



ONTARIO GREYBEARDS MASTERS RUGBY LEAGUE

CONSTITUTION

ONTARIO GREYBEARDS MRL - CONSTITUTION

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1. CLUB NAME

The Club shall be called Ontario Greybeards Masters Rugby League (the "Club")

2. OBJECTIVES AND PURPOSE OF THE CLUB

The objectives and purpose of the Club shall be to:

- Increase the participation of Rugby League in Ontario;
- Provide members the opportunity to play, coach, administer community Rugby League;
- Arrange matches and social activities for its members;
- Promote the sport of Rugby League across North America through competition, publicity, and inter-team relations;
- Promote the Club within the local community and encourage community participation in its activities; and,
- Provide for its members the means for social engagement and social activities.

3. MEANS OF ADVANCING THE OBJECTIVES AND PURPOSE

In order to advance the Objectives and Purposes the Club Board shall have power to:

- Acquire and provide playing fields, equipment, training and playing facilities and a Clubhouse for the Club and its members;
- Provide coaching, training, and social and other related facilities;
- Raise funds by appeals, subscriptions, fundraising events, loans and charges;
- Borrow money and give security for any such borrowings;
- Open and maintain one or more bank accounts in the name of the Club;
- Buy, lease or licence property and equipment, and sell, let, or otherwise dispose of the same;
- Make grants and loans, give guarantees and provide other benefits;
- Set aside or apply funds for special purposes or as reserves;
- Deposit and invest funds in a manner permitted by law;
- Employ and engage staff and others and provide services;
- Co-operate with or affiliate to any body regulating or organising the relevant league, sport or competition in which the Club is participating, any club or organization involved in it and any relevant Government or related agency;
- Do all other things reasonably necessary to advance the objectives and purposes of the Club;

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Provided that, the above powers are never used for any purpose whatsoever other than to advance the objectives and purposes of the Club in a manner that is consistent with:

- Canadian Law;
- The Canadian Rugby League Association Constitution;
- The Ontario Rugby League Constitution; and,
- The Ontario Greybeards Masters Rugby League Constitution and Club Rules.

4. CLUB AFFILIATION

The Club shall be affiliated to the Canadian Rugby League Association, to Ontario Rugby League and to its associated leagues. In addition, the Club may also become affiliated to such further or other leagues that, in the opinion of the Club Board, are appropriate.

5. STATUS OF THE CLUB RULES

The following rules (the “Club Rules”) shall form a binding agreement between each member of the Club.

6. CLUB RULES AND REGULATIONS

- a) The members of the Club shall so exercise their rights, powers and duties, and shall use their best endeavours to ensure that others conduct themselves, in such a way that the business and affairs of the Club are carried out in accordance with the Rules and Regulations for the time being in force of the Canadian Rugby League Association (CRLA), Ontario Rugby League (ORL) and those Leagues to which the Club is affiliated, or in whose Competitions in which it participates.
- b) No alteration to the Constitution or Club Rules shall be effective without the agreement of a two-thirds majority of the votes cast at an Annual General Meeting or Extraordinary General Meeting of the Club and shall not in any event have the effect of altering the requirements for dissolution of the Club and/or disposal of its assets.
- c) The Club shall at all times abide by the:
 - i. Equal Opportunities Policy
 - ii. Anti-Racism Policy
 - iii. Child Protection Policy
 - iv. Anti-Doping Rules

as adopted by the CRLA and/or the ORL, and with equivalent policies/rules applied by those Leagues or Competitions in which the Club participates and will comply with general Canadian law in these and all other respects.

