

# FOND DU LAC RUGBY FOOTBALL CLUB, INC. CONSTITUTION AND BYLAWS

## ARTICLE I

### Corporate Title

This organization shall be known as THE FOND DU LAC RUGBY CLUB, INC. (hereinafter referred to as "THE CLUB"; it may be informally referred to as "THE WOLFPAC".)

## ARTICLE II

### Purpose, Non-Profit Status and Dissolution:

That THE CLUB is a non-profit corporation organized under the laws of the State of Wisconsin and all interpretations of this Constitution shall be consistent with such laws.

The purpose and objectives of THE CLUB will be to develop, grow, and promote the sport of Rugby Union, so as to develop members' (full, new, social) physical and mental capacities on and off the field of rugby. Club efforts will be focused in and around Fond du Lac, WI.

Provide a positive image of rugby through service and support of our community.

Field a competitive side to compete in the Wisconsin RFU, Men's, Division III annual rugby competition. The immediate goal of this side will be to advance to post-season play at the Local Area Union – LAU (Wisconsin RFU), Territorial Union – TU (Midwest RFU) and National (USA RFU) levels. Here after this side shall be called the "Fond du Lac A Side" or "Fond du Lac 1st 15".

Side – is defined as a team.

Field a second semi-competitive side to compete against other area sides of similar ability. The immediate goal of this side will be to allow club members to play the game of rugby. The end goal of the side will be as a developmental vehicle which, will provide rugby experience to members in order for them to advance to the A side/1st 15. Here after this side shall be called the "Fond du Lac B Side" or "Fond du Lac 2nd 15".

Support youth rugby:

Youth – is defined as rugby played by grade school, middle school, high school, and college aged individuals.

Acquire assets in order to carry out the stated objective and purposes of the club. Distribution of club assets must follow the finance article/bylaws of the club.

Insure that the playing of Rugby Union is carried out in accordance with the laws of Rugby Union as set forth by the International Rugby Football Board (IRFB).

Insure that the sport of Rugby Union is carried out in a safe and sportsman-like manner on and off the field.

Field a third side for special events (i.e. tournaments) comprised mainly of social members. With the purpose of providing a social/semi-competitive side. Here after this side shall be called the "Fond du Lac Old Boys".

Provided, however, that the corporation shall be administered and operated exclusively for the purposes set out above, and;

That no part of the net earnings of the corporation shall in any way inure to the benefit of any member or individual, and;

That no part of the assets or income of the corporation or its activities shall be applied to the carrying on of lobbying or otherwise in an attempt to influence legislation, and;

That if there comes to be a dissolution of this corporation, whether voluntary or involuntary, then the distribution of the assets of the corporation shall be done in compliance with the Wisconsin state law, and no assets shall inure to the benefit of any individual or member of the corporation but shall be turned over to a non-profit organization in existence, such as Wisconsin Youth Athletic Counsel or MACC Fund.

### ARTICLE III

#### Membership in Club:

Membership in THE CLUB shall be open to any person over the age of eighteen (18) years upon payment of appropriate dues. Membership for any person under the age of eighteen (18) will require payment of appropriate dues and a signed written parental/legal guardian consent form.

Membership shall not be denied, nor its privileges abridged by reason of race, color, religion, national origin, or ancestry, and shall be in compliance with existing Federal and State laws.

Any Member may be suspended or expelled by recommendation of the Disciplinary Committee. The vote to remove requires a two-thirds majority vote of the Members in Good Standing represented at a properly convened general meeting, for activities detrimental to the interests of THE CLUB, on or off the field. A motion to remove a person from office shall be brought by a written petition signed by at least one-third of the Members in Good Standing. The Members must sign this petition. The petition must explain in detail the actions of the individual that lead the members to believe that removal is required. The motion must then be submitted to the Vice President, unless the Vice President is the Member whose removal is sought, in which case the motion must be submitted to the President.

