

ROMSEY RUGBY FOOTBALL CLUB

CLUB RULES

1. Name

The Club, established in 1981, is called Romsey Rugby Football Club ("the Club").

2. Definitions

2.1 "the Chairman" means the person elected from time to time to be the chairman of the Club in accordance with Rule 9;

"Constituent Body" the Constituent Body of the RFU to which the Club is from time to time affiliated which at the date of adoption of these Rules is Hampshire Rugby Football Union Limited;

"the Honorary Secretary" means the person elected from time to time to be the honorary secretary of the Club in accordance with Rule 9;

"the Honorary Treasurer" means the person elected from time to time to be the honorary treasurer of the Club in accordance with Rule 9;

"the IRB" means the world governing body for rugby union, which at the date of adoption of these Rules is the International Rugby Board;

"the Management Committee" means the committee appointed under Rule 9 to manage the Club;

"the Members" means the members of the Club admitted from time to time to membership of the Club in accordance with Rule 5;

"the President" means the person elected from time to time to be the president of the Club in accordance with Rule 9;

"the RFU" means the Rugby Football Union (an Industrial & Provident Society with registered number 27981R which is the governing body of rugby union within England) of Rugby House, Rugby Road, Twickenham, Middlesex TW1 1DS;

"the Trustees" means the persons appointed from time to time to be the trustees of the Club in accordance with Rule 10.6.

2.2 Words denoting the singular number include the plural number and vice versa; words denoting the masculine gender include the feminine gender;

3. Objects

The objects of the Club are:

- (a) principally to provide facilities for rugby union and generally to promote, encourage and facilitate the playing of rugby union in the area of Romsey and amongst the community;
- (b) to provide and maintain Club premises at Romsey Sports Centre, Southampton Road, Romsey, Hampshire SO51 8AF and club-owned rugby equipment for the use of its Members;
- (c) to provide other ordinary benefits of an amateur sports club as set out in Schedule 18 of the Finance Act 2002 including without limitation provision of suitably qualified coaches, coaching courses, insurance, medical treatment, post-match refreshments;
- (d) to sell or supply food or drink and provide other activities as a social adjunct to the sporting purposes of the Club;
- (e) to obtain funding for the activities of the Club by collecting entrance fees, membership subscriptions, and match fees, by obtaining sponsorship and other available funding;
- (f) to affiliate to the RFU, (through the membership of the Club's nominee to the RFU, such nominee to be the Honorary Secretary or another officer of the Club approved by the RFU), and to affiliate to the Constituent Body designated to it by the RFU;
- (g) to comply with and uphold the Rules and Regulations of the Constituent Body, the RFU and the IRB as amended from time to time and the rules and regulations of any body to which the RFU is affiliated;
- (h) to acquire, establish, own, operate and turn to account in any way for the Members' benefit the rugby union facilities of the Club together with buildings and easements, fixtures and fittings and accessories as shall be thought advisable;

- (i) to make rules, regulations, bye-laws and standing orders concerning the operation of the Club including, without limitation, regulations concerning disciplinary procedures that may be taken against the Members;
- (j) to discipline the Members where permitted by its rules/regulations and to refer its Members to be disciplined by the RFU or the Constituent Body (as appropriate) where so required by the Rules and Regulations of the RFU or the Constituent Body (as the case may be);
- (k) to do all such other things as the Management Committee thinks fit to further the interests of the Club or to be incidental or conducive to the attainment of all or any of the objects stated in this Rule 3.

4. Application of Surplus Funds

4.1 The Club is a non-profit-distributing organisation. All surpluses will be used to maintain or improve the Club's facilities and in furtherance of the Club's objects and may not be distributed to any members or third party. No surplus will be distributed other than to another registered community amateur sports club for rugby union, to the RFU for use in community-related rugby union initiatives, or to a charitable organisation, on winding-up or dissolution of the Club.

4.2 Nothing in Clause 4.1 shall prevent the Club from entering an agreement with a Member for his employment by the Club, provided that such arrangements are approved by the Management Committee (without the Member being present) and are agreed with the Member on an arm's length basis.

Nothing herein shall prevent the Club from entering an agreement with a

Member for the supply by him to the Club of goods or services, nor prevent any payment in good faith by the Club:

- (a) of interest on money lent by a Member at a commercial rate of interest;
- (b) to any officer, committee or sub-committee member of reasonable and proper out-of-pocket expenses;
- (c) of reasonable and proper rent for premises demised or let by any Member or by any officer; or
- (d) of any premium in respect of the purchase and maintenance of indemnity insurance in respect of liability for any act or default of the Management Committee members (or any of them) in relation to the Club.

