



This document sets out the rules adopted by Canvey Island Rugby Union Football Club.

# Club Rules

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Agreed by: the Committee

*Version: 2*

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## 1. Names and Objectives

- 1.1. The name of the Club shall be “CANVEY ISLAND RUGBY UNION FOOTBALL CLUB” referred to in these rules as “ the Club”
- 1.2. The objective of the Club shall be to promote rugby football, ancillary, and other sporting activities and to provide such facilities for members as may be from time to time determined.
- 1.3. Principal colours of the Club shall be Royal Blue and Scarlet shirts, Black shorts, and Royal Blue socks.
- 1.4. The Club shall play according to the Laws of the Rugby Football Union and be affiliated to that body and to the Essex County Rugby Football Union and The London Referees Society.
- 1.5. The Club agrees to abide by the RFU Safeguarding Rules and Regulations.
- 1.6. The Club shall have a Club Management Committee, in these rules referred to as “the Committee”, which shall manage the business of the Club according to the Club Rules.
- 1.7. In furtherance of the Club objectives, the Committee shall have the power to:
  - 1.7.1. Borrow money for the purposes of the Club on such terms and on such security as may be thought fit, subject to such consent as may be required by law, limited to £20,000. Should the Committee want to borrow more than £20,000, this shall be agreed by a vote of the membership at the Annual General Meeting or Special General Meeting.
  - 1.7.2. Invest the funds of the Club.
  - 1.7.3. Subject to such consents as may be required by law, compromise, settle, conduct, enforce, or resist either in a court of law or by arbitration any suit, debt, liability or claim by or against the Club.
  - 1.7.4. Determine from time to time the terms and conditions upon which the property of the Club is to be let, hired, and used. To make, revoke, alter and always enforce such terms and conditions.
- 1.8. In memory of Richard “Biff” Smith, the 1<sup>st</sup> XV number 1 shirt shall always have this number replaced with the letter “B”.

## 2. Membership

- 2.1. Membership of the Club shall be open to all the community and without discrimination on the grounds of ethnicity, nationality, sexual orientation, religion, beliefs, sex, age, or disability except as a necessary consequence of the requirements of playing rugby.
- 2.2. The members of the Club shall be the persons whose names are recorded by the Membership Secretary.
- 2.3. The Committee may, at their discretion, admit to membership any individual person, group, or corporate body.

- 2.4. Membership shall be managed in accordance with the Club Membership Policy as agreed and accepted by the Committee.
- 2.5. A member shall cease to be a member if:
  - 2.5.1. The membership lapses by virtue of the member not having renewed their subscription in accordance with the Club Membership Policy; or
  - 2.5.2. They are expelled from the Club at the discretion of the Committee; or
  - 2.5.3. They withdraw from the club; or
  - 2.5.4. They die.

### 3. General Meeting

- 3.1. The Club shall hold a general meeting which shall be called the Annual General Meeting each year during the month of April. Not more than fifteen months shall elapse between successive Annual General Meetings, except in extreme circumstances.
- 3.2. The function of the Annual General Meeting shall be to:
  - 3.2.1. receive the accounts and balance sheet.
  - 3.2.2. appoint the auditor/ Independent Accountant.
  - 3.2.3. elect Committee members and other members to the advertised posts of the Club.
  - 3.2.4. transact any other general business of the Club included in the notice convening the meeting.
- 3.3. All General Meetings other than the Annual General Meeting shall be called Special General Meetings
  - 3.3.1. Special General Meetings shall be convened either upon an order of the Committee or upon a written requisition signed by not less than one tenth of the membership stating the purpose for which the meeting is to be convened.
  - 3.3.2. Notification to convene a Special General Meeting shall include an agenda with a list of business to be conducted.
  - 3.3.3. If within fourteen days after delivery of a requisition to the Committee a meeting is not convened, the members who have signed the requisition may convene a meeting in the manner set out in rule 3.4 below.
  - 3.3.4. A Special General Meeting shall not transact any business that is not mentioned in the notice convening the meeting.
- 3.4. A General Meeting shall be convened with at least fourteen clear days' notice in writing, specifying whether the meeting is an Annual General Meeting or a Special General Meeting, stating the time and place to be held and nature of the business for which it is convened.
- 3.5. Changes to these Club Rules can only be made at a General Meeting.

