

Ireland Lacrosse Governance Manual

(last updated 24 May 2018)

The **Ireland Lacrosse Governance Manual** should be read in conjunction with the **Ireland Lacrosse Book of Rules**.

Amendments to the **Ireland Lacrosse Governance Manual** may be proposed via email to info@irelandlacrosse.ie, and should include the relevant section number and header. Proposals for amendments will be considered by the Ireland Lacrosse Executive Board and, where necessary or appropriate, by the Ireland Lacrosse general membership (normally via its Annual General Meeting (AGM)). All provisions contained within this document will be reviewed at least once every three years.

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1. Ireland Lacrosse Mission Statement and Status

Ireland Lacrosse shall, first and foremost, work to develop the sport of lacrosse throughout the island of Ireland for both men and women and at all levels from youth to adult. Arising out of this development, Ireland Lacrosse shall also oversee, manage and support the Irish national teams – for men and women and at under-age and senior levels.

In pursuit of this mission, Ireland Lacrosse works through Ireland Lacrosse North America, a subsidiary entity registered as a not-for-profit (501c3) organization in the USA, and with the Irish Lacrosse Foundation (also based in the USA), to raise awareness of our programmes, develop lacrosse in Ireland, and generate support for our national teams.

Ireland Lacrosse is also a member of the:

- European Lacrosse Federation (www.europeanlacrosse.org) – European governing body
- Federation of International Lacrosse (www.filacrosse.com) – World governing body
- Federation of Irish Sport (<http://www.irishsport.ie/>)

Ireland Lacrosse Sporting Association Company Limited by Guarantee (with the registered business name ‘Ireland Lacrosse’) has been fully registered with the Companies Registration Office since **5 October 2009** (company registration number: 475980). The registered office for Ireland Lacrosse is:

40 Wainsfort Crescent
Terenure
Dublin 6W
Ireland

Ireland Lacrosse is also registered with the Office of the Revenue Commissioners in Ireland as a **Sporting Body with Tax Exemption** under Section 235 of the Taxes Consolidation Act, 1997, **registration number 2925**.

Ireland Lacrosse North America, Inc. has been fully registered with the State Corporation Commission of the Commonwealth of Virginia in the USA since **4 February 2016** and has been confirmed by the Internal Revenue Service (IRS) as being exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (and has been assigned an **Employee Identification Number (EIN): 81-0842200**). Ireland Lacrosse North America is formally constituted as a sub-committee of the Ireland Lacrosse Executive Board. The registered office for Ireland Lacrosse North America is:

1402 Rainbow Court
Herndon, Virginia 20170
USA

The **Irish Lacrosse Foundation** is a charitable foundation registered in the state of New York in the USA that provides ongoing support and advice to the members of Ireland Lacrosse and Ireland Lacrosse North America in pursuit of the shared mission as articulated above. The Irish Lacrosse Foundation was previously recognised as the National Governing Body by the European Lacrosse Federation and the Federation of International Lacrosse; however, there has been a smooth transfer of NGB responsibility to Ireland Lacrosse (based in Ireland), commencing in **July 2010**, and since that time the organisation based in Ireland has been recognised as the National Governing Body by the European Lacrosse Federation and the Federation of International Lacrosse (see section 2 below), as well as all Ireland Lacrosse members.

Uimhir 475980
Number 475980

DEIMHNIÚ CORPRAITHE UM ATHRÚ AINM

**Certificate of Incorporation
On Change Of Name**

Deimhním leis seo go bhfuil an chuideachta

I hereby certify that

IRELAND LACROSSE SPORTING ASSOCIATION LIMITED

a bhfuil a hainm athraithe aici le ceadú Chláraitheoir na gCuideachtaí, corpraithe anois faoin ainm

having, with the approval of the Registrar of Companies, changed its name, is now incorporated under the name

IRELAND LACROSSE SPORTING ASSOCIATION COMPANY LIMITED BY GUARANTEE

agus go bhfuil an t-ainm sin curtha ar an gClár agam dá réir.
and I have entered such name on the Register accordingly.

Arna thabhairt faoi mo láimh,
Given under my hand,

Déardaoin, an 1ú lá de Nollaig, 2016
Thursday, the 1st day of December, 2016

Máire O'Sullivan

thar ceann Chláraitheoir na gCuideachtaí
for Registrar of Companies

Signed By: On Behalf of The Registrar of Companies
Signing Date: Thu, 12 January 2017 21:02:59 GMT
Reason: I certify this document
Location: Dublin, Ireland
Contact Info: digital.certs@cro.ie



Commonwealth of Virginia



STATE CORPORATION COMMISSION

Richmond, February 4, 2016

This is to certify that the certificate of incorporation of

Ireland Lacrosse North America, Inc.

was this day issued and admitted to record in this office and that the said corporation is authorized to transact its business subject to all Virginia laws applicable to the corporation and its business.

Effective date: February 4, 2016



State Corporation Commission

Attest:

Joel H. Beck
Clerk of the Commission

CISCCJ

2. International Recognition

Ireland Lacrosse is recognised as the National Governing Body for the sport of lacrosse in Ireland by the main European and world governing bodies of lacrosse – the **European Lacrosse Federation (ELF)** and the **Federation of International Lacrosse (FIL)**. Evidence of this recognition is included herein:



Sport Ireland
Top Floor Block A
Westend Office Park
Blanchardstown
Dublin 15
Ireland

11 November 2016

To Whom It May Concern:

Re: Recognition of Ireland Lacrosse as the national governing body for the sport of lacrosse in Ireland

The European Lacrosse Federation can confirm that Ireland Lacrosse is a member of our organisation in good-standing, and is recognised as the official national governing body for the sport of lacrosse on the island of Ireland.

Further information about our organisation is available at <http://www.europeanlacrosse.org>

Yours Sincerely,

Stephanie Migchelsen
President, European Lacrosse Federation
www.europeanlacrosse.org
president@europeanlacrosse.org
Tel: + 44 (0) 797 283 5094
Twitter @EuropeLacrosse



Sport Ireland
Top Floor Block A
Westend Office Park
Blanchardstown
Dublin 15
Ireland

14 November 2016

To Whom It May Concern:

Re: Recognition of Ireland Lacrosse as the national governing body for the sport of lacrosse in Ireland

The Federation of International Lacrosse can confirm that Ireland Lacrosse is a member of our organisation in good-standing, and is recognised as the official national governing body for the sport of lacrosse on the island of Ireland.

Further information about our organisation is available at <http://www.filacrosse.com/>.

Yours Sincerely,

Stan Cockerton
President
Federation of International Lacrosse

Members

Australia, Austria, Bermuda, Canada, China, Czech Republic, Denmark, England, France, Finland, Germany, Haudenosaunee, Hong Kong, Ireland, Israel, Italy, Japan, Latvia, Netherlands, New Zealand, Norway, Republic of Korea, Scotland, Slovakia, Spain, Sweden, Switzerland, Thailand, United States, Wales

Associates

Argentina, Belgium, Bulgaria, Chinese Taipei, Colombia, Costa Rica, Croatia, Estonia, Guatemala, Haiti, Hungary, Jamaica, Kenya, Malaysia, Mexico, Peru, Philippines, Poland, Portugal, Puerto Rico, Russia, Serbia, Singapore, Slovenia, Turkey, Uganda
Federation of International Lacrosse

3. Strategic Partnerships

The currently-active (as of 2018) sponsorships/partnerships that Ireland Lacrosse is engaged in include the following:

- **Under Armour** (www.underarmour.com) – provider of uniforms and apparel for all of the Irish national lacrosse teams;
- **Lacrosse.com** (www.lacrosse.com) – works with Under Armour on uniform and apparel design and screening, manufacturing of items and shipping. Ireland Lacrosse and Lacrosse.com also collaborate on a profit-share basis on the **Ireland Lacrosse Online Shop** which provides apparel to players, coaches, staff, friends, family and supporters of Ireland Lacrosse – see below and www.lacrosse.com/ireland;
- **STX** (<https://www.stx.com/>) – the #1 lacrosse equipment supply company in the world, provider of equipment (sticks, helmets, gloves, protective pads) for all of the Irish national lacrosse teams;
- **Major League Lacrosse (MLL)** (<https://www.majorleaguelacrosse.com/>) – the professional men's lacrosse league in North America. Ireland Lacrosse is the first ever international partner of Major League Lacrosse;
- **Lax Sports Network (LSN)** (<https://www.laxsportsnetwork.com/>) – currently in discussions with this online lacrosse content provider to establish a partnership, including for streaming of the 2020 World Men's U19 Lacrosse Championships being hosted at the University of Limerick from 9-18 July 2020.



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LACROSSE.COM/IRELAND



FREE SHIPPING ON DOMESTIC ORDERS OF \$75 OR MORE.
USE CODE: **LAXWINTER17**

Previous sponsorship/partnership arrangements have included the following:

- **Warrior/Brine** (<https://www.warrior.com/>) – lacrosse equipment supply company;
- **EvoShield Ireland** (<https://evoshield-ireland.com/>) – providers of protective equipment (e.g. wrist guards);
- **Opro** (<https://www.opro.com/>) – custom mouthguards;
- **Force 5 Lacrosse** (<https://www.force5lacrosse.com/>) – uniforms and apparel;
- **MacWear** (<http://www.macwear.com/cms/>) – uniforms and apparel;
- **XTreme Threads** (<http://xtremethreads.ca/>) – uniforms and apparel, including Ireland Lacrosse apparel profit-share sale at the 2016 World Men's U19 Lacrosse Championships in Coquitlam, British Columbia, Canada;
- **NDP Custom Apparel** (<http://www.ndpapparel.com/>) – apparel, including Ireland Lacrosse apparel profit-share sale at the 2014 World Men's Lacrosse Championships in Denver, Colorado, USA;
- **The Physio Company** (<http://www.thephysiocompany.com/>) – sponsorship of the Irish Men's National Team at the 2014 World Men's Lacrosse Championships in Denver, Colorado, USA, including provision of physio for national team players in preparation for that tournament;
- **Ultimate Sports Nutrition (USN) Ireland** (<http://www.usnireland.ie/>) – discounted pricing on sports nutrition products for all players for the Irish National Lacrosse Teams and players in the Irish Lacrosse League (ILL); also included sponsorship of end-of-season player awards in the National Indoor Lacrosse League (NILL);
- **Tullamore Dew** (<https://www.tullamoredew.com/>) – sponsorship of the Irish Men's National Team at the 2014 World Men's Lacrosse Championships in Denver, Colorado, USA;
- **Art of Lax** (<https://www.theartoflax.com/>) – customised Ireland Lacrosse designs for merchandise and apparel.



4. Ireland Lacrosse Strategic Plan 2017-2021

Ireland Lacrosse Strategic Plan

Youth Programmes

- Training of coaches and officials
- Ongoing delivery of 'Intro to Lacrosse' after-school and school PE programs
- Youth mid-term and summer camps,
- Support for new team development and participation of such teams in the Irish Lacrosse League (ILL).

Event Hosting

- Ireland Lacrosse has won the bid to host the 2020 Men's World U19 Championships at the University of Limerick and intends to bid for future European and World Championship Events

Equipment

- Fundraising and developing strategic partnerships to obtain free and discounted equipment
- Enabling youth participation through accessible and modern equipment

Expansion of Membership/Profile

- Expansion of Ireland Lacrosse membership including through Ireland Lacrosse North America
- Development of new players and teams throughout the island of Ireland
- Further enhancement of the membership management system
- Expansion of the profile of the organisation through enhanced marketing/communication and membership of key sports and business groups

Sponsorship, Partnership, Fundraising

- Exploring Sponsorship, Partnership and Fundraising opportunities
- Seeks support for lacrosse development in Ireland
- Seeks support for the five National Teams

Recognition

- Apply to Sport Ireland for official recognition as a National Governing Body to Sport Ireland
- Maintain positive relations with the ELF and FIL



01

Youth Programmes

- Training of Coaches/Officials
 - School 'Intro to Lacrosse' programme
 - Mid-Term & Summer Camps
 - Lacrosse Development Officer (LDO) Programme
- 1 session per annum each for coaches & officials
 - Minimum 3 schools per annum
 - Youth Lacrosse sessions – summer 2018 launch
 - New Team development for the ILL (UCC, UL)

02

Equipment

- 'Sticks4Schools' programme
 - Irish-American School partnership
 - Equipment recycling programme
- Receipt of stick/equipment donations from the USA
 - Partner schools to send equipment
 - Refurbishment and onward sale

03

Expansion of Membership/Profile

- Increase in members
 - New players & teams
 - Membership Management System
 - Membership of Key Networks
- Target of 500 members by 2021
 - Autumn and spring recruitment drives
 - Phases 2 and 3 of IT development project
 - Join Sport for Business and Irish-American networks

04

Sponsorship, Partnership, Fundraising

- Utilising networks to explore opportunities for sponsorship of national teams and development
- Development of sponsorship toolkit, one each for national teams and development in Ireland

05

Recognition

- Submission of application to Sport Ireland
 - Maintain positive relationship with ELF/FIL
- Deadline: Summer 2018
 - Attend all relevant ELF/FIL meetings

06

Event Hosting

- Prepare for 2020 Men's World U19s at UL
 - Consider bidding for future events
- Ongoing work, including with Abbey Events, Event Ireland and the University of Limerick

5. SWOT Analysis

Strengths

Strong core of committed and enthusiastic volunteers
Strong brand
Well-established national league
Five Irish national teams & frequent international tournaments
Appeal to Irish-American/Irish-Canadian lacrosse communities

Weaknesses

Limited funding
No paid staff
Under-developed youth programme
Insufficient number of available coaches
Difficulty obtaining equipment

Opportunities

External funding opportunities
Youth development – meeting schools' needs
High profile / world ranking of all 5 national teams
Sports tourism (established track-record in this area)
Hosting of major tournament (2020 Men's World U19s in Limerick)
Great facilities in Ireland (for bidding for future events)
Irish Lacrosse League (ILL) expansion

Threats

Limited financial resources
Possible loss of volunteers/their time
Lack of traction with youth programme
Stagnation of Irish Lacrosse League (ILL)
Drop in world rankings for national teams

6. Strategic Plan – Workplan and Project Management

The Ireland Lacrosse Executive Board nominates one of its members who will be responsible for general monitoring of the workplan that is designed to support the implementation of the Strategic Plan. The **Strategic Plan – Project Proposal and Status Update (template)** is available from the nominated individual. Proposers and those responsible for specific projects must seek sponsorship from any member of the Ireland Lacrosse Executive Board. The Board member will review the proposal and/or any additional requests once work on a project is underway in advance of any relevant status update meeting and seek clarification on any anticipated queries. The purpose of the status update meetings is to:

- Analyse the scope of the proposal (size, duration, etc)
- Ensure any proposal is aligned with other existing or ongoing practices and the Ireland Lacrosse Strategic Plan
- Assess downstream impacts of the proposal
- Consider alternative solutions to the proposal (e.g. using existing resources)
- Calculate/Estimate effort
 - Time and money
 - Internal and external vendors
- Accept or reject the proposal based on the above
- If accepted, the proposal becomes a project, and the following will apply:
 - Project owner to be assigned (normally the proposer)
 - Budget to be approved
 - Additional resources assigned (if necessary)
 - Timelines agreed
 - If necessary, prioritisation against other ongoing work to be decided

A proposal registry is to be maintained by the nominated individual. The benefits of centralised project management are that it:

- Drives participation from all Ireland Lacrosse members
- Promotes transparency between the Ireland Lacrosse Executive Board and Ireland Lacrosse members
- Provides Ireland Lacrosse Executive Board oversight of all proposals and the status of the overall workplan for the implementation of the Strategic Plan
- Provides easy reference to the status/history of any project
- Standardises what is currently a non-existent process, and so:
 - Allows better Board overview of all activities
 - Saves time (eliciting requirements, reference to past lessons learned)
 - Allows the organisation to compare projects, bundle them together, share resources
- Improve communication between Board members
- Allows us to choose/prioritise the initiatives that will most benefit Ireland Lacrosse

7. Strategic Plan – Project Proposal and Status Update (template)

Please complete and send to the relevant individual nominated by the Ireland Lacrosse Executive Board. Any Ireland Lacrosse member can submit a change request but each request must have an Ireland Lacrosse Executive Board Member as a sponsor.

