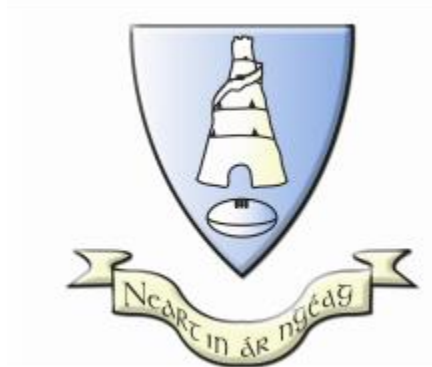


MAYNOOTH UNIVERSITY BARNHALL RUGBY FOOTBALL CLUB



Constitution and Bye Laws

PROPOSED BY

The

Executive Committee

To a

Special Meeting of the Club

2ND. OCTOBER 2020

INDEX

	PAGE
PREAMBLE AND OBJECTIVES.....	3
1. NAME & COLOURS.....	3
2. MEMBERSHIP & TYPES.....	4
3. DEFINITIONS.....	6
4. JURISDICTION.....	8
5. ORGANISATION OF THE CLUB.....	8
6. APPLICATION FOR MEMBERSHIP.....	9
7. AGM & GENERAL MEETING.....	9
8. SPECIAL MEETING OF THE CLUB.....	12
9. HONORARY OFFICERS.....	12
10. EXECUTIVE COMMITTEE.....	14
11. POWERS & DUTY OF EXECUTIVE.....	15
12. STANDING COMMITTEES.....	17
13. MANAGEMENT COMMITTEE.....	18
14. RUGBY STANDING COMMITTEE.....	19
15. FINANCE STANDING COMMITTEE.....	21
16. COMERCIAL & MARKETING STANDING COMMITTEE.....	22
17. PROPERTY & TRUSTEES	23
18. INDEMNITY.....	24
19. SERVICE OF NOTICE AND VOTING.....	24
20. AMENDMENT OF BYE LAWS.....	25
21. APPENDIX A:(CLUB ORGANISATION CHART).....	27
22. APPENDIX B:(ELECTED POSITIONS AT THE AGM & APPOINTED POSITIONS).....	28
23. APPENDIX C: DISCIPLINARY & APPEALS COMMITTEE PROCESS.....	29

MU BARNHALL RFC

PREAMBLE AND OBJECTIVES OF THE CLUB

Maynooth University Barnhall Rugby Football Club, also known as “*MU Barnhall*”, is an unincorporated body established by the members and is affiliated to the Leinster Branch of the IRFU for the playing and development of rugby union football.

The Objectives of MU Barnhall are as follows:

1. To Encourage the playing, promotion and development of the game of Rugby Union Football
2. To ensure that adequate facilities are available for persons wishing to play rugby in the Club
3. To ensure that the standard of the game at all levels within the Club shall continue to improve
4. To promote and develop the game of Rugby Union in Maynooth University
5. To build, promote and develop relationships with the IURU through active participation.
6. To represent the views of the Club to the Branch and vice versa
7. To ensure that MU Barnhall shall make a leading contribution to the good of Rugby Football.
8. To encourage and promote club members as members of the ARLB, (Leinster Referees).
9. To liaise and consult with other sporting organisations within our area in the interest of Rugby and of sport in general
10. To provide an Administration and Financial structure capable of realising these objectives

THE CLUB COLOURS

The colours of the club shall be sky-blue/navy / blue jerseys, navy shorts and sky blue stockings.

MEMBERSHIP

The club shall consist of the following classes of members:

- (a) Playing / Ordinary Members
- (b) Pavilion Members
- (c) Life Members
- (d) Honorary Maynooth University Members
- (e) Honorary Members
- (f) Student members
- (g) Mini Rugby Members
- (h) Youth Members
- (i) Social Members
- (j) Temporary Members
- (k) Honorary Temporary Members
- (l) Platinum Membership
- (m) Other Memberships

Apart from Temporary Honorary members, Temporary Members, Mini Rugby Members, Youth members, and Social Members who shall not be privileged to vote at any meeting of the club, all members shall hereinafter called Ordinary Members and shall be entitled to vote at General Meetings.

Definitions

- (a) Playing / Ordinary Members: shall be for a period of not less than one year and shall be open to all persons of eighteen years and over on payment of the prescribed subscription. They shall be entitled, to vote at meetings of the club and engage in the management and control of the club in accordance with these rules.
- (b) Pavilion Members~~hip~~: shall be open to all persons over the, age of eighteen years for a period of not less than one year on payment of the prescribed subscription. They shall be entitled to vote and to engage in the management or control of the club but shall not be entitled to play rugby.
- (c) Life membership: shall be open to all persons of eighteen years and over on payment of the subscription determined by the Executive Committee from time to time. The Executive Committee shall have power to limit the number of life memberships available at any time. They shall be entitled to vote at meetings of the club and engage in the management and control of the club.
- (d) Honorary Maynooth University Members: shall be the Advisory Board members of Maynooth University.
- (e) Honorary Membership: shall be open to all persons who have rendered exceptional service to the club or to the game of rugby union football. They may be elected for life or for any defined period, but unless otherwise stated in the minute made on the occasion of their election, their election shall terminate at the end of the memberships year of their election, but may be reviewed by the Executive Committee from year to year. Honorary Life Members shall, have all the privileges of full members, except in the management or control of the club and they shall not be obliged to pay the subscription as provided for in these rules.
- (f) Student Membership: shall be available to, all persons over the age of eighteen years, for a period of not less than one year who are attending a recognised course of third level or vocational training or education on payment of the prescribed subscription. They shall be entitled to vote at meetings and engage in the management or control of the club in accordance with these rules.

- (g) Mini-rugby membership: shall be open to all persons up to the age of twelve years on payment of the prescribed: subscription. It shall be for a period of not less than one year. They shall not be entitled to vote or engage in the management, or control of the club.
- (h) Youth membership: shall be open to all persons between the ages of thirteen and eighteen years (inclusive) on payment of the prescribed subscription. It shall be for a period of not less than one year. They shall not be entitled to vote or engage in the management or control of the club.
- (i) Social membership: shall be to all persons actively involved in -such additional activities as may be promoted by the club, on payment of the prescribed subscription. It shall be for a period of not less than one year. They shall not be entitled to vote or engage in the management or control of the club.
- (j) Temporary Honorary members: shall be members of a visiting Club or school playing a match on the grounds or using the grounds for practising and a referee/assistant referee of any match between clubs or schools played on the clubs grounds and the membership shall only cover the day in question.
- (k) Temporary Members shall be players who are playing a match on the grounds or using the facilities of the club having applied for membership but prior to approval by the Executive Committee. Also Temporary Members may include any persons authorised to use the facilities, any persons attending functions, events and matches and guardians of minors,
- (l) Platinum Members: shall be an exclusive 10 year Membership of the club, with full voting rights for the period of membership.
- (m) Other Memberships: from time to time, the Executive may determine any other type of Membership that may be proposed. However in any such proposal that involves full voting rights, the approval at a Special meeting will be required.

The Annual General Meeting of the Club is the annual meeting of the ordinary members of the Club, which expression includes all members duly paid up and is the highest authority for the determination of the affairs of the Club.

Club members are duly nominated at the Annual General Meeting to be members of the Executive Committee of the Club. The Executive Committee duly elected, subject to the Bye Laws of the Club, is vested with the authority to administer and manage the affairs of the Club for the season of their election until the following Annual General Meeting.

