



DIRECTOR INFORMATION PACK

Vacancy: Independent Director (voluntary)

Introduction

Volleyball Ireland are seeking 2 x Independent Directors to join the Board of Administration.

Independent Directors are an integral part of good governance. An Independent Director is defined as someone who is not already involved in a Volleyball Ireland governed organisation or group such as a Commission or affiliated club.

About Volleyball Ireland

The Volleyball Association of Ireland t/a Volleyball Ireland is a Company Limited by Guarantee with the mission to *develop, promote and effectively govern Volleyball in Ireland.*

There are currently a myriad of programmes, competitions and projects that contribute to Volleyball Ireland's most recent strategic plan, *Raising the Game.*

The Board is responsible for overseeing the strategic direction and governance of the company with sub-committees and commissions established to further support the strategic development of the organisation. Five full time staff are employed to manage day-to-day operations and carry out the execution of strategic objectives.

The Role

As well as your general duties as a Director there are some specific areas of responsibilities that you will oversee, in your capacity as a Board Member. These will be agreed based on your particular skill set and area of expertise.

Term of Appointment

In-line with the Constitution, your appointment will be for an initial term of 3 years, which is renewable once by the membership.

Time Commitment Envisaged

As a Board member you will be involved in a number of Board and Committee meetings throughout the year. Generally, the Board participates in up to ten meetings per year which are currently held online. These typically last around 2 hours.

There is an expectation that you will attend and participate in all of the scheduled Board meetings as well as the company AGM normally held in June. There may also be other meetings events where attendance is necessary, such as strategic plan review and planning meetings.



Volleyball Ireland will provide you with adequate notice of the proposed Board and Committee meeting dates. By accepting this appointment, you are confirming that you are able to allocate adequate time to meet the expectations of your role as a director of the Company. The board's annual meeting schedule is agreed at the December board meeting for the coming year.

Board Roles and Responsibilities

The Board of the Volleyball Association of Ireland Limited t/a Volleyball Ireland (the "Company") meets regularly so as to provide strategic leadership to the Company, exercise effective control over the organisation, and monitor executive management and performance.

The Board is wholly non-executive and comprises nominees of the Membership, through election, co-option by the Board and independent Directors. The primary responsibility of all Directors is to act in the best overall interest of Volleyball Ireland at all times – it is appropriate to recognise, however, the particular importance of the contribution of the independent Directors in this area.

Specific responsibilities of the Board are:

- To provide vision, leadership and direction for the Company, normally through the consideration and approval of Strategic Plans
- In this context, to define the Company's mission, decide its strategic goals and approve policies to achieve those goals
- To ensure that the Company is well managed and that a proper balance is maintained between the respective roles of the Board and the General Manager and staff
- To set performance targets and, in particular, to approve and monitor the Annual Operating Plan and Budget
- To ensure that the Company behaves ethically and in a manner that accords with its core values as determined in the Strategic Plan
- To define and promote the Company's role in the community by consulting its stakeholders and informing the public in an open accountable manner
- To agree the General Manager's performance objectives in consultation with him/her

Expectations of Directors

As a Director, you will be required to:

- act for the benefit of Volleyball Ireland at all times
- regularly attend Board meetings
- be well informed on agenda items
- participate fully and openly in meetings, sharing insights, ideas and suggestions
- contribute knowledge and express opinions based on experience, which in turn will assist the Board to make sound decisions
- exercise your powers and duties with reasonable care and diligence



- exercise your powers and duties in good faith in the best interests of the Company and for a proper purpose
- apply independent judgement in the exercise of your powers
- avoid conflicts between your duties to the Company and your personal interests or your duties to others
- observe standards of good corporate governance.

Board Commissions and Committees

Volleyball Ireland Commissions are established to support the operation of Volleyball activities specific to that area. At present there are 3 Volleyball Ireland Commissions;

1. Competitions and Development Commission – this oversees the implementation and administration of Volleyball Competitions
2. Training and Education – this oversees the development of effective education and training systems for coaches, referees and volunteers.
3. High Performance – this oversees the running of Volleyball Ireland National Squads.

Other Committees are formed as necessary and when it enables efficient decision making. You may be requested to serve on one or more Board Committees. At present, there are three (3) standing Board Committees:

- Finance and Audit Committee
- Child Welfare Panel
- Disciplinary Committee (the Independent Director will sit on this Committee)

We are in the process of establishing a Governance Committee.

From time to time we may setup a working group to deliver a specific project or event. You may be asked to support one of these groups.

Directors' Expenses

There is no remuneration paid to members of the Board. The Company will reimburse you for all reasonable and properly documented expenses incurred in performance of your duties as a Director of the Company.

Disclosure of Interests

Directors have a duty to avoid any conflicts of interest between their duty to Volleyball Ireland and their own interests. Conflicts of interest and any material personal interests must be declared at the time of your appointment to the Board. In addition, any conflicts of interest and personal interests must be declared by a Director at the time they occur and, unless the Board resolves otherwise, they may not participate in boardroom discussions, decision making or both on matters on which they face a conflict.



An interest register is tabled at each Board and Committee meeting. Please ensure that the Company is kept informed of any changes to your interests so that the interests register can be maintained up to date.

Please complete the attached Director's declaration form and return it to the Company Secretary at your earliest convenience.

Fellow Directors

Under Volleyball Ireland's Constitution, the Board consists of five directors elected by the Members and up to four directors appointed by the Board.

At present the Directors are Grainne Culliton (President), Clodagh NicCanna (Vice President) Regina Halpin (Secretary), Barbara Wojcik (Treasurer), Alfredo Aloï (E&T) & Erica Fatini (without portfolio).

Induction & Training

An induction programme is provided for you, which would ideally involve a visit to the Volleyball Ireland Office in Dublin to meet our staff and gain an overview of Volleyball Ireland programmes.

Where possible, Directors are encouraged to attend special training courses by various professional bodies to ensure that all of us as Directors are refreshed and equipped to perform our role to the highest standards and performance possible. With this in mind, Volleyball Ireland will be organising a one day development course for board members in the coming calendar year.

Independent Professional Advice

You may seek independent professional advice, at the expense of the Company, on any matter connected with the discharge of your responsibilities. Prior to requesting advice, the established protocol is that the matter be discussed with the President. Copies of the advice will be made available to, and for the benefit of, all Board Members.

Indemnity and Insurance

The Company provides all its Directors with, and pays the premiums for, indemnity and insurance cover while acting in their capacities as Directors.

Confidentiality and Access to information

Directors have unrestricted access (subject to conflicts of interest) to company records and information and receive regular detailed financial and operational reports from management. Directors are entitled to consult with the General Manager and Company Secretary at anytime.



All information acquired during your term on the Board is confidential to the Company and should not be released either during your appointment or following termination (by whatever means), to third parties without prior written consent from the President.

Company Constitution and Strategic Plan

Prospective Board Members are encouraged to become familiar with Volleyball Ireland's Strategic Plan and Constitution, which can be found on the VI website or requested from the General Manager.

For more information please contact Volleyball Ireland General Manager, Gary Stewart via email; gm@volleyballireland.com or call for an informal chat 0857650867.