

CODE OF BY-LAWS
OF
THE AKRON RUGBY FOOTBALL CLUB
(AS REVISED 2-9-02)

ARTICLE I
DEFINITIONS

- (A) "MEMBER" shall refer to an interested person who shall apply for membership and pay the assessed dues as either a playing, administrative or social member.
- (B) "CLUB" shall refer to the AKRON RUGBY FOOTBALL CLUB.
- (C) "SELECTION COMMITTEE" shall refer to the members responsible for selecting players for scheduled club matches.
- (D) " MATCHES" "GAMES" shall refer to the game of Rugby Football.

ARTICLE II
IDENTIFICATION AND PURPOSE

SECTION 2.01 NAME

The name of the club is THE AKRON RUGBY FOOTBALL CLUB and shall be referred to as "The Club" in these By-Laws.

SECTION 2.02 STRUCTURE

The Club shall be comprised of regular dues paying members, an auxiliary social membership and shall be governed by a BOARD OF DIRECTORS acting in conjunction with the Executive Committee, Standing Committees, and other appointed committees.

SECTION 2.03 PURPOSES

The purpose of this organization shall be to promote the growth, playing and enjoyment of amateur sports, particularly the game of RUGBY FOOTBALL, and in so doing provide the members of the organization with fraternal, recreational, and physical fitness benefits.

In furtherance of that basic objective, it shall be the purpose of the Club to schedule matches with similar organizations to join and be active in the United States of America Rugby Football Union and it's sub-divisions, to participate in tournaments sponsored by the United States of America Rugby Football Union, to educate and focus the community's attention on the game of Rugby Football, to encourage broader participation by the community in Rugby Football by inviting Foreign Rugby Clubs to visit Akron and demonstrate the game to the public, and to stage events that bring together persons interested in learning Rugby Football and exercise in general.

Provided, however, that no part of the net earnings shall inure to the benefit of any private member or individual, and provide, further that no substantial part of its activities shall involve the carrying on of propaganda or otherwise attempting to influence legislation.

Provided further that membership be open to any interested person specifically prohibiting any discrimination based on Race, Religion or National Origin.

ARTICLE III MEMBERSHIP

SECTION 3.01 PLAYING MEMBERSHIP

A regular membership in the club be extended to any interested in the objectives and purposes of the Club who makes application, pays the assessed regular members dues fee, attends practice on a regular basis and plays in scheduled Club matches on a regular basis. A regular member will be entitled to play in matches and participate in Club functions.

(Amended by 2/3 vote at annual meeting January 1987)

3.01(A) All dues must be paid in full by the first game or a player cannot be selected. A payment plan may be worked out with the Treasurer if necessary.

3.01(B) All full-time college students will pay the rookie dues rate instead of the regular dues rate.

SECTION 3.02 SOCIAL MEMBERSHIP

A social member shall be any interested person who wishes to participate in Club sponsored functions, who makes application and pays the assessed social members dues fee.

SECTION 3.03 ADMINISTRATIVE MEMBERSHIP

An administrative member shall be anyone who is a member of an administrative board, office or committee who makes application and serves in an official capacity.

SECTION 3.04 MEMBERSHIP ROLES

The Secretary of this corporation shall keep a membership book listing all current members , addresses and date of admission of each and all members.

SECTION 3.05 TRANSFER OF MEMBERSHIP

Membership in the Club is not transferable or assignable.

SECTION 3.06 VOTING

Each member shall be entitled to one vote on any matter submitted to a vote of the members, except administrative or social members who may not vote for selections.

SECTION 3.07 MEETING

The annual meeting of the members will be held in each year on time selected by the President during January at a place designated by the Executive Committee for the purpose of electing directors, officers, and transacting other business as may properly come before the meeting. The President shall preside over the annual meeting.

ARTICLE IV
BOARD OF DIRECTORS

SECTION 4.01 GENERAL POWER AND AUTHORITY

The business and affairs of the Corporation shall be managed by a Board of Directors. The Board shall be primarily responsible for formulating the policies and direction of the Club. They shall incorporate those policies into resolutions which shall be passed by a majority of the Board's members. Any resolution which alters the make-up of the Board fundamentally changes a provision of the By-Laws shall be submitted to the entire membership for a vote.

(Amended by 2/3 vote at Annual meeting February 6, 1986.)

4.01(A) The Board of Directors will have the power to administer any major spending of the clubs funds it sees fit. Any amount up to the yearly interest earned from the Clubs funds can be spent with approval from the Board of Directors. If a major spending, such as buying a field should become necessary this shall be placed before the entire membership for a vote to cut into the principal. The executive committee will administer the day to day expenses of the club. The Board of directors has the right to manage money upon request from the executive committee or upon their own initiative.

SECTION 4.02 NUMBER AND TENURE

The number of directors shall be five (5) one which shall be the President. The Board of Directors will serve for one (1) year terms which begin in January and conclude in January of the following year.

(Amended by 2/3 vote at annual meeting February 6, 1986)

The top two vote receivers will serve two (2) year terms. The third and fourth top vote receivers will serve a one (1) year term. The terms begin in January and conclude in January of the following year. At least two (2) members of the directors shall come from non-playing members of the club.

SECTION 4.03 PROCEDURE FOR SELECTION

The members of the Board of Directors shall be nominated and elected by a majority of the members present at the regularly scheduled meeting of the Club membership.

SECTION 4.04 VACANCIES

Any vacancy occurring in the Board of Directors shall be filled by appointment by the President. The remaining members of the Board shall then ratify the appointment by a majority vote, if no ratification is possible, then a special election will be held to fill-out the expired term.

SECTION 4.05 REMOVAL

Any Board member may be removed from Office whenever in its judgment the best interest of the Club will be served by so doing. A three-fifths majority of the Board is necessary to remove an incumbent member.

SECTION 4.06 MEETING

(A) Required Meetings

The Board of Directors shall regularly meet twice a year. The first meeting will be held in February and the second meeting will be held in July. The time and place will be determined by the President.

(B) Additional Meetings

Additional meetings may be called by the President, or by two or more Board members.

(C) Quorum

1.) At regular meetings. The members present shall constitute a quorum at the regular scheduled meetings.

2.) Additional meetings. A majority of the directors shall constitute a quorum at any meeting called by the President or two or more Board members.

ARTICLE V OFFICERS

SECTION 5.01 OFFICERS, DUTIES AND TENURES

The principal officers shall be the President, Vice-President, Recording Secretary, Match Secretary, Treasurer, and General Counsel.

(A) President: The President shall be responsible for the active Executive management of the operations of the Club, subject to the policy decisions of the entire Board of Directors. He shall in general perform all duties inherent to the office of the President and which the Board of Directors could perform or ratify. He shall have the power to make contracts on behalf of the Club, endorse checks and conduct necessary business with third parties. He shall preside over meetings of the Board of Directors and Executive Committee. He shall fill vacancies on the Board of Directors or the slate of Officers. He shall schedule the Executive Committee meetings and special meetings of the Board of Directors. He shall require reports of the Committees as he sees fit. His vote shall break any ties on the Executive Committee.

(B) Vice-President: The Vice-President shall aid the President in the performance of his duties. He shall perform all duties of the President in the absence of that officer. In the event that the President is unable to serve, the Vice-President shall succeed to the position of the President for the remainder of the elected term

(C) Recording Secretary: The Recording Secretary shall keep all official documents and correspondence and issue minutes of all Board and Executive Committee Meetings. He will maintain the Club records in good order. He will be responsible for maintaining correspondence with all Rugby organizations.

(D) Match Secretary: The Match Secretary shall schedule all matches with other Rugby organizations. In addition, he shall be responsible for correspondence and scheduling connected with tournaments and tours. He shall provide maps for away games as well as maps for the visiting teams.

(E) Treasurer: The Treasurer shall have charge and custody of , and be responsible for all assets and funds and shall deposit or disburse all such funds in the name of the Club. He shall keep records of all funds received and disbursed. He shall prepare a written financial report to be submitted by the Annual Members Meeting, and in general perform all the duties incident to the office of Treasurer.

F) General Counsel: The General Counsel shall be the legal advisor to the Board of Directors and Executive Committee. He shall advise the Board and/or Committee's with regard to contracts with third persons, and be authorized to sign contracts on behalf of the club. The General Counsel will be appointed by the President.

G) Women's President: The Women's Club President shall have a voting seat on the executive board. The Women's Club President shall be elected by a majority of the female members of the Club.

(amended by 2/3 vote at the annual meeting February 9, 2002)

ARTICLE VII STANDING COMMITTEES

SECTION 6.01 NUMBER, FUNCTION AND OPERATION

The Standing Committees shall be as follows; Executive, Social/Grounds/Maintenance, Selection, Coaching/Training, Discipline, Recruiting/Promotion.

(A) Executive Committee: The Executive Committee shall be made up of Officers and shall be responsible for implementing the policies and resolutions adopted by the Board of Directors and by their own motions. The Committee shall meet once a month at a place selected by the President. Additional meetings may be called by the President.

(B) Social/ Grounds and Maintenance Committee: The Committee shall be charged with the task of maintaining the Club's functions, insuring that the field is ready for Club matches, seeing that Club property is in adequate repair, providing for post game and/or other social functions. The Chairman shall be appointed by the President and confirmed by the Executive Committee.

(C) Selection Committee: The Committee shall be charged with the task of selecting the members which will play in scheduled Club matches. Selections shall be posted by Thursday evening before a Saturday match. Members of this committee shall be elected by the regular membership.

(D) Coaching and Training Committee: The Committee shall be responsible for appointing a Coach, developing the procedures to be implemented at training sessions and seeing to it that organization is provided during training sessions.

(Amended by 2/3 vote at annual meeting January 1987)

6.01(D)(i) Both practices Tuesday and Thursday are mandatory unless coach previously notified prior to practice. If a practice is missed without an excuse the player cannot be considered for the A side and if 30 players are available cannot be considered for the B side.

Interpretation: Coaches are trying to prevent players from just "blowing off" practice for no reason and missing practice. There will be reasonable excuses such as having to take a class only offered once a year only on a Tuesday night.

(Amended by 2/3 vote at the annual meeting March 7, 1998)

6.01(D)(ii) A coach shall be elected by the membership and shall serve as the chairman of the Committee. The coach shall be responsible for appointment of Assistant coaches and trainers. The coach shall be responsible to run practices and maintain an attendance sheet for the selection committee.

(E) Discipline Committee: The Committee shall be responsible for maintaining Club discipline. The Committee shall impose sanctions as it sees fit. The Chairman will be appointed by the President and confirmed by the Executive Committee.

(F) Recruiting and Promotion: The Committee shall be responsible for insuring media coverage, promotion of the Akron Rugby Club and the recruitment of new members.

(Amended by 2/3 vote at the annual meeting March 7, 1998)

6.01(F)(i) The Recruiting and Promotion chair shall be elected to a 1 year term at the Annual General Meeting.

(Amended by 2/3 vote at the annual meeting March 7, 1998)
(establish new field committee)

(G) NEW FIELD COMMITTEE: The committee shall be responsible for the completion and establishing zoning for the new field in Copley Township. The committee shall consist of six (6) members. They shall be the President, Vice President, General counsel, and two appointed members, said appointed members shall be appointed by the chairman of the committee. The chairman is to be elected to a one (1) year term at the Annual General Meeting. The chairman is elected and holds the field checkbook to be monitored by the Treasurer and cosigner.

SECTION 6.02 ADDITIONAL COMMITTEES

Additional Committees and the respective chairman with approval of the Executives may be appointed by the President for such term as he sees fit and confirmed by the Executive Committee.

ARTICLE VII CORPORATE ACTS CONTRACTS, CHECKS, AND DRAFTS, DEPOSITS

SECTION 7.01 CONTRACTS

The Executive Committee may authorize any Officer, agent or member to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Club and such authority may be general or confined in specific cases.

SECTION 7.02 CHECKS AND DRAFTS

Checks and drafts or other negotiable instruments shall be signed by such Officers and in such manner as shall be determined by resolution of the Executive Committee.

SECTION 7.03 DEPOSITS

All funds of the Club shall be deposited to the credit of the corporation in a bank or lending institution as the Executive Committee may select.

ARTICLE VIII MEMBER DUES

SECTION 8.01 ASSESSMENT

Seasonal dues shall be assessed for every member by the Executive Committee and shall be due and payable before the first match of the season.

SECTION 8.02 COLLECTION

Dues shall be collected by the Treasurer.

SECTION 8.03 SANCTIONS

Failure to pay the required dues on time shall result in a forfeit of the members privileges and suspension from Club activities.

ARTICLE IX
BOOKS AND RECORDS

SECTION 9.01 OBLIGATION TO KEEP

The Corporation shall keep correct and complete books and records of accounts and also shall keep minutes of the proceedings of its Board of Directors meetings and Executive Committee meetings.

SECTION 9.02 RIGHT TO INSPECT

All books and records of the Club may be inspected by any member for any proper purpose upon reasonable notice.

ARTICLE X
FISCAL YEAR

SECTION 10.01 DURATION

The fiscal year shall begin January 1 and shall continue till December 31.

ARTICLE XI
PARLIAMENTARY PROCEDURE

On any question or dispute of procedure, Robert's Rules of Order shall apply.

ARTICLE XII
AMENDMENTS

These By-Laws may be altered, amended or repealed and new By-Laws adopted by a two-thirds vote of the membership at any special meeting called for such a purpose or by two-thirds vote of the members present at a regular meeting.

Thirty (30) days notice is required of any meeting where any amendments to the By-Laws is intended to be put to a vote.