The Honorary Officers, other than the Immediate Past President of the Club and the President of the University, are elected by the members at the Annual General Meeting. The Honorary Officers of the Club are the President, Senior and Junior Vice-Presidents, Honorary Secretary, Honorary Treasurer, The Honorary President of Maynooth University and the Immediate Past President.

The term of office of each Officer is for the following season i.e. until the following Annual General Meeting .The Trustees of the Club shall be three in number and shall be elected at an Annual General Meeting. The Trustees undertake to hold the assets of the Club in trust for the members and to do everything in their power to protect these assets.

BYE-LAWS

1. NAME

The full name of the Club is “Maynooth University Barnhall Rugby Football Club”; Shorter forms “MU Barnhall RFC” or “MU Barnhall” may also be used.

2. DEFINITIONS AND INTERPRETATIONS

(a) In these Bye-Laws:

“**Advisory Board**” means the Committee established to oversee and advise the partnership between the University and the Club which was set up after the partnership arrangement was formally recognised and approved by the Governing Authority of the University and approved by the Club at a General Meeting.

“**AIL**” means the All Ireland League.

“**Affiliated Club**” means a Club affiliated to the Leinster Branch.

“**Annual General Meeting**” means a meeting held in accordance with Bye Law 11.9 of these Bye Laws

“**Appeals Committee**” means a committee established by the Executive to hear an appeal from a member or members as a result of a decision from a recommendation by the Standards, Ethics and Disciplinary Committee and endorsed by the Executive.

“**Association of Referees**” means the ARLB, (Association of Referees, Leinster Branch), or Leinster Referees whose purpose is to promote interest in and provision of competent referees.

“**Auditors**” means the firm of auditors duly appointed at the AGM for the time being.

“**Business Plan**” means a detailed projection of all of the income and expenditures anticipated for the financial year.

“**Branch**” means the Leinster Branch of the IRFU.

“**Club**” means Maynooth University Barnhall RFC or MU Barnhall RFC.

“**Commercial & Marketing Committee**” means the Commercial and Marketing Standing Committee of the Club established by these Bye-Laws. Also known as the Marketing Committee.

“**Executive Committee**” means the Executive Committee of the Club established by these Bye Laws.

“**Finance Committee**” means the Finance Standing Committee of the Club established by these Bye Laws.

“**Game**” means rugby union football played in accordance with the Laws of the Game as directed by World Rugby

“**Honorary Officers**” means the President of the club, the President of Maynooth University, Senior Vice President, Junior Vice President, the immediate Past President, the Honorary Secretary and the Honorary Treasurer of the Club, for the time being.

“Honorary Secretary” means the Honorary Secretary of the Club elected at the AGM, or appointed by the Executive Committee in accordance with these Bye-Laws.

“Honorary Treasurer” means the Honorary Treasurer of the Club elected at the AGM, or appointed by the Executive Committee in accordance with these Bye-Laws.

“IRFU” means the Irish Rugby Football Union or the Union.

“IURU” means the Irish Universities Rugby Union

“Junior Rugby” means the game as played by club junior teams in competitions under the auspices of the Leinster Branch Competitions Committee

“Laws of the Game” mean the Laws of the Game as laid down by World Rugby from time to time.

“Laws of the Union” means the Laws of the Union and includes regulations made by the Union.

“Management Committee” means the Standing Committee established in accordance with Bye Law 15 of these Bye Laws, which is created following the election of Officers at the Annual General Meeting.

“Mini Rugby Section” means the Section of the club representing teams playing Mini Rugby.

“Mini Rugby” means the form of rugby played by children up to the age authorised by the Union.

“Mixed Ability Rugby” means rugby played under the special needs requirements set up by the IRFU.

“Posted Notices” means notice of any meeting “posted” on the club notice board, the club website, by email or any other electronic means, satisfies and complies with these Bye laws of normal notice to members.

“Rugby Committee” means the Rugby Standing Committee of the Club established by these Bye Laws.

“Senior Club” means a club as described in Bye Law 7.1 of the Leinster Branch Bye Laws

“Senior Section” means the section of the Club representing Adult Rugby

“Social Director” means an elected member responsible for club bar and functions.

“Standards, Ethics and Disciplinary Committee” means a committee established by the Executive to hear any case of infringement under these Bye Laws.

“Standing Committee” means such Committees established by these Bye Laws and unless and until the Executive Committee shall otherwise designate, shall be the Management Committee, the Rugby Committee, the Finance Committee, and The Marketing Committee.

“Statement of Account” means audited statement of accounts, or a statement of annual accounts prepared in the format required from time to time by the Laws of the Union and reviewed by an appropriately qualified independent third party.

“The University” means Maynooth University.

“Trustees” mean the Trustees of the Club elected at an Annual General Meeting.

“Union” means the Irish Rugby Football Union.

“University Club” means a club which is in any way affiliated to, or associated with, (whether by name or otherwise), a third level education institution.

“Women’s Section” means the Section of the Club representing Women’s rugby.

“World Rugby” means the international governing body for the sport of Rugby Union.

“Youth Rugby” means the form of rugby played by young persons between ages defined by the Union.

“Youth Section” means the Section of the Club representing Youth teams playing rugby.

(b) Unless the context otherwise requires in these Bye-Laws the masculine gender shall include the feminine gender and the singular shall include the plural and vice-versa

3. JURISDICTION

The Club accepts the jurisdiction of the Branch, the Laws of the Union and the Laws of the Game.

All matches under the jurisdiction of the Club shall be played in accordance with the Laws of the Game.

No member of the Club shall take part in any competition playing the Game, which is not under the jurisdiction of the Union or a Branch of the Union or of a Union which is a member of World Rugby.

4. ORGANISATION OF THE CLUB

Subject to the Authority of the members of the Club, the structure of the Club is:

**The Executive Committee and any Sub-Committees thereof
The Standing Committees and any Sub-Committees thereof
The Sections representing Adult Men and Women’s rugby, Youth rugby, Mini rugby, Mixed Ability Rugby and Tag Rugby**

5. AFFILIATION

5.1. MU Barnhall is affiliated to the Leinster Branch of the Irish Rugby Football Union,

5.2. The Club and members, by being affiliated, shall be bound by the Laws of the Branch as well as these Bye-Laws.

6. EXPULSION OR SUSPENSION – APPEAL TO THE EXECUTIVE

The Executive Committee shall have power to suspend, temporarily or permanently from membership of the club, any member guilty of conduct, which in the opinion of the Executive Committee is harmful to the

club or whose conduct in the opinion of the Committee makes it desirable that he or she should cease to be a member of the club. The Executive Committee may delegate its investigative functions under this rule to a Standards Ethics and Disciplinary Sub-Committee. This subcommittee shall upon request from the Executive Committee investigate any complaints against a member, and who shall upon proper investigation of any such complaint make a recommendation thereon to the Executive Committee. Any member dissatisfied with a ruling of the Executive Committee on foot or otherwise of a recommendation from the Standard Ethics and Discipline Sub-Committee has the right to appeal to the Executive Committee upon lodging notice of an appeal stating the grounds of any such appeal with the Honorary Secretary within seven days of the decision of the Committee being made known to the member by personal delivery or by registered post or by interview. On receipt of any such appeal, the Executive Committee may, in its absolute discretion, appoint an Appeals Committee to hear and determine any appeal, and make a recommendation thereon to the Executive Committee.

7. APPLICATION FOR MEMBERSHIP

Applicants may be admitted to membership of the club by ballot of the Executive Committee. Any person seeking admission as a member shall complete and sign an application in the prescribed form that must be returned to the Honorary Membership Secretary. The applicants must be proposed and seconded by two paid up voting members who shall both sign the application form and the name and address of such applicant.

