

Olympic Federation of Ireland
Nomination and Election Regulations
for Election of Members of the Executive Committee

1. DEFINITIONS

“Candidate” means a person nominated for election to the Executive Committee;

“Constitution” means the Constitution of the Federation;

“Election” means an election of elected members of the Executive Committee;

“Executive Committee” means the Executive Committee of the Federation;

“Federation” means the Olympic Federation of Ireland;

“Independent Directors” shall mean the independent directors referred to in Article 17.1(e) of the Constitution;

“Full Members” means such Full Members of the Federation as are entitled under the Constitution to nominate and vote on the election of members of the Executive Committee;

“Meeting” means a general meeting of the Federation at which it is proposed to hold an Election;

“Minimum Gender Representation” shall have the meaning given to it in Article 17.2 of the Constitution, whereby in broad terms, following an Election, at least 40% of the members of the Executive Committee must be male, and at least 40% must be female;

“Minimum Number” shall have the meaning given to it in Regulation 2.3;

“Nominations Committee” means the committee appointed by the Executive Committee pursuant to Article 17.4 of the Constitution;

“Nominator” means the Full Member that nominates a particular Candidate;

“Regulations” means these Regulations, which have been made by the Executive Committee, pursuant to Article 20.2 of the Constitution, for the purposes of the conducting and making further provision for the nomination and election of the Executive Committee;

“Scrutineer” shall have the meaning given to it in Regulation 2.1 below;

“Specified General Meeting” means the 2024 General Meeting and each Subsequent General Meeting;

“2024 General Meeting” means the Meeting to be held, pursuant to Article 15.3 or Article 15.4 of the Constitution, in 2024;

“Subsequent General Meeting” means the Meeting to be held in the year of the Summer Olympic Games of 2028 and of subsequent Summer Olympic Games, pursuant to Article 15.3 or Article 15.4 of the Constitution.

2. APPOINTMENT OF SCRUTINEER

2.1 In the year of an Election, the Executive Committee shall appoint an accounting firm or legal firm to act as scrutineers for the nomination and election process (the “**Scrutineer**”).

- 2.2 The Scrutineer shall be appointed by the Executive Committee on such terms and conditions as the Executive Committee sees fit.
- 2.3 The Scrutineer shall, in accordance with Article 20.8 of the Constitution, determine the minimum number of males and the minimum number of females needed to be nominated for election as non-Officer members of the Executive Committee (the “**Minimum Number**”) for it to meet the Minimum Gender Representation.
- 2.4 All nomination forms received pursuant to Regulations 4.5 or 6.5 shall be examined by the Scrutineer whose decision as to the validity of each nomination shall be final.
- 2.5 The Scrutineer is responsible for the conduct of the Election and – subject to the power of the Nominations Committee under Regulation 4.9 to recommend a person for election to the office of President – his or her decisions on all matters arising (including without limitation decisions with regard to validity of a nomination, declaration of identity, or vote), or on any question (including without limitation in relation to the exclusion of any Candidate, or to any nomination or vote) which may arise in connection with any Election, are final and binding.
- 2.6 The Scrutineer may require the Executive Committee to give to the Scrutineer such information as the Scrutineer deems necessary for the purposes of an Election and the performance of the functions of the Scrutineer.
- 2.7 No Election held under these Regulations shall be invalidated by reason of any non-compliance with the provisions of these Regulations or by reason of any miscount or of the non-delivery, loss or miscarriage in the course of sending by post or otherwise of any document required under these Regulations, if it appears to the Scrutineer that the Election was conducted substantially in accordance with the provisions of these Regulations, and the result of such non-compliance, miscount, non-delivery, loss or miscarriage did not substantially affect the result of the Election.

3. **POSITIONS TO BE FILLED**

- 3.1 At the Election at the 2024 General Meeting and at each Subsequent General Meeting, the following positions shall be filled:
 - (a) the Office of President;
 - (b) the Office of Vice-President; and
 - (c) six (6) other positions as members of the Executive Committee (the “non-Officer positions”).

Three (3) separate ballots shall be taken, in the order set out above, two (2) to fill each of the two Officer positions and one ballot to elect the six (6) other members (subject to Regulation 10.1, whereby the number of persons to be elected to non-Officer positions pursuant to this ballot shall be reduced if the Scrutineer determines that this is necessary to meet the Minimum Gender Representation).