- 3.5.1. Proposed changes to these Club Rules shall be submitted no later than 7 days prior to a General Meeting,
- 3.5.2. A vote of the membership shall be carried out to accept or reject the proposed changes.

#### 4. Proceedings at General Meetings

- 4.1. No business shall be transacted at any General Meeting unless a quorum of voting members is present at the time the meeting proceeds to business. One tenth of the voting membership shall form a quorum.
  - 4.1.1. If no quorum is present within half an hour of the time appointed for the meeting, the meeting shall stand adjourned. The Club Secretary shall rearrange the meeting as per clause 3.4 of these rules.
- 4.2. The Chair of the meeting may with the consent of a majority of the members present, adjourn any meeting. No business shall be transacted at any adjourned meeting other than the business not reached or left unfinished at the original meeting from which the adjournment took place.
  - 4.2.1. Every adjourned meeting shall be deemed a continuation of the original meeting. Any resolution passed at the adjourned meeting shall for all purposes be treated as having been passed on the date on which it was in fact passed and shall not be deemed to have been passed on any earlier date. It shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.
- 4.3. At all General Meetings of the Club the Chairman of the Committee shall preside and in the absence of the Chairman, the Vice-Chairman shall preside. If the Chairman or the Vice-Chairman is not present or is unwilling to sit, then the members of the Committee present shall elect a member who will act.
- 4.4. Subject to the provisions of these rules, a resolution put to the vote at a General Meeting shall, except where a poll is demanded or directed, be decided upon a show of hands.
- 4.5. On a show of hands every member entitled to vote, and present, shall have a vote. In the case of equal votes, the Chair of the meeting shall have a second or casting vote.
- 4.6. Unless a poll is demanded, a declaration by the Chair that a resolution on a show of hands has been carried, or carried unanimously, or by a particular majority and an entry made to that effect in the Minutes of the proceedings of the Club. This shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of, or against such resolution.
- 4.7. A poll may be demanded either before or immediately after a vote by a show of hands by not less than one-tenth of the members present (in person) or may be directed by the Chair. A demand for a poll may be withdrawn. If a poll is demanded or directed it shall be taken at such time and in such manner as the Chair shall direct. The result of such a poll shall be deemed to be the resolution of the Club in general meeting.
- 4.8. Any question as to the acceptability of any vote tendered personally shall be determined by the Chair of the meeting whose decision shall be final.

- 4.9. Only fully paid-up members entitled to vote, shall vote at any General Meeting. Other members may attend but are not entitled to vote.
- 4.10. Those attending a General Meeting shall sign the register of attendance.
- 4.11. Proxy voting is not permitted.

## 5. The Committee

- 5.1. Club Committee and Sub-Committee members must be members of the Club who are entitled to a vote.
- 5.2. Any Committee or Sub-Committee member may retire by giving 7 days' notice in writing to the Secretary.
- 5.3. All Committee and Sub-Committee members shall retire at each Annual General Meeting and will be eligible for re-election at that meeting.
- 5.4. The Committee shall consist of:
  - Chairman,
  - Vice-Chairman,
  - Secretary,
  - Assistant Secretary,
  - Treasurer,
  - Assistant Treasurer,
  - Director of Rugby (co-opted by the Committee),
  - Fixture Secretary,
  - Club Captain,
  - Chair of Youth Rugby,
  - Communications Officer,
  - Compliance Officer,
  - Facilities Manager,
  - Membership Secretary,
- 5.5. Due to the importance of the role, the Committee shall appoint the 'Director of Rugby' who will automatically be co-opted to the Committee.
- 5.6. To assist the Committee in the management of the Club there may be the following Sub-Committees, which shall report to the Committee and be responsible thereto:
  - Finance/Bar (note the Bar Managers attendance for this meeting is mandatory),
  - Playing/Selection,
  - Social/Tour,
  - Building/Premises,
  - Youth.
- 5.7. Where a Committee Member retires from the role, particularly with regards to Golden Roles (as per GMS), the outgoing Committee Member shall arrange for a thorough and detailed handover to be carried out with the replacement Committee Member.