8. The Honorary membership Secretary shall inform the applicant of the decision of the committee. A new member shall on election on payment of his or her membership sub scription become a member of the club and is given a membership card or written confirmation from the Honorary Membership Secretary.

9. SUBSCRIPTIONS

The annual subscription (which shall include any insurance payment required by Regulation) by a member of the club shall be fixed by the Executive Committee from time to time and shall include any subscription fee payable to the Branch. All subscriptions shall be payable not later than the 31st. October of that year. The Executive Committee may, from time to time apply a membership levy.

If the subscription of any member shall remain unpaid on the 1st day of November of any year, that member may, at the discretion of the Executive Committee, be struck off the list of affiliated members and such member shall not again be eligible for affiliation until all monies due shall have been paid.

Members whose subscription is not paid by the due date shall not be entitled to vote at any Council Meetings or at the annual general meeting of the Club or any meeting of the Committee or Sub-Committee or Section of the Club unless and until all subscriptions due by the member shall have been paid`..

10. AGM & SPECIAL MEETINGS

- 10.1. The members shall be the governing body of the Club (with power to make rules and regulations provided they shall not be inconsistent with these Bye-Laws)
- 10.2. The members shall consist of:

**The Honorary Officers;
The Trustees; and Members of the Club entitled to vote**

10.3 Subject to compliance with these Bye-Laws, the Honorary Officers, each Trustee and each member shall have one vote at all AGM and Special Meetings.

10.4 Notice of AGM and Special Meetings

Notice of the Annual General Meeting and of any Special Meeting thereof, with the agenda for the meeting, shall be sent by email or ordinary post by the Honorary Secretary at least 21 days before the date on which the meeting is to be held to the persons entitled to attend Meeting.

- (a) The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any person entitled to receive notice shall not invalidate the proceedings at the meeting.
- (b) For the purposes of this rule, the use of electronic means to serve or give notice is permitted and each of the members of the club hereby consent to the use of electronic means in the form of email to serve or give notices in relation to them and further agree to provide the Club with an email address to which notices may be served or given.

10.5 Proceedings at AGM & Special Meetings

- (a) At all AGM & Special Meetings the President or in his absence the senior Vice President shall be Chairperson. In the absence of either the President or the Senior Vice President, the members present shall elect a member to chair the meeting
- (b) Where applicable any resolution shall be decided by a simple majority of votes of those present and voting. Accepting where Bye Law 18.2. (b) applies.
- (c) In the event of an equality of votes on a resolution, the Chairperson shall have a casting vote in addition to his first vote.
- (d) In the case of a dispute, doubt or difficulty arising not provided for in these Bye Laws the decision of the Chairperson thereon shall be final and conclusive.
- (e) In the event of a Resolution being validly proposed to a Special Meeting, in accordance with 11.9 (c), or 12. below, other than by the Executive Committee, the Management Committee shall have the right to give notice of bringing a Resolution to the Special Meeting at any time up to seven days before the notified date of the said Special Meeting.

10.6 Adjournment of AGM or Special Meetings

In the event of an AGM or Special Meeting being adjourned for any reason to another day, the business to be transacted at the adjourned Meeting shall be specified at the meeting prior to the adjournment taking place and shall be entered on the minutes of the meeting and no business shall be transacted at such adjourned meeting which shall not have been so specified and entered.

At any such adjourned meeting, the business to be transacted shall be taken in the order in which it shall have been entered on the minutes of the Meeting for which the adjournment took place.

10.7 Quorum

The quorum for any General Meeting shall be 30 of the members entitled to vote.

10.8 Amendment or Interpretation of Regulations at AGM or Special Meetings.

The members may, at any AGM or Special Meeting or adjournment thereof, transact in accordance with these Bye-Laws any business relating to the affairs of the Club and in particular, (without prejudice to the generality of the foregoing) may:

- (a) Set aside or amend any regulation, adjudication, interpretation or decision of the Executive Committee;
- (b) Make any regulation it shall think fit for the management of the Club;
- (c) Make any interpretation of the Bye-Laws of the Club as it shall consider necessary; provided always that if reasonable notice shall not have been given of the business to be transacted, the Chairperson may, if requested by at least 1/3rd of those delegates present and eligible to vote, adjourn the meeting to a later date to enable the business to receive proper consideration.

10.9 Annual General Meeting of the Club

- (a) The Annual General Meeting of the Club shall, unless otherwise determined by the Executive Committee, be held in May or June each year at the club or a suitable premise or on such other date and time as the Executive Committee shall decide.
- (b) The Agenda for the Annual General Meeting shall be prepared by the Honorary Secretary in consultation with the Executive Committee; provided however the following items shall always be included on the agenda for the general meeting:
 - (i) Reading of Notice of convening the meeting;
 - (ii) Minutes of the last Annual General Meeting; and any subsequent General Meetings;
 - (iii) Approval of the Report of the Honorary Secretary;
 - (iv) Approval of the Report of the Honorary Treasurer;
 - (v) Election of Honorary Officers;
 - (vi) Election of members of the Executive Committee; (see Appendix C)
 - (vii) Election of Trustee/s to fill any vacancy that has arisen.
 - (viii) Election of Honorary Auditors
 - (ix) Consideration of any motions properly received.
 - (x) Any other business properly arising.
- (c) Any motion connected with the business of the Club may be discussed and dealt with at the Annual General Meeting at the request of any member, as defined by these Bye Laws provided that previous notice in writing of such motion signed by a member shall have been given to the Honorary Secretary at least 14 days before the date of the Annual General Meeting.
- (d) If the Honorary Secretary duly receives a request that a motion connected with the business of the Club be discussed and dealt with at the Annual General Meeting and such motion complies with sub clause 11.11 then the Honorary Secretary shall proceed as follows:-
 1. If the notice convening the particular Annual General Meeting has not been communicated, the Honorary Secretary shall include the motion concerned as a separate item on the Agenda for the Annual General Meeting to be communicated to each member entitled to attend the Annual General Meeting.
 2. If the notice convening the particular Annual General Meeting and the proposed Agenda has already been duly communicated, the Honorary Secretary shall as soon as practicable give notice of the motion and the fact of its inclusion as a separate item of the Agenda of the Annual General Meeting to those entitled to attend the Annual General Meeting.

10.10 Accounts

The Accounts of the Club shall be audited and abstracts thereof printed and if possible sent to the persons entitled to receive notice of the Annual General Meeting of the Club.

10.11 Nomination of Honorary Officers

The meeting of the Executive Committee prior to the Annual General Meeting shall nominate the names of the Honorary Secretary, Honorary Treasurer and Vice Presidents for election at the Annual General Meeting.

A proposal for the election of an Honorary Officer, of a person other than nominated by the Executive Committee, shall be considered by the Annual General Meeting, provided that such proposal has been sent in writing, proposed and seconded, to the Honorary Secretary not less than 14 days prior to the date of the Annual General Meeting; the Honorary Secretary shall notify persons entitled to attend the Annual General Meeting of such proposals and matters as soon as is reasonably practical after receipt of same.