4. **NOMINATIONS**

- 4.1 The Company Secretary shall, at least fifty (50) days before the meeting to be held for the purpose of electing the members of the Executive Committee, send a notice to each Full Member so entitled, inviting nominations for elected members of the Executive Committee, and appending a nomination form in the form set out in Appendix 1.
- 4.2 The Executive Committee may require that the notice referred to in Regulation 4.1 shall address such matters as the Executive Committee see fit, including providing guidance on desired skillsets and gender balance.

- 4.3 The documents referred to in Regulation 4.1 shall be sent by email to the address(es) notified to the Federation for that purpose and a copy of that email may be sent to such other persons within the Full Member as the Company Secretary thinks appropriate.
- 4.4 Each Full Member shall be entitled to nominate one person for election in respect of each of the ballots referred to at Regulation 3.1. Nominations may only be made by way of the form referred to at Regulation 4.1.
- 4.5 For a nomination form referred to at Regulation 4.4 to be valid, it must be returned by email by the Full Member, fully complete, to such email address as is specified in the documents referred to in Regulation 4.1, at least thirty five (35) days before the date of the Meeting.
- 4.6 Full Members may only nominate persons who meet the eligibility requirements set out in Article 19 of the Constitution.
- 4.7 Full Members should have regard to the requirement that the composition of the Executive Committee would comply with the Minimum Gender Representation.
- 4.8 A Full Member shall append to the nomination form information in the prescribed form in respect of the person nominated, which may include information as to the skills and experience of that person, their suitability for the position and a photograph of that person, for publication and circulation to the Full Members with the list of candidates.
- 4.9 The Nominations Committee shall consider each nomination from a Full Member that a person be put forward for election to the office of President, and if thought fit, approve a recommendation, subject to its terms of reference, that a person be so put forward.
- 4.10 Should the Nominations Committee not approve the nomination of a person under Regulation 4.9, that person may nonetheless be put forward for election to that office, but a statement to the Members entitled to vote that the nomination of that person was not approved may issue. The Nominations Committee shall provide any such statement to the Company Secretary for issuing to the Members.

5. **SCRUTINY OF NOMINATION FORMS**

- 5.1 The Scrutineer shall examine all nomination forms received pursuant to Regulation 4.5.
- 5.2 The nomination of a person shall be invalid and the person shall not go forward for Election if the Scrutineer is of the view that:
 - (a) the nomination form was not received by the date specified in Regulation 4.5;
 - (b) the candidate was not eligible, pursuant to Article 19 of the Constitution;
 - (c) the nomination form is incomplete or inaccurate, such that the candidate should not be put forward at the Election; or
 - (d) other reasons apply such that it would be inappropriate for the candidate to be put forward at the Election.
- 5.3 If the list of valid candidates nominated is determined by the Scrutineer to include at least the Minimum Number of males and of females, that list will be deemed complete. The Scrutineer will draw up the lists of valid candidates for each ballot and will provide these lists to the Executive Committee, who shall proceed to the steps set out in Regulation 8.1. The Scrutineer shall provide the Company Secretary, before the Meeting, with the list of valid candidates.

- 5.4 If information was appended to the nomination form in respect of a valid candidate pursuant to Regulation 4.8, the Scrutineer shall provide that page to the Company Secretary with the list of valid candidates. For the avoidance of doubt, the Scrutineer shall not be required to check the accuracy of the information provided.
- 5.5 If the Scrutineer determines that the list of valid candidates does not include at least the Minimum Number of males and of females, the Scrutineer shall advise the Executive Committee of that fact and of the number of additional male nominations or female nominations needed to achieve the Minimum Number, and the Executive Committee shall proceed to the steps set out in Regulation 6.1.

