

# St Michaels Sporting Club

## General Rules

as Amended by Annual General Meeting on October 27th<sup>th</sup>, 2016

# St Michaels Sporting Club – General Rules

## **1. Name**

*The name of the Club shall be "St Michael's Sporting Club" which incorporates St Michael's Rowing Club (hereafter referred to as 'the Club').*

## **2. Objectives**

*2.1 The primary objective of the club shall be the promotion of Rowing , and other sporting activities as agreed by the committee.*

*2.2 The subsidiary objective of the Club shall be to promote the physical, social, temperate, moral and educational wellbeing of its members.*

## **3. Government**

*3.1 The Club shall be governed by a Committee which shall consist of a President, Vice-President, and a committee of eight who shall hold office from the date of their election until the next Annual General Meeting of the club. The President shall act as Chariman of the Committee and the Vice President shall act as Vice Chairman of the Committee. The Committee shall meet no fewer than ten (10) times per annum. Five (5) of those entitled to attend and vote shall form a quorum. All the business of the Club shall be transacted by the Committee. Voting shall be by the majority of those present and the Chairman shall have a casting vote.*

*3.2 **Minutes** shall be taken of the proceedings of the Committee and at each meeting minutes of the previous meeting shall be read, adopted and entered in the minute book.*

*3.3 **Honorary Secretary & Honorary Treasurer.** At its first meeting after the Annual General Meeting the Committee shall appoint two members to act as Honorary Secretary and Honorary Treasurer. They shall carry out the instructions of the Committee. The Honorary Secretary shall prepare the minutes and agenda for Committee meetings and maintain correspondence on behalf of the Committee. The Honorary Treasurer shall keep the accounts in a fit and proper manner.*

**3.4** The Committee shall have the power to decide and arrange all day to day operational matters relating to the control and government of the Club. The members of the Committee must act in the best interest of the club and in an open and transparent manner at all times and abide by any decisions made by the Committee or a General Meeting. On occasion, a Committee member may find themselves in a conflict of interest situation on a matter before the Committee. On such occasions, the Committee member must make this conflict of interest clear to the Committee as soon as possible and offer to opt out of any further discussion on the matter. The Committee at its discretion may decide that the conflict does not require the member to opt out of the discussion.

**3.5** Any other member of the club acting on behalf of the Club or on behalf of the Committee shall abide by rule 3.4

**3.6** From time to time the Committee shall make decisions by means other than a meeting provided that all the members of the Committee are afforded a similar opportunity to take part in the discussion and vote, to that which they would have at a meeting.

#### **4. Membership.**

*4.1 The membership shall consist of Full, Junior, and Outlying members who have been elected to membership by the Committee and who have paid the annual subscription set by the committee and any levies applicable to their category. The election of all members must be ratified by the Committee.*

*4.2 **Full Members** must be over eighteen (18) years of age who have paid their annual subscription and any levies applicable to their category. All Full members shall have equal eligibility for the purposes of proposing, voting and holding any committee position. For the purpose of setting fees or annual subscriptions Full Members may be categorised as Full Ordinary, Full Life, Full Honorary Life, or Full Student.*

*4.3 **Full Honorary Life Members.** Full Honorary Life Membership may be bestowed on a member who has given outstanding service to the Club or to a person who has rendered exceptional service to society, in either a public or private capacity. Such membership must be unanimously recommended by the Committee and approved by the members at a General Meeting of the Club. Full Honorary Life Members will be exempted from the annual membership subscription.*

*4.4 **The President of the Club and the Captain** of the Rowing Club are exempted from the annual membership subscription whilst in office.*

*4.5 **Full Life Members.** The Committee may grant Full Life membership to a person on payment of a fee decided by the Committee. This fee may not be less than six (6) times the annual subscription (excluding levies and Rowing Club registration) paid by Full Ordinary members. They will be exempted from the annual membership subscription.*

*4.6 **Full Student Members.** A Full Student member is one who has attained the age of eighteen (18) years of age and is in full time attendance at an institute of learning, or serving an appropriate trade or professional apprenticeship. A Student's membership will cease on the 31<sup>st</sup> December following graduation or qualification from his/her institute of learning or on completion of his/her apprenticeship.*

*4.7 **Junior Members.** Members who are under eighteen (18) years of age are classified as Junior Members. They may retain the status of Junior Member up to the 31<sup>st</sup> December of the year they reach eighteen (18) years of age.*