4.3 No Member shall be paid a salary, bonus fee or other remuneration for playing for the Club.

5. Membership

5.1 Eligibility for membership

5.1.1 Persons of either sex are eligible for full membership of the Club provided they are at least 18 years old. Membership shall be open to all without discrimination and in particular no person shall be denied membership of the Club on the grounds of race, ethnic origin, creed, colour, age, disability, sex, occupation, sexual orientation, religion, political or other beliefs.

5.1.2 Persons below the age of 18 may be elected as Junior Members without the right to hold office or vote at general meetings.

5.1.3 The number of Members is unlimited.

5.2 *Admission of Members*

Any person who wishes to become a Member must submit an application in such form as the Management Committee shall decide. Every candidate for membership shall be considered by the Management Committee, which shall admit that candidate to membership of the Club unless to do so would be contrary to the best interests of the sport or the good conduct and interests of the Club. A person shall not be entitled to any privileges of the Club until two days have passed since his application for membership was submitted, whether or not he is admitted as a Member before those two days have lapsed. A person may appeal against a decision to refuse membership by informing the Management Committee, who shall put the matter to a general meeting for it to be decided by a majority vote of those Members present and voting at such meeting.

5.3 *Classes of Members*

There shall be the following classes of members for the Club:

Full Member

Social Member

Student Member

Youth Member

All classes of Member except Youth Membership shall be entitled to receive notice of, attend and vote at general meetings.

All Members shall be subject to these Rules and the regulations of the Club and respect the rules of the game of Rugby Union as set from time to time by the IRB.

5.4 *Subscriptions*

- 5.4.1 The entrance fee and annual subscription for each type of Member shall be determined from time to time by the Management Committee provided that the Management Committee shall ensure that the fees set by it do not preclude open membership of the Club.
- 5.4.2 The Members shall pay any entrance fee and annual subscription fees set by the Management Committee from time to time.
- 5.4.3 No candidate who has been elected a Member shall be entitled to the privileges of membership until he has paid the entrance fee (if any) and his first annual or monthly subscription, as applicable.
- 5.4.4 Any Member whose entrance fee or subscription is more than three months in arrears shall be deemed to have resigned his membership of the Club.

6. Resignation

A Member may withdraw from membership of the Club on thirty days clear notice to the Club. Membership shall not be transferable in any event and shall cease immediately on death or dissolution or on the failure of the Member to comply or to continue to comply with any condition of membership set out in these Rules.

7. Expulsion

- 7.1 The Management Committee shall have power to expel a Member when, in its opinion, it would not be in the interests of the sport or of the Club for him to remain a Member.
- 7.2 A Member shall not be expelled unless he is given fourteen days' written notice of the meeting of the Management Committee at which his expulsion shall be considered and written details of the complaint made against him.

- 7.3 The Member shall be given an opportunity to make written representations and/or to appear before the Management Committee and at any such meeting to be accompanied by a representative or friend, who may answer complaints made against the Member and to cross-examine any witnesses on behalf of the Member. The Member must not be expelled unless at least two-thirds of the Management Committee then present vote in favour of his expulsion.
- 7.4 The Management Committee may exclude the Member from the Club's premises until the meeting considering his expulsion has been held. For the avoidance of doubt, the Member shall be entitled to attend that meeting for the purpose of making his representations.
- 7.5 The Member expelled may appeal against such decision by informing the Management Committee, who shall put the matter to a general meeting for it to be decided by a majority of those present and voting at such meeting.

8. Effect of Resignation or Expulsion

Any person ceasing to be a Member forfeits all rights in relation to and claims upon the Club, its property and its funds and he has no right to the return of any part of his subscription. The Management Committee may refund an appropriate part of a resigning Member's subscription if it considers it appropriate taking account of all the circumstances.

9. The Management Committee

9.1.1 The Club shall be managed by a Management Committee consisting of:

- (a) the President
- (b) the Chairman;

- (c) the Honorary Secretary;
- (d) the Honorary Treasurer;
- (e) the Club Captain
- (f) the Bar Manager;
- (g) the Social Secretary;
- (h) the Wasps Chairman

9.2 The Management Committee shall decide in its discretion how Members may be nominated to be members of the Management Committee and shall notify the Members accordingly.

9.3 Any person nominated as a member of the Management Committee must be a Full Member.

9.4 If there is only one candidate nominated to fill any particular vacancy, that candidate shall be declared elected unopposed for that particular vacancy at the next annual general meeting. If there is more than one candidate for any particular vacancy there shall be an election at the annual general meeting for that position. In the event of a tie, the candidate to be elected shall (unless the candidates otherwise agree) be determined by lot.

