

THE RULES OF
THE EASTERN SUBURBS RUGBY UNION FOOTBALL CLUB INCORPORATED
(Incorporating amendments to 4th December 2022 – correction dated 9th December 2022)

1. NAME

The name of the Club shall be The Eastern Suburbs Rugby Union Football Club Incorporated (in these rules called “The Association”).

2. AFFILIATIONS

The Association shall be affiliated with the appropriate Rugby Union controlling bodies.

3 DISSOLUTION OF THE ASSOCIATION

The Association shall not be dissolved, or its name changed without the concurrence of at least three-quarters of the Members present at a General Meeting called for that purpose.

4. WINDING UP OF THE ASSOCIATION

In the event of the Association being wound up –

- A. every Member of the Association other than Junior Members as defined in Rule 10.B.(iii); and
- B. every person other than a junior person who, within the period of twelve months immediately preceding the commencement of the winding up, was a Member of the Association, is liable to contribute to the assets of the Association for payment of the debts or liabilities of the Association and for the costs, charges, and expenses of the winding up, for the adjustment of the rights of the contributors among themselves such sum, not exceeding \$100 as may be required, but a former Member is not liable so to contribute with respect to any debt or liability of the Association contracted after they ceased to be a Member.

5. COLOURS

The Association colours shall be Maroon and White and shall not be changed without the concurrence of at least three-quarters of the members present at a General Meeting called for that purpose.

6. DEFINITIONS

- A. In these rules, unless the contrary intention appears,
 - (i) “The Act” means the Associations Incorporation Act of 1964, together with any amendments thereto.
 - (ii) “Committee” means the Committee of Management of the Association.
 - (iii) “General Meeting” means a general meeting of members convened in accordance with Rule 16.
 - (iv) “Ordinary Committee Member” means a Member of the Committee to whom Rule 16. C.(i) (e) relates.
 - (v) “Trading Bank” is the bank with which the Association currently keeps its accounts.

B. Words or expressions contained in these rules shall be interpreted in accordance with the provisions of the Acts Interpretation Act 1931 and the Act as in force on the date on which these rules are adopted by the Association.

7. OFFICE OF THE ASSOCIATION

The Office of the Association shall be at the Clubrooms at North Warrane Oval or such other place as the Committee may, from time to time, determine.

8. OBJECTS OF THE ASSOCIATION

A. The basic objects of the Association shall be:

- (i) Competition in and promotion of the game of Rugby Union Football.
- (ii) The provision of sports and sports facilities for Members of the Association that do not jeopardise or compromise basic objective 8.A.(i).
- (iii) The provision of social amenities for Members of the Association and their families and friends.

B. In addition to the basic objects of the Association, the objects and purposes of the Association shall be deemed to include –

- (i) The purchase, taking on lease or in exchange, and the hiring or otherwise acquiring or any real or personal property that may be deemed necessary or convenient for any objects or purposes of the Association.
- (ii) The buying, selling, and supplying of, and dealing in, goods of all kinds.
- (iii) The construction, maintenance, and alteration of buildings or works necessary or convenient for any of the objects or purposes of the Association.
- (iv) The accepting of any gift, whether subject to a special trust or not, for any one or more of the objects of the Association.
- (v) The taking of such steps from time to time as the Committee or the Members in General Meeting may deem expedient for the purpose of procuring contributions to the funds of the Association, whether by way of donations, subscriptions, or otherwise.
- (vi) The printing and publishing of such newspapers, periodicals, books, leaflets, or other documents as the Committee or the Members in General Meeting may think desirable for the promotion of the objects and purposes of the Association.
- (vii) The borrowing and raising of money in such manner and on such terms as may be approved or directed by resolution passed at a General Meeting.
- (viii) Subject to the provisions of the Trustee Act 1898, the investment of any monies of the Association not immediately required for any of its objects or purposes in such manner as the Committee may from time to time determine.
- (ix) The making of gifts, subscriptions, or donations to any funds, authorities, or institutions to which Paragraph (a) of Subsection (1) of Section 78 of the Income Tax and Social Services Contribution Assessment Act 1936-1972 of the Commonwealth relates.
- (x) The establishment and support, or aiding in the establishment and support, of associations, institutions, funds, trusts, schemes, and conveniences calculated to benefit servants or past servants of the Association and their dependants, and the making of payments towards insurance in relation to any of those purpose.
- (xi) The establishment and support, or aiding in the establishment or support, of any other association formed for any of the basic objects of the Association.
- (xii) The purchase or acquisition, and undertaking, of all or any part of the property, assets, liabilities, and engagements of any association with which the Association may at any time become amalgamated in accordance with the provisions of the Act and Rules of the

Association and the doing of all such other lawful things as are incidental or conducive to the attainment of the basic objects of the Association or of any of the objects and purposes specified in the foregoing provisions of this sub-rule.

