



ROCHDALE RUGBY UNION FOOTBALL CLUB

RULES AND CONSTITUTION

11TH MAY 2017

ROCHDALE RUGBY FOOTBALL CLUB ('the Club')

RULES AND CONSTITUTION

These rules of the Club are made pursuant to the Rules of the Club and replace all previous rules of the Club.

1. Defined Terms

1.1 In these Rules, unless the context requires otherwise:

bankruptcy includes individual insolvency proceedings in a jurisdiction other than England and Wales or Northern Ireland which have an effect similar to that of bankruptcy or composition of debts with creditors.

Chairman means the person elected from time to time in accordance with these Rules as the chairman of the Club.

clear days means a period of days exclusive of the day on which the notice is served and of the day for which it is given

Club means the Rochdale Rugby Club

Club's Assets means the property and other assets of the Club

Club's Officers means the persons named in clauses 8.21 to 8.25

Committee means the Management Committee of Members of the Club established from time to time in accordance with these Rules

Committee Member means a Committee Member of the Club, and includes any person occupying the position of Committee Member, by whatever name called.

Elected Committee Member means a Committee Member elected in accordance with these Rules

Game means the game of rugby

general meeting means an annual general meeting or other general meeting of the Club

Honorary Secretary means the honorary secretary of the Club appointed from time to time in accordance with these Rules

Honorary Treasurer means the honorary treasurer of the Club appointed from time to time in accordance with these Rules

Life Member means a member who is appointed as a life member pursuant to these Rules.

member means the persons admitted to the membership of the Club in accordance with these Rules

Non-Voting Members means all members of the Club other than the Voting

Other Sports means games or sports other than rugby union from time to time played at the Club

President means the person from time to time elected in accordance with these Rules as the president of the Club

RFU means the Rugby Football Union (a society registered under the Co-operative and Community Benefit Societies Act 2014 with registered number 27981R which is the governing body of rugby union within England) of Rugby House, Twickenham Stadium, 200 Whitton Road, Twickenham, Middlesex TW2 7BA

Rules means the rules and regulations of the Club made by the Management Committee or by the Club in general meeting, as amended from time to time

Vice-Chairman means the person from time to time elected in accordance with these Rules as the vice-chairman of the Club

Voting Members means the members of the Club who, under these Rules are entitled to receive notice of, attend and vote at general meetings and who are members of the Club

writing means the representation or reproduction of words, symbols or other information in a visible form by any method or combination of methods, whether sent or supplied in electronic form or otherwise

2. Objects

The objects for which the Club is established (**Objects**) are:

- 2.1 to provide rugby union, social and other activities and generally to encourage and facilitate the playing of rugby football and other sports in the local community;
- 2.2 to provide and maintain Club premises at Moorgate Avenue Bamford Rochdale;
- 2.3 to promote, improve, develop and support the interests of the Game;
- 2.4 to offer such other benefits to its members as it shall think fit;
- 2.5 to promote the Game and Other Sports within the Club;
- 2.6 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 any other body designated to it by the RFU;
- 2.7 to sell or supply food and/or drink and provide other activities as a social adjunct to the sporting purposes of the Club;
- 2.8 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 anybody to which the RFU is registered or affiliated;
- 2.9 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;
- 2.10 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;
- 2.11 to discipline the members where permitted by these Rules and to refer its members to be disciplined by the RFU (as appropriate) where so required by the rules and regulations of the RFU (as the case may be);
- 2.12 to make donations or offer support to rugby union clubs which are charities or community amateur sports clubs; and
- 2.13 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 and through the sale of merchandise and other goods produced by the Club or related to the activities of the Club; and
- 2.14 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 above.

2.15 To appoint Trustees of the Club's Assets.

3. Powers

- 3.1 The Club shall have the powers to do all such lawful things as are consistent with the furtherance of its Objects (**Powers**).
- 3.2 The income and property of the Club shall be applied solely towards the promotion of the Objects and no portion thereof shall be paid or transferred directly or indirectly, overtly or covertly by way of distribution, bonus or otherwise by way of profit to the members of the Club.
- 3.3 No member shall be paid a salary, bonus fee or other remuneration for playing for the Club.
- 3.4 Nothing shall prevent the payment in good faith by the Club:
- 3.4.1 of a professional fee or remuneration to any Committee Member of the Club;
- 3.4.2 to any Committee Member, committee or sub-committee member of reasonable and proper out-of-pocket expenses incurred in the exercise of their powers and the discharge of their responsibilities in relation to the Club;
- 3.4.3 of interest on money lent by a member of the Club or its Committee Members at a commercial rate of interest;
- 3.4.4 of any premium in respect of the purchase and maintenance of indemnity insurance in respect of liability for any act or default of the Committee Members (or any of them) in relation to the Club;
- 3.4.5 other payments as are permitted by these Rules.