The person whose removal is sought will be informed and receive a copy of the petition. The person whose removal is sought must be allowed, at the Meeting where the vote is to be taken, reasonable opportunity to present his case. If the President is the Member whose removal is sought, the Vice President will chair the Meeting until the issue is resolved. The makeup of the Disciplinary Committee shall be the Executive Committee. The Disciplinary Committee shall have the authority to solicit information from other members of the team, as it deems necessary to reach a conclusion. All discussions that occur in the Meeting shall remain private and will not be discussed beyond the meeting, unless otherwise agreed upon by the members of the executive committee or the person whose removal is sought.

### ARTICLE IV

#### Classifications of Membership:

The classes and privileges of membership in THE CLUB shall be defined as follows:

Full Membership - These members must have played at least one full season for the club.

There will be two categories of full membership.

Full Playing Membership - will be those individuals who are current with club dues as set forth by the Executive Committee for full playing membership. They are the members of the club that wish to support the club's purposes and objectives through their actions on the field, which means playing A side.

Full Non-Playing Membership – will be those individuals who are current with club dues as set forth by the Executive Committee for full non-playing membership. They are the members of the club that wish to support the club's purposes and objectives through their actions off the field and who do not play on the A-side.

New Membership – will be those individuals who are current with club dues as set forth by the Executive Committee for new membership. They are the members of the club that strive to support the club's purposes and objectives through their actions on the field and by playing with the A-Side. These members are new to the club.

Social Membership – will be those individuals who are current with club dues as set forth by the Executive Committee for social membership. They are the members of the club that wish to "support" the club's purposes and objectives through their actions off the field, which means not playing A-side, not holding an elected position, not holding an appointed position. Social membership does allow for participation in club-sponsored events and B-side games, when practicable.

A) Season – Season is defined as one of the playing seasons. There are two seasons that make up the calendar year. The first season of the calendar year is Spring. Spring runs from early April to early/mid May. The second season of the calendar year is Fall. Fall runs from early September to late October.

B) Full Season – Anyone who participates in more than half of the training sessions for the duration of two seasons shall be considered to have participated for a full season.

C) New – New is defined as playing rugby for the club for less than one full season. A new player is also called a "rookie".

#### Membership Restrictions:

Only full and new members of the club will be entitled to attend general meetings and special meetings. Others may attend by invitation of the membership as represented by the Executive Committee.

Only full members will be allowed a vote at general meetings and special meetings.

Only full members will be allowed to hold an elected or appointed position on the club.

Only full members and new members will have the opportunity to play A-side.

Delinquent Member: Any member who is more than four weeks late in meeting the due date for dues and assessments; may participate in practice sessions; may continue to serve an elected term; may serve on appointive committees; may not vote at meetings; may not represent THE CLUB in matches; may not be elected to office; may not attend CLUB social functions. Any delinquency restriction shall be removed immediately upon redress of the delinquency involved.

#### ARTICLE V

##### Membership Meetings:

General meetings will be held 4 times per calendar year. One meeting at the beginning and end of both spring and fall seasons.

Each meeting that precedes a season must be at least 48 hours before the first scheduled match of the season.

Each meeting that follows a season must be at least 2 weeks after the last scheduled match and at most 6 weeks after the last scheduled match.

The exact place, date, and time of these meetings will be set by the President. The President must give at least 14 days notice as to the time and place of these meetings. The meeting will be announced via eGroup/email by the President.

If meeting place, date, or time is opposed by at least 1/2 of the voting membership in good standing, then the meeting must be re-scheduled. The membership has 48 hours from the time of meeting notification to oppose the meeting place, date, or time. The membership will show opposition to the meeting by response to the eGroup.

Meetings must be held in a suitable setting that will comfortably accommodate the membership. Chairs must be provided for the meeting. Alcohol and smoking will not be permitted at the meeting.

The meeting will follow a written agenda sent out by the President at least 7 days before the date of the meeting.

The agenda will include adequate time for each officer and committee chair to give a report of their actions since the last meeting. If an officer or committee chair feels they are not allotted adequate time for their report they must oppose via the eGroup/email within 48 hours of the agenda being sent out. The President must then adjust the schedule accordingly.