9.5 The Management Committee, except the President and Wasps Chairman (see Rule 9.6), shall be elected at the annual general meeting in each year, and subject to termination of office by resignation, removal or otherwise, the Members remain in office until they or their successors are re-elected or elected (as the case may be) at the annual general meeting following their re-election or election (as the case may be).

- 9.6.1 The President shall be proposed, seconded and elected by ballot at the annual general meeting. Election to the Management Committee shall be for a maximum of five years.
- 9.6.2 The Wasps Chairman shall be elected in accordance with the Rules of the Youth Section (see Appendix A)
- 9.7 Retiring members of the Management Committee may be re-elected.
- 9.8 A member of the Management Committee shall be deemed to have vacated office if:
- (a) he becomes bankrupt or makes any arrangement or composition with his creditors generally; or
 - (b) he is, or may be, suffering from mental disorder; or
 - (c) he resigns his office by notice to the Club; or
 - (d) he shall without sufficient reason for more than [three] consecutive meetings of the Management Committee have been absent without permission of the Management Committee and the Management Committee resolves that his office be vacated; or
 - (e) he is suspended from holding office or from taking part in any activity relating to the administration or management of the Club by a decision of the Constituent Body or the RFU; or
 - (f) he is requested to resign by not less than two-thirds of the other Management Committee members acting together.

10. Proceedings of the Management Committee

- 10.1 Management Committee meetings shall be held as often as the Management

Committee thinks fit provided that there shall not be less than four meetings each year. The quorum for such meetings shall be five. The Chairman and the Honorary Secretary shall have discretion to call emergency meetings of the Management Committee if they consider it to be in the interests of the Club. The Honorary Secretary shall give all the members of the Management Committee not less than seven days' notice of a meeting.

- 10.2 The Chairman shall be the chairman of the Management Committee. Unless he is unwilling to do so, the Chairman shall preside at every meeting of the Management Committee at which he is present. But if there is no person holding that office, or if the Chairman is unwilling to preside or is not present within five minutes after the time appointed for the meeting, the Honorary Secretary shall preside. If there is no Honorary Secretary or if he is unwilling to preside, or if he is not present within five minutes after the time appointed for the meeting, the members of the Management Committee present may appoint one of their number to be chairman of the meeting.
- 10.3 Decisions of the Management Committee shall be made by a simple majority and in the event of an equality of votes the Chairman (or the acting chairman of that meeting) shall have a casting or additional vote.
- 10.4 The Management Committee may from time to time appoint from among its number such sub-committees as it considers necessary and may delegate to them such of the powers and duties of the Management Committee as the Management Committee may determine. All sub-committees shall periodically report their proceedings to the Management Committee and shall conduct their business in accordance with the directions of the Management Committee.
- 10.5.1 The Management Committee shall be responsible for the management of the Club and shall have the sole right of appointing and determining the terms and conditions of service of employees of the Club. The Management Committee shall have power to enter into contracts for the purposes of the Club on behalf of all the Members.

- 10.5.2 The management of the Romsey Wasps Youth section is the responsibility of the committee elected for that purpose. The Romsey Wasps committee may appoint one of their members to represent the Youth section at Management Committee meetings.
- 10.5.3 In addition, the Management Committee may invite other persons to its meetings to ensure that all age groups are truly represented.
- 10.6.1 The Trustees of the Club shall be appointed from time to time as necessary by the Club in general meeting from among the Members who are willing to be so appointed. A Trustee shall hold office during his life, or until he shall resign by notice in writing given to the Management Committee or until a resolution removing him from office shall be passed at a general meeting by a majority comprising two-thirds of the Members present and voting.
- 10.6.2 All property of the Club including land and investments, shall be held by the Trustees for the time being, in their own names so far as necessary and practicable, for the use and benefit of the Club. On the death, resignation or removal from office of a Trustee, the Management Committee shall take steps to procure the appointment by the Club in general meeting of a new Trustee in his place; and shall as soon as possible thereafter take lawful and practicable steps to procure the vesting of all Club property into names of the Trustees as constituted after the said appointment. The Trustees shall in all respects act, in regard to any property of the Club held by them, in accordance with the directions of the Management Committee; and shall have power to sell, lease, mortgage or pledge any Club property for the purpose of raising or borrowing money for the benefit of the Club in compliance with the Management Committee's directions. But no purchaser, lessee or mortgagee shall be concerned to enquire whether any such direction has been given.
- 10.7 The number of Trustees shall not be more than four or less than two.
- 10.8 Every member of the Management Committee, employee or agent of the Club shall be indemnified by the Club and the Management Committee shall pay all costs, losses and expenses which any such member of the Management

Committee, employee or agent may incur or for which he may become liable by reason of any contract entered into or act or thing done by him in good faith as such member of the Management Committee, employee or agent in accordance with the instructions of the Management Committee or of a general meeting of the Club or otherwise in the discharge of his duties. The Management Committee may give to any member of the Management Committee, employee or agent of the Club who has incurred or may be about to incur any liability at the request of or for the benefit of the Club such security by way of indemnity as may seem expedient.