4. Membership

- 4.1 The membership of the Club consists of:
- 4.1.1 Voting Members; and
- 4.1.2 Non-Voting Members.
- 4.2 Membership shall be open to all persons regardless of gender or background and without discrimination.
- 4.3 No person shall become a member of the Club unless:
- 4.3.1 that person has completed an application for membership in a form approved by the Management Committee, and
- 4.3.2 the Management Committee has approved the application.
- 4.4 For the purposes of registration, the number of members is declared to be unlimited.
- 4.5 The Management Committee may from time to time fix the levels of annual subscriptions which shall be paid by the different categories of members. Any member whose subscription fee is more than three months in arrears shall be deemed to have resigned his membership of the Club.
- 4.6 All members shall respect be bound by and subject to these Rules and the rules of the Game and Other Sports from time to time set.
- 4.7 The Management Committee may terminate the membership of any person, or impose any other sanction they determine to be appropriate, in connection with the breach of any condition of membership.

5. Voting Members

The Voting Members shall be:

- 5.1 people who participate in playing rugby union (whether competitively or not) for or at the Club and who are over 18 years old (**Playing Members**);
- 5.2 people who are supporters of the Club who have chosen to apply to be a Voting member and who are admitted to the Club by the Management Committee in accordance with the Rules (**Full Members**)
- 5.3 coaches and/or officials who represent the Club in that capacity (**Coach Members**); and
- 5.4 administrators and volunteers who have qualities determined by the Management Committee acting reasonably to promote the objects of the Club, (**Skilled Members**); and
- 5.5 Trustees from time to time appointed by the Management Committee to hold in trust for the members of the Club the Club's land, premises or other assets (**Trustees**); and
- 5.6 individuals who at the recommendation of the Management Committee acting reasonably have in consideration of their services to the Club been elected as Life Members of the Club in recognition of outstanding contribution or long service to the Club (**Life Members**).

6. Non-Voting Members

The Non-Voting Members shall be:

- 6.1 people who participate in playing rugby union (whether competitively or not) for or at the Club and who are under the age of 18 and who have chosen to apply to be a Non-Voting Member and who are admitted to the Club by the Management Committee in accordance with the Rules (**Junior Members**);
- 6.2 people who are supporters of the Club or participate in playing rugby union (whether competitively or not) for or at the Club and who are under overage of 18 but undertaking a full-time education or training course and who have chosen to apply to be a Non-Voting Member and who are admitted to the Club by the Management Committee in accordance with the Rules (**Student Members**);
- 6.3 people who are supporters of the Club who have chosen to apply to be a Non-Voting member and who are admitted to the Club by the Management Committee in accordance with the Rules (**Social Members**)
- 6.4 companies who are supporters of the Club and who are admitted to the Club by the Management Committee in accordance with the Rules (**Associate Members**); and
- 6.3 people who are the spouses or civil partners of existing Full Members or Social Members (**Spouse Members**)
- 6.4 people who participate in playing Other Sports at the Club (whether competitively or not) and who are over 18 years old (**Other Sports Members**)

7. Subscriptions

- 7.1 The annual subscription payable by members of the Club, subject to alteration as provided later in this rule, shall be set by the Management Committee from time to time. The annual subscription is currently:
 - 7.1.1 Playing Members as directed by the Management Committee

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| 7.1.2 | Full Members | £75.00 |
| 7.1.3 | Coach Members | as directed by the Management Committee |
| 7.1.4 | Skilled Members | as directed by the Management Committee |
| 7.1.5 | Trustees | £75.00 |
| 7.1.6 | Life Members | £0.00 |
| 7.1.7 | Junior Members | £10.00 |
| 7.1.8 | Social Members | £40.00 |
| 7.1.9 | Associate Members | as directed by the Management Committee |
| 7.1.10 | Spouse Members | £25.00 |
| 7.1.11 | Other Sports Members | as directed by the Management Committee |
- 7.2 The subscription year shall be from 1 September to 31 August inclusive in each year and shall be subject to annual review by the Committee. Any change in subscription made by the Management Committee will be notified to members by being included in any notice, newsletter, or similar document posted to the member by being addressed to him at his last known address, or by posting this information prominently on the Website, on or before 31 July next following after the decision to make the increase and will take effect on the 1 September following such notification.
- 7.3 Members admitted at any time during the year shall pay the full annual subscription for their categories of membership.

