

CONSTITUTION OF THE BELLEVILLE BULLDOGS RUGBY FOOTBALL CLUB

ARTICLE I NAME

The Name of the Club will be the Belleville Bulldogs Rugby Football Club hereafter referred to as the Club.

ARTICLE II PURPOSE

The purpose of this Club is to provide an opportunity for individuals in the community to participate in the game of rugby.

ARTICLE III MEMBERSHIP

SECTION 1: The Club will be open to any and all individuals in the city of Belleville and surrounding area.

SECTION 2: The Club shall not discriminate against any person regardless of race, colour, religion, gender, nation of origin, creed, age, ability, marital status or political affiliation.

SECTION 3: Dues

- a. The amount of dues will be determined at the annual general meeting and must be paid yearly in order to be a member.
- b. Monies/registration will be paid by the May 1st in any calendar year or by the deadlines set out by the Canadian Rugby Union.

SECTION 4: Membership allows the individual to participate in all club activities, to vote, and to join committees. Members will be allowed to vote on matters pertaining to the club at annual general meetings, special general meetings and general meetings of the club as called by the directors and with proper notice given to said meetings

ARTICLE IV
BOARD OF DIRECTORS/Officers

The directors of the Club will include; chair, deputy chair, director of finance, director of junior rugby, director of senior rugby, director of fields, director of communications, director of fundraising/merchandise, child protection officer, and director of social events. The board will, by majority vote, designate new director positions.

See Article VIII 1 for duties of Directors.

ARTICLE V
COMMUNITY RESPONSIBILITY

All members recognize that they are part of the Belleville Bulldogs Rugby Football Club and as such they are subject to rules and regulations set forth by the club, the Toronto Rugby Union, the Ontario Rugby Union, and the Canadian Rugby Union. As members, they realize that they represent the Club at any time they are involved in official Club functions, on or off the playing field, and agree to do so in a responsible manner.

ARTICLE VI
FUNDING

The Club will have a director of finance designated as the party for finances. All monies raised through club dues, donations, or fundraisers are acknowledged as Belleville Bulldogs funds and will be maintained in the Belleville Bulldogs bank account. This account will require dual signatures for any cheques written or drawn upon. Those signatures will include those of the Director of Finance and the Chair or his or her designate in the absence of the Chair. No monies associated with the Belleville Bulldogs R.F.C. will be held in accounts outside of said account.

All Bulldog funds must be accounted for by the Director of Finance. Any funds outside the Bulldog bank account will be noted at each monthly meeting. Funds moved from any bank accounts must require two signatures of executive members. Funds transferred in this fashion exceeding \$1,000 will require the approval of the Board of Directors.

If there are any funds deemed by the board eligible for investment for the future benefit of the club, as approved by the general membership at the

Annual General Meeting, it shall be held in an account designated for investment purposes and full details of said account shall be made available for inspection by the Board and all members in good standing at the Annual General Meeting.

All financial activities of the Belleville Bulldogs RFC will be conducted in accordance with the Ontario Not For Profit Corporations Act, 2010.

The accounts of the Club shall:

- a. be audited annually by a Chartered Accountant if the annual Gross Revenue is greater than \$40,000; or
- b. be reviewed annually by the members at the Annual General Meeting as prepared by the director of finance if the Annual Gross Revenue is \$40,000 or less; or
- c. with the consent of all its Members, be exempt from any audit or Financial Review Engagement if the Annual Gross Revenue is less than \$10,000.

The annual draft financial statement as presented by the director of finance shall be approved by the Board of Directors and then forwarded to the Annual General Meeting for approval. The financial statement pertaining to that fiscal year to be presented at the Annual General Meeting to the membership.

The fiscal year of the Club shall end on September 30th of each year, unless otherwise ordered by the Board of Directors.

ARTICLE VII ELECTIONS

SECTION 1: Members in good standing shall comprise the electorate. Each member of the electorate will be entitled to one vote. In the case of a junior member of the club, those in club ranks below the Under 18 level, one parent per family shall have a proxy vote for their child. One vote per family is the limit for this clause.

SECTION 2: Elections will be held at the Annual General Meeting to be scheduled on a yearly basis and called by the Chair.

SECTION 3: All directors seeking positions on the board of directors must be registered with the Club.

Proxy Voting at General Meeting:

Every regular Member, or parent or guardian of a registration – be it for one Member or more in the junior ranks of the club; those below player categories of Under 18 — will be entitled to vote at a meeting of Members

may by means of a proxy appoint a person, who need not be a Member, as the Member's nominee to attend and act at the meeting in the manner, to the extent and with the power conferred by the proxy.

An individual may only hold one proxy. The format for the proxy, and the issue, or issues, for which the proxy may be cast are as defined in the Rules and Regulations.