#### **4.8 Outlying Members**

*An Outlying member must be resident more than eighty (80) kilometres from Limerick and shall neither have business offices nor be employed within the city or suburbs of Limerick. Outlying members may use the facilities and equipment of the Club for training purposes as decided by the Captain of the Rowing Club.*

**5. Subscriptions.** *The Committee shall have the power to adjust the subscription rate as it sees fit. Subscriptions fall due on 1st September each year. Any member who has failed to pay the annual subscription by the commencement of the Annual General Meeting shall be deemed to no longer be*

a member. He/she must re-apply for membership according to the rules governing membership. Only members with membership fully paid may represent the Club at any level of competition.

## **6. Members' Conduct.**

6.1 The Committee shall have the right to establish a 'Discipline Committee' to enquire into the actions or conduct of any member who acts contrary to the Rules, Policies or bye-laws of the Club, or whose conduct or actions are in the opinion of the Committee capable of being detrimental to, or likely to be detrimental to, the interests of the Club or endangers the welfare and good order of the Club, its members or property. Any one or more of aforementioned matters are herein termed 'a breach of discipline'.

6.2 All complaints relating to alleged breaches of discipline shall be made in writing to the Honorary Secretary in reasonable proximity to the date of the matter giving rise to the complaint. The Captain or any other Officer of the club may suspend any member who is the subject of a complaint from all privileges of the club pending the outcome of a Disciplinary hearing.

6.3 On being advised of a complaint of an alleged breach of discipline and being of the opinion that the matter is of a sufficiently serious nature, the Committee, acting with all reasonable haste, shall appoint the Discipline Committee, comprising five (5) persons, being Full Members, to deal with and adjudicate upon the complaint. A written notice of a date, time and place of the meeting of the Discipline Committee at which such matters are to be considered and the nature of the complaint(s) shall be given to the member concerned at least fourteen (14) days prior to the meeting. The member shall also be entitled to receive copies of any relevant written documentation relating to the complaint(s).

6.4 The member shall be entitled to appear and/or be represented at such meeting and shall be afforded the opportunity to respond to the allegation(s) and to make submissions. The Discipline Committee shall be entitled to have advisors in attendance at any meeting and take advice. The Discipline Committee shall make rules for the hearing of any investigations, but applying the principles of natural justice.

6.5 The quorum for the Discipline Committee shall be three (3). Voting shall be by secret ballot, and the elected chairperson shall not have a casting vote. A majority of those present and voting shall be required to find a member in breach of discipline. The Discipline Committee shall have power to caution, sanction, discipline or fine such member in such manner as it considers appropriate, or to suspend the member's membership for such period as it considers appropriate, or to expel the member from membership of the Club or of any committee thereof.

6.6 During a period of suspension, a member shall be denied all rights and privileges of membership and shall not be entitled to enter on to Club property. The member shall not be entitled to a refund of any part of the annual subscription or levy and any subscription or levy falling due within the period of suspension shall remain due and payable.

6.7 A member desiring to appeal against the decision of the Discipline Committee may, within fourteen (14) days of the decision, request the Committee in writing to convene a Special Committee to consider the appeal, which may be against the finding of the Discipline Committee and/or against the sanction imposed. In the event of the appeal being lodged, the Committee shall, as soon as is

*reasonably convenient, convene a meeting to consider the appeal. A majority of two-thirds of those present and voting at the Meeting shall be required to confirm or amend the decision. The member shall be entitled to appear and/or be represented at the meeting, and address the meeting, prior to any vote being taken. Any Committee member who was a member of the Discipline Committee making the original decision may not be present at or vote in the appeal.*

*6.8 In the event that a finding by the Discipline Committee of a breach of discipline is upheld, or in the event of the appeal is against the severity of sanction only, the Committee shall, inter alia, have power to reduce or increase the sanction. A majority of two-thirds of those present and voting at the Meeting shall be required to reduce or increase the sanction as the case may be.*

*6.9 Pending the holding of such a meeting, the sanction imposed by the Discipline Committee shall not take effect.*

## **7. Election of Committee**

*7.1 The President, Vice President and eight members of the Committee shall be elected by ballot at the Annual General Meeting. Election to these positions will be confined to Full members.*