8. Rights and Privileges of Members

- 8.1 Voting Members are entitled to receive notice of, attend and vote at general meetings of the Club (either in person or through his proxy), propose and second candidates for membership and election, receive all Club publications and to such other membership rights as the Club in general meeting shall from time to time determine.
- 8.2 Non-Voting Members are entitled to receive all Club publications and such other membership rights as the Club in general meeting shall from time to time determine. They are not entitled to receive notice of, attend and vote at general meetings of the Club or propose and second candidates for election.
- 8.3 If there are the same number of candidates as there are vacancies for a post, those candidates shall be declared elected unopposed at the annual general meeting. In the event of there being more nominations than vacancies, there shall be an election at the annual general meeting as directed by the Management Committee. The results of any such election must be announced at the annual general meeting by the Management Committee.
- 8.4 A casual vacancy arising among the offices of President, Chairman, Vice-Chairman, Honorary Secretary, Honorary Treasurer or the Elected Committee Members, shall be filled by the Management Committee provided always that the person appointed to fill the vacancy shall hold office until such time as the person he replaced was due to retire but shall be eligible for re-election in accordance with these Rules.

9. Committee Members

- 9.1 A Management Committee of the Club's members elected annually at an annual general meeting to hold office for a one year term (but eligible for re-election) shall be responsible for the management of the Club's business, for which purpose it may exercise all the Powers of the Club. The number of Committee Members shall be the Club's Officers and shall be subject to a maximum of 24.
- 9.2 The members of the Management Committee shall be:
- 9.2.1 the President;
 - 9.2.2 the Chairman;
 - 9.2.3 the Vice-Chairman;
 - 9.2.4 the Honorary Secretary;
 - 9.2.5 the Honorary Treasurer; and
 - 9.2.6 up to twenty (or such lower number as the Management Committee shall from time to time decide) Elected Committee Members; and
 - 9.2.7 such other persons (if any) as the Management Committee may from time to time in its sole discretion co-opt to the Management Committee until the next annual general meeting, provided that the total number of Committee Members at any one time shall not exceed the maximum number fixed by these Rules. Co-opted Committee Members shall be entitled to vote at the meetings of the Management Committee.
- 9.3 A person shall cease to be a Committee Member of the Club as soon as:
- 9.3.1 a bankruptcy order or finding is made against that person;
 - 9.3.2 a registered medical practitioner gives a written opinion to the Club stating that that person has become physically or mentally incapable of acting as a Committee Member and may remain so for more than three months;
 - 9.3.3 by reason of that person's mental health, a court makes an order which wholly or partly prevents that person from personally exercising any powers or rights which they would otherwise have;
 - 9.3.4 that person 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 RFU;
 - 9.3.5 that person shall without sufficient reason for more than three consecutive Management Committee meetings have been absent without permission of the Management Committee and all other members of the Management Committee resolve that his office be vacated;
- 8.4 The Management Committee may meet for the dispatch of business, adjourn and otherwise regulate their meetings as they think fit, provided that at least four such meetings shall be held in each year.
- 8.5 Any decision of the Management Committee must be either a majority decision or a decision
- 8.6 A Club's Officer who is removed from office as a Committee Member of the Management Committee for whatever reason shall be deemed to have resigned from office and the vacancy shall be filled.
- 8.7 the Management Committee may delegate any of the powers which are conferred on it for such period and to such person or committee by such means and to such an extent and on such terms

and conditions, as it thinks fit provided that all acts and proceedings delegated shall be reported to the Management Committee in due course.