The meeting at the end of the fall season must allow time for officer elections.

The meeting is not to exceed 4 hours in length from start to finish.

Members who are more than 30 minutes late to the meeting will not be allowed to attend or vote at the meeting.

The meeting will begin with a roll call at the time, date, and place specified in the meeting announcement.

Members not present at the meeting may give their vote to another member by filling out a proxy vote (see attached). This proxy vote must be presented to the membership during roll call.

The meeting will be lead by the President. The President can remove a member from the meeting if there is a need. A need can be created if a member repeatedly ignores verbal warnings from the President during the meeting. The President will warn the member twice during the meeting. The third time the member will be asked to leave the meeting for the remainder of the meeting session. The actions of the removed member will be reported to the executive committee for disciplinary action if needed.

Attendance by 1/3 of the current full members in good standing at the meeting will constitute a quorum.

Except for officer elections, which will be by written secret ballot, voting at general meetings will be by roll call.

Items voted upon must carry a simple majority vote to be deemed an official action of the club. If no item or proposal garners a majority vote, the two items or proposals with the most votes will be run off in a separate vote, and the winner will be the winner of the vote.

#### Special Meetings:

A special meeting of the members may be called at any time and for any purpose by any full member. This call for a special meeting must be supported by at least four other full members in good standing. The member who calls this meeting will be referred to as the "meeting originator"

All full and new members are entitled to attend the special meeting.

The exact place, date, and time of these meetings will be set by the "meeting originator". The "meeting originator" must give at least 7 days notice as to the time and place of the meeting. The meeting will be announced via eGroup/email by the member called the "meeting originator".

The members supporting the call for the meeting must make their support known in the same manner.

If meeting place, date, or time is opposed by at least 1/2 of the voting membership in good standing, then the meeting must be re-scheduled. The membership has 48 hours from the time of meeting notification to oppose the meeting place, date, or time. The membership will show opposition to the meeting by response to the eGroup/email.

Meetings must be held in a suitable setting that will comfortably accommodate the membership. Chairs must be provided for the meeting. Alcohol and smoking will not be permitted at the meeting.

The meeting will follow a written agenda sent out by the "meeting originator" at least 7 days before the date of the meeting. This agenda must be followed and the purpose of the meeting will be noted on the agenda.

The meeting is not to exceed 4 hours in length from start to finish.

Members who are more than 30 minutes late to the meeting will not be allowed to attend or vote at the meeting.

The meeting will begin with a roll call at the time, date, and place specified in the meeting announcement.

The meeting will be lead by the "meeting originator".

Voting at special meetings will only be by roll call.

Attendance by 1/3 of the current full members in good standing at the meeting will constitute a quorum.

2/3 vote of attending members is required for any club-sanctioned action to result from the meeting.

## ARTICLE VI

### Executive Committee:

The following elected officers of THE CLUB shall comprise the Executive Committee, and shall have the ultimate responsibility to conduct the regular business and administrative affairs of THE CLUB: President, Vice President, Team Captain, Treasurer, and Match Secretary. Each officer shall be accountable to the Executive Committee as a whole. The Executive Committee shall appoint members to the following positions: Social Chairman, Equipment Manager, and Publicity Chairman.

The President of THE CLUB shall be the official spokesman for THE CLUB, save where such responsibility is delegated to another person in accordance with the provisions of this Constitution. He shall call and preside over all meetings of THE CLUB or the Executive Committee and shall decide all questions of parliamentary procedure raised during such meetings. He shall be, Ex officio, the Club delegate to the meetings of the Wisconsin Rugby Football Affiliated Union. He shall be responsible for the performance by each Officer or Presidential Appointee of the duties entailed by election or appointment. He shall have the power, in the event of resignation or other vacancy of office, to appoint any member in good standing to fill such office until a special meeting for election of said position. Such appointed officer shall have the full authority and responsibility of that office. The President shall have the power to appoint members to serve on permanent or ad hoc committees. His presence shall be counted in the determination of the existence of a quorum at any meeting. He shall vote only to break ties, but in case of votes involving elections and amendments to this Constitution, he shall have the rights and privileges of a member in good standing.