7. CLUB MEMBERSHIP

- a) The members of the Club shall be those persons listed in the record of members (“the Club Membership Record”) maintained by the Club Treasurer.
- b) Membership of the Club shall be open to anyone interested in Rugby League on application, regardless of gender, age, sexual orientation, gender reassignment, marital, family or civil partnership status, pregnancy or maternity/paternity, race, nationality, ethnic origin, colour, religion, belief, ability, disability (including physical impairment, learning needs, mental health status or sensory impairment), class or social background, political persuasion, trade union membership or social or economic status. Membership may however be limited on a non-discriminatory basis according to the facilities available to the Club, as well as according to provincial, national, or international rules of Masters Rugby League.
- c) Any person who wishes to be a member of the Club must apply by way of the Membership Application Form prescribed for this purpose and deliver this to the Club. Acceptance to membership of the Club shall at all times be at the discretion of the Club Board and shall be granted in accordance with this Constitution and Club Rules and with the anti-discrimination and equality policies relating to the Club, as varied or updated from time to time. Membership shall become effective upon the applicant’s receipt of a Membership Card and payment of the required Club Membership fee.
- d) No application for membership of the Club will be accepted during the period between notice of a Club AGM or EGM being given (in accordance with paragraph 11(f) below) and that AGM or EGM taking place. Any such application received within that period shall be considered and decided upon within a seven-day period following the AGM or EGM.
- e) Subject to the exclusion in paragraph 7(d), refusal of membership may only be for good reason and on non-discriminatory grounds relating to the best interests of the sport of community Rugby League or the good conduct and interests of the Club. The reasons for refusal of membership shall be clearly explained to the person concerned. Any appeal against refusal of membership may be made to the Club Board in accordance with the Club Complaints Procedure in force to the time.
- f) The Club may have different classes of membership and subscription, though this will at all times be operated on a fair and non-discriminatory basis and the Club’s facilities will remain equally available to all Club members.
- g) The categories of membership offered by the Club shall be as follows:
 - Playing Members aged 35 and up
 - Non-Playing Members
 - Volunteer Members
 - Honorary Members
- h) Volunteer Members shall be deemed to be Club Members from the date of their appointment by, or on behalf of, the Club Board to the date of cessation of their Volunteer role.

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- i) All members will be subject to the regulations contained in the Constitution and Club Rules and to all policies and Codes of Practice adopted by the Club and shall, upon becoming a member, be deemed to accept and agree to abide by those regulations, policies and Codes of Practice.
- j) In the event that a member resigns, fails to renew their membership or is removed from membership of the club by virtue of a decision of the Club Board, their name shall be removed from the Club Membership Record.
- k) All visiting teams, including their players, coaching staff, officials and supporters, shall be deemed to have been co-opted as honorary members of the Club for the duration of their stay.
- l) The Club may invite individuals to become temporary members with playing privileges, provided the individual as attained an age of no less than 35 years and is considered to provide value through local, provincial, national, or international publicity, free from membership fees solely in the benefit of the objectives and purposes of the Club. These individuals shall be considered Honorary members only for the length of time that their active service is considered to be beneficial to the Club, with a defined start and end date, and must be approved by the Club Board.

8. CLUB MEMBERSHIP FEES

- a) An annual membership fee payable by each category of membership shall be determined from time to time by the Club Board and shall be set at a level that will not pose a significant obstacle to community participation in the Club. Any fee set shall be payable annually by each member and shall be paid by any new member immediately upon their application for membership being accepted. Membership fees shall not be repayable.
- b) Annual membership may, at the sole discretion of the Club Board by majority vote, be pro-rated in instances where a person applies to join the Club more than half way through the season. In such circumstances, precedent shall be set for that season only and all further mid-season membership applications shall be treated equally for the duration of that season.
- c) The Club Board shall have the authority to levy such further subscriptions upon each category of membership as are reasonably necessary to fulfil the objectives of the Club. Such subscriptions shall be paid over such annual, monthly, weekly or other interval as may be determined by the Club Board and shall be set at such a level that would not pose a significant obstacle to community participation in the Club or in use of its facilities.
- d) A membership fee or subscription will not be payable by Volunteer Members or Honorary Members in recognition of their voluntary contribution to the Club.

9. RESIGNATION AND REMOVAL OF CLUB MEMBERS

- a) A member shall cease to be a member of the Club immediately upon giving notice to the Club Board of their resignation. In addition, a member whose annual membership fee or further subscription is more than two (2) months in arrears shall be deemed to have resigned from membership of the Club.

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- b) The Club Board shall have power to remove any person from membership of the Club should it believe on reasonable grounds that it is no longer in the interests of the Club or the sport of community Rugby League for that person to remain a member or that their continued membership is likely to bring the Club or the sport into disrepute. An appeal against such a decision may be made to the Club Board in accordance with the Club Complaints Procedure in force at the time.
- C) A member who resigns or is removed from membership of the Club shall not be entitled to claim any, or any share of, the income and assets of the Club.

10. CLUB BOARD

- a) The Club Board shall be responsible for the management of all the affairs of the Club, including its property and funds.
- b) The Club Board shall at all times consist of no less than five or more than twelve Club Board members and shall include the following Officers of the Club:
 - President
 - Vice-President
 - Club Treasurer
 - Club Secretary

In addition to the above, but subject to the overall maximum of twelve Club Board members, the Club Board may include up to eight (8) further members of the club, to be elected at the Club's Annual General Meeting, or at an Extraordinary General Meeting convened for the purpose.