- 8.8 The quorum for meetings of any sub-committee formed pursuant to the provisions of the Rules shall be three
- 9.9 The Chairman shall be chairman of the Management Committee. The Chairman shall preside as chairman at all meetings of the Management Committee at which he shall be present.
- 9.10 If at any meeting the Chairman is not present within 15 minutes after the time appointed for holding the meeting or he is not willing to preside, the Vice-Chairman shall preside. If the Vice-Chairman is also not present or is unwilling to preside within 15 minutes of the time at which a meeting was due to start the members of the Management Committee present shall choose one of their number to be chairman of the meeting. The person so appointed for the time being is to be treated as the chairman for the purposes of these Rules.
- 9.11 If the numbers of votes for and against a proposal are equal, the Chairman or other Committee Member chairing the meeting of the Management Committee has a casting vote
- 9.12 The Management Committee must keep a record, in writing, for at least ten years from the date of the decision recorded, of every unanimous or majority decision taken by the Management Committee and by the Club at general meeting.
- 9.13 Any such records, if purporting to be signed by the chairman of such meeting, or by the chairman of the next succeeding meeting, shall be sufficient evidence without any further proof of the facts therein stated.
- 9.14 Any such records shall be circulated to all members of the Management Committee.
- 9.15 The Management Committee shall have the power to make, vary and revoke the Rules including, but not limited to, Rules:
- 9.15.1 setting out different categories of membership of the Club and admission thereto;
- 9.15.2 creating regulations, standing orders and/or bye-laws for the better administration of the Club and to regulate the function, role and operation of committees to assist the Management Committee in the better administration of the Club;
- 9.15.3 setting or adopting such other regulations or policies, including for example child protection and equity policies, as the Management Committee thinks fit; and
- 9.15.4 the financing of the Club and operation of a Membership Prepayment Card system for purchase of goods or refreshments from the Club.
- 9.15.5 in relation to licensable activities of the Club.
- 9.16 If the numbers of votes for and against a proposal are equal, the Chairman or other Committee Member chairing the meeting of the Management Committee has a casting vote.

10. Annual General Meetings

- 10.1 The Club shall hold a general meeting in every calendar year as its annual general meeting at such time and place as may be determined by the Management Committee and shall specify the meeting as such in the notices calling it.
- 10.2 The annual general meeting to:

- 10.2.1 receive from the Management Committee the Club's accounts and the Honorary Treasurer's report as to the financial position of the Club;
- 10.2.2 to receive from the Management Committee a report of the activities of the Club since the previous annual general meeting;
- 10.2.3 to appoint the Club's auditors;
- 10.2.4 to announce the election (as appropriate) of the Club's Officers and members of the Management Committee; and
- 10.2.5 to transact such other business as may be brought before it.
- 10.3 All general meetings, other than annual general meetings, shall be called general meetings.

11. Quorum for General Meetings

- 11.1 No business other than the appointment of the chairman of the meeting is to be transacted at a general meeting if the persons attending it do not constitute a quorum being ten Voting Members or one-tenth of the membership of the Club (whichever is the greater number)] present in person.

12. Chairing General Meetings

- 12.1 The Chairman shall chair general meetings if present and willing to do so. If the Chairman shall be absent, or if at any meeting he is not present within 15 minutes after the time appointed for holding the same, the Vice-Chairman shall preside. If the Vice-Chairman is not present or is unwilling to preside within 15 minutes of the time at which a meeting was due to start:
 - 12.1.1 the Committee Members present, or
 - 12.1.2 (if no Committee Members are present), the meeting,
- 12.2 must appoint a Committee Member or member to chair the meeting, and the appointment of the chairman of the meeting must be the first business of the meeting.
- 12.3 The person chairing a meeting in accordance with this rule is referred to as the **chairman of the meeting**.

13. Attendance and Speaking by Committee Members and Non-Members

- 13.1 Committee Members may attend and speak at general meetings whether or not they are members.
- 13.2 The chairman of the meeting may permit other persons who are not members of the Club to attend and speak at a general meeting.

14. Indemnity and Insurance

- 14.1 The Management Committee and a relevant Committee Member and Trustee of the Club may be indemnified out of the Club's assets against any relevant loss incurred in connection with any negligence, default, breach of duty or breach of trust in relation to the Club or the activities of the Club.
- 14.2 The Management Committee may decide to purchase and maintain insurance, at the expense of the Club, for the benefit of any relevant Committee Member in respect of any relevant loss.
- 14.3 A **relevant loss** means any loss or liability which may be incurred by a relevant Committee Member in connection with that Committee Member's duties or powers in relation to the Club.