6. ADDITIONAL NOMINATIONS TO ACHIEVE MINIMUM NUMBER

- 6.1 In the circumstances set out in Regulation 5.5, the Executive Committee shall instruct the Company Secretary to serve notice on such Full Members (if any) as have not nominated a candidate, giving each such Full Member the option to nominate a candidate from the under-represented gender for election to a non-Officer position, and appending a nomination form in the form set out in Appendix 1.
- 6.2 The Executive Committee may require that the notice referred to in Regulation 6.1 shall address such matters as the Executive Committee see fit.
- 6.3 The documents referred to in Regulation 6.1 shall be sent by email to the address(es) notified to the Federation for that purpose and a copy of that email may be sent to such other persons within the Full Member as the Company Secretary thinks appropriate.
- 6.4 Nominations under this Regulation may only be made by way of the form referred to at Regulation 6.1.
- 6.5 For a nomination form referred to at Regulation 6.1 to be valid, it must be returned by email by the Full Member, fully complete, to such email address as is specified in the documents referred to in Regulation 6.1, by the date specified in those documents for receipt of such nominations, which shall be approximately 9 (nine) days from the date on which the notice is issued.
- 6.6 Full Members may only nominate persons who meet the eligibility requirements set out in Article 19 of the Constitution and who are also from the under-represented gender.
- 6.7 A Full Member shall append to the nomination form information in the prescribed form in respect of the person nominated, which may include information as to the skills and experience of that person, their suitability for the position and a photograph of that person, for circulation to the Full Members with the list of candidates.

7. SCRUTINY OF ADDITIONAL NOMINATION FORMS

- 7.1 The Scrutineer shall examine all nomination forms received pursuant to Regulation 6.5.
- 7.2 A nomination shall be invalid and the person shall not go forward for Election if the Scrutineer is of the view that:
- (a) the nomination form was not received by the date referred to in Regulation 6.5;
 - (b) the candidate was not eligible, pursuant to Article 19 of the Constitution;
 - (c) the candidate was not of the under-represented gender;
 - (d) the nomination form is incomplete or inaccurate, such that the candidate should not be put forward at the Election; or

(e) other reasons apply such that it would be inappropriate for the candidate to be put forward at the Election.

7.3 Candidates who have been deemed to have been validly nominated by the Scrutineer pursuant to Regulation 5.2 and Regulation 7.2 shall together comprise the list of valid candidates, and regardless of whether that list includes the Minimum Number of males and of females, it will be deemed complete.

7.4 The Scrutineer will draw up the list of valid candidates for each ballot and will provide these lists to the Executive Committee, who shall proceed to the steps set out in Regulation 8.1. The Scrutineer shall provide the Company Secretary, before the Meeting, with the lists of valid candidates.

7.5 If information was appended to the nomination form in respect of a valid candidate pursuant to Regulation 4.8 or Regulation 6.7, the Scrutineer shall provide that page to the Company Secretary with the list of valid candidates. For the avoidance of doubt, the Scrutineer shall not be required to check the accuracy of the information provided.

8. NOTICE OF ELECTION

8.1 Following receipt of the lists of candidates pursuant to Regulation 5.3 or 7.4, and having regard to the notice requirements set out in Article 15.6 of the Constitution, the Executive Committee will instruct the Company Secretary to issue notice of the Meeting.

8.2 Subject to Regulation 8.3, the Company Secretary will append to the Notice the ballot papers, the information provided in respect of the candidates as referred to in Regulations 5.4 or 7.5 (as the case may be), and any statement referred to in Regulation 4.10.

8.3 Where the Meeting is to be held using electronic communications technology pursuant to section 174A of the Companies Act 2014, the Company Secretary may, as an alternative or in addition to the provisions of Regulation 8.2, provide Full Members with access to the lists of candidates and to the information referred to in Regulation 8.2 on a website, or by such other means as the Company Secretary shall deem appropriate.

8.4 The Executive Committee may require that the notice referred to in Regulation 8.1 shall address such matters as the Executive Committee see fit, and in particular may make clear that the information referred to in Regulations 5.4 or 7.5 is being provided on behalf of the candidates, and has not been certified by the Federation.

9. CASTING OF VOTES BY MEMBERS

9.1 On each of the ballots for the election of an Officer, each Full Member shall, subject to Article 13 of the Constitution, have one vote.

9.2 On the ballot for the election of non-Officer members of the Executive Committee, each Full Member may vote for as many candidates as there are (at the time of voting) positions to be filled on this ballot, or for a lesser number of candidates.

9.3 Voting shall take place, subject to Regulation 9.4, by Full Members returning completed ballot papers immediately before the Meeting.