10.12 Special Meeting of the Club

- a. An Extraordinary General Meeting may be convened at any time upon a resolution of the Executive Committee or a requisition setting out the resolution or resolutions to be proposed at it. Such requisition must be signed by whichever not less than one quarter (1/4) of the members entitled to vote at a general meeting in accordance with these rules and served on the Honorary Secretary by personal delivery or registered post. If the Honorary Secretary does not give notice of the meeting pursuant to the requisition on or before the expiry of fourteen days from the service of the requisition, any one or more of those signing the requisition on behalf of the others may give notice of the meeting. Seven days' notice of such meeting shall be given.
- b. No business shall be transacted at an Extraordinary General Meeting except that specified in the agenda.
- c. The Executive Committee shall determine the date and place of a Special Meeting. Such Special Meeting shall be held within 30 days of receipt by the Executive Committee of such duly authorised request.

11. DISCIPLINARY & APPEALS COMMITTEE PROCESS

(See Appendix C)

12 HONORARY OFFICERS

12.1 11.1 Ex-Officio Membership of Standing Committees

The President, The President of Maynooth University, Honorary Secretary and Honorary Treasurer shall be ex-officio members of all Standing Committees and Sub-Committees of the Executive Committee save for the Standards, Ethics and Disciplinary and Appeals Committees.

12.2 Honorary Secretary

The Honorary Secretary shall carry out his duties in accordance with such directions or regulations as may from time to time be made by the AGM or by the Executive Committee.

The duties of the Honorary Secretary shall be:

- (a) To convene Annual and Special meetings of the Club and of the Executive Committee as instructed and to give adequate notice of any such meeting to all persons entitled to attend.
- (b) To prepare an Annual Report of the affairs of the Club for the Annual General Meeting;
- (c) To take and be responsible for the keeping of minutes of AGM and Special Meetings and Executive Committee meetings, and circulation of such minutes to the appropriate persons within 7 days of any such meeting;
- (d) To arrange the archiving of minutes of AGM and Special Meetings, Executive Committee Meetings. also.
- (e) To act, on behalf of the Executive Committee or the Management Standing Committee, in the implementation of decisions authorised by either Committee. The authority of the Honorary Secretary in all such circumstances shall be explicit and shall include the authority to instruct persons elected, or nominated to any position within the Club, to implement a decision taken by the Executive or Management Committee.
- (f) To refer decisions of the Standards Ethics and Disciplinary Committee and where relevant any appeals from such decisions to the Appeals Committee with the relevant documentation.
- (g) To be responsible for all matters of correspondence in relation to the club with the IRFU, the Branch, the IURU and general administration.

12.3 Honorary Treasurer

The Honorary Treasurer shall carry out his duties in accordance with such directions or regulations as may from time to time be made by the AGM or by the Executive Committee.

The duties of the Honorary Treasurer shall be:

- a) To ensure that full accounts and records are kept of all income and expenditure of the Club and to report regularly to the Executive Committee;
- b) To present the accounts and balance sheet of the Club, at the Annual General Meeting;
- c) To prepare, in conjunction with the Finance Standing Committee, the Business Plan for the season and present it to a meeting of the Management Standing Committee for approval. On receipt of such approval, the Honorary Treasurer shall present the Business Plan to the Executive Committee within 49 days of the Annual General Meeting.
- d) To see that no member whose subscription is in arrears is permitted to vote at any General meeting, or any Committee of the Club.
- e) All monies received by the club shall be paid into a bank account or accounts in the name of the club at bankers appointed by the committee. The Honorary Treasurer and one of the following shall sign cheques and other instruments drawn on and directives to the bankers duly appointed by the Executive Committee; President, Honorary Secretary and Trustee.
- f) Monies raised by or on behalf of the club shall be applied to further the objects of the club and for no other purpose provided that nothing contained in this constitution shall prevent the payment in good faith of reasonable and proper remuneration to any employee of the club or the repayment of reasonable out of pocket expenses. Subject to the foregoing rules, no action involving expenditure in the name

of or on behalf of the club shall be taken, and no undertakings that shall commit the club to expenditure or other liability shall be made without the prior authority of a resolution of the Executive Committee.

g) The financial year of the club shall end on 31st. day of March in every year, to which day the accounts shall be balanced and drawn,

12.4 President and Vice-Presidents

The President shall be elected at the Annual General Meeting immediately following the consideration and adoption of the reports of the Honorary Secretary and Honorary Treasurer.

The new President shall propose the incoming Senior Vice-President at the Annual General Meeting in accordance with the recommendation of the outgoing Executive Committee. The Senior Vice-President shall nominate the Junior Vice President in accordance with the recommendation of the outgoing Executive Committee.

12.5 Failure by Honorary Officer to carry out duties

If any Honorary Officer shall fail to carry out his duties in accordance with these Bye-Laws, or if he shall be unable through absence or illness, or if he shall become, in the opinion of the Executive Committee, unfit to continue in office, the Executive Committee shall have power, by a vote of 2/3rds majority of those present, to give him leave of absence from duty, or to suspend or remove him from office, and to appoint a substitute to hold office in his place. If an Honorary Officer shall resign, the Executive Committee shall have authority to appoint a successor to hold office until the next Annual General Meeting.

12.6 Appointment of successors

Subject to the preceding paragraph, the Honorary Officers shall remain in office until the Members, at the Annual General Meeting, shall have appointed their successors.

13. EXECUTIVE COMMITTEE

13.1. The Executive Committee appointed and elected at the Annual General Meeting shall consist of the following persons:

The Honorary Officers;
A Director of Rugby;
A Director of Marketing;
Public Relations Officer;
Club Welfare Officer;
The Leinster Branch Representative;
A nominated member of Maynooth University;
Youth Co-Ordinator;
Mini Rugby Co-Ordinator;
Mixed Ability Rugby;
One representative from the Women's Section;
Social Director;
Two Ordinary members.
Immediate Past President

The Executive Committee shall meet at least seven times during the membership year.

In the event of a member of the Executive Committee failing to attend any four consecutive meetings of the committee, the committee shall have the power to declare a vacancy. If a vacancy occurs on the Executive Committee, the committee shall have power to co-opt a member to fill the Vacancy until the next Annual General Meeting. The Executive Committee shall also have power to co-opt any member to fill any casual vacancy that may arise on the Executive Committee until the next Annual General Meeting.

The attendance of four members of the Executive Committee at a meeting duly convened, in accordance with rule 12.2(a), shall constitute a quorum, provided that their number shall include at least one of the President, Honorary Secretary and Honorary Treasurer.

The Executive Committee shall do all things necessary for the proper management and control of the club in accordance with the rules thereof.

- 13.2** The President of the Club shall be entitled to preside at every meeting of the Executive Committee at which he is present. In his absence the Senior vice President will chair the meeting or if he is absent the Executive Committee shall appoint a chairperson for that meeting.
- 13.3** The Honorary Secretary shall convene a meeting of the Executive Committee on being instructed to do so by the Executive Committee or the Management Committee or on receiving a requisition to do so from not less than four persons entitled to attend Executive Committee meetings.

14. POWERS AND DUTIES OF THE EXECUTIVE COMMITTEE

14.1 Power to make Regulations and Decisions

The affairs of the Club shall be administered by and under the control of the Executive Committee in accordance with these Bye-Laws and the Executive Committee shall have power to make such regulations and decisions, not inconsistent with these Bye-Laws, as it thinks fit. All regulations and decisions of the Executive Committee shall be binding on the members of the Club.

Any such Regulation shall be binding for the remainder of the season and shall cease to have effect at the commencement of the next Annual General Meeting.

- 14.2** To appoint such sub-committees as it may consider necessary and expedient. The Executive Committee shall decide the composition, functions and duties of such sub-committees and such sub-committees shall be controlled by and answerable to the Executive Committee.

To make all honour awards and presentations as it thinks fit.