9. APPLICATION OF PROPERTY

The income and property of the Association, however derived, shall be applied solely towards the promotion of the objects and purposes of the Association and no portion thereof shall be paid or transferred, directly or indirectly, except as provided under Rule 13.

10. MEMBERSHIP

A. Membership of the Association shall consist of:

- (i) Official Members.
- (ii) Senior Members.
- (iii) Junior Members.
- (iv) Social Members.
- (v) Life Members.

- B. (i) An Official Member is defined as a current Member of the General Committee or a Past President, Vice President, Treasurer, or Honorary or Executive Secretary of the Association, or an Ordinary Committee Member who has served a period of two consecutive years on the Committee of Management of the Association.
- (ii) Senior Members and Junior Members must be registered as Players of Rugby Union with the appropriate Rugby Union controlling body or have been bona fide members of this or another Rugby Union Club or Clubs either as Players or in an Official capacity, but Membership at Official, Senior or Junior levels may not be granted to any person who is an active Member of any other Tasmanian Rugby Union or Rugby League (Football) club.
- (iii) Senior Members must be aged 18 years or over and Junior Members shall be aged less than 18 years.
- (iv) Social Members are defined as persons with the same objectives as the Association, but who do not qualify for membership at Official, Senior or Junior levels.
- (v) (a) A life Member of the Association is a person who, in the opinion of a majority of the Members of the Committee - has made an outstanding contribution to the game of Rugby Union Football and the Eastern Suburbs Rugby Union Football Club Inc.
- (b) Only one Life Member shall be elected in each year.
- (c) A Life Member shall be relieved of the payment of the Annual Subscription.

11. NOMINATION OF MEMBERS

A. The Nomination of a person for Membership of the Association other than for junior Membership,

- (i) shall be made in writing, on the form approved by the Committee and signed by two Financial Members of the Association and the Nominee.
- (ii) The Nomination form and a signed agreement to abide by Club policies shall be lodged with the Public Officer together with the current year's Subscription and then posted in a conspicuous place in the Association's Office for a period of not less than fourteen (14) days prior to election.

B. The election of a Member shall proceed as follows:

- (i) After the expiration of the period of notice required in Rule 11.A.(ii), the Public Officer shall refer the Nomination form and a signed agreement to abide by Club policies to the Committee.
- (ii) The Nominee shall be elected by a majority of, the Committee Members present.

- (iii) Upon a Nominee being elected, the Public Officer shall, with as little delay as possible, notify the Nominee, in writing, that they have been elected as a Member of the Association and enter the Nominee's name in the Register of Members to be kept by the Public Officer.
- C. The Nomination of a person for Junior Membership of the Association,
- (i) shall be made in writing, on the form approved by the Committee and signed by the Junior Rugby Supervisor or any other member of the Rugby Sub-Committee and the Nominee. Provision shall be made on the Nomination form for a parent or guardian to approve participation by the Nominee in the Junior Playing Group.
 - (ii) The Nomination form shall be lodged with the Public Officer, who will refer the Nomination Form to the Committee at the first available opportunity.
 - (iii) The Nominee shall be elected by a majority of the Committee Members present.
 - (iv) Upon a Nominee being elected, the Nominee's name shall be entered in the Register of Members to be kept by the Public Officer.
 - (v) Upon reaching the age of 18 years a former junior member shall be required to comply with and be governed by the full set of provisions of the Constitution of the Association that include the completion of a Membership Confirmation Form, and a Club Policy Compliance Form.

12. RESIGNATION OF MEMBERS

- A. A Member of the Association may, at any time, resign from the Association by delivering or sending by post to the Public Officer a written notice of resignation.
- B. Upon receipt of a notice under Rule 12.A. of this rule, the Public Officer shall remove the name of the Member by whom the notice was given from the Register of Members, whereupon that Member ceases to be a Member of the Association.

