.