The Vice President of THE CLUB shall be the official representative of THE CLUB whenever the President is unable to act, whether by absence, illness, emergency, or other reason, and shall serve as President pro tem in the absence or inability of the President to perform his duties, for whatever reason. He shall compile and maintain a current list of all members in good standing of THE CLUB. He shall call the roll from such list at all meetings and shall determine and announce to the President whether a quorum is present. He shall record and preserve a record of all meetings of THE CLUB and of all meetings of the Executive Committee. He shall act as teller for all

votes taken in any meeting. He shall maintain a file for all correspondence involving THE CLUB. He shall remit one copy of the official roster to each member in good standing and shall revise the roster from time to time as necessary. He shall act as Sergeant-At-Arms and shall be responsible for receiving and reviewing all reports of all behavior by members that is unbecoming to the Club both on and off the field. He shall convene all or part of the Disciplinary Committee to agree upon the action to be taken against any such member and subsequently shall report the chosen action to the entire Disciplinary Committee.

The Team Captain shall be the On-Pitch Representative of the club during matches and any other event that requires representation of A-side Player, as opposed to the CLUB. His role as On-Pitch Representative of THE CLUB is further specified in ARTICLE VIII. In the event that the Team Captain is unable to perform his duties the other members of the Executive Committee shall designate an Acting Team Captain for any period of time they deem necessary. In the event that the Executive Committee is unable to perform this role, the Selected A-Side shall elect an Acting Team Captain by majority vote. The Team Captain will be the primary representative of the interests of A-side players in matters that pertain directly to matches or game decisions. The Team Captain shall be the official representative of THE CLUB whenever the Vice-President is unable to act, whether by absence, illness, emergency, or other reason, and shall serve as Vice-President pro tem in the absence or inability of the Vice-President to perform his duties, for whatever reason. He shall convene all or part of the Disciplinary Committee to agree upon the action to be taken against any such member and subsequently shall report the chosen action to the entire Disciplinary Committee.

Treasurer: The Treasurer shall collect all dues according to the terms of this Constitution. He shall keep checking and savings accounts in appropriate financial institutions, with approval of the Executive Committee. He shall maintain a complete and current record of all credits and debits to THE CLUB accounts. He shall report on the above to each meeting of THE CLUB and shall deliver a general financial statement at each meeting of the Executive Committee. He shall furnish the Chairman of Selectors with a list of all members of THE CLUB who are currently paid up as to dues and not in arrears as to any special assessment, as defined in any resolution of assessment. He shall receive all income of THE CLUB and be responsible to account for it. He shall serve as President pro tem in absence or disability of both the President and Vice President.

Match Secretary: The Match Secretary shall make all necessary arrangements for reserving a regulation rugby pitch for all regularly scheduled home matches and practice sessions. He shall schedule all fixtures of THE CLUB and shall obtain referees for all fixtures.

## ARTICLE VII

### Appointed Positions

The Following positions shall be appointed by the Executive Committee, contingent upon the acceptance by the appointee of the responsibilities outlined below. The appointee is under no obligation to accept the appointment and his status in the CLUB will in no way be undermined by such a refusal. Once an appointed position is accepted, however, the appointee is expected to execute their duties in a manner consistent with the goals and duties as outlined below. Failure to do so shall be cause for disciplinary action on the part of the Disciplinary Committee, at their discretion.

Social Chairman: The Social Chairman shall arrange and direct all social functions of THE CLUB. He shall compile and maintain a list of local establishments, which are suitable for THE CLUB'S activities. He shall similarly compile and maintain a list of hotels, which will offer a reduced rate for visiting clubs. At the official request of any other club, he may make reservations for any visiting club, but in arranging any such reservations, he shall not have authority or power to commit THE CLUB'S funds or to otherwise obligate THE CLUB.