- c) Only Club Board Members shall have the right to vote at meetings of the Club Board. In addition, each Club Board Member will have only one vote, irrespective of the number of positions they hold.
- d) The Club Board shall have the power to co-opt other Club members to advise and assist the Board from time to time in relation to specific matters, although such members will act in an advisory capacity only and shall not have voting rights in relation to any decision to be made by the Club Board.
- e) No person will qualify to be appointed as an Officer of the Club or elected as a Club Board Member unless they are a Club Member in good standing who has attained the age of eighteen years and has had a significant involvement with the Club as a player, coach, trainer, volunteer and/or administrator.
- f) Each Officer of the Club and Club Board Member shall hold office from the date of their appointment for a period of two (2) years, until the second AGM following the appointment, unless otherwise resolved by an EGM.
- g) One person may hold no more than two (2) positions as officer of the Club at any one time. In addition, the positions of President, Vice-President, Club Treasurer and Club Secretary shall at all times be held separately, with no person holding more than one of these positions simultaneously.
- h) Meetings of the Club Board shall be chaired by the President or in their absence the Vice-President. A minimum of five (5) members of the Club Board, including the President and/or Vice-President must be present to provide a quorum for the effective transaction of business.

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- i) Decisions of the Club Board shall be made by a simple majority of those attending the Club Board meeting and entitled to vote. In the event of an equality of votes, the President (or Vice-President in the absence of the President) shall have a second, casting, vote.
- j) Decisions taken at meetings of the Club Board shall be entered into the Minutes, or other formal record of the meeting (e.g. video recording).
- k) The Club Board shall meet as often as is required for the effective performance of the business of the Club and shall hold not less than four (4) meetings in any calendar year. Any member of the Club Board may convene a meeting of the Club Board by giving not less than seven (7) days' notice to all other members of the Club Board.
- l) The Club Board may, for the effective and timely performance of its business and responsibilities, delegate any of its functions to a sub-committee or to one or more specified individuals, having first stated the scope and parameters of the powers delegated and the extent to which such sub-committee or individual(s) may bind or expend money on behalf of the Club Board.
- m) Any Club Board Member having a personal or financial interest in the business of the Club Board shall declare such interest and withdraw from the meeting or part of a meeting at which the matter in which they have an interest is to be discussed and shall have no vote in relation to the matter.
- n) An outgoing Officer of the Club or Club Board Member may be re-elected at the end of their term of office by a ballot of Club members at the AGM of the Club. Any vacancy arising in the membership of the Club Board may be filled between AGMs by a Club member being proposed by one and seconded by another of the remaining members of the Club Board and being approved by a simple majority of the Club Board.
- o) Any Club Board Member who fails to attend three (3) consecutive meetings of the Club Board without a reasonable excuse, accepted as such by the Club Board, shall be deemed to have relinquished membership of the Club Board. In addition, any Club Board Member who ceases to be a member of the Club or who resigns by written notice from their position as Club Board Member or is removed by the Club Board shall cease to be a Club Board Member with immediate effect.
- p) The position of any Officer of the Club or Club Board Member shall be vacated if the person holding such office becomes subject to a decision of the CRLA or ORL that they be suspended from holding office or from taking part in any activity relating to the administration or management of a Rugby League Football Club.
- q) Except where provided by the Rules and Regulations of the CRLA, ORL or any applicable League or Competition in which the Club participates, the Club Board shall have the power to decide all questions and disputes arising in respect of any issue concerning the Club Rules.

11. ANNUAL AND EXTRAORDINARY GENERAL MEETINGS

- a) An Annual General Meeting of the Club ("AGM") shall be held on or before 1st April in each calendar year and shall take place no earlier than 9 months and no later than 15 months after the previous AGM.