Please complete Sections A-E
Incomplete forms may be rejected

Project Area (best guess if not known, place an X in all boxes that apply)		
<input type="checkbox"/> Fundraising	<input type="checkbox"/> Tournament Hosting	<input type="checkbox"/> Event Participation
<input type="checkbox"/> Event Hosting	<input type="checkbox"/> Tournament Participation	<input type="checkbox"/> IL Shop
<input type="checkbox"/> Ireland Lacrosse NA	<input type="checkbox"/> ELF	<input type="checkbox"/> FIL
<input type="checkbox"/> Coaching (Domestic)	<input type="checkbox"/> Coaching (National Team)	<input type="checkbox"/> Development
<input type="checkbox"/> Social Media	<input type="checkbox"/> ILL	<input type="checkbox"/> National Teams
<input type="checkbox"/> Other (specify)		

Section A: Project Details

Project Name:			
Project Sponsor:		Date Submitted:	
Project Proposer:			
External Vendors/ Organisations:			

Section B: Current Situation and Issues

If there is an existing process or item that you are addressing, please detail here. Include examples of why change is required. Leave this section blank if not applicable.

Section C: Project Objective:

Describe, in detail, the objective(s) of this project and expected outcomes. Use examples and scenarios that will be covered.

Section D: Resources Required / Potential Costs

If known, please fill in any known costs or resources required (including human resource requirements). If funding will be required for this change/activity, please describe expected source of funding (eg Ireland Lacrosse, fundraising, corporate sponsorship etc).

Section E: Benefits/Cost Justification

Describe any/all benefits this change will have to Ireland Lacrosse and justify any costs that may be incurred (eg time-saving, fund raising opportunity, exposure)

Section F: Board Review (to be completed by Executive Board member post board review)

Date Reviewed		Reviewed By		
High Level Cost Estimate (time)				
Comments				
Approval				

8. Ireland Lacrosse (IL) Incorporation

9. IL Constitution, Memorandum of Association and Articles of Association

CONSTITUTION OF IRELAND LACROSSE SPORTING ASSOCIATION COMPANY LIMITED BY GUARANTEE

MEMORANDUM OF ASSOCIATION

1. The name of the company is "**Ireland Lacrosse Sporting Association Company Limited by Guarantee**".
2. The main object for which the company is established is to promote the sport of Lacrosse in Ireland.
3. **Subsidiary Objects-** to act as the National Governing Body for the sport of lacrosse in Ireland. The Ireland Lacrosse Sporting Association Limited shall, first and foremost, work to develop the sport of lacrosse throughout Ireland for both men and women and at all levels from youth to adult. Arising out of this development, the Ireland Lacrosse Sporting Association Limited shall also manage and support the Irish national teams – for men and women and at under-age and senior levels.
4. The liability of the members is limited.
5. Every member of the company undertakes to contribute to the assets of the company in the event of its being wound up while he/she is a member, or within one year afterwards, for payment of the debts and liabilities of the company contracted before he/she ceases to be a member, and 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.
6. *Income and Property*

The income and property of the organization shall be applied solely towards the promotion of its main object(s) as set forth in this constitution. No portion of the organization's income and property shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit, to the members of the organization. No officer shall be appointed to any office of the organization paid by salary or fees, or receive any remuneration or other benefit in money or money's worth from the organization in respect of such office. However, nothing shall prevent any payment in good faith by the organization of:

- a) reasonable and proper remuneration to any member, officer or servant of the organization(not being an officer) for any services rendered to the organization;
 - b) interest at a rate not exceeding 5% per annum on money lent by Officers or other members of the organization to the organization;
 - c) reasonable and proper rent for premises demised and let by any member of the organization (including any Officer) to the organization;
 - d) reasonable and proper out-of-pocket expenses incurred by any Officer in connection with their attendance to any matter affecting the organization;
 - e) fees, remuneration or other benefit in money or money's worth to any Company of which an Officer may be a member holding not more than one hundredth part of the issued capital of such Company;
7. *Winding-up:*

If upon the winding up or dissolution of the club there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, it shall not be paid to or distributed among the members of the club. Instead, such property shall be given or transferred to some other institution or institutions having main objects similar to the main objects of the club. The institution or institutions to which the property is to be given or transferred shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the club under or by virtue of clause 6 hereof. Members of the club shall select the relevant institutions at or before the time of dissolution, and if and so far as effect cannot be given to such provisions, then the property shall be given or transferred to some charitable object.

8. *Additions, Alterations or Amendments:*

No addition, alteration or amendment shall be made to the provisions of this Constitution for the time being in force unless the same shall have been previously approved in writing by the Revenue Commissioners.

9. *Keeping of Accounts:*

Annual accounts shall be kept and made available to the Revenue Commissioners on request.

We, the persons whose names and addresses are subscribed, wish to be formed into a company in pursuance of this memorandum of association.

Names, Addresses and Descriptions of Subscribers.

- | | | |
|-----------------------|---|-----------------------------|
| 1. Michael Kennedy of | 40 Wainsfort Crescent, Terenure, Dublin 6W in the County of Dublin |Academic Administrator |
| 2. John Frame of | 16 Burlington Street, Ulverston, Cumbria LA12 7JA in the United Kingdom |Trainee Accountant |
| 3. Colm Murphy of | 11 The Mill, The Maltings Bray in the County of Wicklow |Bank Manager |

Witness to the above signatures:

Name:

Address:

Dated:

ARTICLES OF ASSOCIATION

Interpretation.

1. In these articles: —

"the Act" means the [Companies Act, 1963](#) (No. 33 of 1963);

"the directors" means the directors for the time being of the company or the directors present at a meeting of the board of directors and includes any person occupying the position of director by whatever name called;

"secretary" means any person appointed to perform the duties of the secretary of the company;

"the seal" means the common seal of the company;

"the office" means the registered office for the time being of the company.

Expressions referring to writing shall, unless the contrary intention appears, be construed as including references to printing, lithography, photography and any other modes of representing or reproducing words in a visible form.

Unless the contrary intention appears, words or expressions contained in these articles shall bear the same meaning as in the Act or any statutory modification thereof in force at the date at which these articles become binding on the company.

Members.

2. The number of members with which the company proposes to be registered is 100, but the directors may from time to time register an increase of members.
3. The subscribers to the memorandum of association and such other persons as the directors shall admit to membership shall be members of the company.

General Meetings.

4. All general meetings of the company shall be held in Dublin City.
5. (1) Subject to paragraph (2), the company shall in each year hold a general meeting as its annual general meeting in addition to any other meetings in that year and shall specify the meeting as such in the notices calling it; and not more than 15 months shall elapse between the date of one annual general meeting of the company and that of the next.

(2) So long as the company holds its first annual general meeting within 18 months of its incorporation, it need not hold it in the year of its incorporation or in the following year. Subject to article 4, the annual general meeting shall be held at such time and at such place in Dublin City as the directors shall appoint.
6. All general meetings other than annual general meetings shall be called extraordinary general meetings.
7. The directors may, whenever they think fit, convene an extraordinary general meeting and extraordinary general meetings shall also be convened on such requisition, or, in default, may be convened by such requisitionists, as provided by section 132 of the Act. If at any time there are not within the State sufficient directors capable of acting to form a quorum, any director or any two members of the company may convene an extraordinary general meeting in the same manner as nearly as possible as that in which meetings may be convened by the directors.

Notice of General Meetings.

8. Subject to sections 133 and 141 of the Act, an annual general meeting and a meeting called for the passing of a special resolution shall be called by 21 days' notice in writing at the least, and a meeting of the company (other than an annual general meeting or a meeting for

the passing of a special resolution) shall be called by 14 days' notice in writing at the least. The notice shall be exclusive of the day on which it is served or deemed to be served and of the day for which it is given and shall specify the place, the day and the hour of meeting and, in the case of special business, the general nature of that business and shall be given, in manner hereinafter mentioned, to such persons as are, under the articles of the company, entitled to receive such notices from the company.

9. The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any person entitled to receive notice shall not invalidate the proceedings at that meeting.

Proceedings at General Meetings.

10. All business shall be deemed special that is transacted at an extraordinary general meeting, and also all that is transacted at an annual general meeting with the exception of declaring a dividend, the consideration of the accounts, balance sheets and the reports of the directors and auditors, the election of directors in the place of those retiring, the re-appointment of the retiring auditors, and the fixing of the remuneration of the auditors.
11. No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business; save as herein otherwise provided, three members present in person shall be a quorum.
12. If within half an hour from the time appointed for the meeting a quorum is not present, the meeting, if convened upon the requisition of members, shall be dissolved; in any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the directors may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the members present shall be a quorum.
13. The chairman, if any, of the board of directors shall preside as chairman at every general meeting of the company, or if there is no such chairman, or if he is not present within 15 minutes after the time appointed for the holding of the meeting or is unwilling to act, the directors present shall elect one of their number to be chairman of the meeting.
14. If at any meeting no director is willing to act as chairman or if no director is present within 15 minutes after the time appointed for holding the meeting, the members present shall choose one of their number to be chairman of the meeting.
15. The chairman may with the consent of any meeting at which a quorum is present (and shall, if so directed by the meeting), 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. When a meeting is adjourned for 30 days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid, it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.
16. At any general meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is (before or on the declaration of the result of the show of hands) demanded—
- (a) by the chairman; or
 - (b) by at least three members present in person or by proxy; or
 - (c) by any member or members present in person or by proxy and representing not less than one-tenth of the total voting rights of all the members having the right to vote at the meeting.

Unless a poll is so demanded, a declaration by the chairman that a resolution has, on a show of hands, been carried or carried unanimously or by a particular majority or lost, and an entry to that effect in the book containing the minutes of proceedings of the company shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution.

The demand for a poll may be withdrawn.

17. Except as provided in article 19, if a poll is duly demanded it shall be taken in such manner as the chairman directs and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.
18. Where there is an equality of votes, whether on a show of hands or on a poll, the chairman of the meeting at which the show of hands takes place or at which the poll is demanded, shall be entitled to a second or casting vote.

19. A poll demanded on the election of a chairman, or on a question of adjournment shall be taken forthwith. A poll demanded on any other question shall be taken at such time as the chairman of the meeting directs, and any business other than that upon which a poll has been demanded may be proceeded with pending the taking of the poll.

20. Subject to section 141 of the Act, a resolution in writing signed by all the members for the time being entitled to attend and vote on such resolution at a general meeting (or being bodies corporate by their duly authorised representatives) shall be as valid and effective for all purposes as if the resolution had been passed at a general meeting of the company duly convened and held, and if described as a special resolution shall be deemed to be a special resolution within the meaning of the Act.

Votes of Members.

21. Every member shall have one vote.

22. A member of unsound mind, or in respect of whom an order has been made by any court having jurisdiction in lunacy, may vote, whether on a show of hands or on a poll, by his committee, receiver, guardian, or other person appointed by that court, and any such committee, receiver, guardian, or other person may vote by proxy on a show of hands or on a poll.

23. No member shall be entitled to vote at any general meeting unless all moneys immediately payable by him to the company have been paid.

24. No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid for all purposes. Any such objection made in due time shall be referred to the chairman of the meeting whose decision shall be final and conclusive.

25. Votes may be given either personally or by proxy.

26. The instrument appointing a proxy shall be in writing under the hand of the appointed or of his attorney duly authorised in writing, or, if the appointed is a body corporate, either under seal or under the hand of an officer or attorney duly authorised. A proxy need not be a member of the company.

27. The instrument appointing a proxy and the Power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the office or at such other place within the State as is specified for that purpose in the notice convening the meeting not less than 48 hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll, not less than 48 hours before the time appointed for the taking of the poll, and in default the instrument of proxy shall not be treated as valid.

28. An instrument appointing a proxy shall be in the following form or a form as near thereto as circumstances permit—

“Ireland Lacrosse Sporting Association Limited.

I/We,.....
of..... in the County
of, being a member/members of the above-
named company, hereby appoint.....
of.....
or failing him,.....

of.....
as my/our proxy to vote of me/us on my/our behalf at the (annual or extra-ordinary, as the case may be) general meeting of the
company to be held on day of, 20..... and at any adjournment thereof.

Signed this..... day of....., 20.....

This form is to be used *² in favour of the resolution. Unless otherwise instructed, the proxy will vote as he thinks fit.”
- against

29. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll.