Publicity Chairman: The Publicity Chairman shall make and maintain contacts among the news media of the Fond du Lac and Fox Valley area and shall publicize the activities and personnel of THE CLUB and the sport of rugby football. He shall also keep account of player scoring and team records. He shall procure club information from members of the Executive Committee and members of the club, and edit and publish at regular intervals throughout the year. The Publicity Chairman shall also be responsible for THE CLUB'S web site, which includes maintenance of information and all content. He shall also maintain the eGroup discussion list.

Equipment Manager: The Equipment Manager will be responsible and accountable for the care and upkeep of the CLUB'S equipment, including making this equipment available for THE CLUB'S use. He shall be responsible for all practice equipment, including practice balls, cones, the rucking machine and pads, and any other equipment related to practice. He will also be responsible for the upkeep of the field, including preparation for matches, which includes securing game balls, lining the pitch, placing the flags, erecting rope on the sideline to keep fans away from the pitch (in accordance with insurance policy), and setting up the goal post pads. He shall also be responsible for the care, upkeep and cleaning of the game jerseys and the storage of the jerseys. He shall also be responsible for the maintenance and upkeep of the team medical kit. The Equipment Manager shall also make it known to the Executive Committee and the Treasurer the status of the team's equipment and any need for repair and/or replacement. It is not incumbent upon the Equipment Manager to undertake all of these duties on his own; he is authorized and highly encouraged to delegate responsibility for these tasks to other team members who are willing to assist him or whom he deems appropriate.

No Member shall hold more than one elected office, but may hold more than one appointed position.

All appointed positions are for one full year. Appointments shall be made and the team notified of such appointments within six weeks of the general election. Appointees must make their acceptance of the appointment known to the team.

## ARTICLE VIII

Coach:

The Coach shall be appointed according to the procedure outlined in Article X.

The Coach is a Full Member of the CLUB and shall have all dues and fees waived.

The Coach shall be the voice of authority on both playing field and practice field. He shall schedule practice sessions and scrimmages whenever he deems such to be necessary and shall instruct members in rugby method and tactics at such sessions. He shall appoint a coach or coaches to assist in directing practice sessions and in instructing players in the tactics of rugby, and in formulating and implementing specific Club strategy and game plans. He may keep a record of attendance at such sessions and the Selectors may use such record to make selections. He shall make known a match plan before each match. He shall obtain or prepare a summary of the Laws of Rugby and may distribute it to each member in good standing. He shall appoint an acting Coach, whenever necessary, to direct practice sessions. He shall be a Selector and will have final authority over selectors, in the event that there is no unanimity among the selectors. He shall be present at all matches (home and away) barring illness, emergency or other unavoidable reason. If unable to attend a match he shall appoint a coach to direct the game plan for that match. If he is unable to appoint an acting coach, then this duty defers to the Team Captain.

The Coach shall make all match substitutions as he deems necessary. He may refer players to the Disciplinary Committee for any behavior that he deems unacceptable, if he deems it necessary to do so.

The Coach shall make a report to the TEAM at the Fall and Spring meeting regarding the performance and preparation of the TEAM in the preceding season and for the next, and shall address any other related issues.

The Coach shall have the primary responsibility for recruiting new players to the team. He shall make arrangements and procure the necessary means to hold recruitment meetings and events and he shall direct efforts to increase membership. The Coach may work in conjunction with other members to recruit players.

The Coach may be removed by a  $\frac{3}{4}$  vote of the full membership. A call to vote on the removal of the coach may be undertaken following the procedures outlined for calling a "Special Meeting."

In the absence of a Coach, the Executive Committee may appoint whomever they deem most capable of performing the duties of Coach, if such a person expresses a desire to undertake such responsibilities. This shall be done according to the procedures outlined in Article X. If the individual appointed as Acting Coach is a full-

member of the team, they may not also be an A-side player and must relinquish that position upon assuming the role of Acting Coach.

The Appointed Acting Coach may not be a member of the Executive Committee.

The Appointed Acting Coach may not hold any other appointed position.

