

RULES

SALISBURY RUGBY FOOTBALL CLUB Ltd.

1. Introduction

1.1 Salisbury Rugby Football Club Limited (the Club) is a company limited by guarantee and not having a share capital. As such, the essential organisation and management structure, including procedures for arranging general meetings and for voting, are defined in the Articles of Association that are binding unless changed at an AGM/EGM by well-defined procedures. A copy of the Articles may be obtained from the Company Secretary.

1.2 The Club shall be a members' club and shall conform to the laws of the Rugby Football Union and shall be affiliated to that Union and the Dorset and Wilts Rugby Football Union.

1.3 The main objects of the Club shall be to promote and play the game of Rugby Union Football; to provide the facilities for playing the game; to provide a Clubhouse for recreation, social activities and refreshment of its members and promote participation in the amateur sport of Rugby Union Football in the Salisbury area.

1.4 Membership of the Club shall be open to anyone interested in Rugby Union Football on application regardless of sex, age, disability, ethnicity, nationality, sexual orientation, religion or other beliefs. However, limitations of membership according to available facilities is allowable on a non-discriminatory basis.

1.5 The Club colours shall be green and white shirts, white shorts and green and white socks. A change strip of blue and gold hoops shall be available in the event of a clash of colours.

1.6 A description of membership categories and the rights and privileges of membership are described in Part 3.

1.7 In addition to the procedural and legal matters controlled by the Articles, the Board or Committee, at their discretion, may introduce other Club Rules. Such rules must be confirmed at a general meeting.

2. Management of the Club

2.1 The management of the Club is vested in a **Board**.

2.2 The Clubs aims to have a diverse Board with the skill set required to perform its duties and the Club shall consider such aim when dealing with the appointment of the Board.

2.3 The Board shall consist of at least three directors who are not related to any other director or cohabiting with any other director. One of such directors shall act as Chairman, another as Finance Director and another as Company Secretary such to be determined by a

resolution of the Board from time to time.

2.4 The Board has responsibility for the management and control of the property, funds and affairs of the Club, including the entering into leases and agreements, the appointment or removal of Club staff and for compliance with the health and safety guidelines for employees, members and visitors.

2.5 The members may, by special resolution, direct the Board to take, or refrain from taking, specified action but no such resolution shall invalidate anything which the Board has done before the passing of such resolution.

2.6 The Board shall have the power to make or redeem rules as they shall deem advisable and such rules shall be in force until changed by the Board or varied or set aside by a majority of members at a general meeting of the Club.

2.7 The Board shall recommend to the Club in general meeting any changes recommended to the annual subscriptions and other charges to be payable by members but such shall be set in accordance with the resolution of such general meeting.

2.8 The Board shall determine the classes of membership available and subject to the Companies Act 2006 the rights and restrictions pertaining to each class.

2.9 The Board usually meets monthly for routine business and more frequently if circumstances require. The Chairman at his discretion may invite members of any Sub-Committees set up by the Board to attend for informational purposes or any other Club member with specific expertise. Joint meetings of the Board and Subcommittees are held to review Club strategy. The Chairman is responsible for informing the Sub-Committees of all Board discussions as relevant.

2.10 Ultimately the Board is responsible for the business strategy of the Club. The Board will seek to anticipate requirements for capital expenditure, including major maintenance of both Clubhouse and pitch. The Sub-Committees are much involved in this process and provides the Board with a prioritised list of items derived from requests by staff, suggestions from members and inspection of the pitch and buildings.

2.11 All staff employment issues are the responsibility of the Board.

3. Membership

3.1 The classes of membership of the Club shall be:-

Honorary Life Vice-Presidents

Life Vice-Presidents

Vice Presidents

Senior Playing Members

Youth Members

3.2 Senior playing members, Vice Presidents, Life Vice Presidents and Honorary Life Vice Presidents shall enjoy all privileges of the Club, attend and vote at General Meetings and stand for any office of the Club. Members shall be made aware that by joining the Club they will incur financial liability in the event of the insolvency of the Club. Only these members may also apply for tickets for international rugby matches through the RFU.

3.3 The Club will keep subscriptions at levels that will not pose a significant obstacle to people participating.

3.4 All Youth Members, i.e. those under the age of 18 years on 1st September of any season, can enjoy all Club privileges and attend but not vote at General Meetings.

3.5 Membership of the Club is open to all persons interested in Rugby Union Football irrespective of sex, age, disability, ethnicity, sexual orientation, religion or other beliefs on completion of the relevant form and payment of the appropriate subscription.

4. Annual General Meeting

4.1 Notwithstanding the requirements for general meetings set out in the Articles of Association, the Annual General Meeting shall be held no later than 31 July in each calendar year.

4.2 Notice of the Meeting and an agenda shall be sent to all Members entitled to attend such a Meeting at least 14 clear days before the date of the Meeting.