- 10.9 Any member of the Management Committee may participate in a meeting of the Management Committee by way of video conferencing or conference telephone or similar equipment which allows every person participating to hear and speak to one another throughout such meeting. A person so participating shall be deemed to be present in person at the meeting and shall accordingly be counted in the quorum and be entitled to vote. Such a meeting shall be deemed to take place where the largest group of those participating is assembled or, if there is no such group, where the chairman of the meeting is.

11. Annual general meeting

- 11.1 The annual general meeting of the Club shall be held at such time as the Management Committee shall decide each year to transact the following business:
- (a) to receive the Chairman's report of the activities of the Club during the previous year;
 - (b) to receive and consider the accounts of the Club for the previous year, the inspected or auditor's report on the accounts and the Honorary Treasurer's report as to the financial position of the Club;
 - (c) to remove and elect the auditor or confirm that he remain in office;

- (d) to elect the members of the Management Committee;
- (e) to decide on any resolution which may be duly submitted in accordance with Rule 11.2 below; and
- (f) to deal with any special matters which the Management Committee desires to bring before the membership.

11.2 Notice of any resolution proposed to be moved at the annual general meeting shall be given in writing to the Honorary Secretary not less than fourteen days before the meeting.

11.3 No period greater than fifteen months shall elapse between one annual general meeting and the next.

12. Extraordinary general meetings

An extraordinary general meeting may be called at any time by the Management Committee and shall be called within twenty eight days of receipt by the Honorary Secretary of a requisition in writing signed by not less than one-fifth of the members or twenty five, whichever is the lower number stating the purposes for which the meeting is required and the resolutions proposed.

13. Procedures at the annual and extraordinary general meetings

13.1 The Honorary Secretary shall send to each Member at his last known address written notice of the date of the general meeting together with the resolutions to be proposed at least twenty one days before the meeting.

13.2 The quorum for the annual and extraordinary general meetings shall be twenty Members or one-tenth of the membership of the Club (whichever is the greater number).

13.3 The Chairman shall preside at all meetings of the Club but if he is not present within 15 minutes after the time appointed for the meeting or has signified his inability to be present at the meeting, the Members present and entitled to vote may choose one of the other members of the Management Committee present to preside and if no other member of the Management Committee is present or willing to preside the Members present and entitled to vote may choose one of their number to be chairman of the meeting.

13.4 Each Full Member present shall have one vote and resolutions shall be passed by a simple majority of those Members present and voting. In the event of an equality of votes the chairman of the meeting shall have a casting or additional vote.

13.5 The Honorary Secretary, or in his absence a member of the Management Committee, shall take minutes at annual and extraordinary general meetings.

13.6 There shall be no right for a Member to vote by proxy. No person may represent more than one Member.

14. Purchase and supply of liquor

14.1 Purchase for the Club and supply by the Club of intoxicating liquor must be in the absolute discretion of the Management Committee (provided these are all elected by the Members and over 18).

15. Commission

15.1 No one may at any time receive at the expense of the Club or any Member any commission, percentage or similar payment on or with reference to purchases of intoxicating liquor by the Club.

15.2 No one may directly or indirectly derive any pecuniary benefit from the supply of intoxicating liquor by or on behalf of the Club to Members or guests apart

from any benefit accruing to the Club as a whole and apart also from any benefit which a person derives indirectly by reason of the supply giving rise to or contributing to a general gain from the carrying on of the Club.

16. Guests

- 16.1 Any Member may introduce guests to the Club, and any player, coach, other team representative, match official or spectator attending the Club's premises (by invitation of the Club) who is not a Member shall be a guest of the Management Committee, provided that no one whose application for membership has been declined or who has been expelled from the Club may be introduced as a guest.
- 16.2 A Member introducing a guest and any person introduced as a guest of the Management Committee in accordance with Rule 16.1 must enter the name and address of the guest together with the name of the introducer in a book which must be kept on the Club's premises.
- 16.3 No one may be admitted as a guest on more than four occasions in any calendar year.