-
30. A vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the previous death or insanity of the principal or revocation of the proxy or of the authority under which the proxy was executed, if no intimation in writing of such death, insanity or revocation as aforesaid is received by the company at the office before the commencement of the meeting or adjourned meeting at which the proxy is used.

Bodies Corporate acting by Representatives at Meetings.

31. Any body corporate which is a member of the company may by resolution of its directors or other governing body authorise such person as it thinks fit to act as its representative at any meeting of the company, and the person so authorised shall be entitled to exercise the same powers on behalf of the body corporate which he represents as that body corporate could exercise if it were an individual member of the company.

Directors.

32. The number of the directors at any time should not be less than three and that the majority of directors should be resident in Ireland, the names of the first directors shall be determined in writing by the subscribers of the memorandum of association or a majority of them.

Powers and Duties of Directors.

33. The business of the company shall be managed by the directors, who may pay all expenses incurred in promoting and registering the company, and may exercise all such powers of the company as are not by the Act or by these articles required to be exercised by the company in general meeting, subject nevertheless to the provisions of the Act and of these articles and to such directions, being not inconsistent with the aforesaid provisions, as may be given by the company in general meeting: but no direction given by the company in general meeting shall invalidate any prior act of the directors which would have been valid if that direction had not been given.
34. The directors may from time to time and at any time by power of attorney appoint any company, firm or person or body of persons, whether nominated directly or indirectly by the directors, to be the attorney or attorneys of the company for such purposes and with such powers, authorities and discretions (not exceeding those vested in or exercisable by the directors 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 any such attorney as the directors may think fit, and may also authorise any such attorney to delegate all or any of the powers, authorities and discretions vested in him.
35. All cheques, promissory notes, drafts, bills of exchange and other negotiable instruments, and all receipts for moneys paid to the company, shall be signed, drawn, accepted, endorsed or otherwise executed, as the case may be, by such person or persons and in such manner as the directors shall from time to time by resolution determine.
36. The directors shall cause minutes to be made in books provided for the purpose—
- (a) of all appointments of officers made by the directors;
 - (b) of the names of the directors present at each meeting of the directors and of any committee of the directors;
 - (c) of all resolutions and proceedings at all meetings of the company, and of the directors and of committees of directors.

Disqualification of Directors.

37. The office of director shall be vacated if the director—
- (a) without the consent of the company in general meeting holds any other office or place of profit under the company; or
 - (b) is adjudged bankrupt in the State or in Northern Ireland or Great Britain or makes any arrangement or composition with his creditors generally; or
 - (c) becomes prohibited from being a director by reason of any order made under section 184 of the Act; or (d) becomes of unsound mind; or

(e) resigns his office by notice in writing to the company; or

(f) is convicted of an indictable offence unless the directors otherwise determine; or

(g) is directly or indirectly interested in any contract with the company and fails to declare the nature of his interest in manner required by section 194 of the Act.

Voting on Contracts.

38. A director may vote in respect of any contract in which he is interested or any matter arising thereout.

Rotation of Directors.

39. At the first annual general meeting of the company, all the directors shall retire from office and at the annual general meeting in every subsequent year one-third of the directors for the time being, or, if their number is not three or a multiple of three, then the number nearest one-third, shall retire from office.

40. The directors to retire in every year shall be those who have been longest in office since the last election, but as between persons who became directors on the same day, those to retire shall (unless they otherwise agree amongst themselves) be determined by lot.

41. A retiring director shall be eligible for re-election.

42. The company, at the meeting at which a director retires in manner aforesaid, may fill the vacated office by electing a person thereto, and in default the retiring director shall, if offering himself for re-election, be deemed to have been re-elected, unless at such meeting it is expressly resolved not to fill such vacated office or unless a resolution for the election of such director has been put to the meeting and lost.

43. No person other than a director retiring at the meeting shall, unless recommended by the directors, be eligible for election to the office of director at any general meeting unless, not less than 3 nor more than 21 days before the date appointed for the meeting, there has been left at the office notice in writing, signed by a member duly qualified to attend and vote at the meeting for which such notice is given, of his intention to propose such a person for election, and also notice in writing signed by that person of his willingness to be elected.

44. The company may from time to time by ordinary resolution increase or reduce the number of directors, and may also determine in what rotation the increased or reduced number is to go out of office.

45. The directors shall have power at any time, and from time to time, to appoint any person to be a director, either to fill a casual vacancy or as an addition to the existing directors, but so that the total number of directors shall not at any time exceed the number fixed in accordance with these articles. Any director so appointed shall hold office only until the next annual general meeting, and shall then be eligible for re-election, but shall not be taken into account in determining the directors who are to retire by rotation at such meeting.

46. The company may by ordinary resolution of which extended notice has been given in accordance with section 142 of the Act remove any director before the expiration of his period of office, notwithstanding anything in these articles or in any agreement between the company and such director. Such removal shall be without prejudice to any claim such director may have for damages for breach of any contract of service between him and the company.

47. The company may by ordinary resolution appoint another person in place of a director removed from office under article 46.

48. Without prejudice to the powers of the directors under article 47, the company in general meeting may appoint any person to be a director, either to fill a casual vacancy or as an additional director. A person appointed in place of a director so removed or to fill such a vacancy shall be subject to retirement at the same time as if he had become a director on the day on which the director in whose place he is appointed was last elected a director.

Proceedings of Directors.

49. The directors may meet together for the despatch 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 chairman shall have a second or casting vote. A director may, and the secretary on the requisition of a director shall, at any time summon a meeting of the directors. If

the directors so resolve it shall not be necessary to give notice of a meeting of directors to any director who being resident in the State is for the time being absent from the State.

50. The quorum necessary for the transaction of the business of the directors may be fixed by the directors, and unless so fixed shall be two.
51. The continuing directors may act notwithstanding any vacancy in their number but, if and so long as their number is reduced below the number fixed by or pursuant to the articles of the company as the necessary quorum of directors, the continuing directors or director may act for the purpose of increasing the number of directors to that number or of summoning a general meeting of the company, but for no other purpose.
52. The directors may elect a chairman of their meetings and determine the period for which he is to hold office; but, if no such chairman is elected, or if at any meeting the chairman is not present within 5 minutes after the time appointed for holding the same, the directors present may choose one of their number to be chairman of the meeting.
53. The directors may delegate any of their powers to committees consisting of such member or members of the board as they think fit; any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed on it by the directors.
54. A committee may elect a chairman of its meetings; if no such chairman is elected, or if at any meeting the chairman is not present within 5 minutes after the time appointed for holding the same, the members present may choose one of their number to be chairman of the meeting.
55. A committee may meet and adjourn as it thinks proper. Questions arising at any meeting shall be determined by a majority of votes of the members present, and when there is an equality of votes, the chairman shall have a second or casting vote.
56. All acts done by any meeting of the directors or of a committee of directors or by any person acting as a director shall, notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such director or person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a director.
57. A resolution in writing, signed by all the directors for the time being entitled to receive notice of a meeting of the directors, shall be as valid as if it had been passed at a meeting of the directors duly convened and held.

Secretary.

58. The secretary shall be appointed by the directors for such term and at such remuneration and upon such conditions as they may think fit; and any secretary so appointed may be removed by them.
59. A provision of the Act or these articles requiring or authorising a thing to be done by or to a director and the secretary shall not be satisfied by its being done by or to the same person acting both as director and as, or in place of, the secretary.

The Seal.

60. The seal shall be used only by the authority of the directors or of a committee of directors authorised by the directors in that behalf, and every instrument to which the seal shall be affixed shall be signed by a director and shall be countersigned by the secretary or by a second director or by some other person appointed by the directors for the purpose.

Accounts.

61. The directors shall cause proper books of account to be kept relating to-
- (a) all sums of money received and expended by the company and the matters in respect of which the receipt and expenditure takes place;
 - (b) all sales and purchases of goods by the company; and
 - (c) the assets and liabilities of the company.

Proper books 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 company's affairs and to explain its transactions.

62. The books of account shall be kept at the office or, subject to section 147 of the Act, at such other place as the directors think fit, and shall at all reasonable times be open to the inspection of the directors.
63. The directors shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations the accounts and books of the company or any of them shall be open to the inspection of members not being directors, and no member (not being a director) shall have any right of inspecting any account or book or document of the company except as conferred by statute or authorised by the directors or by the company in general meeting.
64. The directors shall from time to time in accordance with sections 148, 150, 157 and 158 of the Act cause to be prepared and to be laid before the annual general meeting of the company such profit and loss accounts, balance sheets, group accounts and reports as are required by those sections to be prepared and laid before the annual general meeting of the company.
65. A copy of every balance sheet (including every document required by law to be annexed thereto) which is to be laid before the annual general meeting of the company together with a copy of the directors' report and auditors' report shall, not less than 21 days before the date of the annual general meeting, be sent to every person entitled under the provisions of the Act to receive them.

Audit.

66. Auditors shall be appointed and their duties regulated in accordance with sections 160 to 163 of the Act.

Notices.

67. A notice may be given by the company to any member either personally or by sending it by post to him to his registered address. Where a notice is sent by post, service of the notice shall be deemed to be effected by properly addressing, prepaying and posting a letter containing the notice, and to have been effected in the case of a notice of a meeting at the expiration of 24 hours after the letter containing the same is posted and in any other case at the time at which the letter would be delivered in the ordinary course of post.
68. Notice of every general meeting shall be given in any manner hereinbefore authorised to—
- (a) every member;
 - (b) every person being a personal representative or the Official Assignee in bankruptcy of a member where the member but for his death or bankruptcy would be entitled to receive notice of the meeting; and
 - (c) the auditor for the time being of the company.
69. No other person shall be entitled to receive notices of general meetings.

Names, Addresses and Descriptions of Subscribers.

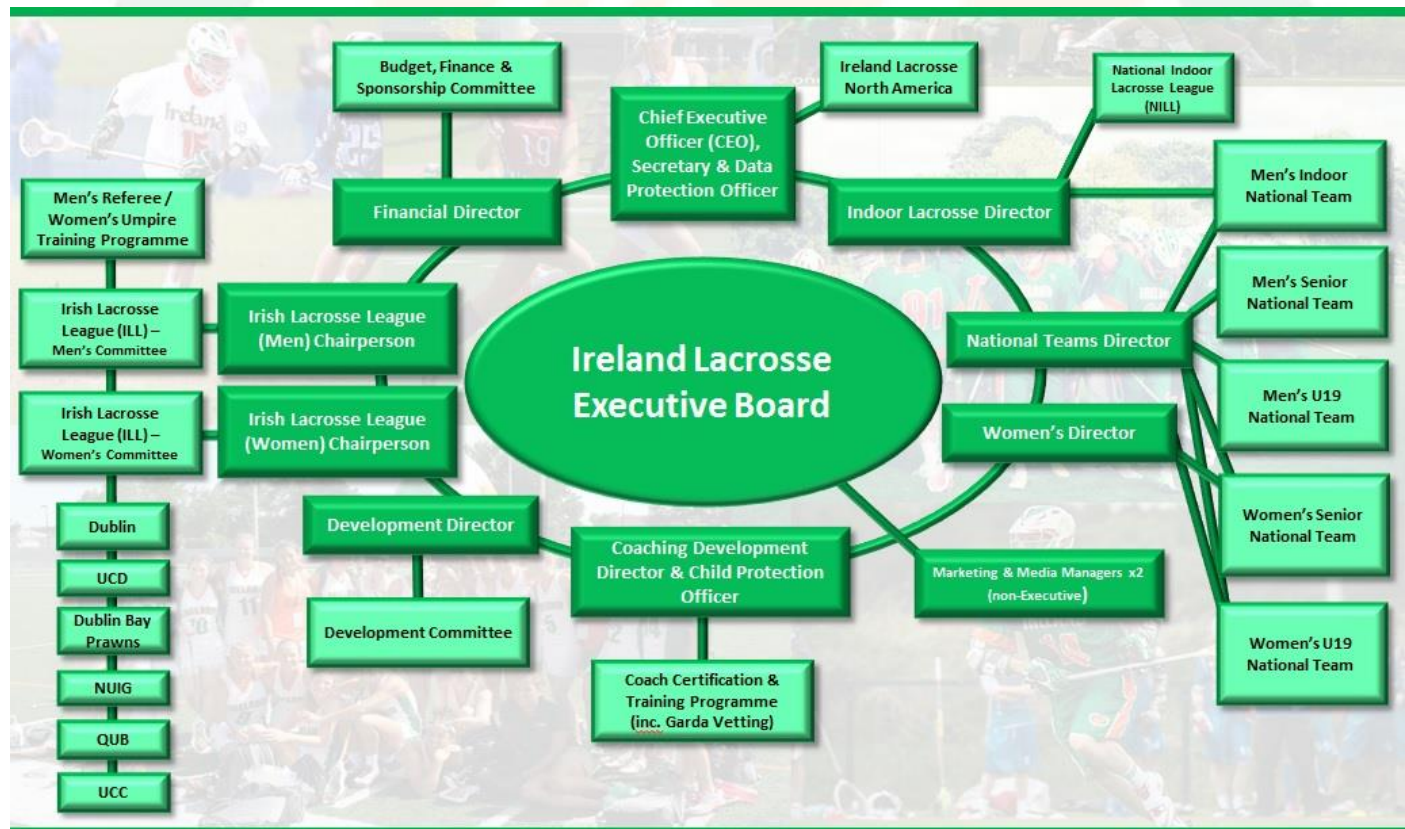
1. Michael Kennedy of	40 Wainsfort Crescent, Terenure, Dublin 6W in the County of DublinAcademic Administrator
2. John Frame of	16 Burlington Street, Ulverston, Cumbria LA12 7JA in the United KingdomTrainee Accountant
3. Colm Murphy of	11 The Mill, The Maltings Bray in the County of WicklowBank Manager

Witness to the above signatures:

Name: Address: Date:

activities are overseen by the Executive Board, which has a number of sub-committees established to discharge particular functions, as follows:

- Irish Lacrosse League (ILL) – Men’s Committee
- Irish Lacrosse League (ILL) – Women’s Committee
- IL Development Committee
- IL Budget, Finance and Sponsorship Committee
- Ireland Lacrosse North America (ILNA)



The roles and responsibilities of the Ireland Lacrosse Executive Board are articulated in its **Terms of Reference**, and for each position on the Board there is also a specific **Role Description**. Each of the sub-committees of the Ireland Lacrosse Executive Board also have specific Terms of Reference. Collectively, these documents provide for robust organisational management and governance arrangements for Ireland Lacrosse.