To elect as an Honorary Member or an Honorary Life-Member or an Honorary Vice President, any person who has rendered exceptional service to the club or to the game of rugby union football.

To make and/or vary by-laws and regulations as they deem necessary for the proper management and welfare of the club, provided that such by-laws and regulations shall not be inconsistent with these rules. Upon notice of same being posted in the clubhouse, all members shall be deemed

14.3 General Powers

Without prejudice to the generality of the foregoing, and subject to any direction of a General Meeting, the Executive Committee shall have the power and duty to control and apply the finances of the Club. The Executive Committee may without restriction raise or borrow money for any purpose connected with the management or well-being of the club and may secure repayment of same together with interest thereon by mortgage or charge upon the whole or any part of the assets and property of the club (present or future) and the trustees of the club, in whom the property is vested shall deal with the property in such manner as may be necessary to effect any such decision of the Executive Committee. Such direction shall be given by resolution of the Executive Committee, passed by two thirds majority of the members present at a duly convened meeting of the Executive Committee and when so passed shall in favour of a purchaser, mortgagee, chargee, lessee or grantee be binding upon all members of the club. A certificate signed by the Honorary Secretary for the time being of the club shall in favour of those persons be conclusive evidence that a direction complying in all respects with the above provisions of this rule was duly given to the trustees.

14.4 Meetings of the Executive Committee

14.4.1 At the first meeting of the Executive Committee and no later than 14 days after the Annual General Meeting, the Executive Committee shall undertake the following matters:

- a. To request the Honorary Treasurer and/or the Chairperson of the Finance Standing Committee, who may be the same person, to provide a Business Plan to the Management Committee for the forthcoming season not later than 49 days after the date of the Annual General Meeting and to provide for a meeting of the Executive Committee to consider and approve, with whatever amendments are considered appropriate, the Business Plan for the season within 49 days of the Annual General Meeting;
- b. To delegate to each Standing Committees, including the Management Committee, such of its powers as it deems necessary, subject always to the following:
 - i. The Executive Committee shall have the power to allocate additional duties for each Standing Committee including the Management Committee in addition to those set out within these Bye Laws;
 - ii. Each Standing Committee and Sub-Committee shall have power to co-opt persons, not necessarily members of the Executive Committee, subject to the approval of the Executive Committee;
 - iii. The Chairperson of each Standing Committee and Sub-Committee shall determine the procedures by which that Committee or sub-committee shall operate;
 - iv. The Chairperson of each Standing Committee shall have authority to act on behalf of his Committee in dealing with day-to-day matters within the competence of such Standing Committee or Sub-Committee;
 - v. The Honorary Secretary may convene meetings of a Standing Committee or Sub-Committee as required; however the Chairperson of each such Committee shall also be entitled to convene meetings of his Committee;

Save always that the Executive Committee shall retain the right to overturn any decision made by any Standing Committee including the Management Committee by a vote taken in which a simple majority of those present shall suffice, providing notice in writing of the proposal is received by the Honorary Secretary at least 21 days prior to such meeting and setting out the reasons for the proposal.

14.4.2 At its first or subsequent meeting, the Executive Committee shall undertake the following matters

- a). To appoint a Standards, Ethics & Disciplinary Committee which shall be a Sub-Committee of the Executive Committee and to appoint the members of that Sub-Committee, which shall report through the Honorary Secretary
- b). To appoint an Appeals Committee, which shall be a Sub-Committee of the Executive Committee, and to appoint the members of that Sub-Committee, which shall report through the Honorary Secretary

14.4.3 At the same or subsequent meetings, the Executive Committee shall have the authority to undertake the following matters:

- a) To co-opt persons to the Executive Committee.
- b) To convene Annual General and Special Meetings of the Club.
- c) From time to time to open, keep or close such Bank accounts of the Club as the Executive Committee may decide and to prescribe by resolution how the same shall be operated;
- d) To interpret the Bye-Laws of the Club;
- e) Subject to existing Branch and Club Regulations, to consider, and refer to the IRFU or an appropriate committee of the IRFU/Branch for resolution by it, any dispute or grievance which remains unresolved after exhausting all hearings and procedures provided for in the Club Bye Laws or Regulations.
- f) To deal with and adjudicate on all matters in connection with the affairs of the Club, not otherwise provided for in these Bye Laws;
- g) To receive and consider reports from the Standing Committees.

14.5 Fiduciary Responsibilities

Notwithstanding any power of the Executive Committee set out in these Bye-Laws the Executive Committee for the time being shall ensure that:

- (a)** All the assets, funds and income of the Club, howsoever arising in each financial period and from time to time, shall be applied to the administration, promotion, development, general advancement and benefit of the game of rugby in the Club; and
- (b)** In the event of the dissolution of the Club, for any cause or purpose other than a legal re-structuring occasioned by legislation, all funds and assets remaining after due settlement of all liabilities and claims shall be decided by the Executive Committee in the manner specified in paragraph (a) above and subject also to such other conditions that the Club shall determine at the time of dissolution not being inconsistent with the Bye Laws of the Club and the Laws of the IRFU.

15. STANDING COMMITTEES

15.1 Number of Standing Committees

There shall be **four** Standing Committees, including the Management Standing Committee, for the purposes of administering and developing the game in the Club. The Standing Committees shall be:

The Management Standing Committee

The Rugby Standing Committee
The Finance Standing Committee
The Commercial and Marketing Standing Committee

The duties and responsibilities of each Standing Committee shall be as described herein unless otherwise determined by a resolution of the Executive Committee.

15.2. MANAGEMENT COMMITTEE

The Management Committee, on behalf of the Executive Committee, has responsibility for monitoring the operation of the Club, ensuring it is properly managed and achieving its objectives.

These activities encompass;

- i Monitoring the strategic direction set by the Executive Committee, which guides and directs the activities of MU Barnhall RFC
- ii Monitoring and measuring the operational plans to achieve the strategic direction
- iii Ensuring the effective management of the organisation and its activities
- iv Ensuring compliance with all relevant legal and regulatory requirements and seeking guidance regarding any uncertainties
- v Receiving and reviewing the reports of the Standing Committees and reporting to the Executive Committee
- vi The Chairperson of the Management Committee shall arrange for the submission of a report of the Management Committee meetings to the Executive Committee.
- vii Appoint club members to the MU Barnhall Advisory Board
- viii Appoint a club member to the IURU Executive.

(a) Members of Management Committee

The Honorary Officers shall form the ex-officio members of the Management Committee.

(b) Co-Options and Appointments

The Management Committee shall have the power to co-opt members, subject to ratification by the Executive Committee;

The Management Committee shall co-opt the elected Chairpersons of all Standing Committees, following their confirmation by the Executive Committee, as members of the Management Committee until the next Annual General Meeting of the Council or the termination of their term of appointment under clause 14.4.3

The Management Committee shall have the right to appoint additional members to Standing Committees, subject to ratification by the Executive Committee.

(c) Chairperson

The President elected by the Annual General Meeting shall chair the first meeting of the Management Committee. Thereafter should the President not wish to chair the Committee, the Management Committee may appoint the Chairperson of the Committee. The Management Committee may, subject to ratification by the Executive Committee, co-opt a person for the purposes of chairing the Management Committee meetings.

(d) Term of Appointment to Management Committee

Appointment to the Management Committee is for the period until the completion of the following Annual General Meeting.

(e) Right to Refer Decisions of Standing Committees

The Management Committee shall have the right to refer decisions of Standing Committees to the full Executive;

(f) The Management Committee has the right and duty to receive and consider reports from the other Standing Committees.