*7.2 Where the number of candidates is equal to the number of vacancies, the Chairman shall declare such candidate or candidates elected.*

*7.3 Where there are two candidates for one vacancy, voting shall be by secret ballot and the candidate receiving the majority of votes of those present, qualified to vote and voting shall be declared elected.*

*7.4 Where there are three or more candidates for one vacancy, voting shall be by secret ballot and the candidate receiving the majority of votes of those present, entitled to vote and voting shall be declared elected. Should no candidate receive such majority, the candidate receiving the least number of votes shall be eliminated and a further ballot or ballots taken under the same conditions until only two candidates remain and a final vote shall then be taken in compliance with Rule 7.3*

*7.5 In all other cases where there are a greater number of candidates for election than there are vacancies to be filled, voting shall be by secret ballot and candidates receiving the greater number of votes to fill such vacancies shall be declared elected.*

*7.6 A simple majority shall, in all cases, decide unless otherwise prescribed.*

*7.7 In the event of a tie, either for election or elimination, the matter shall be decided by lot.*

*7.8 The elected to be the eight candidates with the highest number of votes, and in the absence of nominations, the Committee shall have power to fill the vacancies on the Committee.*

*7.9 The office of President may not be held by the same person for more than three consecutive years, and such person having held the office for three consecutive years shall not be entitled to hold said office again until a further four years have elapsed.*

*7.10 Nominations for all committee positions must be received by the Hon Secretary not less than two weeks prior to the Annual General Meeting. In the absence of nominations the Chairman may*

*elect to take nominations from the floor. At least ten (10) days' notice of nominees for committee positions must be communicated to those members who are entitled to vote at General Meetings. The immediate Past President shall automatically be an ex-officio member of the Committee for a period of one year after relinquishing office.*

*7.11 From the date of his/her election the Captain of the Rowing Club shall be entitled to attend and participate fully at meetings of the Committee as though he/she was a member of same but without voting power. He/she shall be entitled to seek election to the Committee at the Annual General Meeting of same.*

**8. Officers.** *The officers of the Club shall be constituted as follows:*

- *President*
- *Vice President*
- *Captain of the Rowing Club*
- *Honorary Treasurer*
- *Honorary Secretary*

*No person shall be entitled to hold more than one officer position at any one time.*

### **9. Annual General Meeting**

*9.1 The Annual General Meeting shall be held in October of each year, or on another suitable date, at such time and place as shall be decided by the Committee. At least thirty five (35) days notice of such meeting, containing details of the requirements for proposing rule changes, proposing motions, and for nominating people for committee positions, shall be posted on the Club's notice board and communicated to members entitled to attend and vote at such meeting. The accidental omission to give notice to any person eligible to attend at such meeting shall not invalidate its proceedings. All members are entitled to attend but only Full members shall be entitled to vote at Annual General Meetings and Special General Meetings of the Club.*

*9.2 A new rule may be made or any rule rescinded at the Annual General Meeting or Special General meetings provided that 21 days notice of motion be given in writing or electronically to the Honorary Secretary of any intended alterations. At least ten (10) days notice of proposed rule changes or deletions must be communicated to those members who are entitled to vote at General Meetings. No rule of the Club may be amended or deleted unless agreed by a majority of two - thirds or more of those present and voting at such General Meeting. .*

*9.3 The Balance Sheet and Statement of Accounts shall be communicated to members who are entitled to vote at the Annual General at least ten (10) days before the date fixed for the meeting.*

*9.4 Notice of any resolution to be moved at such Annual General Meeting shall be forwarded to the Honorary Secretary not later than fourteen (14) days before the date of the meeting and same shall be communicated to those members who are entitled to vote at General Meetings not later than ten (10) days before such date.*

*The notices of resolutions, rule changes and nominations to the General Committee shall contain the date, time and location of the AGM.*

9.5 *The business to be conducted at the Annual General Meeting shall be:*

- a. To receive the Balance Sheet and Statement of Accounts for the preceding financial year, audited by the auditors appointed for that purpose*
- b. To receive the Report of the Captain of the Rowing Club*
- c. To receive the President's Report*
- d. To elect a President, a Vice President and a Committee for the ensuing year*
- e. To vote on notices of motion, including rule changes.*
- f. To transact any other business that may arise*