Ireland Lacrosse Executive Board Terms of Reference

(last updated 20 April 2018)

Purpose and Function of the Board

The primary functions of the Ireland Lacrosse Executive Board are to:

- a) Manage and oversee the range of activities that fall within the remit of Ireland Lacrosse, the National Governing Body for the sport of lacrosse in Ireland, as expressed in its mission statement and as outlined in its Strategic Plan.
- b) Promote the development of lacrosse throughout all parts of the island of Ireland, including through youth and community programmes, schools programmes, university-level programmes and adult club programmes, running clinics and exhibitions, publicising major events and tournaments, as well as all of its national teams, and generally establishing a framework to provide opportunities at all age levels and in all regions for boys and girls, and men and women, to play lacrosse.
- c) Establish practical and professional training programmes for coaches and officials, aligned with any and all Sport Ireland guidelines and associated statutory requirements.
- d) Manage and oversee the running of the island-wide Irish Lacrosse League (ILL), which includes a men's and women's league, as well as any other local, regional or indoor leagues or other similar activities (including camps).
- e) Manage and oversee all Irish national lacrosse teams – including outdoor ("field") teams for men and women and at under-age and senior level, as well as any indoor teams and national development teams.
- f) Promote good governance, fairness, professionalism, risk management and accountability in the conduct of all aspects of the organisation's activities, including alignment with all national, sectoral and international rules, policies, procedures and guidelines as they relate to a National Governing Body (NGB) for sport in Ireland.

Composition

The following shall be members of the Ireland Lacrosse Executive Board:

- Chief Executive Officer, Secretary and Data Protection Officer – shall act as Chair and Secretary for all Board meetings
- Financial Director
- Coaching Development Director and Child Protection Officer
- Women's Director
- Development Director
- National Teams Director
- Indoor Lacrosse Director
- Irish Lacrosse League (ILL) Men's Committee Chairperson
- Irish Lacrosse League (ILL) Women's Committee Chairperson

Other non-Executive Director positions (e.g. Marketing and Media Managers) may be created from time to time, as determined by the Board and the Ireland Lacrosse membership and normally at the AGM. Individuals who occupy these positions may be invited to attend the meetings of the Ireland Lacrosse Executive Board as and where necessary or desirable. All positions will be subject to election by the membership of Ireland Lacrosse. Terms of office for each position will be 1 year, with election to take place each year at the Ireland Lacrosse AGM. There is no limitation on the number of terms of office.

Terms of Reference

The Ireland Lacrosse Executive Board shall:

- a) Establish rules, bye-laws, policies and guidelines governing all of its activities, including provision of a definition of the role of each member of the Executive Board.
- b) Oversee and manage the membership system for Ireland Lacrosse. Membership is available to any individual in any location, is a paid subscription which is renewable annually, and is required in order to participate in any and all Ireland Lacrosse activities. This also includes the development of membership guidelines and the monitoring of membership subscriptions.
- c) Establish mechanisms by which any interested individuals may get involved in playing lacrosse through its programmes for lacrosse development and promotion, with a particular focus on establishing teams and programmes in new areas throughout the island of Ireland.
- d) Establish mechanisms by which any interested individuals may get involved in coaching or officiating lacrosse through coaching and officiating training programmes, and accrediting such programmes in consultation with Coaching Ireland and Sport Ireland.

- e) Work with member clubs, schools and/or individual players and supporters to explore ways of supplying the required equipment to play lacrosse.
- f) Establish and develop mechanisms for clear, transparent and effective financial management of the organisation as a whole and each of its specific areas of activity. This includes, specifically, direct oversight over all financial arrangements and budgetary planning pertaining to any Irish national lacrosse team, national development team, as well as the Irish Lacrosse League.
- g) Co-ordinate any and all marketing and/or promotional activity aimed at increasing the profile of its national teams, its club teams or any of its other programmes, including through its website and various social media channels, regarding which the Ireland Lacrosse Executive Board retains oversight and decision-making responsibility. This also includes the exploration of strategies for income generation to support the activities of Ireland Lacrosse.
- h) Oversee the management of all Irish national lacrosse teams and national development teams – men and women, under-age, developmental and senior level, indoor and field teams – and their participation in any major tournament or event. This oversight function is executed through the approval and monitoring of a relevant Tournament Business Plan for a given team's participation in a tournament or other major event. The Ireland Lacrosse Executive Board has ultimate decision-making authority with respect to each of its national teams and national development teams and this is exercised through its approval of the respective Tournament Business Plan.
- i) Approve the selection criteria and search process for any Head Coach or Assistant Coach, or any other support staff, for any Irish national lacrosse team or national development team. This includes authority to approve the appointment of any Head Coach of any Irish national lacrosse team or national development team.
- j) Work closely with Sport Ireland to ensure compliance, as a National Governing Body (NGB), with any and all relevant rules or procedures established by them or by any other relevant agency.
- k) Work closely with the European Lacrosse Federation (ELF) and the Federation of International Lacrosse (FIL) to support and promote our mutual goals, and to send representatives to relevant meetings and events, pay dues, cast votes, and comply with and/or implement nationally any agreed rules or recommendations arising out of our relationship with both entities.
- l) Work through Ireland Lacrosse North America, a subsidiary organisation in the USA and formally constituted as a sub-committee of the Ireland Lacrosse Executive Board, to engage in a wide variety of activities that promote the mission and objectives of Ireland Lacrosse.
- m) Work through the Irish Lacrosse League (ILL) Men's and Women's Committees, which are formally constituted as sub-committees of the Ireland Lacrosse Executive Board, to support the operations, and the development, of the ILL, including providing support for the development of new teams.
- n) Work with any additional committees which may be constituted as sub-committees of the Ireland Lacrosse Executive Board to support the pursuit of the Ireland Lacrosse mission.
- o) Oversee and manage a disciplinary committee hearing as necessary or appropriate, in accordance with the provisions of the ILL, Irish National Team and/or Ireland Lacrosse (NGB) Procedures for Discipline, Complaints and Appeals (see Ireland Lacrosse Book of Rules).
- p) Work constructively with the Irish Lacrosse Foundation (ILF), based in the USA, to promote our mutually agreed goals.
- q) Develop, on an ongoing basis, and through a thorough, consultative and meaningful process, a strategic plan which is benchmarked against best practice for both national governing bodies in Ireland and for lacrosse organisations more generally.

Conduct of Business

- a) The Ireland Lacrosse Executive Board shall meet at least twice annually. The meetings shall be convened by the Chair with a minimum of seven days notice of a meeting. Where decisions are required between meetings, the Secretary of the Board will circulate these via email, requesting feedback, input, recommendations and decisions from the members of the Board within a reasonable timeframe.
- b) The Board shall hold, once annually, an Annual General Meeting (AGM) open to all members of Ireland Lacrosse. This meeting shall be convened as close to the final day of the spring Irish Lacrosse league (ILL) season as possible each year. All members are encouraged, and will be asked, to submit any items for the agenda of the Ireland Lacrosse AGM in advance of the meeting.
- c) The members of the Board may not nominate others to attend Board meetings on their behalf.
- d) Existing and/or outgoing members of the Board shall be responsible for the induction and training of new members of the Board, in particular by ensuring their familiarity with and understanding of the Ireland Lacrosse Governance Manual and Ireland Lacrosse Book of Rules, and all other relevant policy, procedures, laws and regulations.
- e) The performance of members of the Board will be regularly appraised by other members of the Board and failure to comply with all relevant policy, procedures, laws and regulations may result in disciplinary action in accordance with the Ireland Lacrosse Discipline, Complaints and Appeals – Ireland Lacrosse (NGB) Procedures.
- f) **Confidentiality:** Members of the Board must at all times respect Board confidentiality. Failure to do so may result in disciplinary action in accordance with the Ireland Lacrosse Discipline, Complaints and Appeals – Ireland Lacrosse (NGB) Procedures.
- g) **Conflicts of Interest:** Members of the Board have a duty to disclose any affiliation to or involvement with any individual, third party, external agency or supplier (including in relation to receipt of gifts or hospitality) with which the Board and/or Ireland Lacrosse more generally is considering doing business, and the relevant Board member must recuse themselves from any decision-making process that relates to the specified individual, third party, external agency or supplier. Failure to do so may result in disciplinary action in accordance with the Ireland Lacrosse Discipline, Complaints and Appeals – Ireland Lacrosse (NGB) Procedures.
- h) A meeting of the Board shall be considered in quorate when at least 5 of its members are present.
- i) The Board may establish sub-committees as necessary or appropriate to the conduct of its business.

11. IL Role Descriptions

Chief Executive Officer, Secretary and Data Protection Officer

Role Description (last updated 20 April 2018)



In 2018-19 this role is undertaken by: **Michael Kennedy**

1. Purpose of the position:

The role of the Chief Executive Officer, Secretary and Data Protection Officer is to ensure the proper and efficient day-to-day running of the organisation and to exercise overall oversight and management of the full range of its activities. The CEO manages the Ireland Lacrosse Executive Board and convenes and manages the Ireland Lacrosse Annual General Meeting (AGM). The CEO will be responsible for working with the other members of the Executive Board to formulate, implement and review the strategic goals of the organisation. In consultation with the other members of the Executive Board, the CEO also has primary responsibility and authority for the relationship, and communication, with other relevant bodies, including but not limited to Ireland Lacrosse North America, the Irish Lacrosse Foundation, Sport Ireland, the European Lacrosse Federation and the Federation of International Lacrosse. The CEO will also act as Data Protection Officer.

2. Reporting to: The Ireland Lacrosse Executive Board and members of Ireland Lacrosse.

3. Type of contract: Voluntary

4. Term of office: 1 year, with election to take place each year at the Ireland Lacrosse AGM.

5. Key Responsibilities:

- a) General (inc. meeting organisation, records management, communications)
 - Convene and Chair meetings of the Ireland Lacrosse Executive Board.
 - Draft and circulate for approval minutes of the meetings of the Executive Board.
 - Convene and Chair the Annual General Meeting (AGM) of Ireland Lacrosse, in consultation with the Executive Board.
 - Maintain records of the activities of Ireland Lacrosse and the Ireland Lacrosse Executive Board.
 - Ensure that the organisation is compliant with its obligations under the General Data Protection Regulation (GDPR), by overseeing the Ireland Lacrosse membership management system, inventorying all personal data held by Ireland Lacrosse, maintaining the organisation's Data Protection Policy, ensuring consent for use of data is obtained and managed effectively, and providing guidance to other members of Ireland Lacrosse on GDPR.
- b) Leadership and Strategic Management
 - Initiate and manage the strategic planning process, including design of the requisite consultation and revision processes, leading to publication of a strategic plan and communication of this plan to the Ireland Lacrosse membership and all other stakeholders.
 - Liaise with all other agencies to pursue the growth and promotion of the sport of lacrosse in Ireland.
 - Ensure best practice in management, administration and accountability of Ireland Lacrosse to its Executive Board and its members, including through the development of bye-laws, policies, procedures and guidelines.
 - Ensure adherence to and implementation of quality assurance and monitoring systems and risk assessment systems.
 - Ensure alignment with any and all requirements of legislation and corporate governance and adherence to policies which protect the organisation from improper or inappropriate liability.
- c) Capacity Building
 - Develop clear statements and guidelines regarding the responsibilities of all members of the Ireland Lacrosse Executive Board as well as members of Ireland Lacrosse, as well as terms of reference for any committees whose activities fall within the remit of Ireland Lacrosse.
 - Seek strategies for increasing participation in lacrosse, including at player level, coaching, officiating, youth and adult, throughout the island of Ireland.
- d) Project Management
 - Work directly with other members of the Ireland Lacrosse Executive Board and other Ireland Lacrosse members to ensure the smooth and efficient management of all projects and initiatives that the organisation is involved in. This includes, but is not limited to, participation of any Irish national team or national development team in any tournament.
 - Provide support and assistance to fellow Executive Board members and members of Ireland Lacrosse for the development of specific projects, including but not limited to coaching development programmes, programmes for the training of officials, tournament and event organisation, running of clinics or exhibition games and managing of events with visiting teams from outside Ireland.

Financial Director

Role Description (last updated 20 April 2018)



In 2018-19 this role is undertaken by: John Frame

1. Purpose of the position:

The role of the Financial Director is to ensure the proper and efficient management of the Ireland Lacrosse finances and budgeting processes. The Financial Director will work with other members of the Executive Board as appropriate regarding all financial, budgetary and other monetary issues – this relates in particular to the budgeting and financing of any Irish national team or national development team, the details of which are to be contained in the Tournament Business Plan which is developed and approved by the Ireland Lacrosse Executive Board. The Financial Director will also ensure that all appropriate forms and documents regarding accounts and taxation are submitted to the appropriate bodies (in Ireland and elsewhere), will liaise with the European Lacrosse Federation (ELF) and the Federation of International Lacrosse (FIL) regarding Ireland Lacrosse's financial obligations to those entities, and will produce annual accounts detailing credits and debits for the Ireland Lacrosse Executive Board and for the general membership of Ireland Lacrosse at the Annual General Meeting (AGM). The Financial Director will exercise a number of these responsibilities through the Budget, Finance and Sponsorship Committee.