The Appointed Acting Coach may only hold that appointment for One Full Season.

## ARTICLE IX

### Team Captain:

The Team Captain shall be selected according to the procedures outlined in Article X. The Team Captain will be the voice of the players as players and shall strive to represent the players with a high standard of character and integrity. The Primary Duties of the Team Captain shall be to represent the interests of the A-side Players during A-side Play, and all players as appropriate. The Team Captain should be a likely candidate as an A-Side Player.

### Selectors:

The team shall appoint a selection committee, known as Selectors. The Selectors shall be selected according to the procedures outlined in Article X. The Selection Committee should be formed of the following: The Coach, The Team Captain, a Pack Selector, and a Back Selector. The Pack Selector and the Back Selector shall be elected at the General Meeting and will serve for one Full Season. The Pack Selector will be a member of the Pack, who is a likely A-Side player. The Back Selector shall be a member of the Backs, who is a likely A-Side player.

The Pack is defined as players who play in positions 1-9; the Backs are numbers 10-15.

The Selectors shall have the responsibility of selecting the players for A-Side matches. The Selectors shall convene no later than one-hour prior to a match and no sooner than the end of the last practice prior to a match. The Selectors shall reach a decision on which players shall constitute the A-Side, using any criteria, in addition to those specified below, that they deem appropriate.

The Selectors shall select only players who have made at least one of the two practices conducted prior to the given match.

The Coach shall have final authority in selections in the event that agreement cannot be reached.

Selections for a given match shall be announced to the team at such time as the Selectors deem appropriate and convenient.

Every member has the right to ask the Selectors to explain their selections; however, the Selectors are the only authority for making selections.

## ARTICLE X

### Term of Office:

All officers elected at the Fall Meeting will take office after the election and will hold for a period of one year. All the officers will be authorized to delegate such of their duties, as they will, with the approval of the President, deem proper. The Elected positions of TEAM CAPTAIN, PACK SELECTOR and BACK SELECTOR shall begin at the same time and will hold for a period of one year. Appointed positions will be in affect until subsequent appointees have filled the positions.

## ARTICLE XI



## Election Procedures:

The officers of THE CLUB shall be selected in accordance with the procedures described in below:

No person shall be nominated for office in THE CLUB who has not been a member in good standing during the two- (2) semi-annual playing sessions immediately preceding the election.

The Executive Officers of THE CLUB shall be elected, at a properly convened election meeting, by a simple majority vote of the Members who participated in that vote. In the event no candidate receives a majority on the first ballot, a runoff shall be held between the two, or tied, candidates receiving the most votes, with the candidate who obtains a simple majority on the second or any succeeding ballot being named the victor.

The Coach shall be appointed by the following procedures: A committee shall be appointed by the President to obtain viable internal and external candidates for the position. The Executive Committee shall appoint the Coach, from the recommendations of the said committee.

The TEAM CAPTAIN and the PACK and BACK SELECTORS shall be elected by the following procedures: Each member in good standing shall have one vote for Pack Selector, one vote for Back Selector and one vote for Team Captain. Regarding the election of Team Captain, the candidate shall be elected by the vote of a simple majority. In the event no candidate receives a simple majority on the first ballot, a runoff shall be held between the two, or tied, candidates receiving the most votes, with the candidate who obtains a simple majority on the second or any succeeding ballot being named the victor. Regarding the election of selectors, the two candidates (one for the pack and one for the backs) receiving the highest number of votes shall be declared the winners. In the event of a tie, there shall be a runoff between those candidates tied, with the candidate(s) receiving the highest number of votes on the run-off ballot being declared the winner(s). Members will vote for TEAM CAPTAIN, PACK SELECTOR, and BACK SELECTOR by writing the name of the individual they have voted for onto the ballot.

The name of any candidate for the EXECUTIVE COMMITTEE in THE CLUB shall be placed in nomination by any of the three methods described below:

1. By a signed statement of willingness to serve in the particular office involved, delivered to the Vice President at any time prior to the annual election to fill the office in question;
2. By an oral statement of willingness to serve as an officer of THE CLUB personally delivered when solicited by the President at the annual election meeting;
3. By oral nomination, accompanied by second, delivered by any other member in good standing, when solicited by the President at the annual election meeting. Such nominated candidate does reserve right of refusal of said nomination.