13. REMUNERATIONS

The Association shall not appoint a person who is a Member of the Committee to any office in the gift of the Association to the holder of which there is payable any remuneration by way of salary, fees, or allowances. However, any out-of-pocket expenses incurred by the Member may be repaid in full.

14. ACCOUNTING

- A. True accounts shall be kept –
 - (i) of all sums of money received and expended by the Association and the manner in respect of which the receipt or expenditure takes place; and
 - (ii) of the property, assets, and liabilities of the Association.
- B. Subject to any reasonable restrictions as to time and manner of inspecting them that may be imposed by the Association for the time being, those accounts shall be open to the inspection of the Members of the Association.
- C. The Treasurer of the Association shall faithfully keep all general records, accounting books, and records and receipts and expenditure connected with the operations and business of the Association in such form and manner as the Committee may direct, and in the absence of such direction in the usual form and showing the usual; particulars shown in books of account of a like nature.
- D. The Financial year of the Association shall be from the first day of October until the last day of September in the following year.
- E. The accounts, books and records referred to in the foregoing clauses of this Rule shall be kept at the Association's office or at such other place as the Committee may decide.

- F. The Treasurer of the Association shall, on behalf of the Association receive all monies paid to the Association and forthwith issue official receipts for such monies paid.
- G. The Committee shall cause to be opened with such bank as it selects, a banking account in the name of the Association into which all monies received shall be paid by the Treasurer as soon as possible after receipt thereof.
- H. (i) Cheques drafts, bills of exchange, promissory notes, and other negotiable instruments shall be signed by any two of the President, Treasurer or Secretary.
- (ii) The accounts paid since the previous Committee meeting together with any other outstanding accounts shall be presented to the next Committee meeting for approval.
- (iii) An electronic transfer of an amount from the Association's bank account to another account at an authorised deposit-taking institution is allowed, but
- (a) may only be authorised by the Treasurer of the Association or, in the Treasurer's absence, by any other member, or members, of the committee the committee nominates for that purpose; and
- (b) may only be authorised by a person referred to in paragraph (a) if the authorisation has been approved by the Public Officer.

15. THE AUDITOR

- A. At each Annual General Meeting of the Association, the Members present may, under Rule 17.F. appoint a person being a registered Company Auditor as the Auditor of the Association.
- B. A person so appointed in accordance with Rule 15.A. shall hold office until the Annual General Meeting next after that at which he or she is appointed and, is eligible for re-appointment.
- C. If an appointment is not made at an Annual General meeting an Auditor may be appointed for a Special Purpose Audit by:
- The Committee of Management
 - A resolution of the Members at a Special General Meeting convened in accordance with Rule 18.
- D. A person appointed in accordance with Rule 15.C. shall hold office until the Special Purpose Audit has been concluded and is eligible for re-appointment.
- E. The Auditor may only be removed from office by a Special Resolution of a General Meeting called for that purpose.
- F. When appointed, the Auditor:
- (i) Has the right of access to the accounts, books, records, vouchers, and documents of the Association.
 - (ii) May require from the Servants and Members of the Committee of the Association, such information and explanations as may be necessary for the performance of his or her duties as Auditor.
 - (iii) May employ persons to assist him or her in investigating the accounts and records of the Association.
- G. If the Auditor is appointed:
- (i) To confirm that the Annual Financial Statements fairly represent the financial position of the Association at Balance Date, he or she shall report thereon to the Committee and to the Members at the Next Annual General Meeting.

- (ii) To carry out a Special Purpose Audit, he or she shall report thereon to the Committee and to the Members at a Special General Meeting, called as soon as practicable following completion of the Audit.
- H. In his or her report, and when certifying the accounts in accordance with Rule 15.G (a), the Auditor shall state –
- (i) whether the information required by him or her has been obtained.
 - (ii) whether, in his or her opinion, the accounts are properly drawn up as to exhibit a true and fair view of the financial position of the Association according to the information provided and the explanations given and as shown by the books of the Association and
 - (iii) whether the rules relating to the administration of the funds of the Association have been observed.