2. Reporting to: The Ireland Lacrosse Executive Board and members of Ireland Lacrosse.

3. Type of contract: Voluntary

4. Term of office: 1 year, with election to take place each year at the Ireland Lacrosse AGM.

5. Key Responsibilities:

a) General

- Keep up-to-date accounts, including oversight of all Ireland Lacrosse bank, credit card and PayPal accounts.
- Liaise between the bank, PayPal, regulatory bodies and the Ireland Lacrosse Executive Board.

b) Specific

- Develop and manage the overall budget and finance for the organization, including through the Budget, Finance and Sponsorship Committee.
- Liaise closely with the National Teams Director, other members of the Ireland Lacrosse Executive Board and the Ireland Lacrosse organising committee responsible for managing the participation by any Irish national team or national development team in any tournament, with reference to the Tournament Business Plan which is developed for each team and which is approved and monitored by the Ireland Lacrosse Executive Board and the Budget, Finance and Sponsorship Committee.
- Ensure all expenditure is accounted for.
- Ensure the correct allocation of money is assigned to the correct area of spending.
- Ensure that there are clear and transparent records produced for the Ireland Lacrosse Executive Board and for the general Ireland Lacrosse membership at the AGM.
- Make sure that Ireland Lacrosse is up-to-date with its various insurance policies, and liaise with any insurance agencies regarding the various insurance policies.
- Act as the primary point of contact in relation to the Ireland Lacrosse accountant, particularly in relation to development of annual accounts and submission of the Annual Return to the Companies Registration Office.
- Provide input and advice on the development of sponsorships and strategic partnerships, including evaluation of the financial cost/benefit of any such arrangement, through the Budget, Finance and Sponsorship Committee.

c) Strategic

- Develop long and short term budgetary plans with predicted Profit & Loss.
- Develop policies and procedures, in consultation with the Budget, Finance and Sponsorship Committee and the Ireland Lacrosse Executive Board, relating to finances, budgeting and in relation to any other monetary matters.
- Work with other Ireland Lacrosse Executive Board members to source and utilise a variety of income avenues and maximize the Ireland Lacrosse brand.

Coaching Development Director and Child Protection Officer

Role Description (last updated 20 April 2018)



In 2018-19 this role is undertaken by: Sean Bodie

1. Purpose of the position:

The role of Coaching Development Director and Child Protection Officer is to ensure the growth of qualified coaches within Ireland, to document coaching qualifications and portfolios, to manage applications for Garda Vetting for all coaches (in co-ordination with the Federation of Irish Sport), organise coach training, instruction and accreditation, and provide advice to all members of Ireland Lacrosse on child protection issues. The Coaching Development Director and Child Protection Officer will work with other Executive Board members to grow coaching standards to an international standard and help to develop Lacrosse Development Officers (LDOs).

2. Reporting to: The Ireland Lacrosse Executive Board and members of Ireland Lacrosse.

3. Type of contract: Voluntary

4. Term of office: 1 year, with election to take place each year at the Ireland Lacrosse AGM.

5. Key Responsibilities:

a) General

- Establish, in consultation with the Ireland Lacrosse Executive Board, and monitor, the Ireland Lacrosse Coaching Qualification Pathway and Criteria.
- Keep records of all qualified coaches.
- Assess new coaches and coaches who are taking the steps to the next level.
- Promote awareness of the Ireland Lacrosse Child Protection Policy among all members of Ireland Lacrosse and act as the first point of contact for any queries in this regard.

b) Specific

- Run coaching clinics for accreditation at levels 1-3.
- Assess coaches to ensure coaching is delivered correctly.
- Develop supporting documentation, including Coaching Manuals, and assist with and co-ordinate the provision of a wide variety of relevant resources that may be of use to coaches.
- Liaise with clubs on their coaching requirements.
- Keep up-to-date with coaching development in Lacrosse and other sports both in Ireland and worldwide.
- Liaise directly with Coaching Ireland and/or Sport Ireland on behalf of Ireland Lacrosse to ensure any coaching development programme aligns with all national coaching requirements and/or obligations.
- Liaise with other coaching development officers or other coaching resources outside of Ireland to draw on best practice for developing lacrosse coaching in Ireland.
- Co-ordinate and manage submission of all Garda Vetting applications for Ireland Lacrosse coaches, in liaison with the Federation of Irish Sport.

c) Strategic

- Develop short and long term coaching needs and develop plans to address those needs.
- Develop short and long term requirements for Lacrosse Development Officers (LDOs).

Women's Director

Role Description (last updated 20 April 2018)



In 2018-19 this role is undertaken by: **Katelin Billups**

1. Purpose of the position:

To provide overall co-ordination of women's lacrosse activities, increase the number of women players in Ireland and the standard of play, and develop connections with other countries' women's director roles.

2. Reporting to: The Ireland Lacrosse Executive Board and members of Ireland Lacrosse.

3. Type of contract: Voluntary

4. Term of office: 1 year, with election to take place each year at the Ireland Lacrosse AGM.

5. Key Responsibilities:

a) General

- Provide overall co-ordination of women's lacrosse activities, including liaison with the Development Director and National Teams Director (and other members of the Ireland Lacrosse Executive Board as appropriate), and the coaching staff of the various women's national teams and national development teams.
- Assist in developing an Irish Development Team (Éire) – through fixture arrangements.
- Assist in developing domestic standard of play – through coaching and assisting.
- Build the infrastructure to support this development – for example through umpire development and players teaching lacrosse in schools.

b) Specific

- Agree, with the Ireland Lacrosse Executive Board, the selection process for the Ireland Development Team (Éire).
- Set up, with the coach, friendly competition/events for the Ireland Development Team (Éire) – for example, in events such as Home Internationals (UK), Bluesfest (UK), Amsterdam Lowlands (The Netherlands), Berlin Open (Germany) and other similar events.
- Coaching and pitch side support for international friendlies and preparation for these events.
- Facilitate the set-up of umpiring courses.
- Develop coaching camps throughout Ireland.
- Link up with touring coaches and visiting teams to run and publicise events in Ireland.

c) Strategic

- Liaise with, and identify opportunities for coaching links, with the NGBs of England, Scotland and Wales.
- Encourage UK clubs to visit Ireland for matches.

Development Director

Role Description (last updated 20 April 2018)



In 2018-19 this role is undertaken by: Aisling Casey

1. Purpose of the position:

The role of the Development Director is twofold: 1) to explore, plan and assist the expansion of lacrosse on the island of Ireland; and 2) ensure that Ireland Lacrosse takes a co-ordinated and supportive approach to the development of lacrosse at all age levels in Ireland. This role necessitates close co-operation and communication with the clubs to facilitate their expansion and the continued development of their players. It also involves management and oversight of the Development Committee.

2. Reporting to: The Ireland Lacrosse Executive Board and members of Ireland Lacrosse.

3. Type of contract: Voluntary

4. Term of office: 1 year, with election to take place each year at the Ireland Lacrosse AGM.

5. Key Responsibilities:

a) General

- Liaise with the Irish Lacrosse League (ILL) Chairpersons (men and women) regarding oversight and management of the ILL, including liaison with team representatives and individual players to help ensure the smooth running of the leagues, support for Gameday events, scheduling and all other tasks associated with co-ordination of the leagues.
- In co-ordination with the Coaching Development Director, liaise with clubs to develop best practice in coaching and player development.
- Provision of advice and support on organisational aspects to new players, teams or expanding clubs, including through the management and oversight of the Development Committee.
- Co-ordinate and run clinics and engage with other new player development opportunities.
- Work with the Ireland Lacrosse Executive Board to consider various initiatives to promote the development of existing players, including the role of the national, development and underage teams.
- In conjunction with the Marketing and Media Managers, liaise with any external agencies to pursue the growth and promotion of lacrosse in Ireland.

b) Specific

- Liaise with the Women's Director regarding all matters pertaining to the development and promotion of women's lacrosse in Ireland, including assisting with various events, hosting of games with visiting teams, supporting the women's national teams and national development teams (and liaising with the National Teams Director in this regard also) and any other duties, tasks or responsibilities that may arise in relation to women's lacrosse in Ireland.

National Teams Director

Role Description (last updated 20 April 2018)



In 2018-19 this role is undertaken by: John Cavanaugh

1. Purpose of the position:

The role of the National Teams Director is to exercise general oversight over and management of all Irish national lacrosse teams – including men's and women's teams and at senior and underage levels. The National Teams Director will be the *ex-officio* point of contact for tournament organisers for any major tournament that any Irish national team competes in. The National Teams Director will work closely with the other members of the Ireland Lacrosse Executive Board to agree all arrangements pertaining to tryouts and selection camps, budgeting/financing, appointment of coaches and other national team support staff, definition of player eligibility criteria and/or consideration of other player selection issues, training camps, uniforms/apparel/equipment, and tournament logistics (transport, housing, meals, scheduling, anti-doping). This will be undertaken through the development of a Tournament Business Plan to be agreed with and approved by the Ireland Lacrosse Executive Board. The National Teams Director will also develop appropriate policies relevant to the national teams, including player, coach and support staff codes of conduct and role descriptions.

2. Reporting to: The Ireland Lacrosse Executive Board and members of Ireland Lacrosse.

3. Type of contract: Voluntary

4. Term of office: 1 year, with election to take place each year at the Ireland Lacrosse AGM.

5. Key Responsibilities:

a) General

- To agree, together with the Ireland Lacrosse Executive Board and the Ireland Lacrosse membership, the player eligibility criteria for the Irish national teams. This also includes agreement on any ratios between domestic and non-domestic players.
- To agree, together with the Ireland Lacrosse Executive Board, the arrangements for any tryout or selection camps, or any other similar training camps, associated with any Irish national team.
- To work with the Ireland Lacrosse Executive Board to determine the selection criteria for, and the process for selection of, any coaches and other support staff for any Irish national teams.
- To work with the Ireland Lacrosse Executive Board, and jointly with the Board, make decisions regarding the appointment of the Head Coach of any Irish national team, and to work with the Head Coach to appoint all Assistant Coaches and other support staff.
- The National Teams Director and the Ireland Lacrosse Executive Board shall agree on the constitution and membership of the organising committee responsible for the overall general management of any national team's participation in any particular tournament. This committee will include coaching staff, a player liaison, and any other additional roles as may be required. The members of the committee shall be responsible for undertaking research into various aspects of the national team's participation in any tournament, and will make recommendations to the National Teams Director and the Ireland Lacrosse Executive Board, who will be jointly responsible for making final decisions regarding these matters.
- The National Teams Director will be the *ex-officio* point of contact for tournament organisers for any major tournament that any Irish national team competes in.
- The National Teams Director has primary responsibility for oversight of, and liaising with, the coaching staff of any national team regarding tryout or selection camp logistics, team selection, and tournament logistics.
- The National Teams Director shall formally act as the Chair of the Player Selection Panel for any Irish national team.
- The National Teams Director shall be responsible for setting national team policies regarding selection of captains, player discipline, player, coach and staff codes of conduct, as well as developing and maintaining national team traditions, and will work with the coaching and support staff to implement such policies, codes of conduct and traditions for each national team.
- The National Teams Director shall be responsible for oversight and management of any National Team disciplinary committee, in accordance with the Irish National Team Procedures for Discipline, Complaints and Appeals.
- The National Teams Director shall have formal responsibility for oversight of the national team 'caps' system, including presiding over the award of the caps (or designating a nominee for this task where necessary).
- The strategy for, and output of, the work that the National Teams Director and the Ireland Lacrosse Executive Board, as well as all other members of the organising committee, undertakes for each tournament must be recorded in a Tournament Business Plan. An initial draft of the Tournament Business Plan must, in the first instance, be approved by the Ireland Lacrosse Executive

Board. As the planning and preparation process for a particular tournament progresses, this plan must be updated accordingly. The Ireland Lacrosse Executive Board reserves the right at any point to require review of the Tournament Business Plan, and/or a review of any of its specific provisions (including the budget). The Budget, Finance and Sponsorship Committee is also responsible for reviewing and monitoring the Tournament Business Plan and in particular the budgetary/financial aspect of it. Where necessary, the Ireland Lacrosse Executive Board may require a vote on any particular matter relating to the Tournament Business Plan or participation in a given tournament more generally. In such instances, any member of the Ireland Lacrosse Executive Board who is a player or member of the coaching or support staff of the team under consideration will not be eligible to vote on such matters. The Tournament Business Plan shall be a live document which is progressively updated, until a final version can be agreed by the members of the organizing committee – this plan should be finalised in advance of any tryout or selection camp for any national team. The Ireland Lacrosse Executive Board shall retain copies of the Tournament Business Plans for each tournament, which it will utilise for ongoing quality assurance and risk management purposes.



Indoor Lacrosse Director

Role Description (last updated 20 April 2018)



In 2018-19 this role is undertaken by: Sean Gibson

1. Purpose of the position:

To oversee and manage Irish indoor lacrosse, and raise the standard of play and experience levels of players, officials, and coaches, to foster relationships with other indoor lacrosse playing nations in order to further develop indoor lacrosse, and to organise and facilitate the growth of a sustainable National Indoor Lacrosse League (NILL), alongside the Chairperson of the Irish Lacrosse League (men). This role also involves management of the Irish National Indoor Team in co-operation with the National Teams Director, the Ireland Lacrosse Executive Board, and the Irish National Indoor Team coaching and support staff, and management of the Irish Indoor Development Team and its participation in various events.

2. Reporting to: The Ireland Lacrosse Executive Board and members of Ireland Lacrosse.

3. Type of contract: Voluntary

4. Term of office: 1 year, with election to take place each year at the Ireland Lacrosse AGM.

5. Key Responsibilities:

a) General

- Assist in development of a player pool for indoor lacrosse – by organising participation in regular, annual tournaments.
- Assist in developing the domestic standard of play – through coaching, assisting, and facilitation of clinics.
- Assist in developing indoor lacrosse referees by seeking out refereeing opportunities throughout Europe.
- Develop, through fundraising, funding for Ireland Indoor Lacrosse.
- Develop an online resource for coaching, refereeing, and player materials for indoor lacrosse, in co-operation with the Coaching Development Director.

b) Specific

- Manage the Irish National Indoor Team in co-operation with the National Teams Director, the Ireland Lacrosse Executive Board and the Irish National Indoor Team coaching and support staff.
- Co-ordinate with the Irish National Indoor Team coaching staff to organise indoor lacrosse camps in Ireland.
- Organise regular indoor clinics / games.
- Conduct coaching workshops for domestic coaches, in co-ordination with the Coaching Development Director.
- Work alongside the Chairperson of the Irish Lacrosse League (men) to manage and oversee the National Indoor Lacrosse League (NILL).
- Either conduct or send at least one domestic official to participate in a referee clinic and participate as an official in one indoor lacrosse tournament per annum.
- Develop a National Indoor Development Team (Emerald Islanders) player pool and identify opportunities for that team to participate in various events and manage such participation.
- Consider and plan participation in other box lacrosse tournaments throughout the year, including in Europe, North America and elsewhere.
- Liaise with the Dublin Riggers travel team to enable participation with that team by domestic players who participate in the National Indoor Lacrosse League and/or with the Emerald Islanders.

c) Strategic

- Develop links with other lacrosse National Governing Bodies in the areas of referees, coaching, and player camps for indoor lacrosse.
- Encourage clubs to come to Ireland to play indoor games / tournaments.
- Maintain regular contact with the Irish National Indoor Team coaching and support staff and the National Teams Director with regard to developments in indoor lacrosse.
- Look for further opportunities for participation in indoor lacrosse throughout Europe, North America and elsewhere.