## 6. Election of Management Committee Members and Other Posts

- 6.1. At the Annual General Meeting of the Club all Committee members and other post holders shall retire from office, except the post holder of President.

- 6.1.1. A retiring Committee member or post holder shall be eligible for re-election only with a nomination being seconded and a member shall only be eligible for election to the Committee with a nomination being seconded.
- 6.1.2. Members may not nominate themselves.
- 6.1.3. If a vacancy caused by death, the resignation or removal of any Committee member or post is not filled at the meeting at which they retire or are removed, the vacancy may be filled by the Committee and the member appointed to fill the vacancy shall retire at the next Annual General Meeting.
- 6.1.4. The post of President will be the subject of an election every 2 years or upon the retirement or removal of the post holder.
- 6.1.5. Members at the Annual General Meeting shall elect the following Committee members:
  - Chairman
  - Vice Chairman
  - Secretary
  - Assistant Secretary
  - Treasurer
  - Assistant Treasurer
  - Fixture Secretary
  - Club Captain
  - Chair of Youth Rugby
  - Communications Officer
  - Compliance Officer
  - Facilities Manager
  - Membership Secretary
- 6.2. A Committee member or post holder may be removed from office by a resolution carried by two-thirds of the votes given thereon at a Special General Meeting which may proceed to fill the vacancy.
- 6.3. A member of the Committee or a Sub Committee shall be deemed to have vacated their office if they cease to be a member of the Club, or, in the case of Committee members, they absent themselves from two consecutive meetings of the respective Committee without special leave of absence.

## **7. Proceedings of Management Committee**

- 7.1. The Committee shall meet at least six times in every calendar year at such times and places as they deem fit. Fourteen days notice shall be given by the Secretary of the date and place of such meetings to all Committee Members in writing, or by other communication channels such as email, Facebook or WhatsApp etc.
- 7.2. Committee meetings may be held virtually using conferencing software such as Zoom, MS Teams, Google Meet, etc. as appropriate and agreed.
- 7.3. Five Committee Members or such higher number as the Committee may determine from time to time shall form a quorum.
- 7.4. Meetings of the Committee may be called either by the Chairman of the Club or by two Committee Members specifying the business to be transacted there at.

- 7.4.1. The Secretary shall communicate every such notice to all Committee Members as soon as possible after the receipt thereof. The meeting shall be held not earlier than seven calendar days and not later than fourteen calendar days after receipt to the Secretary of such notice.
  - 7.4.2. Should the Secretary fail to convene the meeting as provided above, the Chairman of the Committee, or the two Committee Members who have given notice in writing may call the meeting.
- 7.5. No business shall be transacted at the meeting other than the business specified in the notice calling the meeting.

## **8. Powers of the Management Committee and Sub-Committees**

- 8.1. The business of the Club shall be conducted by the Committee, which may exercise all such powers which are not by these rules, or by statute required to be exercised by the Club in General Meeting, subject nevertheless to the provision of these rules and any regulations not inconsistent with these rules made from time to time by the Club in General Meeting.
- 8.2. Any person acting in good faith and without prior notice shall not be concerned to see or enquire whether the powers of Committee have been restricted by any regulations so made. The Committee shall in all things act for and in the name of the Club.
- 8.3. The Committee may delegate any of its powers under written terms of reference to Sub-Committees which shall conduct their affairs in a manner consistent with these rules and in accordance with any written instructions imposed on them by the Committee.
  - 8.3.1. The Committee shall determine the members of its Sub-Committees which shall include at least one person who also serves on the Committee and any such persons as the Committee deems fit.
  - 8.3.2. The Sub-Committee shall appoint the Chair of any Sub-Committee at their first meeting following the Annual General Meeting which elects them.
  - 8.3.3. All acts and proceedings of any Sub-Committee shall be minuted and copies of minutes held by the Secretary.
  - 8.3.4. No Sub-Committee shall incur expenditure on behalf of the Club otherwise than in accordance with objectives and budget previously approved by the Committee.
- 8.4. All acts done in good faith by any meetings of the Committee or of any Sub-Committee, notwithstanding that it shall be afterwards discovered that there was any defect in the appointment of any Committee member or Sub-Committee members that mean one of them were disqualified, be as valid as if every Committee member or Sub-Committee member had been duly appointed and was duly qualified to serve.
- 8.5. The Committee shall make such bylaws as it shall see fit from time to time and shall cause the same to be exhibited in the Club premises for fourteen days before the date of implementation. Such bylaws shall remain in force until approved or set aside by a vote at a General Meeting.