4.3 The business of the Annual General Meeting shall include: -

Presentation of the Company Secretary's report

Presentation of the Treasurer's report and the audited accounts (full audits of the accounts will be prepared every third year with a simpler Independent Examination of the accounts to be held in the intervening years)

Election of members of the Board and of the Committee Election of auditors

Proposals from the Board for alterations to Club rules

Proposals by any other full member of the Club for alteration of the rules. Notice of such proposals, duly seconded, must be given to the Company Secretary in writing at least twenty-eight days before the Meeting.

Approve subscriptions for the following season.

4.4 Nominations for Board and Committee posts must be submitted to the Company Secretary by the 30th June. Nominations must be signed by the proposer, seconder and the nominee. Late nominations may only be accepted with the consent of the Chairman. Nomination lists will be on display in the Clubhouse from the 1st June till the 30th June each year.

4.5 Voting in the election shall be by secret ballot on voting papers issued at the meeting.

4.6 The Board shall have full power to deal with all matters connected with the Club except for those matters which are expressly left by these Rules to a General Meeting.

5. Finance

5.1 The Club's financial year shall run from 1st May until 30th April of the following year.

5.2 Subscriptions to the Club shall be reviewed annually by the Board for approval at the Annual General Meeting.

5.3 Subscriptions are due by the 1st September each year or enjoining the Club. Players' subscriptions fall due immediately on playing for the club. Any Playing Member not electing to pay his subscription shall be suspended from Membership and be ineligible for selection until such subscription has been paid. New Members who join the Club on or after 1st January each year shall pay only half of the appropriate subscription.

5.4 All monies received by the Club will be paid into the Club account and any monies payable by the Club must be authorised by two directors.

5.5 Notwithstanding the powers vested in the Board by the Articles of Association, should at any time the Club wish to borrow money in an amount which is greater than 10% of the Club's turnover as set out in the last set of year end accounts, then a resolution at a General Meeting authorising the Board to borrow such money at such rate of interest and in such manner as shall be specified by the resolution is required. All members of the Club whether voting on such resolution or not and all persons becoming Members of the Club after the passing of such resolutions shall be deemed to have assented to the same as if they had voted in favour of such resolutions.

5.6 The Finance Director shall keep such proper books of account as will enable him to present at every General Meeting of the Club, or at any other time if required (on reasonable notice to him) by the Board, an accurate report and statement concerning the finances of the Club. The account shall include a statement of the supply of intoxicating liquor and other bar stock through the Club bar with an indication of the percent profit on sales for the preceding year or for the current year as the case may be.

5.7 Copies of the Club Annual Accounts shall be furnished to the Dorset and Wilts Rugby Football Union and Companies House.

5.8 No Member of the Club shall receive income through his membership of the Club, its Board or Committee, save as expressly permitted under the Articles.

6. Clubhouse and Bar

6.1 The supply of intoxicating liquor in the Club premises shall be permitted during the hours permitted by the Licensing Acts.

6.2 No intoxicating liquor shall be supplied on the Club premises otherwise than by or on

behalf of the Club.

6.3 The Club & Facilities Director and Bar Manager shall arrange the purchase and supply of intoxicating liquor on the Club premises and shall secure the due observance of the provisions of the Licensing Act 2003 and all Acts relating thereto, and of any conditions attached to any licence held by or on behalf of the Club for the supply of intoxicating liquor, or to any registration certificate granted in respect of the Club premises.

6.4 No person other than employees of the Club shall be paid at the expense of the Club any commission, percentage or any other payment on or with reference to purchases of intoxicating liquor by the Club; nor shall any person directly or indirectly derive 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.

6.5 No Member or visitor under the age of 18 years shall be permitted to purchase or consume intoxicating liquor in the bar or elsewhere on the premises. Members under the age of 16 years, when in the Clubhouse, shall be under the supervision of a responsible adult.

6.6 The regulation of outside hirings of the Clubhouse by non-members shall be regulated by the Licensing Act in force at the time.

7. Byelaws

The Committee may from time to time make, vary and revoke byelaws (not inconsistent with these rules) for the regulation of the internal affairs of the Club and the conduct of the Members, and the byelaws for the time being in force shall be binding on all Members.

8. Conduct of Members

8.1 No betting shall be allowed in the Club. No lottery shall be promoted by any Member or Officer on behalf of or in any way connected with the Club or with any entertainment or event held by or in connection with the Club without the previous written authority of the Committee.

8.2 Gaming shall be permitted in the Club, but must not contravene any of the provisions of the Gambling Act of 2005 or any statutory modification thereof for the time being in force.

9. Alteration of Rules

These rules may only be altered with:-

9.1 the written approval of 75% of the members eligible to vote on the same; or

9.2 the approval of 75% of those voting (in person or by proxy) at a general meeting.