Irish Lacrosse League Chairpersons (Men's and Women's)

Role Description (last updated 20 April 2018)

In 2018-19 these roles are undertaken by: **Cillian Murphy & Laura O'Flynn**



1. Purpose of these positions:

These are two positions with the same role description – the Irish Lacrosse League (Men's) Chairperson and the Irish Lacrosse League (Women's) Chairperson. The Chairperson has overall responsibility for oversight and management of the respective (men's and women's) domestic lacrosse league (Irish Lacrosse League), which is exercised through the respective **ILL Men's Committee** and **ILL Women's Committee**. In conjunction with the Ireland Lacrosse member clubs and teams, the organiser of the National Indoor Lacrosse League (NILL), and in consultation with other members of the Ireland Lacrosse Executive Board, the respective Chairpersons will manage the scheduling of the autumn Newtownards Cup and the spring ILL Gameday (or other league game), including confirmation of all relevant details needed to support the operation of the leagues. The Chairpersons are also responsible for monitoring, implementing, and where necessary, proposing updates or amendments to, all ILL bye-laws, rules and/or policies pertaining to participation in the Irish Lacrosse League, in consultation with the ILL Men's Committee, ILL Women's Committee and the Ireland Lacrosse Executive Board.

2. Reporting to: The Ireland Lacrosse Executive Board and members of Ireland Lacrosse.

3. Type of contract: Voluntary.

4. Term of office: 1 year, with election to take place each year at the Ireland Lacrosse AGM.

5. Key Responsibilities:

a) General

- Co-ordinate and maintain communication with the captains (men and women) of all member clubs and teams of Ireland Lacrosse and the Irish Lacrosse League (ILL), including key contact people for newly developing teams, and together with these key individuals (who will collectively comprise the respective ILL Men's Committee and ILL Women's Committee), oversee and manage the ILL.

b) Specific

- Oversee the scheduling of the Newtownards Cup event and the ILL Gameday events (or equivalent league games), taking into account other lacrosse events, domestic and international (e.g. NILL, national team tryouts, overseas trips and tournaments).
- Work with the club captains to ensure all participants in the ILL are fully registered and their membership fees are paid, ensuring that no individual is able to participate in the Newtownards Cup, ILL or any associated events unless their membership is fully up-to-date.
- Work with the club captains to develop the ILL bye-Laws and maintain and update these as necessary via the ILL Men's Committee, ILL Women's Committee, Ireland Lacrosse Executive Board and the Ireland Lacrosse AGM.
- Liaise with the club or team responsible for hosting each Gameday (or equivalent league game) to ensure booking of suitable facilities for the event, as well as to ensure provision of all other necessary resources (goals, creases, balls, field markings, provision of match officials).
- Co-ordinate with the host club or team to confirm the detailed schedule of events on a Gameday (this includes the full fixtures list for both the ILL 'Fall Ball' season (the Newtownards Cup) and the spring ILL season proper).
- Ensure all the relevant details regarding a Gameday or equivalent event (date, time, location, etc) are communicated to each club or team.
- Assist the Ireland Lacrosse member clubs and teams in promoting ILL events, and promote the ILL in the national media and in international lacrosse circles.
- Write reports on each Gameday and, with the assistance of relevant members of the Ireland Lacrosse Executive Board (including the Marketing and Media Managers), publish them on the Ireland Lacrosse website (and promote the reports through the various Ireland Lacrosse social media channels).
- Oversee the collection and collation of statistics from a Gameday (or equivalent league game) and, with the assistance of relevant members of the Ireland Lacrosse Executive Board (including the Marketing and Media Managers), publish a season-long stats tracker on the Ireland Lacrosse website.
- Enable and assist ILL representative teams (the men's and women's league champions) to participate in the annual European Club Lacrosse Championships (Ken Galluccio Cup).

-
- Manage and co-ordinate the ILL men's touring team (ILL All-Stars), including team selection, finances, coordination with tournament organisers and all other associated responsibilities.
 - Keep an updated account of the ILL finances and liaise with relevant members of the Ireland Lacrosse Executive Board (including in particular the Financial Director and CEO) to ensure sound financial management of the league.
 - Explore opportunities for sponsorship or other funding for the ILL, with any income generated to be used to support the operation of the league.
 - Arrange for the purchase of relevant league trophies and individual awards at the end of each season (April), and work with the Ireland Lacrosse CEO to arrange the ILL Awards Night, and preside over the end of season awards ceremony.
 - Receive any formal submission (in writing) of a complaint or a request for consideration of disciplinary action relating to the ILL from any team, individual player, coach or other member of Ireland Lacrosse, for consideration by the respective ILL Men's Committee or ILL Women's Committee (as appropriate) in the first instance, and referral to a formal disciplinary hearing and/or the Ireland Lacrosse Executive Board as appropriate and as defined in the ILL bye-laws and the ILL Procedures for Discipline, Complaints and Appeals.

Marketing and Media Manager(s)

Role Description (last updated 20 April 2018)

In 2018-19 this role is undertaken by: **Ryan Oakes & Catherine Conway**



1. Purpose of the position:

The role of Marketing and Media Manager(s) is to ensure consistent and professional internal and external communications from Ireland Lacrosse across all media. The Marketing and Media Manager(s) will work with the Executive Board to communicate with members of Ireland Lacrosse, interested members of the public, and national/international media outlets regarding all relevant events taking place within the organisation.

2. Reporting to: The Ireland Lacrosse Executive Board and members of Ireland Lacrosse. The Marketing and Media Manager(s) is a non-Executive role and those in this role do not have voting rights within the Ireland Lacrosse Executive Board, though may attend meetings of the Executive Board.

3. Type of contract: Voluntary

4. Term of office: 1 year, with election to take place each year at the Ireland Lacrosse AGM.

5. Key Responsibilities:

a) General

- To work with members of the Ireland Lacrosse Executive Board to develop and enhance all internal (to the wider membership) and external (to media outlets and the public) communications.

b) Specific

- To oversee the ongoing development and implementation of the Ireland Lacrosse Social Media Policy.
- To write/approve and release reports relating to official Ireland Lacrosse games (domestic and national), team selections (domestic and national) and any other relevant news.
- To secure footage of ILL Gamedays, training camps and any other relevant Ireland Lacrosse events, and to release this footage across social media.
- To present journalistic analysis of the affairs of Ireland Lacrosse, in both broadcast and print media. Affairs shall include, but not be limited to or bound by, game results, player performances and team growth (domestic and national teams).
- To work with members of the Ireland Lacrosse Executive Board to develop and enhance the content being pushed out via the Ireland Lacrosse YouTube account and the Ireland Lacrosse website, as well as all other social media outlets (Facebook, Twitter, Instagram, etc.).
- To conduct and/or co-ordinate interviews with media outlets where applicable.
- To liaise with any and all Irish national team interns who may be given responsibility to promote and market a given Irish national team at a given event or tournament, to ensure their familiarity with the Ireland Lacrosse Social Media Policy and to provide any other support to such interns in relation to media as may be required.

c) Strategic

- Develop long-term plans to implement journalistic analysis of lacrosse in Ireland.
- Develop long-term plans to use the brand created by the role as a means of securing sponsorship for Ireland Lacrosse, in consultation with the Ireland Lacrosse Executive Board.

12. Irish Lacrosse League (ILL) – Men’s and Women’s Committees Terms of Reference

(last updated 20 April 2018)

Purpose and Function of the Committees

The purpose of the Committees is to provide an appropriate forum for the constituent teams/clubs to collectively manage the respective (men’s and women’s) Irish Lacrosse Leagues (ILL), including organisation and co-ordination of the associated Gameday events, the ongoing maintenance and implementation of the ILL bye-laws, provision of support for the development of new teams/clubs seeking to participate in the ILL, and to provide a forum for the discussion of any and all issues affecting the constituent teams/clubs regarding the ILL and Ireland Lacrosse in general. The Committees are formally constituted as sub-committees of the Ireland Lacrosse Executive Board and they are accountable to it, and matters may be referred by the Board to the Committees, and vice versa, as and where appropriate as deemed by either entity.

Composition of the Committee

The Committees shall be composed of one representatives of each team competing in the respective ILL (men’s and women’s).

Terms of Reference

The Irish Lacrosse League (ILL) – Men’s and Women’s Committees, subject to the review of the Ireland Lacrosse Executive Board, shall:

- a) Consider and agree the ILL Gameday schedule for each year, with a view to agreeing this schedule at the Ireland Lacrosse Annual General Meeting (AGM) at the end of the preceding year, and determine which clubs will host which Gameday events.
- b) Assist clubs in making the requisite arrangements and providing all necessary resources for hosting the relevant ILL Gameday events (including co-ordinating the provision of goals, creases, field markings, balls and match officials).
- c) Devise, draft and review on an ongoing basis the ILL bye-laws and submit any changes or amendments to these as and when necessary to the Ireland Lacrosse Executive Board and the Ireland Lacrosse AGM for review and approval.
- d) Ensure that all participants in the ILL (men’s and women’s) are fully registered and paid members of Ireland Lacrosse.
- e) Act as the first port of call for the discussion of any issues or complaints that any member team may have vis-à-vis the ILL and/or Ireland Lacrosse in general, and conduct disciplinary hearings as and when necessary as detailed in the relevant ILL Procedures for Discipline, Complaints and Appeals.
- f) Refer, as necessary or appropriate, any and all relevant matters to the Ireland Lacrosse Executive Board.
- g) Assist any club or individual seeking to join an existing team or establish a new team.

Conduct of Business

All meetings of the Irish Lacrosse League (ILL) – Men’s and Women’s Committees will be arranged in advance, as far as possible, to ensure all members can attend. If, however, any representative cannot attend a meeting, they can arrange for a proxy to be nominated in their stead. This would ideally be, but is not restricted to, a senior player or coach aligned with their team/club. If the relevant Irish Lacrosse League (ILL) – Men’s and Women’s Committee Chairperson is unavailable to attend they may nominate another Ireland Lacrosse Executive Board member in their stead to chair the meeting. It is the responsibility of the team/club representatives to ensure that, prior to the meeting, they discuss the agenda items with the appropriate members or officials in their respective teams/clubs to ensure they vote in line with their member’s wishes.

Although teams/clubs may have more than one representative present at meetings, only one representative per team will be entitled to vote on any issue. In the event of a tied vote, the Chairperson will have the deciding vote.

13. IL Development Committee Terms of Reference

(last updated 20 April 2018)

Purpose and Function of the Committee

This sub-committee, under the guidance and direction of the Development Director, will be responsible for the development of men's, women's, youth and school's lacrosse. The Committee will report to the Ireland Lacrosse Executive Board.

Composition of the Committee

The committee will be composed of the following:

- Development Director (Chair)
- Chief Executive Officer (CEO)
- Men's ILL Chairperson
- Women's ILL Chairperson
- Director of Coaching Development and Child Protection Officer

Terms of Reference

The Development Committee will be responsible for devising strategies and initiatives to promote the development of lacrosse throughout the island of Ireland. It will seek to do so in part through the appointment of Development Officers. Such Officers will be appointed by the Development Committee as available/required. Multiple Development Officers may be appointed to work in the same area. Such Development Officer positions may include but are not limited to:

- Schools Development Officer(s)
- Youth Development Officer(s)
- Men's Development Officer(s)
- Women's Development Officer(s)
- Adaptive Lacrosse Development Officer(s)
- Refereeing/Umpiring Development Officer(s)
- Coaching Development Officer(s)

The Development Officers will work with the Development Committee to grow the above-mentioned areas of the sport throughout the island of Ireland. This may include:

- a) Assisting with the delivery of coaching and refereeing/umpiring courses;
- b) Assisting with the organisation and delivery of youth camps;
- c) Assisting with the organisation and delivery of training;
- d) Assisting with the organisation and delivery of the Ireland Lacrosse School's Lacrosse programme;
- e) Assisting with the 'Sticks4Schools' programme; and
- f) Identifying areas of growth and opportunity for Ireland Lacrosse.

Development Officers are encouraged to identify an area of development that they are passionate about and to focus on that area. The Development Committee will support Development Officers to adopt a practical, self-driven and creative approach to their areas of responsibility.

The Development Committee will provide appropriate structures to ensure that Development Officers comply with Ireland Lacrosse policies, health and safety, Garda Vetting and child protection standards. Development Officers will ensure that they are familiar with, understand and have met the requirements of all Ireland Lacrosse policies, guidelines and standards before carrying out any activities.

Conduct of Business

The Development Director is responsible for seeking expressions of interest for those who wish to become Development Officers, and the Development Director will coordinate and Chair the Development Committee and schedule meetings as appropriate.

14. IL Budget, Finance and Sponsorship Committee Terms of Reference

(last updated 20 April 2018)

Purpose and Function of the Committee

This sub-committee is responsible for overall oversight and management of the Ireland Lacrosse finances. This includes high-level budget planning, risk management, resource allocation and control and monitoring of tournament accounts for all the Irish national teams (and national development teams) to ensure they are in surplus (information regarding this must be contained in the relevant Tournament Business Plan), as well as ongoing oversight and review of the insurance policies taken out in the name of Ireland Lacrosse. This committee is also responsible for overseeing the process for evaluating any and all sponsorship and partnership arrangements for Ireland Lacrosse, including arrangements with any uniform/apparel/equipment (UAE) suppliers, to ensure a proper cost/benefit analysis is conducted and comparisons are made across suppliers, and relevant coaches and other staff members, and the Ireland Lacrosse Executive Board, are consulted on any such arrangements. The committee will receive regular reports on the organisation's bank, credit card, PayPal and other accounts, including the Ireland Lacrosse North America accounts, and will report to the Ireland Lacrosse Executive Board.