9.4 It is envisaged that elections will always take place in person, but in exceptional circumstances the Executive Committee may resolve that a Meeting be held using electronic communications technology pursuant to section 174A of the Companies Act 2014. Where the Meeting is being held using electronic communications technology, voting may take place by such alternative means as the Company Secretary shall direct,

such as by means of voting on a website, and notification that a ballot is to take place in this manner shall be given to Full Members by email and/or by such other means of communication as the Company Secretary shall deem appropriate. The Company Secretary may specify a deadline by which votes must be submitted, in which case only votes received by this deadline shall be valid.

10. COUNTING OF VOTES AND ELECTION OF OFFICERS

- 10.1 Subject to Regulation 10.2, the Scrutineer shall collect the ballot papers of the Full Members relating to the election of Officers, shall check the validity of each ballot paper, and shall sort these so that all valid ballot papers relating to a particular ballot are grouped together.
- 10.2 Where voting has taken place in accordance with Regulation 9.4, the Scrutineer may instead be provided, by such person as the Company Secretary shall designate for that purpose, with a list of valid votes relating to each ballot.
- 10.3 The Scrutineer shall count the valid votes relating to each such ballot, and shall determine the number of valid votes achieved by each valid candidate for each position.
- 10.4 The candidate who secures the highest number of votes in respect of each such ballot shall be elected, subject to Regulation 10.5.
- 10.5 The result of each such ballot shall be determined in the order set out in Regulation 3.1, and upon a candidate being elected in respect of a ballot (after any ties have been resolved), that candidate shall not be eligible for election in respect of any subsequent ballot at the Election (and any votes received by such candidate in respect of such subsequent ballot shall be set aside).
- 10.6 In the event of an equality of votes on any ballot to elect an Officer there shall be a further ballot between the candidates who obtained the highest number of votes, and the candidates (if any) with less votes than the candidates with the highest equal votes, shall be eliminated. This process shall be repeated until one of the candidates receives the highest number of votes, whereupon that candidate shall be elected to that Office.
- 10.7 Where the Meeting is being held pursuant to section 174A of the Companies Act 2014, and an equality of votes arises as set out in Regulation 10.6, the provision of Regulation 9.4 shall apply to such further ballot.

11. ELECTION OF NON-OFFICERS

- 11.1 Following the election of the Officers, the Scrutineer shall, having regard to the gender of the Officers, the Chair of the OFI Athletes Commission and of the IOC Member(s), if any, in Ireland, determine the minimum number of males and of females needed to be elected as non-Officer members of the Executive Committee to meet the Minimum Gender Representation. If that minimum number is greater than the number of actual nominations of candidates of either gender, the number of positions reflecting that excess shall be filled in accordance with Regulation 12, and the number of positions to be filled by election under this Regulation 11 shall be reduced accordingly.
- 11.2 Subject to Regulation 11.3, the Scrutineer shall collect the ballot papers of the Full Members relating to the election of persons to non-Officer positions and shall check the validity of each ballot paper.
- 11.3 Where voting has taken place in accordance with Regulation 9.4, the Scrutineer may instead be provided, by such person as the Company Secretary shall designate for that purpose, with a list of valid votes relating to the ballot.

- 11.4 The Scrutineer will count the number of valid votes achieved by each valid candidate in the ballot to elect persons to non-Officer positions.
- 11.5 At the 2024 General Meeting and at each Subsequent General Meeting the six (6) candidates (subject to Regulation 11.1), who secure the highest number of votes shall be elected as the other elected members of the Executive Committee such that the candidate who secures the highest number of votes shall be deemed to be first elected, the candidate who secures the second highest number of votes shall be deemed next elected and so on and so forth until all positions are filled, provided however, that the ultimate composition of the Executive Committee (excluding the two Independent Directors) must comply with the Minimum Gender Representation. Accordingly, where the election of a candidate with the next highest number of votes would not so comply with the Minimum Gender Representation, then, he or she (as the case may be), shall not be elected and, instead, the person of the other gender with the next highest number of votes shall be deemed to be elected and so on and so forth (if necessary) until the composition of the Executive Committee complies with the Minimum Gender Representation.
- 11.6 In the event of an equality of votes to fill the last position or positions, there shall be a further ballot taken which excludes the candidates who are deemed to have been elected and the candidates (if any) who received less votes than those candidates with an equality of votes. This process shall be repeated until one or more of the candidates receives the highest number of votes, whereupon that candidate or those candidates shall be elected to fill the remaining position or positions.
- 11.7 Where the Meeting is being held pursuant to section 174A of the Companies Act 2014, and an equality of votes arises as set out in Regulation 11.6, the provision of Regulation 9.4 shall apply to such further ballot.
- 11.8 The Scrutineer shall report to the Chair of the Meeting the results of the ballots referred to in this Regulation and Regulation 10, and shall advise the Chair if the circumstances set out in Regulation 11.1 apply such that one or more positions shall be filled in accordance with Regulation 12.
- 11.9 Accidental non-compliance with these Regulations shall not invalidate an Election.