9.6 *The President of the Club shall take the chair at the Annual General Meeting. In his / her absence or unwillingness to take the chair, the Committee shall appoint a Chairman.*

9.7 *No business shall be transacted at the Annual General Meeting unless a quorum of twenty (20) members or more of those entitled to attend and vote, is present.*

9.8 *If a quorum is not present within one (1) hour of the time appointed for the meeting, the meeting shall be adjourned and shall be re-scheduled within thirty-one (31) days. At least seven (7) days' notice of the adjourned meeting shall be given. Those members present at the adjourned meeting shall constitute a quorum.*

## **10. Special General Meeting**

10.1 *The Committee may call a Special General Meeting at any time, and shall be bound to do so on receiving a requisition signed by at least twenty-five (25) members who are entitled to attend and vote at such meeting.*

10.2 *At least ten (10) days notice of such meeting shall be posted on the Club's notice board and communicated to members entitled to attend and vote at such meeting. Only Full members shall be entitled to attend and vote at Special General Meetings of the Club. The notice shall specify the time and place of the meeting and the business to be transacted at the meeting. The accidental omission to give notice to any person eligible to attend at such meeting shall not invalidate its proceedings.*

10.3 *No business shall be transacted at such meeting except that specified in such notice.*

10.4 *The President of the Club shall take the chair at the Special General Meeting. In his / her absence or unwillingness to take the chair, the Committee shall appoint a Chairman.*

10.5 *No business shall be transacted at the Special General Meeting unless a quorum of twenty (20) members or more of those entitled to attend and vote, is present.*

10.6 *If a quorum is not present within one (1) hour of the time appointed for the meeting, the meeting shall be adjourned and shall be rescheduled within thirty-one (31) days. At least seven (7) days notice of the adjourned meeting shall be given. Those members present at the adjourned meeting shall constitute a quorum.*

## **11. Absences**

*Any member of the Committee who shall be absent from three consecutive meetings shall be called upon to state the cause of his/her absence and if he/she fails to explain same to the satisfaction of the Committee, he/she shall cease to be a member thereof and his/her place may be filled by co-option.*

#### **12. Sub-Committees**

*The Committee may appoint sub-committees to assist in the running of sections of the Club. Such committees shall make regular reports back to the Committee. They shall have no power to incur any expense without the sanction of the Committee.*

#### **13. Rowing Club Captain**

*The Committee shall appoint a Captain of the Rowing Club at the end of the rowing season in July. He/she must be a Full member and will hold office until the end of the following rowing season in July. He/she may seek reappointment each consecutive year up to a maximum of three (3) years. A Captain who has served three (3) consecutive years will, after a lapse of two (2) years or more, be eligible for reappointment as Captain. The Captain is responsible for the administration of the Rowing Club under such powers as may be delegated by the Committee. He/she may appoint a Vice Captain.*

**14. Disposal of Property** *The property of the Club is comprised of No 7-10 Lower Cecil Street, Limerick; The Rowing Club, O'Callaghan's Strand, Limerick; and the Rowing Club's facility at Ardnataggel, O'Brien's Bridge Co Clare.*

*The Committee may not sell or mortgage, but may lease, the property of the club without the sanction of a General Meeting.*

#### **15. Auditor:**

*A qualified auditor to be appointed each year to audit the accounts of the Club.*

#### **16. Trustees**

*16.1 The assets and property of the Club (including the real property of the Club) shall be vested in the Trustees for the time being of the Club for the benefit of the members of the Club.*

*16.2 There shall be at least two, and not more than five, trustees at any time.*

*16.3 The existing Trustees of the Club at the date of the adoption of this Rule shall continue as the Trustees of the Club, until and unless their appointment is altered in accordance with these rules.*

*16.4 The members acting at the Annual General Meeting or any Special General Meeting at any other time called for such purpose shall be entitled to remove any existing Trustee and/or appoint a replacement Trustee or Trustees.*

*16.5 The Trustees shall (subject to removal as set out in the preceding sub-paragraph) remain in office until death, resignation, or, in the case of new trustees, they cease to be members of the Club.*

*16.6 New Trustees shall be appointed in accordance with (16.4) above.*



16.7 All new trustees must be members of the Club and of good standing.

16.8 For the avoidance of doubt, all decisions at the Annual General Meeting or Special General Meeting, as aforesaid, relating to Trustees shall be on a simple majority of those members who are entitled to attend and vote at such General meetings.