Composition of the Committee

The committee will be composed of the following:

- Chief Executive Officer (CEO) (Chair)
- Financial Director
- Indoor Director
- Ireland National Team – Team Manager(s)

Terms of Reference

The committee will:

- a) Develop and review policies relating to the financial management of Ireland Lacrosse (and Ireland Lacrosse North America) and recommend them to the Executive Board for approval.
- b) Review financial policy issues in the context of legislative and regulatory requirements, including those of the Revenue Commissioners in Ireland the Internal Revenue Service in the USA.
- c) Oversee compliance with the financial elements of the Governance Code through the use of financial processes, procedures and controls.
- d) Monitor the effective application of strategic risk management in the management of the organisation's finances through reports from responsible officers.
- e) Initiate and lead an annual budgeting process, to identify recurrent overhead costs and budget for them accordingly, explore avenues for income diversification and potential for new revenue streams, seek to reduce overhead costs where and as appropriate, and determine how and where resources may be allocated towards the various aspects of the mission of Ireland Lacrosse.
- f) Oversee, monitor and evaluate any and all insurance policies taken out in the name of Ireland Lacrosse.
- g) Monitor income and expenditure for the organisation as a whole and exercise oversight and authority over all payments and transfers, and bank, credit card, PayPal and other accounts.
- h) Exercise oversight and authority over the Tournament Accounts for the Irish national teams (and Irish development teams) – which are maintained by the Financial Director – and review the financial, budgetary and sponsorship/partnership aspects of Tournament Business Plans for any Irish national team or national development team. The Budget, Finance and Sponsorship Committee will make recommendations to the Ireland Lacrosse Executive Board regarding the financial viability of participation of any of the Irish national teams (or Irish development teams) in any event or tournament, and has the authority to reject or refuse proposals (including payments to suppliers or other third parties) on the basis of its evaluation of exposure to financial risk for the organisation.
- i) Consider the viability of Ireland Lacrosse employing paid staff and determine the potential requirements and feasibility of this.
- j) Consider proposals from any member of Ireland Lacrosse for financial support for any initiative that aligns with the mission of Ireland Lacrosse.

Conduct of Business

The Budget, Finance and Sponsorship Committee will be convened and will meet on an ad-hoc basis, but not less than once per annum. Meetings will be considered in quorate when at least three members are in attendance.

15. Ireland Lacrosse North America (ILNA) Incorporation

Ireland Lacrosse North America, Inc. has been fully registered with the State Corporation Commission of the Commonwealth of Virginia in the USA since **4 February 2016** and has been confirmed by the Internal Revenue Service (IRS) as being exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (and has been assigned an Employee Identification Number (EIN): 81-0842200)).

The **Ireland Lacrosse North America Executive Board** is responsible for the management of the business and affairs of Ireland Lacrosse North America, Inc. and is formally constituted as a sub-committee of the Ireland Lacrosse Executive Board. The Chief Executive Officer (CEO) of Ireland Lacrosse is also the Secretary and Treasurer of Ireland Lacrosse North America, Inc.

16. ILNA Bye-Laws

BYE-LAWS OF IRELAND LACROSSE NORTH AMERICA, INC.

ARTICLE I

NAME AND PURPOSE

SECTION 1. Name.

The name of the organization shall be Ireland Lacrosse North America, Inc. It shall be a non-profit organization incorporated under the laws of the Commonwealth of Virginia.

SECTION 2. Purpose.

The Organization is organized for exclusively religious, charitable, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under said Section 501(c)(3) of the Internal Revenue Code of 1986. Specifically, the Organization will provide educational programs to the public as well as charitable giving.

ARTICLE II

OFFICES

The principal office of the Organization is in the Commonwealth of Virginia. The Organization may have such other offices, either within or without the Commonwealth of Virginia, as the Board of Directors may designate or as the business of the Organization may require from time to time.

ARTICLE III MEMBERSHIP

Membership shall consist of the Board of Directors.

ARTICLE IV BOARD OF DIRECTORS

SECTION 1. General Powers.

The business and affairs of the Organization shall be managed by its Board of Directors.

SECTION 2. Size and Terms.

The number of directors of the Organization shall be fixed by the Board of Directors, but in no event shall be less than (3). Each director

shall hold office for one year unless duly removed as prescribed in Article V. Each director must be re-elected at the regular Annual General Meeting (AGM).

SECTION 3. Regular Meetings.

A regular AGM of the Board of Directors shall normally be held in the first quarter of each year, the day of which shall be called by the President or designated Chairperson. The Board of Directors may provide the time and place for the holding of additional meetings with notice as described in Section 5.

SECTION 4. Special Meetings.

Special meetings of the Board of Directors may be called by or at the request of the President or any two directors. The person/s authorized to call special meetings of the Board of Directors may fix the place for holding any special meeting of the Board of Directors called by them.

SECTION 5. Notice.

Notice of any meeting shall be given at least one week prior thereto by written notice normally by electronic mail. Any directors may waive notice of any meeting. The attendance of a director at a meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

SECTION 6. Quorum.

A majority of the number of directors fixed by Section 2 of this Article IV shall constitute a quorum for the transaction of business at any meeting of the Board of Directors. A quorum shall not be established if more than 50 percent of such quorum is related by blood or marriage or otherwise have joint financial interests, such as business partnerships, etc. If less than a majority is present at a meeting, a majority of the directors present may adjourn the meeting from time to time without further notice.

SECTION 7. Manner of Acting.

The act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors.

SECTION 8. Action Without a Meeting.

Any action that may be taken by the Board of Directors at a meeting may be taken without a meeting if consent in writing, setting forth the action so to be taken, shall be signed before such action by all of the directors.

SECTION 9. Vacancies.

Any vacancy occurring in the Board of Directors may be filled by the affirmative vote of a majority of the remaining directors though less than a quorum of the Board of Directors, unless otherwise provided by law. A director elected to fill a vacancy shall be elected for the remaining term of his predecessor in office. Any directorship to be filled by reason of an increase in the number of directors may be filled by election by the Board of Directors for a term of office continuing only until the next election of directors by the Directors.

SECTION 10. Compensation.

No Director or Officer shall for reason of his/her office be entitled to receive any salary or compensation, but nothing herein shall be construed to prevent an officer or director from receiving any compensation from the organization for duties other than as a director or officer.

SECTION 11. Presumption of Assent.

A director of the Organization who is present at a meeting of the Board of Directors at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless his/her dissent shall be entered in the minutes of the meeting or unless he/she shall file his written dissent to such action with the person acting as the Secretary of the meeting before the adjournment thereof, or shall forward such dissent by registered mail to the Secretary of the Organization immediately after the adjournment of the meeting. Such right to dissent shall not apply to a director who voted in favor of such action.

ARTICLE V OFFICERS

SECTION 1. Number.

The officers of the Organization shall be a President, a Secretary, and a Treasurer, who shall be elected by the Board of Directors. Such other officers and assistant officers as may be deemed necessary may be elected or appointed by the Board of Directors, including a Chairperson of the Board. In its discretion, the Board of Directors may leave unfilled for any such period as it may determine any office

except those of President and Secretary. Any two or more offices may be held by the same person, except for the offices of President and Secretary, which may not be held by the same person.

SECTION 2. Election and Term of Office.

The officers of the Organization to be elected by the Board of Directors shall be elected annually by the Board of Directors at the first meeting of the Board of Directors. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as conveniently may be. Each officer shall hold office until his/her successor shall have been duly elected and shall have qualified, or until his/her death, or until he/she shall resign or shall have been removed in the manner hereinafter provided.

SECTION 3. Removal.

Any officer, agent, or director may be removed by a unanimous vote of the remaining Board of Directors whenever, in its judgment, the best interests of the Organization will be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed. Election or appointment of an officer, agent, or director shall not of itself create contract rights, and such appointment shall be terminable at will.

SECTION 4. Vacancies.

A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

SECTION 5. President.

The President shall be the principal executive officer of the Organization and, subject to the control of the Board of Directors, shall in general supervise and control all of the business and affairs of the Organization. He/she shall, when present, preside at all meetings of the Board of Directors, unless there is a Chairperson of the Board in which case the Chairperson shall preside. He/she may sign, with the Secretary or any other proper officer of the Organization thereunto authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these bye-laws to some other officer or agent of the Organization, or shall be required by law to be otherwise signed or executed; and in general shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time.

SECTION 6. Secretary.

The Secretary shall keep the minutes of the proceedings of the Board of Directors in one or more minute books provided for that purpose and shall see that all notices are duly given in accordance with the provisions of these bye-laws or as required by law. The Secretary shall be custodian of the organization's records and of the seal of the Organization and see that the seal of the Organization is affixed to all documents, the execution of which on behalf of the Organization under its seal is duly authorized. He/she shall keep a register of the post office address of each Director which shall be furnished to the Secretary by such Director; and in general perform all duties incident to the office of the Secretary and such other duties as from time to time may be assigned to him/her by the President or by the Board of Directors.

SECTION 7. Treasurer.

The Treasurer shall keep full and accurate account of the receipts and disbursements in books belonging to the Organization, and shall deposit all monies and other valuable effects in the name and to the credit of the Organization in such banks and depositories as may be designated by the Board of Directors, but shall not be personally liable for the safekeeping of any funds or securities so deposited pursuant to the order of the Board. He/she shall disburse the funds of the Organization as may be ordered by the Board and shall render to the President and Directors at the regular meeting of the Board, and whenever they may require accounts of all his/her transactions as treasurer and of the financial condition of the Organization. He/she shall perform the duties usually incident to the office of Treasurer and such other duties as may be prescribed by the Board of Directors or by the President.

ARTICLE VI INDEMNITY

The Organization shall indemnify its directors, officers and employees as follows: (a) Every director, officer, or employee of the Organization shall be indemnified by the Organization against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him/her in connection with any proceeding to which he/she may be made a party, or in which he/she may become involved, by reason of his/her being or having been a director, officer, employee or agent of the Organization or is or was serving at the request of the Organization as a director, officer, employee or agent of the organization, partnership, joint venture, trust or enterprise, or any settlement thereof, whether or not he/she is a director, officer, employee or agent at the time such expenses are incurred, except in such cases wherein the director, officer, or employee is adjudged guilty of willful misfeasance or malfeasance in the performance of

his/her duties; provided that in the event of a settlement the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interests of the Organization. (b) The Organization shall provide to any person who is or was a director, officer, employee, or agent of the Organization or is or was serving at the request of the Organization as a director, officer, employee or agent of the organization, partnership, joint venture, trust or enterprise, the indemnity against expenses of suit, litigation or other proceedings which is specifically permissible under applicable law. (c) The Board of Directors may, in its discretion, direct the purchase of liability insurance by way of implementing the provisions of this Article VI.

ARTICLE VII CONFLICTS OF INTEREST

SECTION 1. Purpose.

The purpose of the conflict of interest policy is to protect this tax-exempt Organization's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest application to nonprofit and charitable organizations.

SECTION 2. Definitions.

2.1 Interested Person. Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

2.2 Financial Interest. A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- (a) An ownership or investment interest in any entity with which the Organization has a transaction or arrangement, (b) A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or (c) A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest. Under Section 3.2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

SECTION 3. Procedures.

3.1 Duty to Disclose. In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

3.2 Determining Whether a Conflict of Interest Exists. After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

3.3 Procedures for Addressing the Conflict of Interest.

- (a) An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- (b) The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- (c) After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- (d) If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

3.4 Violations of the Conflicts of Interest Policy.

- (a) If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

(b) If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

SECTION 4. Records of the Proceedings.

The minutes of the governing board and all committees with board delegated powers shall contain: (a) The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest is present, and the governing board's or committee's decision as to whether a conflict of interest in fact exists. (b) The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

SECTION 5. Compensation.

5.1 A voting member of the governing board who receives compensation, directly or indirectly, from the Organization is precluded from voting on matters pertaining to that member's compensation.

5.2 A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.

5.3 No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

5.4 The majority of our Board of Directors will be non-salaried and will not be related to salaried personnel or to parties providing services. In addition, all compensation decisions will be made by the Board of Directors.

5.5 Further, all compensation paid will be reasonable and will be based on the following factors: (a) the type and amount of compensation received by others in similar positions, (b) the compensation levels paid in our particular geographic community, (c) the amount of time the individual spends in their position, (d) the expertise and other pertinent background of the individual, (e) the size and complexity of our organization, and (f) the need of our organization for the services of the particular individual.

SECTION 6. Annual Statements.

Each director, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person: (a) has received a copy of the conflicts of interest policy, (b) has read and understands the policy, (c) has agreed to comply with the policy, and (d) understands the Organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

SECTION 7. Periodic Reviews.

To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects: (a) Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining; and (b) Whether partnerships, joint ventures, and arrangements with management organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

SECTION 8. Use of Outside Experts.

When conducting the periodic reviews as provided for in Section 7, the Organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

ARTICLE VIII

CONTRACTS, LOANS, CHECKS AND DEPOSITS

SECTION 1. Contracts.

The Board of Directors may authorize any officer/s, agent/s, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Organization, and such authority may be general or confined to specific instances.

SECTION 2. Loans.

No loans shall be contracted on behalf of the Organization and no evidences of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specific instances.

SECTION 3. Checks, Drafts, etc.

All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Organization, shall be signed by such officer or officers, agent or agents of the Organization and in such manner as shall from time to time be determined by resolution of the Board of Directors.

SECTION 4. Deposits.

All funds of the Organization not otherwise employed shall be deposited from time to time to the credit of the Organization in such banks, trust companies or other depositories as the Board of Directors may select.

ARTICLE IX FISCAL YEAR

The fiscal year of the Organization shall begin on the first day of January and end on the last day of December each year.

ARTICLE X CORPORATE SEAL

The Board of Directors may at its discretion provide an organizational seal, which shall be circular in form and shall have inscribed thereon the name of the Organization and the State of incorporation and the words, "Corporate Seal".

ARTICLE XI WAIVER OF NOTICE

Unless otherwise provided by law, whenever any notice is required to be given to any director of the Organization under the provisions of these Bylaws or under the provisions of the Articles of Incorporation or under the provisions of the applicable Business Corporation Act, a waiver thereof in writing, signed by the person/s entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE XII AMENDMENTS

These Bye-Laws may be altered, amended or repealed and new Bye-Laws adopted when necessary by a two-thirds majority of the Board of Directors.

The above Bye-Laws were approved and adopted by the Board of Directors of the Organization on the 11th day of May 2018.