All votes in any election shall be by general ballot personally cast, unless secret ballot is requested.

Nominations for office in THE CLUB shall be accepted one month prior to the Annual banquet.

Ballots shall be distributed at least two weeks prior to the Annual Banquet. The Executive committee will prepare ballots or an appropriate ad hoc committee designated by the Executive committee for the express purpose of preparing the ballots. The Executive Committee or the said ad hoc committee will count ballots. Ballots may be prepared, distributed and received through the e-group or similar electronic format.

The results of the election shall be announced by the Executive Committee either at the Annual Banquet, the Fall Meeting or at any time that they deem appropriate prior to the Annual Banquet.

If there are any concerns about the balloting procedures any Full Member may call a special meeting or appeal to the acting Executive Committee to address such issues.

All new elected positions become official at the Fall Meeting. The Fall Meeting will mark the official transition of power. If no Fall meeting is convened, then the annual fall banquet will mark the official "transition of power".

No Ballot may be disposed of until after the New Officers take over their duties

## ARTICLE XII

### General Meetings:

Any general or special meeting shall include a report by each officer and committee chairman on his activities since the previous meeting, and shall be conducted according to rules of standard parliamentary procedure. Discussion may be terminated and a vote called for if one-half (1/2) of the members in good standing then present require it.

The President shall be directed to hold a special meeting within 30 days after receipt of a written application for such meeting, signed by 1/3 of the members in good standing. No meeting shall be convened unless there is a minimum quorum of one-third of members in good standing as determined by the General Manager.

## ARTICLE XIII

### Special Assessments:

The Executive Committee shall have the right by fiat to pass and collect (without approval of the membership) assessments from the membership as a whole or from specific individuals, and apart from regular dues and continuing assessments. The power to make such special assessments is subject to the following limitations:

An executive fiat special assessment on the membership as a whole must be for a purpose not covered by dues or continuing assessments and such assessment(s) cannot total more than 20% of semi-annual dues in any playing season. Such seasons, for purposes of this paragraph, are defined as spring season, January through June and fall season, July through December.

An executive fiat special assessment against individual members can only be for the cost charged to THE CLUB for damage to the person or property of THE CLUB, its members, or third parties as a result of negligent conduct on the part of the individuals so assessed. Said individuals may appeal such assessment by requesting a vote at a special membership meeting pursuant to the rules for calling said meeting, within 30 days from the date written notice is sent to the individual, at his last known address, and informing him of said assessment.

A special assessment, if passed by a majority of the membership in good standing at the time of passage, and at a properly convened meeting, can be for any purpose or amount consistent with the Constitution of THE CLUB, but cannot extend in duration for more than one year from the date of passage, unless renewed under the provisions of this paragraph.

## ARTICLE XIV

### Executive Committee Meetings:

The Executive Committee shall meet as convened by the President, to manage and discuss the business affairs of THE CLUB. All officers shall make brief reports covering their activities since the previous meeting of the Executive Committee, and the Treasurer shall render a detailed statement of the finances of THE CLUB, including all debits or credits made since the previous meeting. The Executive Committee shall meet at least three times during each season.

## ARTICLE XV

### Quorum

No general or special meeting shall be properly convened unless there is present a minimum quorum of one-third (1/3) of all members in good standing as determined by the president.

#### ARTICLE XVI

##### Dues and Assessments:

The Executive Committee shall determine the dues regulations of THE CLUB, which shall be made known to THE CLUB in an appropriate manner.

The Executive Committee shall have the power to impose special assessments under such terms and conditions as set forth in the by-laws. Any such special assessment shall include the date by which payment shall be due.

Any member who is unable to pay dues may seek to make personal arrangement with the Executive Committee in order to pay dues.