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- b) The purpose of the AGM shall be to:
- Receive a report concerning the activities of the Club since the previous AGM;
 - Receive a report concerning the Club's financial transactions since the previous AGM;
 - Receive and approve an annual Financial Statement concerning the Club's accounts and its current and projected financial position for the forthcoming year;
 - Receive a presentation from the Club's accountants upon the Club's accounts for the previous financial year;
 - Appoint Officers of the Club and elect Club Board Members for the forthcoming year;
 - Appoint Trustees of the property owned by the Club, should any vacancy have arisen;
 - Appoint the Club's accountants for the forthcoming year;
 - Discuss and vote upon any resolution put to the meeting, whether in relation to Club policy or to changes in the rules of the Club; and,
 - Consider any other business.
- c) Any Club member who has attained the age of 35 years and has had significant involvement with the Club as a player, coach, trainer, volunteer and/or administrator may seek to be elected as a Club Board Member at the AGM. Nominations for the election of Club Board Members must be submitted in writing to the Club Secretary not less than seven (7) days before the AGM and be proposed and seconded separately at the AGM by two (2) existing members of the Club.
- d) Notice of any other resolution to be proposed at the AGM shall be submitted in writing to the Club Secretary not less than seven (7) days before the AGM.
- e) An Extraordinary General Meeting ("EGM") of the Club may be called at any time by the Club Board. An EGM shall also be called within 14 days of the receipt by the Club Secretary of a requisition in writing signed by not less than five (5) Club members requiring a Meeting to be called and stating the purpose for which the Meeting is required and the resolutions to be proposed. An EGM may conduct any of the business of the Club that would otherwise have been transacted at an AGM.
- f) The Club Secretary shall give written notice of the date, time and venue of an AGM or EGM, together with details of the resolutions to be proposed, by posting notice of these on the Club website at least 14 days before the date of the meeting.
- g) All Club Playing Members who have attained the age of 35 years shall be entitled to attend and vote at an AGM or EGM.
- h) A minimum of five (5) Club Playing Members must be present to provide a quorum for the effective transaction of business at an AGM or EGM.
- i) The President, or in their absence the Vice-President (or a member selected by the Club Board) shall take the chair at an AGM or EGM. Each member present shall be entitled to one (1) vote and, unless provided by the Constitution and Club Rules, resolutions shall be passed by a simple majority. In the event of an equality of votes, the chair of the meeting shall have a second and casting vote. However, in the event that the resolution relates to the election of the chair, the second and casting vote shall lie with the Club Secretary and not with the chair of the meeting.

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- J) The Minutes of the AGM or EGM shall be kept as a formal record of the meeting by the Club Secretary or, in their absence, by a member of the Club Board nominated for that purpose.

12. CLUB FINANCES

- a) A bank account shall be opened and maintained in the name of the Club (the "Club Account"). The designated signatories for any dealings with the Club Account shall be the Treasurer of the Club together with the President, the Vice President, and the Club Secretary provided at all times that none of those persons are related to each other or live at the same property. All monies payable to the Club shall be received and properly recorded by the Treasurer and shall be deposited into the Club Account by one of the designated signatories.
- b) No sum shall be drawn from the Club Account except by a cheque signed by two (2) of the designated signatories. Details of the payee and the amount to be paid must be completed in each case before any of the designated signatories applies their signature to a cheque and in no circumstances should a designated signatory sign any cheque before such details have been entered onto both the cheque and the cheque stub.
- c) Should payment of any kind be received by the Club in cash, this should be collected by two Officers of the Club in the presence of each other and recorded in writing for entry into the Club accounts.
- d) The Club Board shall have the power to authorise the payment of remuneration and/or expenses to any member of the Club or to any other person or persons rendering services to the Club. The Club shall not remunerate a member for playing for the Club or for undertaking the duties of Club Board Member, although the reimbursement of legitimate out-of-pocket expenses incurred on behalf of the Club or on Club business shall be permissible where these have been previously agreed and where original receipts have been provided.
- e) The Club may provide for its members and guests the ordinary benefits of a Community Amateur Sports Club including:
- Sporting and related social facilities;
 - The use of sporting equipment owned or rented by the Club;
 - Suitably qualified coaches;
 - Post match refreshments for players and match officials;
 - The sale or supply of food or drinks as a social benefit arising incidentally from the sporting purposes of the Club.
- f) The Club may also, in connection with the sports purposes of the Club:
- Sell and supply food, drink and sports related clothing and equipment;
 - Employ members and remunerate them for providing goods and services to the Club (although not for playing). Such employment and remuneration shall be on fair terms set by the Club Board without the person concerned being present and shall be properly declared and accounted for to the Canada Revenue Agency;
 - Pay for reasonable hospitality for visiting teams and guests; and,
 - Indemnify the Club Board and Club members against any liability incurred in the proper running of the Club, but only to the extent of the Club's assets.