16. ORGANIZATION AND MANAGEMENT OF ASSOCIATION

- A. The structure through which the Association shall be organized and managed is as follows:
- (i) The Executive
 - (ii) The Committee of Management and
 - (iii) The Standing Rugby Sub-Committee.
 - (iv) Sub-Committees may be established by a General Meeting or Committee of Management Meeting as required.
- B. The Executive comprises of the Officers of the Association and shall consist of:
- (i) (a) The President.
 - (b) The Vice President.
 - (c) The Secretary.
 - (d) The Treasurer; and
 - (e) The Public Officer,
 - (ii) All shall be elected at the Annual General Meeting and each Officer of the Association shall hold Office until the conclusion of Annual General Meeting next after the date of their election but is eligible for re-election.
 - (iii) In the event of a casual vacancy in any Office mentioned in Sub-Rule (B)(i) of this rule, the Committee may appoint one of its members to the vacant office, and the Member so appointed may continue in Office up to and including the conclusion of the Annual General Meeting next following the date of their appointment.
 - (iv) The Executive shall meet as and when necessary, to enable it to effectively manage the affairs of the Association and report such activities to the General Committee.
 - (v) A quorum shall be any four members.
- C. The Committee of Management of the Association shall consist of –
- (i) (a) The Executive
 - (b) One Representative of the Social Members
 - (c) The Publicity Officer
 - (d) Three Committee Members, and
 - (e) Such other Members, not exceeding three who are appointed by the Committee if and as it sees fit.
 - (ii) Each Committee Member, not being Officers of the Association shall, subject to these rules, hold office until the conclusion of the Annual General Meeting next after the date of their election but is eligible for re-election.
 - (iii) In the event of a casual vacancy occurring in the office of a Committee Member, not being an Officer of the Association, the Committee or a General Meeting may appoint a Member of the Association to fill the vacancy, and the Member so appointed shall hold office, subject to these rules until the conclusion of the Annual General Meeting next following the date of their appointment.

- (iv) The Committee of Management shall meet at least once in every two months at such place and at such times as the Committee may determine.
- (v) Special Meetings of the Committee of Management may be convened by the President, or any four of its members.
- (vi) Notice shall be given to Members of the Committee of any Special Meeting, specifying the general nature of the business to be transacted, and no other business shall be transacted at such a meeting.
- (vii) Any five currently Financial Members of the Committee constitute a quorum for the transaction of the business of a Meeting of the Committee.
- (viii) No business shall be transacted unless a quorum is present and within half an hour of the time appointed for the Meeting a quorum is not present, the Meeting shall stand adjourned to the same place and at the same hour of the same day in the following week unless the Meeting was a Special Meeting, in which case it lapses.
- (ix) At Meetings of the Committee of Management the President, or in his/her absence the Vice President, or if the President and the Vice President are absent, one of the remaining Members of the Committee as may be chosen by the Members present, shall preside.
- (x) Questions arising at Meetings of the Committee of Management or of any Sub-Committee shall be determined on a show of hands or, if demanded by a Member, by a poll taken in such a manner as the person presiding at the Meeting may determine.
- (xi) Each Member present at a Meeting of the Committee of Management or of any Sub-Committee (including the person presiding at the Meeting) is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- (xii) Written notice of each Committee Meeting shall be served on each Member of the Committee by delivering it to them at a reasonable time before the Meeting or by sending it to a nominated email address or by post in a prepaid letter addressed to him/her at his/her usual or last-known place of abode in time to reach him/her in due course of post before the date of the Meeting.
- (xiii) The Committee shall keep full and correct Minutes of all its resolutions and proceedings in a book to be kept for that purpose or in an electronic storage device that is suitable for that purpose.
- (xiv) The Committee Of Management may co-opt as Members of a Sub-Committee such persons as it thinks fit, whether-or-not those persons are Members of the Association, but a person so co-opted is not entitled to vote.
- (xv) The responsibilities of the Committee of Management shall be,
 - (a) Overall, to exercise such powers and functions as may be exercised by the Association, other than those that are required by these Rules to be exercised by General Meetings of the Association.
 - (b) Set proper guidelines and general policy to enable the Executive to successfully carry out its responsibilities.
 - (c) Subject to the Act and these Rules, to perform all such acts and things as appear to the Committee to be essential for the proper management of the business and affairs of the Association.
 - (d) To elect Members of the Association,
 - (e) To determine the remuneration of Servants of the Association.
 - (f) Appoint Team Coaches, Managers, the Delegate to Southern Management and the Junior Rugby Supervisor. The role and responsibilities of the latter shall be determined by the Committee.
 - (g) Ratify the Rugby Sub-Committee's recommendations for Team Captains and Vice Captains.
 - (h) To establish and review from time-to-time:
 - (1) a Code of Conduct for all persons governing their expected behaviour when using club facilities, attending club events and otherwise involved in club business;
 - (2) a Grievance Policy setting out a process for handling complaints against people who engage in inappropriate behaviour when using club facilities, attending club events and otherwise involved in club business, which allows the imposition of penalties for such behaviour and affords the parties to the complaint, procedural fairness.
 - (3) a policy that promotes inclusiveness and embraces diversity including (but not necessarily limited to) in relation to gender identity, sexual orientation, disability, race, nationality and cultural or religious background.