12. **SELECTION TO MEET MINIMUM GENDER REPRESENTATION**

- 12.1 In the circumstances set out in Regulation 11.1, the Executive Committee will appoint a Gender Representation Committee.
- 12.2 The Gender Representation Committee will, as soon as possible following the Election, serve notice on such Full Members (if any) as have not nominated a candidate or as have not had a candidate elected, giving each such Full Member the option to nominate, by the date specified in the notice, a candidate from the under-represented gender to be put forward for selection to fill a vacant position, and appending a nomination form in the form set out in Appendix 1.
- 12.3 The Gender Representation Committee may require that the notice referred to in Regulation 12.2 shall address such matters as the Executive Committee see fit, including providing guidance on desired skillsets and gender balance.
- 12.4 The documents referred to in Regulation 12.2 shall be sent by email to the address(es) notified to the Federation for that purpose and a copy of that email may be sent to such other persons within the Full Member as the Company Secretary thinks appropriate.
- 12.5 Nominations under this Regulation may only be made by way of the form referred to at Regulation 12.2.

- 12.6 For a nomination form referred to at Regulation 12.2 to be valid, it must be returned by email by the Full Member, fully complete, to such email address as is specified in the documents referred to in Regulation 12.2, by the date specified in those documents for receipt of such nominations.
- 12.7 In nominating persons for election, Full Members must have regard to the eligibility requirements set out in Article 19 of the Constitution, and may only nominate candidates of the under-represented gender.
- 12.8 A candidate shall be invalid for this Regulation if the Nominations Committee is of the view that:
- (a) the nomination form was not received by the date referred to in Regulation 12.6;
 - (b) the candidate was not eligible, pursuant to Article 19 of the Constitution;
 - (c) the candidate was not of the under-represented gender;
 - (d) the nomination form is incomplete or inaccurate, such that the candidate should not be put forward for selection; or
 - (e) other reasons apply such that it would be inappropriate for the candidate to be put forward for selection.
- 12.9 If the process set out in Regulation 12.2 results in the same number of valid candidates being proposed as there are positions to be filled, the Gender Representation Committee will select those valid candidates to fill the vacant positions and meet the Minimum Gender Representation, subject to approval of the Executive Committee.
- 12.10 If the process set out in Regulation 12.2 results in a greater number of valid candidates being proposed than there are positions to be filled, the Gender Representation Committee will select one or more of those valid candidates to fill the vacant positions and meet the Minimum Gender Representation, subject to approval of the Executive Committee.
- 12.11 If the process set out in Regulation 12.2 does not yield a sufficient number of valid candidates to fill the positions, the Gender Representation Committee shall select any such valid candidates to fill the positions, and shall additionally select such additional persons of the under-represented gender as are required to fill the vacant positions and meet the Minimum Gender Representation, subject to the approval of the Executive Committee.
- 12.12 The persons selected to fill the positions pursuant to Regulation 12.9, 12.10 or 12.11 shall be deemed to have been elected at the general meeting pursuant to which it was determined that the Regulation 12 procedure was to be followed. Without prejudice to the validity of the foregoing, the persons selected to fill the positions pursuant to Regulation 12.9, 12.10 or 12.11 shall be ratified by the Full Members at the next Annual General Meeting following that selection process.