(g) Right to extend brief of Standing Committees

The Management Committee shall have the right to extend, but not curtail, the defined brief of a Standing Committee;

(h) Duty to review Business Plan

The Management Committee shall have the duty to review the Business Plan for MU Barnhall RFC, and within 49 days of the Council Meeting, submit it for the approval of the Executive Committee.

(i) Duty to seek approval for specific Expenditure

The Management Committee shall have the duty to seek the specific approval of the Executive Committee for expenditure, which has not been included in the Annual Business Plan for MU Barnhall RFC,

(j) Right to delegate powers

The Management Committee shall have the right to delegate any power conferred on the Committee by these Bye-Laws to the appointed designated employee/s such delegation of powers shall be noted in writing in the Minutes of the Management Committee. However the Management Committee shall retain responsibility for any duty discharged by such delegation of powers.

(k) Power to define the duties of Employees

The Management Committee shall have power to appoint, remove, or suspend employees upon such terms and remuneration as it may deem necessary.

(l) To establish or select, if considered appropriate, a suitable forum for the mediation or arbitration of any dispute with any party in dispute with the Club on a matter of financial, commercial, business or employment contract. Should the Management Committee exercise this authority, it shall also be authorised to accept any decision of any such mediation or arbitration body notwithstanding anything contained herein to the contrary.

(J) The Management Committee shall appoint the MU Barnhall University Advisory Board, which will meet with Maynooth University at least three times each season. The members of the board from the club will be as follows:

The Honorary Secretary

The Honorary Treasurer

Director of Rugby

A Club Trustee

Other persons as approved by the Management Committee.

15.2.1 The MU Barnhall University Advisory Board

The chair of the Advisory Board will always be a Senior Executive of the University or his nominee.
The chair will nominate not more than five members from the University to represent the direction of the University on the Board

15.3 THE RUGBY STANDING COMMITTEE

- a)** The Rugby Committee shall have responsibility for the playing of the game in the Club at every level.
- b)** The Rugby Committee shall have the power to establish one or more Sub-Committees as considered necessary or as specified by Regulations of MU Barnhall RFC approved from time to time by the Executive Committee.
- c) Competitions**

There shall be separate Sections to provide for Senior, Junior, Women's, Youths Rugby, Mini Rugby and Mixed Ability Rugby.
- d)** The Rugby Committee shall meet at least seven times during the season and at least once between June and September each year.
- e)** The Rugby Committee shall be composed of the following persons:
 - i. The Chairperson of the Committee, The Director of Rugby, duly elected by the Executive Committee;
 - ii. A representative elected by each of the Senior, Junior, Women's, Mini and Youth Sections; also including Coaching, Referees, University, Mixed Ability and Grounds
 - iii. Appoint coaching staff and ensure all teams have assigned and qualified coaches
 - iv. Other persons appointed by the Chairperson of the Rugby Committee, subject to the approval of the Management Committee;
 - v. Other persons appointed by the Management Committee.
 - vi. Appoint a Club Referee Officer
- f)** The Rugby Committee shall not have the authority to approve expenditure unless such expenditure is specified in the Business Plan of the Club for each season, and thus approved by the Executive Committee.
- g)** Proceedings of meetings of the Rugby Committee shall be determined by the Chairperson unless otherwise specified.
- h)** The Chairperson of the Rugby Committee shall arrange for the distribution of Minutes recording the decisions of the Committee to the Honorary Secretary of the Club and the Standing Committee members, within five working days of the previous meeting of the Committee.

- i) The Rugby Standing Committee shall report to the Management Committee on a timely basis

15.4 FINANCE STANDING COMMITTEE

- a) The Finance Committee shall have responsibility for review of all aspects of finance associated with the development, administration and support of the game in the Club and for the authorisation of all contractual obligations entered into by, or on behalf of the Club and approved by the Executive Committee.
- b) The Finance Committee shall have the power to establish one or more Sub-Committees as considered necessary or as specified by Regulations of MU Barnhall, approved from time to time by the Executive Committee.
- c) The Finance Committee may establish Sub-Committees for the administration and management of the following matters: Contracts, Human Resources and Employment, Membership and Tickets.
- d) The Ticket Sub Committee shall administer all matters in regard to tickets allocated to the Club for all games played under the auspices of the IRFU.
- e) The Finance Committee shall have authority to determine Regulations in relation to any Sub-Committee established by it, from time to time.
- f) The Finance Committee shall have the authority to delegate to the Management Committee specific duties from time to time subject only to the requirement that such duties shall be recorded in writing in the Minutes of the Finance Committee's Meetings and distribution of these Minutes shall be determined by the Chairperson of the Finance Standing Committee in consultation with the Chairperson of the Management Committee.
- g) The Finance Committee shall meet at least seven times during the season and at least once between June and September each year.
- h) The Finance Committee shall appoint the Honorary International Tickets Secretary.
- i) The Finance Committee shall appoint the Honorary Membership Secretary.
- j) The Finance Committee shall appoint the Club Shop Manager.
- k) The Finance Committee shall be composed of the following persons:
 - i The Chairperson, who may be the same person as the Honorary Treasurer, of the Committee duly elected by the Executive Committee;
 - ii The Honorary Treasurer of MU Barnhall duly elected at the Annual General Meeting;
 - iii The International Tickets Secretary
 - iv Membership Secretary
 - v other persons appointed by the Chairperson of the Finance Committee, subject to the approval of the Management Committee;
 - vi. Other persons appointed by the Management Committee.

- l) The Finance Committee shall submit a Business Plan to the Management Committee each season within 49 days of the Annual General Meeting. The Business Plan shall include a detailed budget for the season.
- m) The Finance Committee shall have the authority to approve all expenditures specified in the Business Plan for each season, which plan shall be submitted for approval by the Executive Committee within 49 days of its adoption by the Finance Committee. If it is not approved at first consideration by the Executive Committee, the Finance Committee shall be obliged to revise it and resubmit the revised plan at the next available opportunity. The Business Plan approved for the previous season shall continue to apply until a new plan is approved.
- n) Proceedings of meetings of the Finance Committee shall be determined by the Chairperson unless otherwise specified within Regulations of MU Barnhall approved from time to time by the Executive Committee.
- o) The Finance Standing Committee shall report to the Management Committee on a timely basis

15.5 COMMERCIAL AND MARKETING STANDING COMMITTEE

- a) The Commercial and Marketing Committee shall have responsibility for negotiation and establishment of all commercial activities of MU Barnhall.
- b) The Commercial and Marketing Committee shall be responsible for all communications issued to media by MU Barnhall and for the provision of all media and communications facilities provided by MU Barnhall
- c) The Commercial and Marketing Committee shall not have the authority to confirm any contractual obligation for the Club which authority shall be vested in the Finance Committee and the Executive Committee.
- d) The Commercial and Marketing Committee shall have the power to establish one or more Sub-Committees as considered necessary or as specified by Regulations of the Club approved from time to time by the Executive Committee.
- e) The Commercial and Marketing Committee shall actively promote the playing and development of the game through media representation and liaison and shall form a Sub-Committee for this purpose.
- a) The Commercial and Marketing Committee shall meet at least seven times each Season including at least once between May and September each year.
- f) The Commercial and Marketing Committee shall be composed of the following persons:
 - i. The Chairperson of the Committee, the Director of Marketing, duly elected by the Executive Committee;
 - ii. Other persons appointed by the Chairperson of the Commercial and Marketing Committee, subject to the approval of the Management Committee,;
 - iii. Other persons appointed by the Management Committee.