- 8.6. Where extreme circumstances (such as the Covid-19 pandemic of 2020) require the Committee to make decisions that would normally be made by a vote at a General Meeting, the Committee shall be empowered to reach and act upon these decisions in the best interests of the Club and its members.
- 8.7. The Committee shall have the power to employ staff on behalf of the Club. Such appointments shall have written job descriptions, full contracts of employment and report directly to the Committee or the appropriate Sub-Committee.
- 8.8. Each Committee Member shall be entitled to be indemnified out of any and all funds available to the Club, which may lawfully be so applied against all costs, liens, charges, expenses and liabilities whatsoever incurred by such person in the execution and discharge of duties undertaken on behalf of the Club or in relation thereto, or incurred in good faith in the purported discharge of such duties, including any liability incurred in initiating, prosecuting or defending any proceedings, civil or criminal, which relate to anything done or omitted as an employee or as a member of the Committee or any Sub-Committee as the case may be.
- 8.9. Where special skills, knowledge or expertise is required, the Committee may invite individuals to a Committee Meeting for the duration of a specific agenda item.
- 8.10. The Committee shall have the power to co-opt.

## 9. Disciplinary action

- 9.1. Where the Club receives a complaint regarding a current member of the Club, the Committee shall follow the Disciplinary process described in the Club Membership Policy.
- 9.2. Player misconduct reported to the Club shall be investigated and actioned as described in the Club Membership Policy.

## 10. Applications of surpluses and dissolution of the club

- 10.1. No portion of the income or property of the Club shall be paid or transferred either directly or indirectly by way of dividend, bonus or otherwise by way of profit to any members of the Club.
- 10.2. Subject to part 10.3 of this rule an Annual General Meeting may out of the surpluses set aside to reserve such sum (not exceeding the amount recommended by the Committee) as it may direct, which may be applied in or towards carrying out the objectives of the Club.
- 10.3. Any of the surpluses not so applied shall be carried forward.
- 10.4. 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 not be paid to or distributed amongst the members of the Club but shall be given or transferred to another club with similar sporting purposes, which is a registered charity or a registered CASC, and /or to the RFU for use by them for related community sports. Such transfer shall be determined by the members of the Club by resolution passed at a General Meeting at or before the time of dissolution.

## 11. Audit

- 11.1. There shall be appointed in each year of account a qualified Independent Accountant to carry out an independent review of the Club's accounts and balance sheet.
  - 11.1.1. Save as provided in paragraph 11.1.2 of this rule, every appointment of an accountant shall be made by resolution of a General Meeting of the Club.
  - 11.1.2. The Committee may appoint an accountant to fill any casual vacancy occurring between General Meetings.
- 11.2. The accountant will make a report to the Club on the accounts examined by them and on the revenue account or accounts and the balance sheet of the Club for the year of account in respect of which they are appointed.
- 11.3. The Committee shall lay a revenue account and balance sheet duly reviewed and signed by the accountant and incorporating the report of the accountant thereon before each Annual General Meeting accompanied by a report by the Committee on the position of affairs of the Club signed by the Chairman of the Club at the meeting at which the report is adopted. The account shall be made up to such date within the period 1<sup>st</sup> April to 31<sup>st</sup> March inclusive or as the Committee shall determine to be the end of the financial year.

## 12. Minutes and books

- 12.1. Minutes of every General Meeting and of every meeting of the Committee and Sub-Committee shall be kept and such minutes shall be agreed as a true record at the next of such meetings respectively and signed by the Chairman of the meeting at which they are so agreed. All minutes so signed shall be conclusive evidence of any fact stated therein.
- 12.2. The Club shall keep proper records of account with respect of its transactions and to its assets and liabilities.
- 12.3. The Club shall establish and maintain a satisfactory system of control of its records of account, its cash holdings and all its receipt of remittances.
- 12.4. A resolution made via adopted communications channels agreed by the Committee (eg WhatsApp groups), or a resolution in writing signed by all Committee or Sub-Committee members, shall be as valid and effective as if it had been passed at a properly called and constituted meeting of the Committee or Sub-Committee. Where such resolutions take place, they shall be minuted in time for the next Committee or Sub-Committee meeting.

## 13. Limitation of club liability

- 13.1. Members, their guests, and visitors are bound by these Club Rules which shall also be exhibited in a prominent place within the Club premises.
- 13.2. Members of the Club, their guests and visitors may use the Club premises and any other facilities of the Club, entirely at their own risk and impliedly accept that:
  - 13.2.1. The Club will not accept any liability for any damage to or loss of property belonging to members, their guests or visitors of the Club.

- 13.2.2. The Club will not accept any liability for personal injury arising out of the use of the Club premises and any other facilities of the Club or out of participation in any event organised by the Club, whether sustained by members, guests or visitors or caused by said member, guest or visitor whether or not such damage or injury could have been attributed to or was occasioned by neglect, default or negligence of any Committee Member or servant of the Club.

#### 14. Trustees

- 14.1. There shall be at least three and not more than six Trustees of the Club who shall be appointed from time to time as necessary by the Committee, from among Members who are willing to be appointed.
- 14.2. A Trustee shall hold office during their lifetime or until they shall resign, by notice in writing given to the Committee, or until a resolution removing them from office shall be passed at a meeting of the Committee by a majority comprising of two-thirds of the members present and entitled to vote.
- 14.3. 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 is necessary and practicable on trust for the use and benefit of the Club.
- 14.4. On death, resignation or removal from office of a Trustee, the Committee shall nominate a new Trustee in their place and shall as soon as possible thereafter take all lawful and practicable steps to procure the vesting of the Club property into the names of the Trustees as consulted after such nomination.
  - 14.4.1. For the purpose of giving effect to any such nomination, the Secretary for the time being is hereby nominated as the person to appoint new Trustees of the Club within the meaning of Section 36 of the Trustee Act 1925 and they shall by Deed duly appoint the person or persons so nominated by the Committee and publish their names to members.
- 14.5. 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 Committee and shall have power to sell, lease, mortgage or pledge any Club property so held for the purpose of raising or borrowing money for the benefit of the Club in compliance with the Committee's directions (which shall be duly recorded in the Minutes of the proceedings of the Committee), but no purchaser, lessee or mortgagee shall be concerned to enquire whether any such direction has been given.
- 14.6. The Trustees shall be effectively indemnified by the Committee out of the assets of the Club from and against any liability, costs, expenses and payments whatsoever which may be properly incurred or made by them in the exercise of their duties or in relation to any property of the Club vested in them, or in relation to any legal proceedings or which otherwise relate to the performance or the functions of a Trustee of the Club.

#### 15. Purchase and supply of excisable goods

- 15.1. The Club bar and kitchen shall be managed by the Bar Manager under the direction of the Finance/Bar Sub-Committee for the purpose of purchasing and controlling the bar and kitchen stocks.
- 15.2. No intoxicating liquor shall knowingly be sold to persons under the age of eighteen, or knowingly sold for them to consume.

- 15.3. The following persons shall be entitled to the supply of intoxicating liquor for consumption on the premises:
  - 15.3.1. All classes of members together with bona fide guests, properly introduced to the Club by individual members in accordance with these rules, provided that no member may introduce more than two guests on any one occasion save that on application to and approval by the Committee, a member may introduce to the Club an unrestricted number of guests for a social event.
  - 15.3.2. Persons who are bona fide members or guests of another rugby or sporting club, engaged in bona fide competitions with the Club immediately precedent to, during or following such competition.
  - 15.3.3. Those participating in paid activities within the Clubs premises agreed by the Committee.
  - 15.3.4. Spouses or partners of Club members.
- 15.4. The permitted hours for the sale of intoxicating liquor shall be in compliance with the hours set out in the Clubs License.