PETERBOROUGH RUGBY UNION FOOTBALL CLUB CONSTITUTION

**MANDATE**

Peterborough Rugby actively promotes the game of rugby and its values and traditions that stress team play, pride in oneself and the community, and a healthy lifestyle through the development of lifelong social, emotional and physical skills. Peterborough Rugby provides opportunities and programs for youth, regardless of age, gender or economic hardship, to participate in safe, organized and competitive rugby at the community, provincial and national levels.

**CODE OF ETHICS**

All players, coaches, club members and supporters will conduct themselves at all times in accordance with the spirit of rugby and Peterborough Rugby’s Code of Ethics.

* Play the game for the game’s sake
* Be obedient to the laws of the game
* Work for the good of the team and the club
* To win is always desirable, but to win at any cost defeats the purpose of the game
* The decisions of the officials of the competition are respected
* Conduct yourself at all times with honour and dignity
* Be respectful of the facilities, club members and players of our and hosting clubs
* Visiting teams and officials are our welcome guests
* Recognize and applaud honestly and whole-heartedly the efforts of your players and opponents
* Accept both victory and defeat with honour and control
* Remember that, at all times, your actions and words reflect the name and members, past and present, of the club

**BYLAWS**

1. Purpose –These By-laws relate to the general conduct of the affairs of the Peterborough Rugby Union Football Club (PRUFC), which shall do business as Peterborough Rugby. The Peterborough Rugby Union Football Club is a not-for-profit corporation registered in the Province of Ontario as Ontario Corporation Number 570867 according to Supplement Letters Patent approved January 17, 2011.
2. Head Office – The head office of the Corporation shall be in the City of Peterborough, or surrounding area, in the Province of Ontario at such place as the Board of Directors may from time to time determine.
3. Board of Directors – The affairs of the Club shall be managed by a Board of 8 elected directors plus additional directors who may be appointed during the year. Each of the Directors shall be a member of the Club at the time of their election or appointment, or within 10 days thereafter.
4. Quorum and Meeting of the Board of Directors – The quorum for the transaction of business at a Board meeting shall be 4.
5. Errors in Notice – No error in giving notice for a meeting of Directors shall invalidate such meeting.
6. Voting – Board of Directors – A majority of votes shall decide any vote arising at any meeting. The President may not vote, except in the case of a tie vote.
7. Conduct of Meetings – Unless otherwise specified in these By-laws, meetings of members and meetings of the Board will be conducted according to Roberts Rules of Order (current edition)
8. Remuneration of Directors – The Directors shall receive no remuneration for acting as such. Members of the Corporation may receive remuneration for duties outlined by the Board of Directors from time to time, but must declare a conflict of interest on all matters related to the duty.
9. Vacancies, Board of Directors - Vacancies on the Board of Directors, however caused, may, so long as a quorum of Directors remain in office, be filled by the Directors from among the qualified members of the Club, if they see fit to do so; otherwise, such vacancy shall be filled at the next annual meeting of the members. If there is no quorum of Directors, the remaining Directors shall forthwith call a meeting of the members to fill the vacancy(ies).
10. Removal of a Director – The members of the Club may, by resolution passed by at least two thirds of the votes cast at a general meeting of which notice specifying the intention to pass such a resolution has been given, remove any Director before the expiration of their term of office, and may, by a majority of votes cast at that meeting, elect an eligible member in their stead for the remainder of term.
11. Dues and Members in Good Standing – The Board of Directors shall set the dues payable for all membership groups. To be a member in good standing, dues must be paid within the prescribed time as defined by the Board.
12. Annual and Other General Meetings of the Membership – At annual meetings or other meetings of the membership, only members in good standing age 18 and over can vote.
13. Honorary Life Members – A member may be elected as a Life Member for long and meritorious service to the Club or as a gesture of appreciation, on the recommendation of the Board of Directors and subject to the approval of members at a general meeting. The Life Member designation is for recognition only.
14. Fiscal Year – The financial year of the Club shall be from January 1 to December 31.
15. Annual General Meeting – The Board of Directors will determine a date early in the fiscal year for the Annual General Meeting. At the meeting in addition to other business that may be transacted, the financial statements and the reports of the Board will be presented. The notice of the time and place of the Annual General Meeting shall be communicated to members at least 14 days before the Annual General meeting. The quorum for the Annual General Meeting is 12 members in good standing.
16. Special General Meetings – The Board of Directors can hold Special General Meetings on items of substance with notice of at least 14 days where possible. In addition, 12 members in good standing of the Club may demand in writing a Special General Meeting. Where such a command is in order, the Board will comply within 14 days.
17. Adjournments – Any general meeting may be adjourned from time to time and any business may be transacted from such adjourned meeting at a subsequent meeting as might have been transacted at the original meeting. Such adjournment may be made notwithstanding that no quorum is present.
18. Quorum of Members – A quorum for the transaction of business at general meetings shall consist of not less than 12 members in good standing.
19. Proxies – A member in good standing may give their proxy in writing for any general meeting to another member in good standing. All proxies are required to be registered with the Secretary, or designate, a minimum of 3 days before the general meeting. A member may not have more than 5 proxies.
20. Revocation of Membership – The Board of Directors has the power to revoke membership in the Club for unacceptable on or off field behaviour by giving notice to the member.
21. Election of Directors – Directors will be elected for two year terms. Four of the eight Directors will be elected at each Annual General Meeting, unless there is a vacancy in which case Clause 9 applies. At the election of the year this constitution is approved 4 will be elected for 2 years and 4 to 1 year terms.
22. Duties of the President – The President shall be charged with the general management and supervision of the affairs and operations of the Club.
23. Duties of the Secretary – The Secretary shall be the clerk of the Board of Directors and record the facts and minutes of all Club meetings. The Secretary shall see that all books and records are regularly and properly kept and transferred to the incoming Secretary.
24. Duties of the Treasurer – The Treasurer shall keep full and accurate account of all receipts and disbursements of the Club. The Treasurer shall disburse the funds under the direction of the Board and shall report these transactions regularly to the Board including a complete accounting at the AGM and shall transfer all records to the incoming Treasurer.
25. Membership Co-ordinator – The Membership Co-ordinator shall co-ordinate the registration of Club members, consolidate membership records and promote registration activities.
26. Director of Rugby – The Director of Rugby shall oversee rugby operations. The Director is responsible for the acquisition, development and training of Club coaches, managers and referees.
27. Communications and Marketing Co-ordinator – This position will co-ordinate media contacts, web site and promotional activities.
28. Events and Fundraising Co-ordinator – This position will co-ordinate the organization of fund raising opportunities and recruitment of sponsors.
29. Clubhouse and Facility Co-ordinator – This position will co-ordinate activities of the Clubhouse Operational Committee. The position will co-ordinate field arrangements and the Club’s equipment requirements.

January 19, 2015