16.9 A minimum quorum of 20 members must be in attendance to vote on matters relating to the trustees.

16.10 The Trustees shall sell, lease, mortgage, charge or otherwise deal with the property of the Club only as directed by the Committee, provided all such actions are permitted within these rules, and shall at all times act on the instructions of the Committee.

16.11 The Trustees shall be entitled to receive the accounts of the Club in advance of each Annual General Meeting and shall be entitled to be heard at each Annual General Meeting.

16.12 Nothing in these Rules shall preclude the Committee from retaining under its control, either in its hand or in bank, and from dealing with, any monies or other assets for the purpose of the Club.

16.13 No personal liability should attach to any Trustee or Trustees in the execution of their duties as Trustees.

16.14 The Trustees are hereby indemnified by the members in respect of their proper actions as Trustees and shall be entitled to the benefit of all insurances held by the Club.

### **17. Bye-Laws/Policies**

The Committee shall have the right to make bye-laws and policies as it may consider necessary and to alter and repeal same which shall then be binding on all members.

### **18. Loans**

The Committee may from time to time borrow such sums not exceeding €100,000 (one hundred thousand euro) or the current market value of the Club property, whichever is the lesser, for the purposes of the Club, and the person or persons in whom the property of the Club is vested will exercise this power on behalf of the Club when authorised by the Committee, and may secure all or part of such borrowing on the property of the Club on such terms as the Committee may consider fit.

### **19. Winding-up**

If in the event of the winding-up of the Club there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Club. Instead, such property shall be given or transferred to some other institution or institutions having main objectives similar to the main objectives of the Club or for charity.

The institution or institutions to which the property is to be given or transferred shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the club under or by virtue of clause 20 hereof. Members of the club shall select the relevant institution or institutions at or before the time of dissolution, and if and so far as

*effect cannot be given to such provisions, then the property shall be given or transferred to some charitable object.*

## **20. Income and Property**

*20.1 The income and property of the Club shall be applied solely towards the promotion of its main objectives(s) as set forth in these General Rules. No portion of the Club's income and property shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit, to the members of the Club.*

*20.2 No Officer shall be appointed to any office of the Club paid by salary or fees, or receive any remuneration or other benefit in money or money's worth from the Club.*

*However, nothing shall prevent any payment in good faith by the Club of:*

*a. Reasonable and proper remuneration to any member of the Club (not being an Officer) for any services rendered to the Club;*

*b. Interest at a rate not exceeding 5% per annum on money lent by Officers or other members of the Club to the Club;*

*c. Reasonable and proper rent for premises demised and let by any member of the Club (including any Officer) to the club;*

*d. Reasonable and proper out-of-pocket expenses incurred by any Officer in connection with their attendance to any matter affecting the Club;*

*e. Fees, remuneration or other benefit in money or money's worth to any Company of which an Officer may be a member holding not more than one hundredth part of the issued capital of such Company.*

**21. Keeping of Accounts.** Annual audited accounts shall be kept and made available to the Revenue Commissioners on request.

**22. Personal Property.** *Any personal belongings of members or visitors to the Club brought to or left on the Club's property shall be at the sole risk of the owners and neither the Club nor the Committee shall be responsible for any loss or damage to such property.*

## **23. Additions, alterations or amendments.**

A copy of the club's General Rules shall be made available to the Revenue Commissioners on request. Any changes to its main objects, its Income and Property Clause, Winding-up clause or its clause on the keeping of accounts as contained in said General Rules, shall not be made unless they have been previously submitted to and approved in writing by the Revenue Commissioners.

## **24. Health, Safety & Child Protection**

*24.1 The Club is fully committed to safeguarding the wellbeing of its members. Every individual in the Club should at all times show respect and understanding for the rights, safety and welfare of all. They should conduct themselves in a way that reflects the principles of the Club.*

*24.2 The Club agrees to uphold the Code of Ethics and Good Practice for Children's Sport in Ireland.  
(The SMSC Policy Document can be found on our website [smrc.ie](http://smrc.ie))*

*24.3 The Committee shall appoint a Club Children's Officer (C.C.O.), a Designated Liaison Person (D.L.P.) and a Safety Officer at its first meeting after the AGM. These appointments to be for a period of 12 months.*