ARTICLE VIII DUTIES OF DIRECTORS

The Board of Directors shall meet at least 4 times per year, upon decision of the Directors at the previous meeting to set the date and time for the following meeting and sufficient reminder notice given by the Chair and Director of Communications, at such place and time as the Board of Directors may determine.

A majority of the Members of the Board of Directors shall form a quorum at all meetings of the Board. Questions arising at any meeting shall be decided by a majority of votes where each director is entitled to cast one vote.

All meetings of the Club shall be conducted in accordance with the most recently published Robert's Rules of Order Newly Revised except as may be otherwise stipulated in this By-Law or other Rules and Regulations of the Club. Specific duties of directors of the club are spelled out in **Appendix I** of this document.

ARTICLE IX VACANCY OF OFFICE

SECTION 1: Chair - In the event that the Chair position becomes vacant, such vacancy shall be filled by the succession of the Deputy Chair.

SECTION 2 : In the event that any of the other director positions become vacant

a. The board elects a new director or the Chair appoints a new director until a replacement can be determined at the next Annual General Meeting.

ARTICLE X
REMOVAL OF DIRECTORS

Grounds for removal of a director include:

- a. Non-payment of dues.
- b. Failure to perform the duties of the office as set forth in the constitution and bylaws of the Belleville Bulldogs Rugby Football Club.
- c. Failure to uphold the provisions of this constitution.
- d. An officer may be removed by the following process:
 - i. A petition to remove a director in question must be submitted to another director. Such a petition must contain the signatures of at least 20% of the voting membership of the Belleville Bulldogs R.F.C. When such a petition is received the Chair shall call a meeting of the members to decide upon removal.
 - ii. The director in question shall be provided one week to present a defence either in writing or in person.
 - iii. A 2/3 majority vote of those members attending a Special General Meeting shall be required for removal of a director.

ARTICLE XI
CONFLICT OF INTEREST

An officer/director who is in any way directly or indirectly interested in a contract or transaction, or proposed contract or transaction, with the Club shall make the disclosure required by the Act.

Except as provided by the Ontario Not For Profit Corporations Act, no such Director shall attend any part of a meeting of Directors or vote on any resolution to approve any such contract or transaction.

ARTICLE XII
HARASSMENT

The Harassment Policy of the Club will adhere to the values and policies spelled out by the Harassment Policy of Rugby Ontario (as detailed in the Rugby Ontario Policies Manual.)

The Harassment Policy shall apply to all directors, officers, volunteers, coaches, game officials, administrators, players, Members and registrants of the Club.

Harassment is defined as any comment, conduct, or gesture directed toward an individual or group of individuals which is insulting, intimidating, humiliating, malicious, degrading or offensive. It includes, but is not limited to, sexual harassment.

The Club shall make available to any Member the Harassment Policy of the Ontario Rugby Union when requested.

Article XIII Annual General Meeting

Annual General Meeting:

The Club shall hold its Annual General Meeting not later than December 31. The agenda of the Annual General meeting shall be called at the decision of the Directors and shall include:

- Roll Call
 - Credentials Report
 - Minutes of Previous Annual General Meeting
 - President's Address
 - Directors' Reports
 - Director of Finance Report
 - Other Reports
 - Unfinished Business
 - Amendments to the By-Laws
 - Election of Officers and Directors
 - Any Other Business
- Adjournment

ARTICLE XIV MISCELLANEOUS

SECTION 1: The provisions of this constitution are governed by and subordinate to constitution to Province of Ontario, and the Country of Canada. As well, portions of certain policies including harassment and community responsibilities shall reflect the policies spelled out by governing bodies of Rugby Ontario and the Canadian Rugby Union.

SECTION 2: Dispute Resolution. The Club shall adhere to the Dispute Resolution process as published and approved by The Ontario Rugby Union from time to time.

Any Member of the Club may initiate the Dispute Resolution process by communicating in writing to The ORU, with a copy to the Club, the nature and facts of the dispute. The ORU, at its discretion, may proceed with the Dispute Resolution process by assigning one or more neutral persons to the dispute. The Dispute Resolution process shall not to be used for game discipline which follows the normal discipline and appeals process.

The Club shall make available to any Member the Dispute Resolution process as published by the ORU when requested.

SECTION 3: Indemnity. Members of the Board of Directors or other servants to the Club, their heirs, executors, administrators and estate and effects respectively shall be indemnified and saved harmless at all times by the Club against all costs, losses and expenses incurred by them respectively in or about the discharge of their respective duties, except such as happens from their own respective wilful neglect or default.

Adopted by the membership attending a Special General Meeting on this date.

Date: Thursday, November 6, 2014

Signatures of the Chair and Board members on acceptance:

Board members: Rob Cooke, Josh Chambers, Chris Malette, Dean Newman, Scott Clarence, Jo Robinson, Dusty Tibbs, Taguen Christie, Dick Howe.

Club members: Jim Henderson, Joe Ball, John Nelles.