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- g) The Club Treasurer shall maintain a permanent record of bids received for the purchase of equipment. Three (3) bids for each purchase of like equipment in excess of \$1,000.00 shall be required where available before the Club Board can approve an equipment purchase. The purchase decision shall be made by considering the price, quantity, and delivery promised.
- h) The Club Treasurer shall be responsible for maintaining proper accounting records of all payments made and sums received by the Club, whether by cash, cheque, bank transfer or other means, and shall be in a position to disclose at any time with reasonable accuracy its financial position, including its assets and liabilities. Such accounting records shall be retained by the Club for a minimum period of five (5) years.
- i) No team within the Club shall have its own bank or other account unless approved by the Club Board. Should any team within the Club maintain its own bank or other account, this must be made open to the Club for accounting purposes as and when required and on at least a quarterly basis to enable the Club Treasurer to maintain a proper and full accounting record in this respect.
- j) The Club Treasurer shall ensure that an annual Financial Statement is prepared in such format as may be recommended from time to time by law and generally accepted Canadian accounting principles and practice. The Financial Statement shall be examined by an independent, qualified accountant (Chartered Professional Accountant) who will prepare a report upon the Financial Statement for Club Members. The Financial Statement, accompanied by the accountant's report, shall be presented for the approval of Club members at the Club's AGM or at an EGM specifically convened for this purpose. A copy of the Club's Financial Statement shall be provided to any Club member on demand and the Club accounts and the supporting documentation upon which it is based shall also be open to inspection by any Club member.

13. CLUB PROPERTY

- a) All funds and property owned by the Club ("the Club Property") shall be applied exclusively in furtherance of the objectives and purposes of the Club. Any profits or proceeds arising from the sale of any part of the Club Property shall also be used entirely for such purposes. Distribution to members or third parties of profits or proceeds arising from the sale of any part of the Club Property is absolutely prohibited.
- b) The property and funds of the Club are not to be used for the direct or indirect private benefit of Club members other than as reasonably permitted by these Club Rules and all surplus income or profits arising from the Club's activities shall be reinvested into the Club.
- c) The Club Property, other than the Club Account, shall be vested jointly in not less than two and no more than four (4) Trustees appointed by the Club ("the Trustees"). The Trustees shall be appointed by the Club at an AGM or EGM and shall hold office until death or resignation, unless removed by the Club by resolution passed at an AGM or EGM.
- d) The Trustees may not delegate their role or responsibilities to any other person and shall deal with the Club Property only as directed by the Club Board. An entry in the Club's Board Minutes or other formal record of the decisions of the Club Board shall be conclusive evidence of such a direction.

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- e) The Trustees shall not be liable, other than as Club members, for any loss to the Club or to the Club Property arising from the discharge of their duties and responsibilities as Trustees, except where such loss has been caused by their negligence or default, and shall be entitled to an indemnity out of the Club Property for all expenses and other liabilities reasonably incurred by them in carrying out their duties as Trustee.
- f) Upon their removal or resignation, a Trustee shall execute a Conveyance transferring the property they hold on behalf of the Club to the remaining Trustees (including any newly appointed Trustee), as directed by the Club Board. Upon the death of a Trustee, all Club Property held by them shall vest automatically in the remaining Trustees. If at any time there is only one remaining Trustee, an EGM shall be convened as soon as possible to appoint at least one further Trustee.

14. DISSOLUTION OF THE CLUB

- a) Any resolution to dissolve the Club may only be proposed at a properly convened AGM or EGM and must be carried by a majority of at least three-quarters of the members present to become effective.
- b) Dissolution shall take effect from the date the resolution is passed, following which the Club Board shall be responsible for the orderly winding up of the assets and liabilities of the Club and of the Club's affairs.
- c) Any surplus assets remaining upon dissolution following discharge of the Club's debts and liabilities shall be transferred for the sporting or charitable purposes of one or more of the below, as agreed upon by majority vote by the Club Board:
 - Another Club with similar sports purposes which is registered as a charity with the Government of Canada;
 - Another Club with similar sports purposes which is registered as a Community Amateur Sports Club with the Canada Revenue Agency.
 - The ORL, CRLA or any other appropriate rugby league governing body for use by them for related community sports purposes.

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15. DECLARATION

This Constitution for regulating the conduct and actions of Ontario Greybeards Masters Rugby League and its members was accepted and adopted by the Board Members of Ontario Greybeards Masters Rugby League at a meeting duly called, and at which a quorum was present on the 30th day of September 2020.

Signed: _____ Date: 09/30/20 Name: Nicholas Mew Position: President	Signed: _____ Date: 09/30/20 Name: Daniel Tate Position: Vice President
Signed: _____ Date: 09/30/20 Name: Michael Steer Position: Club Treasurer	Signed: _____ Date: 09/30/20 Name: Chris Bainbridge Position: Club Secretary
Signed: _____ Date: 09/30/20 Name: Paul Welden Position: Board Member	Signed: _____ Date: 09/30/20 Name: Jonathan Duncan Position: Board Member
Signed: _____ Date: 09/30/20 Name: Chris Bond Position: Board Member	Signed: _____ Date: 09/30/20 Name: Sean McMullen Position: Board Member
Signed: _____ Date: 09/30/20 Name: Jarrett Muldoon Position: Board Member	