- (4) a Social Media Policy that outlines the management of Club social media accounts in a way that encourages communication while minimising the risks of liability and reputational damage to the Club.
 - (5) any other policies that the Committee considers necessary for the management of the Club.
- D. (i) The Rugby Sub-Committee shall consist of-
- (a) The President as Chairperson.
 - (b) The Coaches of the Men's and Women's First and Reserve Grade Teams
 - (c) The Managers of the Men's and Women's First and Reserve Grade Teams
 - (d) The Junior Rugby Supervisor; and
 - (e) The Delegate to Southern Management.
- (ii) The Chairperson shall report to the Executive at least each month.
- (iii) The responsibilities of the Rugby- Sub-Committee shall be to administer all activities related to the playing of the game of Rugby Union including,
- (a) Team selection
 - (b) Recommendation of Equipment orders to the Committee.
 - (c) Completion of Player Registrations and Team Lists
 - (d) Recommendations for Team Captains and Vice Captains; and
 - (e) Liaise with local schools to support Rugby Union in the junior environment.
 - (f) Custody and maintenance of all items of playing equipment.

17. ANNUAL GENERAL MEETINGS

- A. The Association shall, in each year, hold an Annual General Meeting, of which the Public Officer must record the minutes in the Minute Book.
- B. The Annual General Meeting shall be held on such day (being not later than six months after the close of the Financial Year of the Association) as the Committee may determine.
- C. The Annual General Meeting shall be in addition to any other General Meetings that may be held in the same year.
- D. The Annual General Meeting shall be specified as such in notice convening it.
- E. The ordinary business of the Annual General Meeting shall be,
 - (i) To confirm the minutes of the preceding Annual General Meeting and of any General Meeting held since that Meeting,
 - (ii) To receive from the Committee, Auditor, and Chairperson of all Sub-Committees of the Association reports upon the various activities of the Association during the last Financial Year,
 - (iii) To elect the Officers of the Association and the Committee as under,
 - (a) The President
 - (b) The Vice President
 - (c) The Secretary
 - (d) The Treasurer
 - (e) The Public Officer
 - (f) The Social Members Representative
 - (g) The Publicity Officer, and
 - (h) Three Ordinary Committeemen.
- F. The Annual General Meeting may transact Special business of which notice is given in accordance with these Rules.
- G. The Annual General Meeting may discuss General business for the purpose of formulating guidelines for the incoming Committee.
- H. All General Meetings other than the Annual General Meeting shall be called Special General Meetings.
- I. The Social Members Representative shall be elected by the Social Members present at the Annual General Meeting provided that there are at least five (5) Social Members in attendance; otherwise, the appointment shall be decided by those Association Members who are present at the meeting.

18. SPECIAL GENERAL MEETING

- A. The Committee may, whenever it thinks fit, convene a Special General Meeting of the Association.
- B. The Committee shall, on the requisition in writing of not less than ten percent of the Members entitled to vote or of the Secretary, convene a Special General Meeting of the Association.
- C. A requisition for a Special General Meeting shall state the objects of the Meeting and shall be signed by the requisitioners and deposited at the office of the Association and may consist of several documents in the like form, each signed by one or more of the requisitioners.
- D. If the Committee does not cause a Special General Meeting to be held within twenty-one days from the date on which a requisition therefore is deposited at the Office of the Association, the requisitioners, or any of them, may convene the Meeting; but any Meeting so convened shall not be held after three months from the date of the deposit of the requisition.
- E. A Special Meeting convened by requisitions in pursuance of the rules shall be convened in the same manner as nearly as possible as that in which those Meetings are convened by the Committee, and all reasonable expenses incurred in convening the Meeting shall be refunded by the Association to the persons incurring them.