President

James Hoban

Secretary and Treasurer

Michael Kennedy

Director

Sarah Walsh

17. ILNA Executive Board Terms of Reference

(last updated 24 May 2018)

Purpose and Function of the Board

Ireland Lacrosse (based in Dublin) is the National Governing Body (NGB) for the sport of lacrosse in Ireland, recognised as such by the European Lacrosse Federation (ELF) and the Federation of International Lacrosse (FIL), as well as the Federation of Irish Sport. Ireland Lacrosse is governed and managed by the Ireland Lacrosse Executive Board. Ireland Lacrosse North America (ILNA) is a subsidiary entity registered as a not-for-profit (501c3) organization in the USA, and is formally constituted as a sub-committee of the Ireland Lacrosse Executive Board and reports to it. Its function and activities are governed by the bye-laws of Ireland Lacrosse North America, Inc and by these Terms of Reference and all other Ireland Lacrosse rules, policies and procedures (see Ireland Lacrosse Book of Rules). The purpose and function of the ILNA is to provide a forum for any individual based in North America to engage with the mission and activities of Ireland Lacrosse.

Composition

The following shall be members of the Ireland Lacrosse North America Executive Board:

- President – shall act as Chair for all Board meetings
- Secretary and Treasurer
- Director

Additional Director (or non-Executive Director) positions may be created at the discretion of the existing ILNA Executive Board and the Ireland Lacrosse Executive Board. Non-Executive Directors may be invited to attend the meetings of the ILNA Executive Board as and where necessary or desirable.

Terms of Reference

The ILNA, subject to the review of the Ireland Lacrosse Executive Board, shall:

- a) Promote and facilitate membership of Ireland Lacrosse for individuals based in North America via the Ireland Lacrosse membership management system.
- b) Contribute to the development of the Ireland Lacrosse mission and corresponding strategic plan that will frame the future of the entity.
- c) Work with the Ireland Lacrosse Executive Board to promote and raise awareness of its various activities and help raise the profile of Ireland Lacrosse, including through specific events, fundraising initiatives/campaigns (including online crowd-funding, corporate and foundation giving, corporate sponsorships, private donations), exhibition games, summer camps, summer tournaments and other similar activities.
- d) Engage in fundraising activity within North America to promote the goals and objectives of Ireland Lacrosse, including development of an overarching fundraising strategy in consultation with the Ireland Lacrosse Executive Board and/or development of fundraising strategies in relation to specific initiatives, including lacrosse development initiatives in Ireland and national team tournaments and other events (with respect to specific national team tournaments – any such initiatives or activities must be included in the relevant Tournament Business Plan, which is subject to review and approval by the Ireland Lacrosse Executive Board).
- e) Explore potential sponsorship and partnership opportunities with relevant entities and through relevant networks in North America, including Irish-American and Irish-Canadian networks, and reporting on this to the IL Budget, Finance and Sponsorship Committee.
- f) Be responsible for the financial management of Ireland Lacrosse North America and oversee any US bank, PayPal and/or other similar account to be associated with the entity, keeping track of all income and expenditure, and making reports on these accounts available to members and the Ireland Lacrosse Executive Board (including and especially the Financial Director of Ireland Lacrosse and the IL Budget, Finance and Sponsorship Committee) at regular intervals and/or upon request.
- g) Work in consultation with the Ireland Lacrosse Executive Board and the IL Budget, Finance and Sponsorship Committee toward the development of an annual budget used to guide and govern the annual activities of Ireland Lacrosse North America, as well as various contributions and strategic initiatives in direct support of the mission of Ireland Lacrosse.
- h) Work with the Ireland Lacrosse Executive Board to create and publish content for the Ireland Lacrosse website, and the Ireland Lacrosse Facebook, Twitter, Instagram, YouTube and all other relevant social media profiles.
- i) Work with the Ireland Lacrosse Executive Board to design and develop its apparel and merchandise production, marketing and sale and distribution strategy.

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- j) Where possible, send representatives to the Ireland Lacrosse Annual General Meeting (AGM), which normally takes place in Ireland in April each year.
 - k) Appoint its own Board of Directors, in accordance with its bye-laws and in consultation with the Ireland Lacrosse Executive Board.
 - l) Develop committees and leaders as appropriate that dovetail with the governance structure of Ireland Lacrosse in an effort to provide seamless support and sustain existing efforts. Where applicable, individuals in North America will liaise with their colleagues on the Ireland Lacrosse Executive Board with a view to facilitating the mutual exchange of insights and expertise across all relevant areas: examples include fundraising, staff development, apparel, travel, coaching development, and organisation management.

Conduct of Business

- a) The ILNA Executive Board shall determine the conduct of its business, including the frequency and format of its meetings (normally not less than one AGM per annum), in consultation with its members and the Ireland Lacrosse Executive Board, and in accordance with its bye-laws. The minutes from any such meetings shall be provided to the Ireland Lacrosse Executive Board. The minutes of the Annual General Meeting (AGM) for Ireland Lacrosse shall be made available to all members of Ireland Lacrosse, including the members of the ILNA Executive Board.
- b) Where decisions are required between meetings, the Secretary of the Board will circulate these via email, requesting feedback, input, recommendations and decisions from the members of the Board within a reasonable timeframe.
- c) Existing and/or outgoing members of the Board shall be responsible for the induction and training of new members of the Board, in particular by ensuring their familiarity with and understanding of the Ireland Lacrosse Governance Manual and Ireland Lacrosse Book of Rules, and all other relevant policy, procedures, laws and regulations.
- d) The performance of members of the Board will be regularly appraised by other members of the Board and failure to comply with all relevant policy, procedures, laws and regulations may result in disciplinary action in accordance with the Ireland Lacrosse Discipline, Complaints and Appeals – Ireland Lacrosse (NGB) Procedures.
- e) **Confidentiality:** Members of the Board must at all times respect Board confidentiality. Failure to do so may result in disciplinary action in accordance with the Ireland Lacrosse Discipline, Complaints and Appeals – Ireland Lacrosse (NGB) Procedures.
- f) **Conflicts of Interest:** Members of the Board have a duty to disclose any affiliation to or involvement with any individual, third party, external agency or supplier (including in relation to receipt of gifts or hospitality) with which the Board and/or Ireland Lacrosse more generally is considering doing business, and the relevant Board member must recuse themselves from any decision-making process that relates to the specified individual, third party, external agency or supplier. Failure to do so may result in disciplinary action in accordance with the Ireland Lacrosse Discipline, Complaints and Appeals – Ireland Lacrosse (NGB) Procedures.

18. ILNA Role Descriptions

Ireland Lacrosse North America President

Role Description (last updated 24 May 2018)



In 2018-19 this role is undertaken by: **James Hoban**

1. Purpose of the position:

The role of the President is to ensure the proper and efficient day-to-day running of the organisation and to exercise overall oversight and management of the full range of its activities, and be responsible for managing all company and legal documentation pertaining to the establishment of Ireland Lacrosse North America, Inc. as a registered charity in the USA, including confirming and maintaining its status as a 501c3 organisation. The President will be responsible for working with the other Directors to formulate, implement and review the strategic goals of the organisation, and will define the parameters within which the organisation relates to or communicates with other relevant bodies, including the Ireland Lacrosse Executive Board and the Irish Lacrosse Foundation, as well as potential sponsors and partners in the Irish-American and Irish-Canadian community.

2. Reporting to: The Ireland Lacrosse Executive Board and members of Ireland Lacrosse.

3. Type of contract: Voluntary

4. Term of office: As per its approved bye-laws, the President shall hold office for one year unless duly removed as prescribed in Article V of the bye-laws, with re-election available at the Annual General Meeting.

5. Key Responsibilities:

- a) General (includes meeting organisation, records management, communications)
 - Convene and Chair meetings of the Ireland Lacrosse North America Executive Board.
 - Maintain records (together with the Secretary) of the activities of Ireland Lacrosse North America and communicate these to the Ireland Lacrosse Executive Board and members of Ireland Lacrosse.
 - Liaise with The Foundation Group (alongside the Secretary and Treasurer) to meet the requirements for ongoing maintenance of 501c3 status for the organisation.
- b) Leadership and Strategic Management
 - Work with the Ireland Lacrosse Executive Board to manage the strategic planning process, including design of the requisite consultation and revision processes, leading to publication of a strategic plan and communication of this plan to Ireland Lacrosse North America, the Ireland Lacrosse membership, and all other stakeholders.
 - Liaise with all other agencies to pursue the growth and promotion of the sport of lacrosse in Ireland.
 - Ensure best practice in management, administration and accountability of Ireland Lacrosse North America to the Ireland Lacrosse Executive Board and Ireland Lacrosse members.
 - Ensure adherence to and implementation of quality assurance and monitoring systems and risk assessment systems.
 - Ensure alignment with any and all requirements of legislation and corporate governance and adherence to policies which protect the organisation from improper or inappropriate liability.
- c) Capacity Building
 - Work with the Ireland Lacrosse Executive Board to develop strategies for increasing participation in lacrosse, including at player level, coaching, officiating, youth and adult, throughout the island of Ireland.
- d) Project Management
 - Work directly with the other Directors of Ireland Lacrosse North America and the Ireland Lacrosse Executive Board to ensure the smooth and efficient management of the participation of any Irish national team (or national development team) in any event or tournament.
 - Provide support and assistance to members of Ireland Lacrosse for the development of specific projects, including but not limited to uniform/apparel/equipment sponsorships and partnerships, coaching development programmes, programmes for the training of officials, tournament organisation, running of clinics or exhibition games and managing of events with visiting teams from outside Ireland.

Ireland Lacrosse North America

Secretary and Treasurer

Role Description (last updated 24 May 2018)



In 2018-19 this role is undertaken by: **Michael Kennedy**

1. Purpose of the position:

The role of the Secretary is to manage documentation relating to the meetings of the ILNA Executive Board, including development of the agenda for the Annual General Meeting, circulation of papers, and recording minutes of meetings, in co-operation with the President. The role of Treasurer is to ensure the proper and efficient management of the Ireland Lacrosse North America bank and PayPal accounts, ensuring that all expenditure is accounted for and Directors are liaised with regarding monetary issues, including working with the Ireland Lacrosse Executive Board in the preparation of budgets for competitions and other activities. The Secretary and Treasurer will work with the President to ensure that all appropriate forms and documents regarding accounts and taxation are submitted to the appropriate bodies, and will produce annual accounts detailing credits and debits for the other Directors and for the Ireland Lacrosse Executive Board. The Treasurer will also closely liaise with the Ireland Lacrosse Financial Director on all matters relating to the finances of Ireland Lacrosse North America and Ireland Lacrosse.

2. Reporting to: The Ireland Lacrosse Executive Board and members of Ireland Lacrosse.

3. Type of contract: Voluntary

4. Term of office: As per its approved bye-laws, the Secretary and Treasurer shall hold office for one year unless duly removed as prescribed in Article V of the bye-laws, with re-election available at the Annual General Meeting.

5. Key Responsibilities:

- a) Manage the agenda and other documentation (in co-operation with the President) and circulate the papers for all meetings of the ILNA Executive Board.
- b) Keep up-to-date accounts and ensure all income and expenditure is accounted for and properly allocated to the correct area of activity.
- c) Liaise between the bank, PayPal, regulatory bodies and the Ireland Lacrosse Executive Board (including and especially the Financial Director) on all financial matters.
- d) Contribute to the budgeting process and financial management, together with the Financial Director, National Teams Director, the relevant Ireland Lacrosse organising committee and the IL Budget, Finance and Sponsorship Committee, for participation of any Irish national team or national development team in major events or tournaments.
- e) Ensure that there are clear and transparent records produced for the ILNA and IL Executive Boards.
- f) Ensure that the organisation is up-to-date with all insurance policies.
- g) Liaise with The Foundation Group (together with the President) to meet the requirements for ongoing maintenance of 501c3 status for the organisation.
- h) Liaise with relevant authorities in the Commonwealth of Virginia (and any other states as may be required) to fulfil any and all obligations arising from the establishment of Ireland Lacrosse North America as a 501c3 entity.
- i) Engage in outreach activity to promote the activities of Ireland Lacrosse North America, to seek partnerships and sponsorships in support of the mission of Ireland Lacrosse to promote the development of the sport of lacrosse throughout Ireland.
- j) Work with the Ireland Lacrosse Executive Board on various projects that may arise, including specific national teams, national development teams, events and/or tournaments, fundraising strategies and other projects.
- k) Advise on the development of marketing and promotion strategies, as well as merchandising strategies, to raise the profile of Ireland Lacrosse and generate income for the activities of the organisation.

Ireland Lacrosse North America

Director

Role Description (last updated 20 April 2018)



In 2018-19 this role is undertaken by: **Sarah Walsh**

1. Purpose of the position:

The role of the Director is to work closely with the President, and Secretary and Treasurer, to ensure the proper and efficient day-to-day running of the organisation and to exercise overall oversight and management of the full range of its activities. The Director will engage in projects relating to the Irish national lacrosse teams (and/or national development teams) and in relation to efforts to develop lacrosse in Ireland.

2. Reporting to: The Ireland Lacrosse Executive Board and members of Ireland Lacrosse.

3. Type of contract: Voluntary

4. Term of office: As per its approved bye-laws, the Director shall hold office for one year unless duly removed as prescribed in Article V of the bye-laws, with re-election available at the Annual General Meeting.

5. Key Responsibilities:

- a) Engage in outreach activity to promote the activities of Ireland Lacrosse North America, to seek partnerships and sponsorships in support of the mission of Ireland Lacrosse, and to promote the development of the sport of lacrosse throughout Ireland.
- b) Work with the Ireland Lacrosse Executive Board on various projects that may arise, including specific national teams, or national development teams, and relevant events and/or tournaments, and other projects which are focused on the development of lacrosse in Ireland.
- c) Advise on the development of marketing and promotion strategies, as well as merchandising strategies, to raise the profile and awareness of Ireland Lacrosse and generate income for the activities of the organization.
- d) Liaise with the Ireland Lacrosse Executive Board regarding various matters pertaining to the development and promotion of lacrosse in Ireland, including assisting with various events, supporting the Irish national teams and national development teams (and liaising with the National Teams Director and all relevant coaches), liaising with clubs to develop best practice in coaching and player development, provision of advice and support on organisational aspects to new players, teams and/or expanding clubs, co-ordinate and run clinics and engage with other new player development opportunities relating to lacrosse in Ireland, liaise with any external agencies to pursue the growth and promotion of women's lacrosse in Ireland in particular, and any other duties, tasks or responsibilities that may arise in relation to lacrosse in Ireland.