**SARDROSSAN ACADEMICALS RUGBY FOOTBALL CLUB**

**REVISED CONSTITUTION**

 (as adopted at an AGM on 24th April 2017)

1. **NAME AND OBJECTS**
2. The name of the Club shall be **Ardrossan Academicals Rugby Football Club**.
3. The objects of the Club are to foster the playing of Rugby in accordance with the Scottish Rugby Union Laws and to encourage social and other special activities for the members and their guests.
4. The club will not be conducted for the purpose of making a profit with all surplus income generated being reinvested in sporting and other facilities for rugby development.
5. The playing colours of the Club shall be blue, black and silver.
6. **MEMBERSHIP**
7. Membership is open to all and no application for membership will be refused on other than reasonable grounds. There will be no discrimination on grounds of age, disability, gender reassignment, marriage and civil partnership, pregnancy and maternity, race, religion or belief, sex; sexual orientation, political or other opinion.
8. The Membership of the Club shall consist of the following categories, all of whom will be subject to the Constitution and Rules of the Club :- (i)  Full Members (Playing and Non-Playing); (ii) Full Members of an Affiliated MF Club with AARFC membership; (iii) Senior Citizens (aged 60+ years); (iv) House Members; (v) Social Members; (vi) Non-Playing Age Grade Coaches; (vii) Family Members (in varying packages); (viii) Junior Members (between 18 and 20 years) and (ix) Student Members (still studying). **The club requires 25 full members to be properly constituted.**
9. All rights and privileges of the various Membership Categories will be determined by the Management Board and will be subject to an annual review as will Membership Fees payable within each membership category; these will be decided by the Management Board at its first meeting following an Annual, or Extra-ordinary, General Meeting and all rights, privileges and fees will be communicated to members via an Annual Membership pro-forma.
10. Membership of the Club with no rights, other than access for 24 hours, may be granted to Temporary Members on payment of a membership fee but this Temporary Membership can only take place on no more than 12 occasions during a calendar year.
11. Except for Temporary Members, an interval of not less than two weeks shall elapse between the nominations and the election of members.
12. Each member, except Temporary Members, shall be considered a subscriber for the ensuing year unless a written intimation be sent to the Secretary prior to the Annual General Meeting. Any member whose subscription is unpaid by 1st October of the current season shall be debarred from all privileges of the Club, and if still unpaid by the 31st December of that season, his/her name shall be erased from the role of Club members. In the case of new members, the subscription shall be paid on the date at which the application for membership is accepted.
13. An annual subscription of such sum as the Management Board may from time to time decide shall be paid to the Honorary Treasurer by each member.
14. Person who become members on leaving school shall for the first two years of their membership of the Club pay such reduced subscriptions as the Management Board may from time to time determine.
15. Persons who have served the Club well as players, officials, or benefactors may be elected, by the Club Management Board, as Honorary Life Members of the Club and as such, do not require to pay an annual subscription and have full voting and introduction rights
16. Any member violating the rules of the Club or being otherwise guilty of unsatisfactory conduct, including language and behaviour, in the opinion of the Board, may be expelled, either permanently or temporarily, from the Club by the Board. No member shall be expelled from the Club without being given the opportunity to address the Board. All communications relating to permanent or temporary suspension will be made in writing by all parties for the purposes of recording.
17. **MANAGEMENT STRUCTURE**

The overall executive management structure is based on five core elements of managing a rugby club, each with specific responsibilities focussing on particular on- and off field activities. The Constitution is the framework to support this structure and let it flourish. The core elements and the key management responsibilities are identified in Appendix A to The Constitution.

1. **GOVERNANCE**
2. The Management of the Club shall be vested in the **Club Management Board** which will consist of the following elected office-bearers: President, Vice-President, Club Secretary, Financial Controller (aka Treasurer), Playing & Player Development Convener, Finance & Business Convener, Bar & Clubhouse Convener, Youth & Age Grade Convener, Communications & Marketing Convener and two elected Non-Executive Members.
3. The posts of (i) Fixture Secretary; (ii) Assistant Treasurer, Membership Secretary, and Sponsorship Convener; (iii) House Convenor, and Social Convenor, will also be by election and they will serve respectively on (i) the Playing & Player Development Board, (ii) the Finance & Business Management Board, and (iii) the Bar & Clubhouse Management Board.
4. Members of the Club in category (i), (ii) and (iii) as specified in Section 2 shall be eligible for election as office-bearers and members of the Board.
5. The Honorary Presidents shall hold office as long as they remain members and shall be ex officio members of the Board but shall not be entitled to vote on Board issues.
6. **The President and Vice-President** shall hold office for two years after which the retiring President shall continue for an additional year in an ex-officio role on the Board. The Vice-President shall, in the normal way, become President on the expiry of the serving President’s term of office.
7. All other office-bearers, including Board members and any other elected officials shall hold office for one year and be eligible for re-election at the Annual General Meeting.
8. The **Club Secretary** and **Financial Controller** shall be ex-officio members of the Board.
9. **MANAGEMENT SUB-BOARDS**