17. Opening of Club premises

The Club is open for training, matches and other social events as advertised and at such other times or for such other periods as the Management Committee shall decide. The Club's facilities shall be available to the members without discrimination.

18. Permitted hours

The permitted hours for the supply of intoxicating liquor and provision of regulated entertainment shall be as permitted by the Club's Club Premises Certificate.

19. Alteration of the rules

19.1 These Rules may be altered by resolution at an annual or extraordinary general meeting provided that the resolution shall not be passed unless carried by a majority of at least two-thirds of the Members present and voting at the general meeting, the notice of which contains particulars of the proposed alteration or addition. Provided that nothing in such alterations shall prejudice the Club's status as a Community Amateur Sports Club under Schedule 18 Finance Act 2002.

19.2 As soon as possible and in any case within 28 days after the making of any alteration or addition to these rules the Honorary Secretary must give written notice of the alteration or addition to the proper Licensing Authority and to the Chief of Police.

20. Regulations and Standing Orders

The Management Committee shall have power to make, repeal and amend such regulations and standing orders as it may from time to time consider necessary for the wellbeing of the Club. Provided that nothing in such alterations shall prejudice the Club's status as a Community Amateur Sports Club under Schedule 18 Finance Act 2002. Such regulations and standing orders and any repeals or amendments to them shall have effect until set aside by the Management Committee.

21. Finance

- 21.1 All moneys payable to the Club shall be received by the person authorised by the Management Committee to receive such moneys and shall be deposited in a bank account in the name of the Club. No sum shall be drawn from that account except by cheque signed by two of the four signatories who shall be the President, Honorary Secretary, Honorary Treasurer and Bar Manager. Any moneys not required for immediate use may be invested as the Management Committee in its discretion thinks fit.
- 21.2 Subject to Rule 24.3, the income and property of the Club shall be applied only in furtherance of the objects of the Club and no part thereof shall be paid directly or indirectly, overtly or covertly by way of bonus, dividend or profit to any Member or third parties other than other community amateur sports clubs or charities.
- 21.3 The Management Committee shall have power to authorise the payment of remuneration and expenses to any Officer, member of the Management Committee, Member or employee of the Club and to any other person or persons for services rendered to the Club.
- 21.4 The financial transactions of the Club shall be recorded in such manner as the Management Committee thinks fit by the Honorary Treasurer.
- 21.5 Full accounts of the financial affairs of the Club shall be prepared each year. These accounts shall be duly audited by the auditors. The accounts must be made available to every Member when notice concerning the annual general meeting is given.

22. Borrowing

- 22.1 The Management Committee may borrow a maximum total amount of £50,000.00 (GBP fifty thousand) on behalf of the Club for the purposes of the

Club from time to time at its own discretion and with the sanction of a general meeting any further money above that sum.

- 22.2 When so borrowing, the Management Committee shall have power to raise in any way any sum or sums of money and to raise the repayment of any sum or sums of money in such manner on such terms and conditions as it thinks fit provided that in the event that the repayment of any sum or sums is to be secured (in particular by mortgage of or charge upon, or by the issue of debentures charged upon all or any part of the property of the Club) the grant of such security must be approved by the Club at a general meeting).
- 22.3 The Management Committee shall have no power to pledge the personal liability of any Member for repayment of any sums so borrowed.
- 22.4 The Trustees shall, at the discretion of the Management Committee, make such dispositions of the Club's property or any part thereof, and enter into and execute such agreements and instruments in relation thereto, as the Management Committee may deem proper for giving security for such moneys and the interest payable thereon.

23. Property

- 23.1 The property of the Club, other than cash at the bank, shall be vested in the Trustees. They shall deal with the property as directed by resolution of the Management Committee and entry in the minute book shall be conclusive evidence of such a resolution.
- 23.2 The Trustees shall be entitled to an indemnity out of the property of the Club for all expenses and other liabilities properly incurred by them in the discharge of their duties.

24. Dissolution

- 24.1 A resolution to dissolve the Club shall be proposed only at an extraordinary general meeting and shall be passed only if carried by a majority of at least three-quarters of the Members present and voting.
- 24.2 The dissolution shall take effect from the date of the resolution and the members of the Management Committee shall be responsible for the winding-up of the assets and liabilities of the Club.
- 24.3 Any property remaining after the discharge of the debts and liabilities of the Club shall be paid to or distributed to the RFU for use in community-related rugby union initiatives, another registered community amateur sports club for rugby union or a charity.