15. Termination of Membership and Expulsion of Members

- 15.1 The Management Committee has power under to expel a member in accordance with the provisions of Rule 6
- 15.2 It shall be the duty of the Management Committee, if at any time it is of the opinion that the interests of the Club so require, by notice in written form sent by prepaid post to a member's address, to request that member to withdraw from membership of the Club within a time specified in such notice. If, on the expiry of the time specified in such notice, the member concerned has not withdrawn from membership by submitting notice in written form of his resignation, or if at any time after receipt of the notice requesting him to withdraw from membership the member shall so request in written form, the matter shall be submitted to a properly convened and constituted meeting of the Management Committee or such sub-committee to which it has delegated its powers. The Management Committee or sub-committee and the member whose expulsion is under consideration shall be given at least 14 days' written notice of the meeting, and such notice shall specify the matter to be discussed.
- 15.3 The member concerned shall at the meeting be entitled to present a statement in his or her defence either verbally or in written form, and he shall not be required to withdraw from membership unless a two-thirds majority of the Management Committee members or sub-committee members present and voting shall, after receiving the statement in his or her defence, vote for his expulsion, or unless the member fails to attend the meeting without sufficient reason being given. If such a vote is carried, or if the member shall fail to attend the meeting without sufficient reason being given, he or she shall thereupon cease to be a member and his or her name shall be erased from the register of members.
- 15.4 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 the Club's premises to attend that meeting (if it is held at them) for making representations. A person may appeal against such decision by notifying the Management Committee who shall put the matter to a general meeting for it to be decided by a majority vote of the members present and voting at such meeting.
- 15.5 A member may withdraw from membership of the Club by giving seven clear days' notice to the Club in writing.
- 15.6 A membership terminates automatically when that person dies or ceases to exist or on the failure of the member to comply or to continue to comply with any condition of membership set out in these Rules.
- 15.7 Membership is not transferable.
- 15.8 A person ceasing to be a member forfeits all rights in relation to and claims upon the Club, its property and its funds and has no right to the return of any part of his subscription nor any sum standing to the credit of that person's Membership Prepayment Card at the date of ceasing to be a member. 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.

16. Rules Concerning Provision of Alcohol on the Club Premises

- 16.1 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 a sub-committee of not less than four members being members over the age of 18 and elected for that purpose by the members.
- 16.2 If any member of the sub-committee for any reason ceases to be a member, he automatically ceases to be a member of the sub-committee, and another member must be elected by the members in his place.
- 16.3 The sub-committee must not in any way be restricted in freedom of purchase.
- 16.4 No one may at any time receive at the expense of the Club any commission, percentage or similar payment on or regarding purchases of intoxicating liquor by the Club.
- 16.5 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.

17. Guests

- 17.1 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.
- 17.2 A member introducing a guest and any person introduced as a guest of the Management Committee 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.
- 17.3 No one may be admitted as a guest on more than four occasions in any calendar year.
- 17.4 Members of visiting teams, officials including selectors, referees and touch judges officiating shall be admitted to the Club and premises and shall be entitled to purchase refreshments (whether intoxicating or otherwise).

18. Opening of Club premises

- 18.1 The Club may in accordance with the directions of the Management Committee be open between 10:00am and 01:00am on each day or at such other times or for such other periods as the Management Committee shall decide.
- 18.2 The Management Committee may if it so desires reserve any parts of the Club premises for the exclusive use of any class or classes of members or for the use of sponsors or approved visitors whose reservation of club premises or part thereof has been approved by the Management Committee

19. 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.

20. Sporting Dress Code

20.1 The Club's playing colours shall be maroon and white.

20.2 Each member playing in a match shall wear the Club colours.

21. Use of Clubhouse

13.1 Members may use the Clubhouse for normal purposes associated with membership of the Club.

13.2 The Management Committee may from time to time authorise the use of Clubhouse by approved visitors for reasonable purposes related to the raising of finance for the Club.

22. Interpretation of the Rules

22.1 The interpretation of the rules shall be the prerogative of the Management Committee.

22.2 The rules shall not be altered except at a General Meeting of the members.

23. Dissolution

If upon the winding up or dissolution of the Club there remains after the satisfaction of all its debts and liabilities any property whatsoever the same shall be paid to or distributed among the voting members of the Club equally.

**By Order of the Board and
adopted by the
Annual General Meeting of RRUFC
11th May 2017**