 Five Sub-Boards dealing with specific functions shall be elected and created as follows:

1. **The Playing and Player Development Convener** shall nominate and co-opt a minimum of six voluntary members to this Sub-Board, including the Fixture Secretary, and these shall be presented for adoption at the first meeting of the Club’s Management Board after the Annual General Meeting. The 1st XV Captain will be a member of this Sub-Board as will be a representative from the 2nd XV and one from the Women’s Rugby section. The appointed members shall hold office for one year and be eligible for re-appointment.
2. **The Finance & Business Convenor** shall nominate and co-opt a minimum of six voluntary members to this Sub-Board, including the Assistant Treasurer, Membership Secretary, and Sponsorship Convener, and these shall be presented for adoption at the first meeting of the Club Management Board after the Annual General Meeting. The appointed members shall hold office for one year and be eligible for re-appointment.
3. **The Bar & Clubhouse Convenor** shall nominate and co-opt a minimum of six voluntary members, including the Bar Premises Manager, House Convenor, and Social Convenor, and these shall be presented for adoption at the first meeting of the Club Management Board after the Annual General Meeting. The appointed members shall hold office for one year and be eligible for re-appointment.
4. **The Youth & Age Grade Convener** shall nominate and co-opt a minimum of six voluntary members, including the Club’s Rugby Development Manager, to this Sub-Board and these members shall be presented for adoption at the first meeting of the Club Management Board after the Annual General Meeting. The appointed members shall hold office for one year and be eligible for re-appointment.
5. **The Communications & Marketing Convener** shall nominate and co-opt a minimum of six voluntary members to this Sub-Board and these members shall be presented for adoption at the first meeting of the Club Management Board after the Annual General Meeting. The appointed members shall hold office for one year and be eligible for re-appointment.
6. The President and Vice President shall be EX-OFFICIO members of any Sub-Board but shall not be entitled to vote unless they have been elected to the particular Sub-Board.
7. Voluntary members can be members of more than one Sub-Board at the discretion of the Management Board and by the mutual agreement of the respective Sub-Board Conveners.
8. **CONDUCT OF MEETINGS**
9. The quorum for the conduct of the business of the Club Management Board shall be SIX members eligible to vote and, in the event of a Sub-Board Convener being unable to attend, a substitute member of that relevant Sub-Group may attend and represent the Convener.
10. The Club Management Board shall meet at monthly intervals to receive reports and recommendations from all Sub-Boards; these will be submitted in advance of the Management Board meeting to allow for proper consideration.
11. The quorum for the conduct of business of all Sub-Boards shall be for four members eligible to vote being present.
12. The Club Management Board shall have the powers to co-opt to the Management Board such members as deemed fit to fill vacancies which may occur in the General Committee or the sub-committee from time to time. Members so co-opted will hold office until the next Annual General Meeting.
13. The Club Management Board shall have the power to appoint representatives to any association or other bodies in order to further the objects of the Club.
14. The Honorary Secretary shall prepare minutes of each meeting of the General Committee and shall submit these for adoption at the next meeting. Thereafter, a resumé of its deliberations and decisions will be displayed within the clubhouse or otherwise made available to members.
15. The Financial Controller shall keep correct accounts and books showing the financial affairs and intromissions of the Club. The Financial Controller shall receive all sums of money due to the Club and shall pay all accounts due by the Club provided such purchasers have been made in accordance with the agreed purchasing process and on authorisation from the Board. The Financial Controller must lodge immediately all sums of money in their possession belonging to the Club and in his possession into a Banking Account in the name of the Club.
16. All cheques drawn on the Banking Account in the name of the Club shall be signed by the Financial Controller and either the President or the Club Secretary.
17. The Membership Secretary shall keep a list of members and shall be responsible to the Financial Controller for the collection of subscriptions.
18. Any member wishing to make a complaint must do so in writing to the Club Secretary who shall submit such complaint at the first subsequent meeting of the Management Board and the Club Secretary shall give three days’ notice to the member of the date and place at which his complaint will be considered. The members shall have the right to address the Board on the subject of his/her complaint.
19. **MEETINGS OF THE CLUB**
20. The office-bearers and members of the Management Board, along with any other elected appointments, shall be elected at the Annual General Meeting on the last Monday in April by a majority of the members present.
21. In the event of there being three or more nominations for any of the above offices at the Annual General Meeting, a preliminary vote shall be taken to reduce the number of nominations to two. A second vote shall be taken between the two nominees who have received the highest number of votes in the preliminary voting. In the event of there being three or more nominations for the two posts of Non-Executive Director(s) Management Board, a ballot will be held and the two nominees receiving the most votes will take their places as members of the Management Board. In the event of there being a tie between or amongst candidates for the second vacancy on the Management Board, a further ballot will be held to decide which of the nominees tying for membership shall be elected to serve.
22. All nominations for the positions of office-bearers, members of the Club Management Board and any other elected posts must be in the Secretary’s hands no later than seven days before the date of the Annual General Meeting.
23. Positions for which nominations have not been received shall be filled by the Management Board exercising their power in terms of Para. 22. Nomination forms are available from the Honorary Secretary and must be signed by proposer, seconder and nominee. Members will be notified one month in advance of the date of the Annual General Meeting.
24. At each Annual General Meeting two auditors shall be elected to audit the accounts of the Club.
25. At each Annual General Meeting the Treasurer of the Club will submit a yearly financial statement to members.
26. An extra-Ordinary General Meeting of the Club shall be called by the Management Board on receipt of the requisition demanding such a meeting signed by ten or more members of the Club or by the members of any Sub-Board of the Club. Such demand is to be made in writing to the Honorary Secretary stating the business for which the meeting is desired. The Management Board may call an Extra-Ordinary General Meeting of members of the club for any reasons that it considers appropriate and necessary, including submitting amendments to this Constitution or to any Motion proposing amendments to alter this Constitution.
27. Any motion to alter this constitution shall be made in writing to the Club Secretary and shall be submitted at least THREE weeks before the Annual General Meeting or Extra-Ordinary General Meeting at which it is to be considered. No such alteration shall be made in the Constitution except by an Annual General Meeting or Extra-Ordinary General Meeting by a vote of two-thirds of the members present at the Annual General Meeting or Extra-Ordinary General Meeting

**8. PROPERTY AND BORROWING POWERS**

 (a) The heritable property belonging to the Club is vested in the President, Management Board members and their successors in the said offices as Trustees for behalf of the Club. The Management Board may borrow money for the purposes of the Club and may raise or secure the repayment of such monies borrowed by the Club in such manner as they think fit, and in particular by the issue of Debentures and Standard Securities or Personal Bonds or other deeds charged upon all or any part of the property or rights in the Club, and such deeds shall be executed on behalf of the Club by the President, and Management Board members as Trustees for behalf of the Club.

(b) If, upon the winding up or dissolution of the Club there remains after the satisfaction of all the Club’s debts and liabilities any property whatsoever, the same shall be given or transferred to some other organisation or organisations having objects (that is, aims and activities) similar to the objects of the Club, such organisation or organisations to be determined by the members of the Club by Resolution passed at a General meeting at or before the time of the dissolution, and in so far as effect cannot be given to such provision then to some charitable objects.

1. **SALE OF LIQUOR**
2. No excisable liquor shall be sold or supplied to any persons under eighteen.
3. The hours during which excisable liquor shall be sold or supplied in the Club premises shall be those fixed by the Management Board in accordance with the Licensing Acts.
4. No member of the Committee or governing body and no manager or servant employed in the Club shall have any personal interest in the sale of excisable liquor therein or on the profits arising from such sale.
5. No person is to be supplied with alcohol on the club premises unless that person is a member of the club, a guest of a member and accompanied by that member, or a member of another rugby club.
6. No guest shall be admitted to the Club House more than six times in one calendar year.
7. No excisable liquor shall be sold or supplied in the club premises for consumption off the premises except to a member of the club in person for consumption by him or to a person holding an excisable licence for the sale of such liquor.
8. The Committee shall have the power to admit as temporary members of Ardrossan Academicals Rugby Football Club members of visiting teams and their supporters. Each such temporary member will have restricted rights and no voting or introduction rights whatsoever.
9. No paid member of the Club can apply for, or hold, membership of the Club but will be eligible to become an honorary associate member.

**10. GENERAL**

1. The Management Board shall have the power to admit temporary members to the Club. Such members shall be restricted in numbers as the Committee may decide and in privileges to the use of the Club House only, and shall have no powers of introduction.
2. Temporary members shall be subject to the Constitution and Rules of the Club but shall have no vote or voice in the management of the Club’s affairs.
3. The Club shall not be responsible on any grounds for the loss of any member’s or visitor’s property.
4. The names of the Office Bearers shall be printed in the Club Fixture Card.
5. In the event of a tie in the election of Office Bearers, Members of the Management Board and any other elected post, the Chairman shall have the casting vote.
6. At its last meeting in March of each year, the Playing & Player Development Sub-Board shall recommend the awarding of caps and colours for the present season and these will be ratified by the Management Board at its meeting immediately prior to the Annual General Meeting and presented to individuals at the appropriate time.

4th July 2016