#### ARTICLE XVII

##### Expenditures:

The President shall approve payments made from Club funds in excess of fifty dollars (\$50.00); the Executive Committee shall approve payments in excess of one hundred dollars (\$100.00). The Treasurer shall have the authority to make expenditures below fifty dollars (\$50.00). Purchases in excess of fifty dollars (\$50.00) should be documented via Purchase Order and communicated to the Executive Committee.

#### ARTICLE XVIII

##### Miscellaneous Issues:

The officers of THE CLUB shall make every effort to ensure that THE CLUB maintains membership in the Wisconsin Rugby Football Affiliated Union and/or an appropriate governing body or bodies necessary for THE CLUB to participate in sanctioned league activities.

The official playing field of THE CLUB is at UW-Fond du Lac along Johnson Street, and the University has requested that the it be referred to as "The Rugby Fields at UW-Fond du Lac" in all publications. The official Colors of the Club are Red, Silver and Black.

Every Member of THE CLUB will be given a copy of the By-Laws. Membership in THE CLUB constitutes tacit acceptance of these By-Laws. The By-Laws will be posted on THE CLUB web site.

#### ARTICLE XIX

##### Impeachment of Officers:

Any officer may be impeached, for failure to perform his duties properly or for willful violation of the terms of this Constitution, by a resolution presented by any member in good standing to a properly convened meeting. Upon a vote of two-thirds (2/3) of the total members in good standing, the officer impeached shall be removed from office.

#### ARTICLE XX

##### Unspecified Powers:

All powers not specifically delegated herein, unless necessary and proper for some official function designated herein, shall be vested in the President, to be exercised or delegated, as the President shall deem best.

## ARTICLE XXI

### Amendment Procedure:

This Constitution, or any article or section contained herein shall be amended only upon an affirmative two-thirds (2/3) vote of the members in good standing and passed at a properly convened meeting.

Proposed amendments shall be submitted in writing, by any member in good standing, to a meeting of the Executive Committee or to the President for consideration at the next properly convened meeting of the Executive Committee. Any proposed amendments shall be accompanied by the endorsements of at least ten (10) members in good standing.

The Executive Committee shall consider the proposed amendment at its current meeting or at its next properly convened meeting, if the proposal is submitted to the President; shall pass on the merits of the proposal, together with a statement of the sense of the Executive Committee as to the merits of the proposal. Such copy and statement shall be made available to each member in good standing at least (10) days prior to the next properly convened general meeting, at which time the members present shall vote finally upon the proposal.

## CONSTITUTIONAL & BYLAW ADDENDUM

### Adoption of the Bylaws and declaration to return to active status:

WHEREAS the "Fond du Lac Rugby Football Club, Limited" (hereinafter "FDLRFC") was formed in the State of Wisconsin in 2002;

WHEREAS FDLRFC has continued to function as an organization, including collecting membership fees and conducting elections;

WHEREAS FDLRFC has not had bylaws, but despite notice to past and present members, such bylaws have not been produced;

WHEREAS FDLRFC wishes to become recognized by the State of Wisconsin as a nonprofit corporation under the laws of Wisconsin;

WHEREAS FDLRFC wishes to adapt a set of bylaws to govern its organization;

WHEREAS change being necessary for growth and improvement, FDLRFC wishes to amend its name for those means;

THEREFORE, it is now declared, by approval of 2/3 majority of the members of the current organization present at the (Date) meeting, that:

These attached bylaws are hereby adopted and ratified as the governing instrument for the FDLRFC;

That any bylaws previous to these for this organization are hereby revoked and are superseded by these bylaws;

That election for the executive board shall immediately be held in accordance with these bylaws;

That the elected Vice President is hereby commanded to prepare the annual report and other appropriate documents so the organization can become an active Nonprofit corporation as according to the laws of Wisconsin and the elected treasurer shall forward the appropriate fee to the Department of Financial Institutions;

That the Vice President shall file the appropriate documents to amend the name of the nonprofit organization to "Fond du Lac Rugby Football Club, Inc."

Signed by the members: