



KENT HAVOC RUGBY FOOTBALL CLUB

CLUB CONSTITUTION

1. NAME

- 1.1 The name of the Club shall be the **Kent Havoc Rugby Football Club** (the “Club”).
- 1.2 The club is incorporated in the Province of Ontario as a corporation without share capital, also referred to as a not-for-profit.
 - 1.2.1 The corporation number of the club is 1687144 .

2. OBJECTIVES

- 2.1 The objectives of the Club are:
 - 2.1.1 To promote a more active, healthy, engaged and vibrant community in Chatham-Kent through the introduction and development of the game of rugby as a form of sport, recreation and leisure.
 - 2.1.2 To provide affordable opportunities for citizens of Chatham-Kent to reach their full potential as rugby: players, coaches, officials and administrators.
 - 2.1.3 To provide opportunities and training for self development, leadership and sportsmanship in the field of rugby.
 - 2.1.4 To identify and act on collaborative opportunities that will promote and strengthen the development of the members and the community.
 - 2.1.5 To promote and encourage the playing of rugby union football in Chatham-Kent and Southwestern Ontario.

3. COLOURS

- 3.1 The colours of the Club shall be red, maize and navy blue in combinations adopted by the Membership.
 - 3.1.1 Red – relates to the Canadian maple leaf and the primary colour adopted by Chatham, known as the Maple City
 - 3.1.2 Maize – is for the golden yellow of produce created by the agricultural industry in Chatham-Kent
 - 3.1.3 Navy – signifies the connection to the three main bodies of water in Chatham-Kent: Thames River, Mitchells Bay (of Lake St. Clair) and Lake Erie

4. MEMBERSHIP

- 4.1 Membership of the Club shall fall into four classes: Full Member (player), Volunteer/ Social, Honorary, and Junior (Under 18). Honorary Members are not entitled to vote and do not require to be registered with Rugby Canada. Junior Members are not entitled to vote.
- 4.2 Any person who has paid the requisite annual membership fees (as determined from time to time) to the Club in a timely fashion and otherwise conforms to the requirements of these By-laws shall be a Member in good standing.

- 4.3 By paying dues and becoming a member, all persons agree to abide by the provisions of this Club Constitution. Individual Membership may be withdrawn by the Club either temporarily or permanently, and without refund of Club Dues, by a hearing of the Club Disciplinary Committee. Such withdrawal of Club Membership shall be notified to the individual in writing, with reasons provided therein.
- 4.4 A Playing Member is required to play for the Club only, unless permission is granted to the Member by the President, or in the absence of the President, the Secretary/ Registrar to play for another club, subject to the laws of the Ontario Rugby Union.
- 4.5 The Club Executive, Coaching Staff and Board of Governors are required to become members of the Club and are not exempt from paying club dues.

5. MEETINGS OF THE MEMBERS

- 5.1 General Meetings shall be chaired by the Club President, or by the Club Secretary in the President's absence.
- 5.2 The Annual General Meeting (AGM) should be held after the conclusion of the playing season in one year and prior to the commencement of the playing season of the next year. Members shall be duly notified not less than two weeks in advance of such a meeting. The Executive Committee may call a Special General Meeting (SGM) at any time provided Members shall be duly notified not less than two weeks in advance of such a meeting.
- 5.3 As a minimum, the AGM shall address:
 - 5.3.1 Updates from the Executive on the major events and initiatives of the previous season.
 - 5.3.2 Ratification of Club Financial Position.
 - 5.3.3 Vote on Club Membership Dues for the upcoming season.
 - 5.3.4 Voting for the Club Executive for the upcoming season.
 - 5.3.5 Any other business as raised by the general Club membership. Such items shall to be forwarded to the Secretary in writing at least seven days in advance of the meeting.
- 5.4 A SGM shall be called within 21 days of the receipt by the Executive Committee of a written request for such a meeting signed by not less than twenty-five percent (25%) of the Members.
- 5.5 A SGM should be held prior to the playing season to finalize the season's budget, ratify Club Dues for the upcoming season, and manage any other business for the upcoming season requiring membership input.
- 5.6 A quorum at all General Meetings shall be constituted by the physical presence of not less than one half of the Members eligible to vote.

6. VOTING

- 6.1 Only Members in good standing (registered with Rugby Canada and have paid Club dues) are eligible to vote.
- 6.2 Members shall be present at meetings to vote. Voting by proxy is not allowed.
- 6.3 Voting of the Club Executive shall be carried out by secret ballot, the person with the most votes attaining the position. In the event of a tie, members will be asked to vote again for only those candidates who are tied. In the event of a further tie, the Club President and tied candidates will meet in private to agree a suitable tie-break process – this would normally be a single coin toss.
- 6.4 Voting for all other matters on the Agenda shall be carried out by a show of hands or by secret ballot if requested by at least one-third of the members present at the meeting.
- 6.5 A resolution other than amendment to the Constitution shall be carried by a simple majority vote and the Chair of the meeting may be entitled to the deciding vote in the event of a tie. The Chair of the meeting shall only be eligible to vote in the case of a tie.
- 6.6 A resolution amending the Constitution shall require a two-thirds majority of the voting members present at the meeting.

7. BOARD OF GOVERNERS AND CLUB EXECUTIVE

- 7.1 Definitions:
 - 7.1.1 Members serving on the Board of Governors (BoG) shall be known as Governors.
 - 7.1.2 Members elected to the Club Executive shall be known as Club Directors.
 - 7.1.3 All other members of the club shall be known as Members.
- 7.2 The BoG and Club Executive shall operate and conduct themselves in a manner that meets or exceeds the requirements of a not-for-profit corporation in the Province of Ontario, and the applicable governing Rugby Union(s).
- 7.3 Members may volunteer themselves for election to a position on the Club Executive prior to the AGM. Members may also volunteer, or be nominated by another Member, for a position on the Club Executive at the AGM. All nominations are to be communicated to The Club Secretary.
- 7.4 Members are required to be present at the AGM in order to be eligible for candidacy in the Club Executive. The only exception shall be extenuating circumstances outside the Member's control which shall be communicated to the Secretary in advance of the meeting.
- 7.5 Board of Governors. The BoG is the senior body within the Club responsible for the oversight and strategic direction of the Club.

- 7.5.1 Membership of the BoG consists of a minimum of 3 (maximum 5) senior Club members:
 - 7.5.1.1 The current year Club President attends BoG meetings in an advisory capacity.
 - 7.5.2 Governors could also hold a position on the Club Executive, although all practical measures should be taken to avoid this situation so that a conflict of interest does not develop
 - 7.5.3 There is no restriction on the term of office for Governors.
 - 7.5.4 Any vacancy on the BoG shall be filled by the remaining existing BoG members selecting an appropriate individual and ratified by the Club Executive with a two-thirds majority vote.
 - 7.5.5 The BoG shall control the Club Infrastructure Account.
 - 7.5.6 The BoG shall produce and maintain a 5-year strategic plan that is updated every year and presented to the membership at the AGM.
 - 7.5.7 BoG members may attend Club Executive Meetings in an advisory capacity
 - 7.5.8 BoG members are not eligible to vote at Club Executive meetings.
- 7.6 Club Executive. The Club Executive is responsible for the operational management of the Club through the year. The Club Executive shall have full powers of administering the Club subject to this Constitution, carrying out resolutions passed at general meetings, appointing Members or Committees of Members to carry out resolutions passed by the committees as are necessary for the operation of the Club.
- 7.6.1 The Club Executive term of office is one Calendar year (1 January to 31 December).
 - 7.6.2 Club Executive meetings shall be chaired by the President, or the Secretary in the President's absence.
 - 7.6.3 A quorum at a Club Executive meeting shall consist of at least half of the Executive.
 - 7.6.4 Club Executive decisions shall be achieved by a simple majority vote of those present at the meeting.
 - 7.6.5 Each Club Director save and except the Chair present at a meeting of the Club Executive shall have one (1) vote. The Chair (normally the Club President) shall have one deciding vote.
 - 7.6.6 The Secretary may also poll the Club Executive for decisions outside of meeting by e-mail or phone to achieve a decision. Such out-of-meeting decisions shall be discussed and recorded at the next meeting.
 - 7.6.7 In the event of a persistent deadlock situation in decision making in the Club Executive, the President may escalate the matter to the BoG for resolution.
 - 7.6.8 The BoG may over-rule any Club Executive decision found to be in contradiction of this Constitution, or the Strategic interests of the Club, by a unanimous vote of the BoG. If the BoG exercises this right, then a full explanation for the decision must be provided at the next Club Executive meeting.
- 7.7 Election and Conduct - Club Executive
- 7.7.1 Club Directors may only be elected at a General Meeting of the Club.
 - 7.7.2 Vacancies on the Club Executive that occur between AGMs shall be filled by majority vote of the Club Executive, and ratified by the BoG. Any Member elected to fill a

vacancy shall serve until the next AGM.

- 7.7.3 Club Directors shall remain in office until their successors have been elected.
- 7.7.4 Club Directors shall provide advance notice to the President or Secretary when an absence from a scheduled meeting is anticipated
- 7.7.5 If any member of the Club Executive does not attend three consecutive scheduled meetings, that member shall give good reason to explain such absences to the Club President and may be asked to step down if their absences are deemed to be a detriment to the proper administration of the club.
- 7.7.6 No Club Director shall be removed from office except for cause and then only by a Special Resolution passed at a General Meeting.
- 7.7.7 Club Directors that are accountable for, or if working directly or indirectly with youth, are required to obtain a police check
- 7.7.8 Only those Club Directors that have sufficiently passed a police check and are deemed bondable are permitted to work with youth
- 7.7.9 Police checks are to be renewed annually
- 7.7.10 The club shall pay for police checks

8. DUTIES OF CLUB DIRECTORS. There are nine standing members of the Club Executive, plus an advisory Past-President position and a Head Coach. Positions, titles and duties of the Club Executive shall be reviewed by each Club Director upon taking their position, and any changes shall be agreed at a Club Executive meeting and then ratified by a vote at the next general meeting. Duties of each of these Club Directors are as follows:

8.1 Club President.

- 8.1.1 Overall accountability of the performance of the Club and its membership to ensure that the vision/focus and related objectives and priorities are completed.
- 8.1.2 Chairs meetings, delegates tasks, manages committees.
- 8.1.3 Signing authority for Club operating account.
- 8.1.4 Identifies plans and executes projects and programs to improve the overall effectiveness of the club development and sustainment.
- 8.1.5 Represents the Club (or delegates a suitable representative from the Club Executive) at all official meetings (e.g. ORU, NRU, SWRugby) and related functions, and major media events.
- 8.1.6 Term – 1 year, not to exceed 3 consecutive years.

8.2 Past President.

- 8.2.1 Mentors incoming President through knowledge transfer.
- 8.2.2 Term – Not to exceed one year after active presidency.
- 8.2.3 Acts in advisory capacity - does not have a vote on the Executive.

8.3 Treasurer.

- 8.3.1 Accountable to maintain all financial records for the Club (including the Club Operating Account and Infrastructure Account) to ensure integrity in reporting, payments and collections.

- 8.3.2 Develops and manages Club annual budget, leads/coordinates and assists with sponsorship activities.
- 8.3.3 Signing authority for Club operating account.
- 8.3.4 May be delegated to perform President functions.
- 8.3.5 Responsible for payment of match officials.
- 8.3.6 Term – 2 years, not to exceed 4 consecutive years

8.4 Secretary/ Registrar.

- 8.4.1 Accountable to main records for the club, including but not limited to: membership, meeting minutes, registration, recording club activities, etc.
- 8.4.2 Responsible for maintaining accurate and complete records for the Club and its related activities (including a back-up of all documentation at least once per year stored separately from the main records with the Club Treasurer).
- 8.4.3 Ensures that all members have registered as per current requirements at the club, branch, provincial and country level.
- 8.4.4 Liaises with internal (ie. Web site team, Sponsorship committee, Event Coordinator, etc.) and external persons, groups, clubs – both rugby and community related.
- 8.4.5 Signing authority for Club operating account.
- 8.4.6 Chairmanship of Club meetings in the President's absence.
- 8.4.7 Term – 1 year, not to exceed 3 consecutive years.

8.5 Fixtures, Fields, Equipment.

- 8.5.1 Accountable for matches (exhibition, season, tours) and related activities.
- 8.5.2 Responsible for the overall playing season schedule, ensuring that opposition teams, home field, home referees are booked and confirmed.
- 8.5.3 Responsible to ensure that home field is properly prepared for a match.
- 8.5.4 Responsible for playing related equipment ie. Jerseys, Balls, Flags, etc. and to identify the need to repair and/or purchase new equipment.
- 8.5.5 Responsible for maintaining an up-to-date asset register with the current value of all items.
- 8.5.6 Term – 1 year, not to exceed 5 consecutive years.

8.6 Marketing.

- 8.6.1 Accountable to actively promote and develop the club and the game in the community.
- 8.6.2 Responsible for the development, management and growth of the marketing plan and its related projects and programs.
- 8.6.3 Coordinates the Club website.
- 8.6.4 Coordinates the production and sale of Club merchandise.
- 8.6.5 Term – 2 years, not to exceed 4 consecutive years.

8.7 Junior Development.

- 8.7.1 Accountable for the overall performance of the programs related to under 18 year old members.
- 8.7.2 Responsible to lead and develop the local high school rugby programs.
- 8.7.3 Advisor to the convener of the local high school league(s)

- 8.7.4 Identifies, plans and executes opportunities for improvement in the junior development program, including but not limited to: exhibition games, tours, clinics and sessions for teachers, players, coaches, referees, etc.
 - 8.7.5 Police Check required
 - 8.7.6 Term - 1 year, not to exceed 5 years.
- 8.8 Community Relations/ Social.
- 8.8.1 Accountable for the promotion of the club via media methods and coordinating social activities.
 - 8.8.2 Responsible for liaison with media (provision of match results and write-ups).
 - 8.8.3 Organizes social and fundraising events for the Club, including annual banquet.
 - 8.8.4 Term – 1 year, not to exceed 5 consecutive years
- 8.9 Club Captain – Women.
- 8.9.1 Acts as the players’ representative to the Club Executive.
 - 8.9.2 May not necessarily be assigned as Team Captain on the field of play.
 - 8.9.3 Leads the recruitment of new female players
 - 8.9.4 Manages issues & concerns of existing female players ensuring retention
 - 8.9.5 Recommends and leads initiatives to grow the female membership
 - 8.9.6 Responsible for collection of game dues for home matches.
 - 8.9.7 Responsible for laundry of playing kit after all matches.
 - 8.9.8 Term – 1 year, unlimited consecutive terms.
- 8.10 Club Captain – Men.
- 8.10.1 Acts as the players’ representative to the Club Executive.
 - 8.10.2 May not necessarily be assigned as Team Captain on the field of play.
 - 8.10.3 Leads the recruitment of new male players
 - 8.10.4 Manages issues & concerns of existing male players ensuring retention
 - 8.10.5 Recommends and leads initiatives to grow the male membership
 - 8.10.6 Responsible for collection of game dues for home matches.
 - 8.10.7 Responsible for laundry of playing kit after all matches.
 - 8.10.8 Term – 1 year, unlimited consecutive terms.
- 8.11 Head Coach.
- 8.11.1 Responsible for the "on field" performance of the Club.
 - 8.11.2 Plans and executes player/team development that includes short, medium and long-term training strategies and on-field tactics.
 - 8.11.3 Identifies and assists with the development of the broader coaching team eg. side, team, position specific
 - 8.11.4 Nominates coaches for approval by the Club Executive.
 - 8.11.5 Chair of the Selection Committee, which includes President, coach(es) and team captains.
 - 8.11.6 Advises Club Executive - does not have a vote at Club Executive meetings.
 - 8.11.7 The Head Coach is appointed by the Club Executive following a selection process and ratified by the BoG.
 - 8.11.8 Police Check required

9. FINANCIAL

- 9.1 The financial affairs of the Club shall be handled by the Treasurer. Execution of cheques for the operating account shall require the signature of two Directors of the Club Executive from any one of the following three positions: the President, the Secretary and the Treasurer. Execution of cheques for the Infrastructure account shall require the signature of any two members of the BoG.
- 9.1.1 In exceptional circumstances, Governors shall be authorized to sign cheques for the operating account on behalf of the Club Executive. The Treasurer is to notify the Club Executive whenever a Governor signs an operating account cheque.
- 9.2 The fiscal year of the Club shall be February 1 to January 31.
- 9.3 A statement detailing the financial operations of the Club shall be presented to all Members at the AGM. This statement will at a minimum indicate revenues and expenses and cash flow for the year and assets, liabilities and equity as at the end of the fiscal period. A final year statement shall be provided to the Club Executive at the conclusion of the fiscal year. If there is significant deviation from the statement provided to the AGM, then a SGM shall be convened to discuss the difference, the implications to the operation of the Club, and to ratify the revised accounts.
- 9.4 Interim financial statements shall be prepared as directed by the Club Executive. The Treasurer must be prepared to provide details of updated Club finances at every executive meeting as a standing agenda item.
- 9.5 Any Club Executive member may authorize planned & budgeted expenditures up to a maximum of \$200 outside of committee for any single item. Such expenditure must align with the current financial plan, unless there are extenuating circumstances where an unplanned expenditure is necessary. Any such expenditure must be reported to the Treasurer at the first opportunity, who will report the expense at the next Executive meeting. Note: a large expenditure may not be broken down into two or more sub-\$200 dollar payments to circumvent Executive approval.
- 9.6 Any expenditure over \$200 must be approved by either by an Executive Committee vote in-meeting, or by e-mail/verbal vote of a simple majority of executive Members outside a meeting.
- 9.7 The Club Infrastructure account is aimed at providing a steadily increasing fund for provision of major capital items. Such items may include, but not limited to, provision of a new playing field, clubhouse facilities or other major capital equipment (e.g. posts, scrum machine etc). The Infrastructure Account shall be managed by the BoG, and any expenditure authorized only by a unanimous of BoG members. If the Club Executive wishes to use Infrastructure funds, then an application explaining the use must be made in writing to the BoG with justification and repayment plans.

10. CONDUCT/ DISCIPLINE

- 10.1 All members of the Club are expected to conduct themselves in an appropriate manner befitting the good name of the Club and the sport of Rugby Union whenever they are playing, socializing or representing the club at any event.
- 10.2 Bullying, initiation ceremonies, and any form of harassment are strictly forbidden and may lead to disciplinary action, termination from Club membership and/or appropriate legal proceedings taken against the individual(s) concerned.
- 10.3 The Club Disciplinary Committee shall consist of the Club President (Chair of the Disciplinary Committee) and BoG. The appropriate Team Captain and Head Coach may be consulted as part of the disciplinary process.
 - 10.3.1 Members of the Disciplinary Committee shall not sit on the Committee if they are currently subject to disciplinary action themselves, or if they declare a conflict of interest with the case at hand that could jeopardize their impartiality.
- 10.4 For every reported incident, the Club Disciplinary Committee shall conduct a thorough and objective investigation as reasonably practicable, based on the severity, consequence and impact of the reported incident.
- 10.5 For incidents that are not reported, but through general knowledge a member of the BoG or Club Executive becomes aware of an incident, that person shall notify the Disciplinary Committee as soon as practicable.
- 10.6 The Club Disciplinary Committee may, after an objective investigation of the incident has been conducted and completed:
 - 10.6.1 Determine that no action need be taken.
 - 10.6.2 Provide a verbal or written admonishment to the individual.
 - 10.6.3 Suspend a member from all club playing and social activities for a specified period of time.
 - 10.6.4 Suspend a member for the remainder of the season.
 - 10.6.5 Terminate membership for life.
 - 10.6.6 Report the individual to appropriate external authorities for further disciplinary/ legal action.
- 10.7 The Club Disciplinary Committee will meet to discuss any reported disciplinary incident, and on any occasion where a player is sent off. Any disciplinary action is to be recorded, with clear explanation regarding why the action has been taken.
- 10.8 Members who may be subject to disciplinary action are entitled to meet with the Club Disciplinary Committee to discuss the incident and provide their account of the facts.
- 10.9 The Club Disciplinary Committee will assist and support any league disciplinary processes.



10.10 Reports from disciplinary committee will be made available to League and Rugby Union officials upon request.

11. AMENDMENTS TO THE CONSTITUTION

11.1 Amendments to this Constitution can only be effected at a General Meeting by a two-thirds of the Members actually present, provided two weeks notice of the proposed amendments has been given to the Members in writing.

12. AUTHORITY FOR INTERPRETATION

12.1 The interpretation of this constitution rests with the BoG. The decision of the BoG upon any question of interpretation or any matter affecting the Club, and not provided for in this constitution shall be binding on the Members.