- g) The Commercial and Marketing Committee shall have authority to determine Regulations for any Sub-Committee so established from time to time, such as Events, Sponsorships, Corporate, the Website, and Marketing of the Club Shop.
- h) The Commercial and Marketing Committee shall not have the authority to approve expenditure unless such expenditure is specified in the Business Plan of the Club for each season, and thus approved by the Executive Committee.
- i) Proceedings of meetings of the Commercial and Marketing Committee shall be determined by the Chairperson unless otherwise specified within Regulations of the Club approved from time to time by the Executive Committee.
- j) The Chairperson of the Commercial and Marketing Committee shall arrange for the distribution of Minutes recording the decisions of the Committee to the Honorary Secretary and the Standing Committee members, within seven working days of the previous meeting of the Committee.
- k) The Commercial and Marketing Standing Committee shall report to the Management Committee on a timely basis

16. PROPERTY AND TRUSTEES

- 16.1** There shall be three Trustees who shall be elected at an Annual General Meeting, and who shall hold office until death or resignation, unless they or any one or more of them shall be removed from office by a resolution passed by not less than two thirds of the members present and voting at a duly convened General Meeting of the club, and provided that not less than 21 days' notice, in writing, shall have been given to any such Trustee of any such general Meeting and the proposed resolution to remove such Trustee/Trustees.
- 16.2** The Trustees shall hold all property of the Club subject to the directions of the Executive Committee and may, with the sanction of a resolution of the Executive Committee, invest, sell, exchange, partition, let, lease, licence, lend, borrow, mortgage, charge, guarantee, develop, enter into joint ventures or otherwise deal with, dispose or apply the same or any income therefrom as that Committee may from time to time determine, provided always that a certificate signed by the Honorary Secretary of the Executive Committee at which such resolution was passed, shall be conclusive evidence of the passing of such resolution and of the terms of such resolution
- 16.3** Nothing in this Bye-Law shall preclude the Trustees from allowing any monies which shall come into the hands of the Executive Committee to be retained by it or held under its control either in hands or in a Bank and to be applied by it for the purposes of the Club
- 16.4** No Trustee or member of the Executive Committee shall be liable for any loss or diminution in value of the property of the Club unless such person dishonestly or with gross negligence, participated in a wrongful act, which caused or substantially contributed to such loss or diminution.
- 16.5** In the case of a vacancy in the office of Trustee, the Executive Committee may by resolution appoint a new Trustee to fill the vacancy until the next Annual General Meeting. The surviving or continuing Trustee or Trustees shall have power to act notwithstanding any vacancy in the number of Trustees.
- 16.6** The meeting of the Executive Committee prior to the Annual General Meeting shall nominate the names of Trustees for election at the Annual General Meeting of the Council to fill any vacancies that may have arisen since the previous Annual General Meeting.

A proposal for the election of a Trustee, of a person other than nominated by the Executive Committee, shall be considered by the Annual General Meeting, provided that such proposal has been sent in writing, proposed by at least four Ordinary members, to the Honorary Secretary not less than 14 days prior to the date of the Annual General Meeting ; the Honorary Secretary shall notify persons entitled to attend the Annual General Meeting of such proposals and matters as soon as is reasonably practical after receipt of same.

16.7 The Trustees shall meet annually with the Club Officers.

17. INDEMNITY

17.1 The club shall indemnify and hold harmless a trustee or trustees in respect of any damages, costs, claims, expenses or loss incurred by him or her in or about the execution of his trust or powers, except such losses as arise from his or her or their wilful default, and they shall be entitled to an indemnity out of the assets of the club for all expenses and other liabilities incurred by them in the discharge of their respective duties. In this Bye-Law the expression "official of the Club" shall include an ordinary member, a member of the Executive Committee, a member of a Standing Committee, a sub-committee, a Section, the Disciplinary and Appeals Committees, a Trustee and any person holding office in or employed by the Executive Committee of the Club and who the Executive Committee shall decide is an official of the Club.

Every official of the Club for the time being and his executors, administrators and personal representatives shall be entitled to be indemnified out of the assets of the Club from and against all actions, proceedings, claims, demands, costs, losses, damages and expenses which he shall or may incur or sustain by reason or on account of any act or omission by him on behalf of the Club or by reason or on account of any liability incurred by him in his capacity as such official, provided always that such liability was not incurred through his own fraud or negligence and that his actions or omissions were undertaken for the benefit of the Club

All personal belongings of members, guests of members, visitors and others brought to or kept at or left in the premises of the club (either in the clubhouse or in the club grounds) shall be at the sole risk of the owner thereof and neither the club nor any officer, member or agent thereof shall be responsible for any loss or damage thereto howsoever arising, save to the extent that such liability is covered by a valid and effective insurance policy.

Neither the club nor any officer, member, employee or agent thereof shall be liable to any member or guest of a member or the personal representative of a member or guest of a member or visitor or other person for any loss or damage to property occurring from whatever cause in or about the club premises or any injuries sustained by any such person whilst on or entering or leaving the club premises from any cause whatsoever, save to the extent that such a liability is covered by a valid and effective insurance policy.

If any property of the club shall be damaged or removed by a member or a guest of that member, that member shall be liable to pay in full the costs involved and shall also be liable for any loss or damage caused by their guest.

18. SERVING OF NOTICE AND VOTING

18.1 Notice

Notification for the purposes of these Bye-Laws to any member of the Club shall be deemed to be well served:

- a) on the day after the posting of such notification if the same shall have been sent by prepaid ordinary post; or,
- b) immediately after the sending of an Email addressed to the person appearing by the records of the Club his postal or email address appearing in such records;

- c) notice to members may be conveyed in electronic form or by notice placed on the Club electronic website and on a generally accessible electronic Club Notice Board.

18.2

At all General Meetings and Executive Meetings of the Club:

- a. any vote required shall be decided by a show of hands unless at least ten members in the case of a General Meeting and five members in the case of a Executive Committee Meeting, request a secret ballot, which shall thereupon be taken; in the case of a vote undertaken by secret ballot, three tellers selected from the Honorary Officers shall oversee the counting of ballots, which shall take place on numbered ballot sheets, drawn at random by those eligible to vote; any challenge as to eligibility to vote, either by show of hands or by secret ballot, shall be made only before any vote is cast and a decision in relation to any such challenge shall be determined by the tellers selected to oversee the vote in question.
- b. Other than a vote to alter a Bye Law taken at a General Meeting, votes shall be decided by a simple majority, subject only to a presence of a quorum for the meeting in question. A vote taken on a Resolution to amend any Bye Law or a Vote called to determine whether a Resolution submitted without due notice shall be placed before a Meeting of Council shall require a majority of 2/3rd of the members present and voting to approve the Resolution.
- c. in the event of a tie in any Meeting covered by these Bye Laws, the Chairperson of the Meeting shall have a casting vote.

18.3 Proxies

Proxy votes are not permitted.

19. AMENDMENT OF BYE-LAWS

- 19.1. **Notice** of any proposed amendment or alteration to these Bye-Laws shall be received by the Honorary Secretary at least 14 days before a General Meeting at which such amendment or alteration is intended to be duly proposed and signed by delegates of at least two members entitled to attend such Meeting. In the case of any amendment or alteration to a Resolution proposed by the Executive Committee, publication of such Resolution or Amendment shall be made not less than seven days before the date of the Club Meeting.
- 19.2. The Honorary Secretary shall publish notice of all proposed amendments or alterations at least seven days before a General meeting.
- 19.3. No amendment or alteration shall be considered by a General Meeting unless the foregoing provisions as to notice shall have been complied with or unless a majority of two-thirds of the representatives present and voting shall resolve to consider such proposed amendment or alteration notwithstanding the omission.
- 19.4. To comply with the said provisions, no proposed amendment or alteration shall be considered unless it is either:
 - a) proposed by a member of the Executive Committee and seconded by another member pursuant to a resolution of the Executive Committee; or
 - b) Proposed by a member and seconded by another member of the Club, pursuant in each case to a request of the Committee or controlling authority of the committee concerned.

20 OPERATIVE DATE

20.1 These Bye Laws as amended shall take effect from the conclusion of the meeting at which they were adopted and shall supersede all previous Bye Laws.

21 INTOXICATING LIQUOR

The provisions of the Licencing Intoxicating Liquor, and Registration of Clubs Acts in force at the date of the adoption of these rules, and any subsequent admendments or replacements of such Acts, relating to the sale or supply of intoxicating liquor or the registration of clubs, shall be deemed to form part of these Rules.

APPENDIX A

THE MEMBERS OF THE CLUB ENTITLED TO VOTE

**THE CLUB EXECUTIVE
PRESIDENT, OFFICERS AND ELECTED MEMBERS**

**MANAGEMENT STANDING COMMITTEE
CHAIRMAN – ELECTED BY MANAGEMENT COMMITTEE + OFFICERS + STANDING COMMITTEE
CHAIRMAN + PRO + Immediate Past President + Branch Representative**

Strategic Planning and Direction, Property and Land, Development and Operations, Maynooth University and Appointments.

DIRECTOR OF RUGBY	HONORARY TREASURER	DIRECTOR OF MARKETING	HONORARY SECRETARY
<i>RUGBY STANDING COMMITTEE</i>	<i>FINANCE STANDING COMMITTEE</i>	<i>COMMERCIAL & MARKETING STANDING COMMITTEE</i>	<i>SECRETARIAL SERVICES</i>
SENIOR RUGBY ADULT JUNIOR RUGBY UNIVERSIRY RUGBY UNDER 20 RUGBY WOMENS RUGBY YOUTH RUGBY MINI RUGBY MIXED ABILITY RUGBY COACHING REFEREES GROUNDS + ADDITIONAL SUB COMMITTEES	ANNUAL ACCOUNTS MONTHLY ACCOUNTS MEMBERSHIP SECRETARY TICKETS SECRETARY SOCIAL DIRECTOR HOUSE OPERATIONS RENTAL ACTIVITY BAR & FUNCTIONS MAYNOOTH UNIVERSITY IRFU REPORTING + ADDITIONAL SUB COMMITTEES	MARKETING SPONSORSHIP FUNDING COMMITTEE EVENTS SHOP CORPORATE PRO SOCIAL MEDIA IT & WEBSITE CLUB EZINE + ADDITIONAL SUB COMMITTEES	SECRETARIAL ADMINISTRATION CORRESPONDENCE ARCHIVES BRANCH IRFU IURU DISCIPLINE COMMITTEE APPEALS COMMITTEE CLUB WELFARE OFFICER MAYNOOTH UNIVERSITY UNIVERSITY ADVISORY BOARD + ADDITIONAL SUB COMMITTEES

Executive Committee will meet at least seven times each year

Management Standing Committee will meet at least seven times or as often as necessary during the season

All other Standing Committees will meet at least seven times during the Rugby Season

Sub Committees will meet as often as necessary

Club Officers are ex officio members of all committees and sub committees.

**APPENDIX B
ELECTED POSITIONS AT THE ANNUAL GENERAL MEETING & OTHER NOMINATED POSITIONS**

POSITION		REQUIRE PROPOSER	REQUIRE SECONDER	CAN BE PROPOSED BY ORDINARY MEMBERS – Bye Law 11.12
President	Nominated by out going Executive	Out going President	Yes	No
Hon. President	Nominated by University	N/A	N/A	No
Senior V.P.>	Nominated by out-going Executive	President	Yes	No
Junior V.P.	Nominated by out-going Executive	Senior V.P.	Yes	Yes
Hon. Secretary	Nominated by out-going Executive	Yes	Yes	Yes
Hon. Treasurer	Nominated by out-going Executive	Yes	Yes	Yes
Director of Rugby	Nominated by out-going Executive	Yes	Yes	Yes
Director of Marketing	Nominated by out-going Executive	Yes	Yes	Yes
P.R.O.	Nominated by out-going Executive	Yes	Yes	Yes
Leinster Branch Representative	Nominated by out-going Executive	Yes	Yes	Yes
Maynooth University Rep	Nominated by University	N/A	N/A	No
Youth Co-Ordinator	No	Yes	Yes	Yes
Mini Rugby Co-Ordinator	No	Yes	Yes	Yes
Club/Child Welfare Officer	No	Yes	Yes	Yes
Social Director	No	Yes	Yes	Yes
Womens Rugby Representative	No	Yes	Yes	Yes
2 x Ordinary Members	No	Yes	Yes	Yes
Immediate Past President	N/A	N/A	N/A	No
Mixed ability Rugby	No	Yes	Yes	Yes
Trustee/s	If position is vacant	Yes	Yes	Yes

APPOINTED CLUB OFFICERS

POSITION	All Appointments to be approved by Executive Committee
International Tickets Secretary	Appointed by Honorary Treasurer
Membership Secretary	Appointed by Honorary Treasurer
Fixtures Secretary	Appointed by Director of Rugby
Club Referees Affairs Officer	Appointed by Director of Rugby
Club Captain	Appointed by Director of Rugby
Under 20's Manager	Appointed by Director of Rugby
Social Media/IT/Web	Appointed by Director of Marketing & PRO
Chairman of Standards, Ethics & Disciplinary Committee	Appointed by Hon. Secretary/Management/Executive
Chairman of Appeals Committee	Appointed by Hon. Secretary/Management/Executive
Health & Safety Officer	Appointed by Hon. Secretary/Management/Executive
Covid 19 Officer	Appointed by Hon. Secretary/Management/Executive

APPENDIX C

STANDARDS, ETHICS AND DISCIPLINARY PROCESS

The Standards, Ethics and Disciplinary Committee was set up and enshrined in the club constitution, and is responsible for the enforcement of the code of ethics and standards, of conduct and rules and regulations of the club in order to maintain the integrity of the membership.

The Standards, Ethics and Disciplinary Committee hear and decide disciplinary matters related to alleged violations of the code and standards of the club.

In the first instance, and where necessary, a Disciplinary Committee is established by the Honorary Secretary or Club Executive. The Disciplinary Committee should include an Officer of the club, a senior member of the club and another established member of the club.

Where a matter involves a Youth or Mini player, the parent/guardian and the club Child Welfare Officer shall be involved in the process.

Where an adult member is involved, he /she may be accompanied by another person.

Where any legal representation is involved, proper notice must be given to the club for consideration.

The Disciplinary Committee will review all available information to ensure appropriate and fair procedures are adhered to in all cases.

All hearings must be properly recorded and remain confidential at all times. The Chairman of the Committee will issue a report to the Honorary Secretary with recommendations of sanctions or otherwise.

The Disciplinary will be guided with the IRFU Regulations, which are published on the IRFU website, or may decide on an alternative recommendation.

Where a sanction or other recommendation handed down to a member is appealed, an Appeals Committee is set up to consider the matter.

The Appeals Committee must not involve any member of the Disciplinary Committee, or indeed any member of the Executive Committee.

The Appeals Committee shall have no more than three members, and should be upstanding and well established members of the club.