13. VOTING PROCEDURES

- 13.1 At each Specified General Meeting, each Full Member shall be represented by a maximum of two delegates of each gender (“**Delegates**”), notified to the Company Secretary pursuant to Article 15.9 of the Federation’s Constitution.
- 13.2 Each Full Member shall, in advance of a Specified General Meeting, nominate one (and only one) of the Delegates notified by it to vote on its behalf (the “**Voting Delegate**”).

- 13.3 The appointment of the Voting Delegate must have been duly authorised in accordance with the internal procedures of the Full Member.
- 13.4 Subject to Regulation 13.5, each Full Member must notify the Company Secretary when making the notification at Regulation 13.1 above as to which of its Delegates shall be its Voting Delegate.
- 13.5 In exceptional circumstances, and subject to the approval of the Scrutineer, a Full Member may change their Voting Delegate after making the notification at Regulation 13.1, by notifying the Company Secretary by email (in advance of the Specified General Meeting) of the name of the new Voting Delegate.
- 13.6 Upon the Voting Delegate in respect of a Full Member presenting himself or herself at the registration desk before a Specified General Meeting, subject to the Federation staff manning the registration desk being satisfied as to the validity of the person, three ballot papers shall be given to that Voting Delegate.
- 13.7 Voting shall start at such time as is specified in the notice of a particular Specified General Meeting.
- 13.8 Voting will take place by each Full Member's respective sport being called out by the Chair, and their Voting Delegate coming forward to place their ballots in the relevant boxes. Voting shall close upon the Voting Delegate in respect of the final such Full Member having cast their vote, or – after a reasonable time has passed since the name of that Full Member was called out – the Chair declaring it closed.
- 13.9 Provided that a Voting Delegate places his or her ballots in the respective boxes before voting closes pursuant to Regulation 13.6, the ballots of that Voting Delegate shall be valid, notwithstanding that other votes may have been cast since the name of the Full Member relating to that Voting Delegate was called out.

14. **RULES FOR CANDIDATES**

- 14.1 Each Candidate and their Nominator must abide by the Federation's Constitution and these Regulations.
- 14.2 Candidates and their Nominator must conduct their campaigns with honesty, dignity, moderation and respect for their opponents, limiting expenditure to a proportionate level.
- 14.3 Candidates and their Nominator may not directly or indirectly, solicit, accept or offer any form of remuneration or commission, or any concealed benefit or service of any nature, related to any Federation activity or to election or appointment to the Executive Committee.
- 14.4 Candidates and their Nominator may under no circumstances and under no pretext give presents or offer donations or gifts or grant advantages or benefits of whatever nature to or at the request of any party who will vote in, or who may otherwise influence, an election.
- 14.5 Candidates and their Nominator may not enter into any promise or undertaking to personally act (whether as a Candidate or following election), for the direct or indirect benefit of a specific member or individual.
- 14.6 Candidates and their Nominator may not enter into any form of undertaking with any individual or organisation that is likely to affect the Candidate's freedom of decision or action if elected.

- 14.7 Candidates and their Nominator for election have the right to promote their candidacies subject to the provisions set out in these Regulations.
- 14.8 Candidates and their Nominator may make declarations or give interviews provided, in doing so, that they comply with these Regulations.
- 14.9 Candidates and their Nominator may not make payments, directly or indirectly, to journalists or other persons affiliated to the media in order to promote their candidacies.
- 14.10 Candidates and their Nominator may not engage in activity of any nature likely to harm the reputation of the Federation or the reputation of another Candidate.
- 14.11 Candidates and their Nominator may not engage in any act, collaboration or collusion by or between Candidates with the intent to defraud or manipulate the result of the vote.
- 14.12 Candidates and their Nominator may not request support or service from the Federation or from external advisors who are working with the Federation in connection with their candidacies.
- 14.13 The resources of the Federation may not be used to fund travel and campaign activities.

15. RULES FOR FEDERATION STAFF

- 15.1 Federation staff shall maintain a strict duty of neutrality and Candidates shall respect this duty at all times.

16. DISSEMINATION OF INFORMATION

- 16.1 The Executive Committee shall send a copy of these Regulations to all Full Members.
- 16.2 Subject to compliance with Data Protection legislation, all Candidates will receive a copy of the Federation's Membership contact dataset (setting out names, roles and email addresses).

ENDS