19. ANNUAL AND SPECIAL GENERAL MEETINGS – GENERAL PROCEDURES

- A. (1) At least 14 days before the day on which a general meeting of the Association is to be held, the public officer is to publish a notice specifying—
 - (a) the place, day and time at which the meeting is to be held; and
 - (b) the nature of the business that is to be transacted at the meeting.(2) A notice is published for the purposes of sub-rule (1) if the notice—
 - (a) is contained in an advertisement appearing in at least one newspaper circulating in Tasmania; or
 - (b) appears on a website, or at an electronic address, of the Association; or
 - (c) is sent to each member of the Association at—
 - (i) the member's postal or residential address or address of business or employment; or
 - (ii) an email address that the member has nominated as the email address to which notices from the Association may be sent; or
 - (d) is given by another means, determined by the public officer, that is reasonably likely to ensure that the members of the Association will be notified of the notice.
- B. (i) All business that is transacted at Special General Meetings and all business that is transacted at the Annual General Meeting, other than that specifically referred to in these rules as being the ordinary business of the Annual General Meeting, shall be deemed to be special business.
 - (ii) No item of business shall be transacted at a General Meeting unless a quorum of Members entitled under these rules to vote is present during the time when the meeting is considering that item.
 - (iii) Ten financial members eligible to vote in accordance with Rule 19. E. (i) constitute a quorum for the transaction of business of the General Meeting.
 - (iv) If within one hour after the appointed time for the commencement of a General Meeting, a quorum is not present, the Meeting, if convened upon the requisition of Members, shall be dissolved; and in any other case it shall stand adjourned to the same day in the next week, at the same time and (unless another place is specified by the Chairperson at the time of the adjournment or by written notice to Members given before the day to which the Meeting is adjourned) at the same place, and if at the adjourned Meeting a quorum is

not present within one hour after the time appointed for the commencement of the Meeting, those present shall form a quorum.

- C. (i) The President, or in his/her absence, the Vice President, shall preside as Chairperson at every General Meeting of the Association, and every Committee Meeting.
- (ii) If the President and the Vice President are absent from the Meeting, the Members present shall elect one of their numbers to preside as chairperson thereat.
- D. (i) The Chairperson of a General Meeting at which a quorum is present may, with the consent of the Meeting, adjourn the Meeting from time to time and place to place, but no business shall be transacted at an adjourned Meeting other than the business left unfinished at the Meeting at which the adjournment took place.
- (ii) Where a Meeting is adjourned for fourteen days or more, notice of the adjourned Meeting shall be given as in the case of the original meeting.
- (iii) Except as provided in the foregoing provisions of this Rule, it is not necessary to give notice of an adjournment or of business to be transacted at an adjourned Meeting.
- E. A question arising at a General Meeting of the Association shall be determined on a show of hands and unless before or on the declaration of the result of the show of hands a poll is demanded, a declaration by the Chairperson that a resolution has, on a show of hands, been carried, or carried unanimously, or carried by a particular majority, or lost, and an entry to that effect in the Minute Book of the Association is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.
 - (1) Upon any questions arising at a General Meeting of the Association, an Official, Senior, Social or Life member has one vote only. Junior members are not entitled to vote at General Meetings.
 - (ii) All votes shall be given personally.
 - (iii) In the case of an equality of voting on a question the Chairperson of the Meeting is entitled to exercise a second or casting vote.
- F. If at a Meeting a poll on any question is demanded it shall be taken at that Meeting in such a manner as the Chairperson may direct, and the result of the poll shall be deemed to be the resolution of the Meeting on that question.
- G. A poll that is demanded on the election of a Chairperson, or on a question of adjournment, shall be taken forthwith, and a poll that is demanded on any other question shall be taken at such time before the close of the Meeting as the Chairperson may direct.

20. NOMINATION OF OFFICERS AND COMMITTEE MEMBERS – RULES

- A. Nominations of candidates for election as Officers of the Association or as Committee Members – shall only be received for Financial Members of the Association
 - (i) shall be made in writing signed by two Financial Members of the Association and accompanied by the written consent of the Candidate (which may be endorsed on the form of nomination)
 - (ii) shall be delivered to the Public Officer of the Association at least seven (7) days before the date fixed for the holding of the Annual General Meeting; and
 - (iv) forms to nominate Officers/Committee Members shall be included with the Notice of Meetings at which the election is to be held.
- B. If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the Annual General meeting.

- C. If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- D. If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held.
- E. The ballot for the election of Officers and Committee Members shall be conducted at the Annual General Meeting in such usual and proper manner as the Meeting may direct.

21. VACATION OF OFFICE

- A. In these rules, the Office of an Officer of the Association or of a Committee Member becomes vacant if the Officer or Committee Member –
 - (i) dies,
 - (ii) becomes bankrupt or applies to take or takes advantage of any law relating to bankrupt or insolvent debtors or compounds with his/her creditors, or makes any assignment of his/her estate for their benefit,
 - (iii) becomes of unsound mind,
 - (iv) resigns his/her Office by writing under his/her hand,
 - (v) ceases to be resident in the State,
 - (vi) fails, without leave granted by the Committee, to attend three consecutive Meetings of the Committee,
 - (vii) ceases to be a Member of the Association, or
 - (viii) fails to pay all arrears of subscription due by him/her within fourteen (14) after he/she has received a notice in writing signed by the Public Officer stating that he/she has ceased to be a Financial Member of the Association.

22. DISCLOSURE OF INTEREST

- A. A Member of the Committee who is interested in any contract or arrangement made or proposed to be made with the Association shall disclose their interest at the first Meeting of the Committee at which the contract or arrangement is first taken into consideration, if their interest then exists, or, in any other case, at the first Meeting of the Committee after the acquisition of their interest.
- B. If a Member of the Committee becomes interested in a contract or arrangement after it is made or entered into, they shall disclose their interest at the first meeting of the Committee after they become so interested.
- C. No Member of the Committee shall vote as a Member of the Committee in respect of any contract or arrangement in which they are interested and if they do so vote their vote shall not be counted.

23. SUBSCRIPTION

- A. The Annual Subscription of a Member is due and payable on or before the first day of the Financial Year of the Association. Junior Members as defined in Rule 10.B.(iii) are not required to pay the Annual Subscription.
- B. Membership shall be terminated when a Member's Annual Subscription remains in arrears three (3) months after the commencement of the Association's Financial Year, or fourteen (14) days after the Member has received a notice, in writing from the Public Officer, who may then remove the Member from the Register of Members in either event.
- C. Any Member in arrears of any Subscription shall have no voting rights at any Meeting.

24. SERVICE OF NOTICES

A notice may be served by or on behalf of the Association upon any Member either personally or by sending it to a nominated email address or through the post in a pre-paid letter addressed to the Member at their usual or last-known place of abode.

25. EXPULSION OF MEMBERS

- A. Subject to this Rule, the Committee may expel a Member from the Association if, in the opinion of the Committee the Member has been guilty of conduct detrimental to the interests of the Association.
- B. The expulsion of a member pursuant to Sub-Rule (A) of this Rule does not take effect –
 - (i) until the expiration of fourteen (14) days after the service on the Member of a notice under Sub-Rule (C) of this Rule; or
 - (ii) if the Member exercise his/her right of appeal under this rule, until the conclusion of the Special General Meeting convened to hear the appeal, whichever is the later date.
- C. Where a Committee expels a Member from the Association, the Public Officer of the Association shall, without undue delay, cause to be served on the Member a notice in writing –
 - (i) stating that the Committee has expelled the Member,
 - (ii) specifying the grounds for the expulsion and
 - (iii) informing the Member that if they so desire, they may, within fourteen (14) days after the service of the notice on them, appeal against the expulsion as provided in this Rule.
- D. A Member on whom a notice under Sub-Rule (C) of this Rule is served may appeal against the expulsion to a Special General Meeting by delivering or sending by email or by post to the Public Officer of the Association within fourteen (14) days after the service of that notice, a requisition in writing demanding the convening of such a Meeting for the purpose of hearing his/her appeal.
- E. Upon receipt of a requisition under Sub-Rule (D) of this Rule, the Public Officer shall forthwith notify the Committee of its receipt and the Committee shall thereupon cause a Special General Meeting to be held within twenty-one (21) days after the date on which the requisition is received by the Public Officer.
- F. At a Special General Meeting convened for the purpose of this rule, -
 - (i) No business other than the question of the expulsion shall be transacted.
 - (ii) The Committee may place before the Meeting details of the grounds of the expulsion and the Committee's reasons for the expulsion.
 - (iii) The expelled Member shall be given an opportunity to be heard.
 - (iv) the Members present shall vote by secret ballot on the question whether the expulsion should be lifted or confirmed.
- G. If at the Special General Meeting, a majority of the Members present, vote in favour of the lifting of the expulsion, it shall be deemed to have been lifted and the expelled Member is entitled to continue their Membership of the Association.
- H. If at the Special General Meeting, a majority of the Members present, vote in favour of the confirmation of the expulsion, it takes effect, and the expelled Member ceases to be a Member of the Association.

26. DISPUTES – SETTLEMENTS

- A. Subject to this Rule, a dispute between a Member of the Association, in his/her capacity as a Member, and the Association shall be determined by arbitration in accordance with the provisions of the Arbitration Act 1892.
- B. Nothing in this Rule affects the operation or effect of Rule 25.

27. SEAL OF ASSOCIATION

- A. The seal of the Association shall be in the form of rubber stamp, inscribed with the name of the Association encircling the word "seal".
- B. The seal of the Association shall not be affixed to any instrument except by the authority of the Committee, and the affixing thereof shall be attested by the signatures either of two Members of the Committee or of one Member of the Committee and of the Public Officer of the Association or such other person as the Committee may appoint for that purpose, and that attestation is sufficient for all purposes that the seal was affixed by authority of the Committee.
- C. The seal shall remain in the custody of the Public Officer.

28. ALTERATION TO THE RULES

Alterations, rescissions and additions to the rules, objects, or purposes of the Association shall be made only by a three-quarters majority of voting Members present at a General Meeting. Notice of motion of each such alteration, rescission or addition shall be given by the Public Officer to each Member at least fourteen (14) clear days before such Meeting.

29. CUSTODY OF DOCUMENTS, etc.

The custody of the books, documents and securities of the Association shall be in the Secretary. The Secretary shall place all valuable securities and other such items in a place of safety such as a bank safe deposit, and the accounts, books and records, at the Office of the Association from time to time, or at such other place as the Committee may decide.

30. SOURCES OF FUNDS

The Association may derive funds from its members and the public, in such manner as is legal and as it sees fit.

31. LIST OF MEMBERS

A full and complete list of the names and addresses of all members of the Association must be posted and kept in some conspicuous part of the Association premises.

32. VISITORS

No visitor shall be supplied with liquor on the Association premises unless in the company of a Member.

33. SALARIES AND EMOLUMENTS

No payment of the salary or emolument of any Officer or Servant of the Association shall be made by way of commission upon, or allowance from, the Association's receipts from the sale of liquor.

34. SALE OF LIQUOR TO MINORS

No person under the age of eighteen (18) years shall be supplied with liquor by the Association or on its premises.

35. EMPLOYMENT OF MINORS

No person under the age of eighteen (18) years shall be allowed to serve in any bar in the Association premises or to be employed by the Association except as a waiter, billiard-marker or messenger.

36. APPOINTMENT OF PATRON(S)

The Association shall appoint a maximum of three Patrons for each Financial Year or other period it sees fit, by a majority of Members present at the Annual General Meeting.

37. COPIES OF CONSTITUTION

The Committee shall make available to every Member a copy of the Constitution of the Association.

38. LICENSING BOARD

There is deemed to be included in this Constitution and Rules of the Club the provisions set out in the Guidelines in respect of Club Licenses from time to time published by the Licensing Board in accordance with Section 17 of the Liquor and Accommodation Act 1990.

INCORPORATING AMENDMENTS APPROVED AT SPECIAL GENERAL MEETING 23RD JUNE 2022

**THE RULES OF
THE EASTERN SUBURBS RUGBY UNION FOOTBALL CLUB INCORPORATED**

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