



Candidates' event in your province. The date and location of this event will be confirmed in the next couple of weeks.

**Please find enclosed** the following documents to support you in casting your vote:

1. **An extract from Constitution Articles 36 to 41** setting out the provisions which apply to the election of Directors;
2. **Guidance** to assist in completing this Postal Ballot – How to cast your Group vote;
3. **A Group Verification Form 1** (marked with the Company Seal);
4. **A Postal Ballot Form 2** (marked with the Company Seal);
5. **Envelope 1** into which the Group Verification Form 1 should be placed;
6. **Envelope 2** into which Envelope 1 and completed Ballot Paper Form 2 should be placed.

It is important to note that only the original Postal Ballot and original Group Verification Form, each marked with the Company Seal, must be used. The use of a photocopy of these forms will invalidate your vote.

Given that each Scout Group is primary to everything we do in Scouting Ireland I would ask you to ensure that your Group Council exercises its vote in this election to ensure that your group has its say in determining the membership of the Scouting Ireland Board.

I look forward to see you at our upcoming AGM on the 25<sup>th</sup> April 2020.

Yours in Scouting,



**Adrian Tennant**  
**Chairperson**  
**Board of Directors Scouting Ireland**

# Extract from Constitution Articles 36 to 41- Election of Directors

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## **VACANCIES**

36. The vacancies created by the operation of Articles 35 and 43 (the “Vacancies”) shall be filled in accordance with the procedures set out in Articles 37 to 41.

## **ELIGIBILITY, NOMINATION AND ELECTION OF DIRECTORS**

37. The following provisions apply to the eligibility and nomination of persons for election as Director:

37.1. Each Member shall be entitled to nominate an eligible person for election as Director;

37.2. To be eligible to run for election as a Director a person:

- a) must have been nominated by at least one Member;
- b) must not have held office as Director of the Company for longer than 6 years;
- c) must consent to act as a Director, if elected;
- d) must not hold office as the Chief Scout, and
- e) must have successfully completed an officers’ pre-appointment induction course arranged by the Company.

38. Not later than fourteen (14) weeks before the date of the AGM at which Vacancies are to be filled, Members wishing to nominate eligible persons to be elected Directors of the Company must furnish a valid nomination to the Company, at the email address specified by the Directors for this purpose.

39. A nomination shall be valid when it is in the form approved by the Directors containing the information evidencing eligibility as may from time to time be specified by the Directors.

40. Where the number of valid nominations is less than or equal to the number of Vacancies the persons nominated shall be deemed to have been elected as Directors of the Company.

41. Where the number of valid nominations exceeds the number of Vacancies, the Vacancies shall be filled by holding a ballot which shall be conducted in the following manner:

41.1. The Company shall prepare a ballot paper consisting of the names of all persons validly nominated in alphabetical order (the “Candidates”).

- 41.2. The ballot paper shall be send to all Members not later than ten (10) weeks before the date of the AGM. The ballot paper may be sent by post or electronically and in either case may at the discretion of the Directors specify the means by which it is to be returned to the Company.
- 41.3. Members entitled to vote shall rank the Candidates in order of their first and subsequent preferences. All first preference Candidates will be assigned a number of votes equal to the total number of Candidates (the "Total Number"), all second preference Candidates will be assigned a number of votes equal to the Total Number minus one (1), all third preference candidates will be assigned a number of votes equal to the Total Number minus two (2) and so on and so forth for all subsequently ranked Candidates so that the number that it subtracted from the Total Number in each case increases by one (1) for each subsequently preferred Candidate to whom a Member assigns a preference ranking.
- 41.4. Members must return their ballot papers to the address specified therein not later than two (2) weeks before the AGM.
- 41.5. The Company shall arrange for the counting of the votes cast under the supervision of the Company's statutory auditors.
- 41.6. The Candidates receiving the highest number of votes shall be deemed to have been elected to fill the Vacancies with effect from the end of the AGM. In the event of a tie between two or more Candidates lots shall be drawn by the Chairperson of the board of Directors to determine which Candidates are to be elected.
- 41.7. The results shall be announced formally at the annual general meeting provided that the Company shall notify successful Candidates in advance of the holding of the AGM.











Strictly Private and Confidential – Addressee Only

**Director Postal Ballot – 2020**

**Attention of: The Chair of the Board of Scouting Ireland**  
**Scouting Ireland**  
**National Office**  
**Lynch Hill**  
**Dublin**  
**16-10-23**  
**Ireland**

