

## OFFICIAL LEINSTER SUPPORTERS CLUB CONSTITUTION

### 1. DEFINITIONS

The following words have the meanings set out below for the purposes of this constitution:

- “AGM”** means the annual general meeting of members of the Club;
- “Blue Member”** means a holder of a “Lions Blue” membership card issued by Leinster Rugby, or such other supporters membership card conferring similar benefits as may in future be issued by Leinster Rugby;
- “Club”** means the Official Leinster Supporters Club;
- “Committee”** means the general committee of the Club in which the general management of the Club is vested;
- “Cubs Club Member”** means a holder of a “Cubs Club” membership card issued by Leinster Rugby, or such other supporters membership card conferring similar benefits as may in future be issued by Leinster Rugby;
- “Election Rules”** means the rules governing elections to the Committee which are set out in Appendix I to the constitution;
- “EGM”** means an extraordinary general meeting of the members of the Club;
- “Exiles Member”** means a holder of an “Exiles” membership card issued by Leinster Rugby, or such other supporters membership card conferring similar benefits as may in future be issued by Leinster Rugby;
- “Leinster Rugby”** means the Leinster Branch of the Irish Rugby Football Union;
- “Leinster Rugby WebSite”** means [www.leinsterrugby.ie](http://www.leinsterrugby.ie), or such other website accessible to members as may be operated by Leinster Rugby from time to time;
- “Record Date”** means the record date for determining the members entitled to attend and vote at a general meeting, which will be specified in the notice convening the meeting; and
- “Season Ticket Holder”** means a holder of a season ticket issued by Leinster Rugby.

### 2. OBJECTIVES

The primary objective of the Club is to encourage and facilitate support of the Leinster rugby team, by enhancing the experience of its members and increasing the numbers of people involved in active support of the Leinster rugby team. In order to achieve this primary objective, the secondary objectives of the Club include, but are not limited to, the following:

- (i) to organise social events for its members and other interested parties;
- (ii) to communicate the views of its members to Leinster Rugby;
- (iii) to raise funds, through sponsorship and such other means as the Committee see fit, to finance the activities of the Club; and

- (iv) to provide information in relation to and, where feasible, arrange transport to games played by the Leinster rugby team to its members and other interested parties;
- (v) to provide, where feasible, materials such as banners, flags and musical instruments at home and/or away fixtures; and
- (vi) to organise charitable fund raising.

### **3. MEMBERSHIP OF THE CLUB**

- 3.1 The membership year will run from 1 July in a year to 30 June in the following year.
- 3.2 Full membership is available to those aged 18 and over at the beginning of the membership year and junior membership is available to those aged under 18 at the beginning of the membership year. Junior members will not be entitled to vote at any general meeting of the Club or to call any EGM of the Club in accordance with paragraph 5.5 below.
- 3.3 All Season Ticket Holders, Blue Members, Exiles Members and Cubs Club Members will automatically become full or junior members of the Club, depending on their age, for the membership year to which their season ticket relates.
- 3.4 Members will pay such initial and ongoing annual subscriptions (if any) as may be determined by the Committee from time to time, provided that they do not exceed any limit placed on them by the members at the AGM.
- 3.5 The Committee may, with the approval of the members voting at the AGM, grant honorary membership of the Club to any individual. An honorary member will be entitled to all the benefits of full membership for life.
- 3.6 The Committee may expel from the Club any member who by their conduct has damaged the character or reputation of the Club or Leinster Rugby. Before any member is expelled the Committee will enquire into their conduct and give the member full opportunity to explain their conduct. If the majority of the Committee are of the opinion that the member has damaged the character or reputation of the Club or Leinster Rugby and that it has not been explained satisfactorily the Committee will call on the member to resign and, in the event that they do not resign, the Committee may expel the member. An expelled member will forfeit all rights and benefits associated with being a member and will not be entitled to any refund of their membership subscription (if any). Expulsion from the Club will not otherwise affect the rights (if any) of the relevant person as a Season Ticket Holder.
- 3.7 A member may resign their membership in writing at any time by notice in writing to the Committee. A member who resigns forfeits all rights and benefits associated with being a member and will not be entitled to any refund of their membership fee. Resignation will not otherwise affect the rights (if any) of the relevant person as a Season Ticket Holder.
- 3.8 All Club members agree to be bound by the terms of this constitution as may be amended from time to time.

### **4. COMMITTEE**

- 4.1 The general management of the Club is vested in the Committee, consisting of the President, the Secretary, the Treasurer and four additional elected ordinary members.
- 4.2 The Committee will be elected at the AGM. The Election Rules are set out in Appendix I to this constitution.

- 4.3 In the event that the number of candidates nominated for election is less than the number of vacancies on the Committee, the Committee members elected at the AGM may elect other Club members to fill any vacancy by serving as a Committee member until the next AGM. In the event of the death, incapacity or resignation of a Committee member, the remaining Committee members may elect another Club member to serve as a Committee member until the next AGM. In the event that no other Club member consents to being elected to serve as a Committee member in accordance with this paragraph, the Committee may continue to manage the Club until the next AGM provided it comprises at least five members. In the event that the Committee comprises less than five members for longer than a month the Committee will convene an EGM for the purposes of dissolving the club in accordance with paragraph 8.
- 4.4 In the event of the death, incapacity or resignation of any particular officer of the Committee, the remaining Committee members may elect another Committee member to fill the relevant office until the next AGM.
- 4.5 The President will be responsible for chairing all meetings of the Committee at which the President is in attendance. In the event that the President is not in attendance, the remaining Committee members will choose one of the Committee members present to act as chair for the purposes of the meeting. The Secretary will be responsible for maintaining a copy of this constitution, any rules drawn up in accordance with paragraph 4.9 and records of any decisions taken or resolutions passed by the Committee or the Club members, for publishing notices of general meetings, for notifying the Committee members of Committee meetings and for dealing with correspondence with the Club. The Treasurer will be responsible for maintaining the other books and records of the Club and for preparing the annual accounts.
- 4.6 The Committee will meet as often as it sees fit to conduct the business of the Club. In order for a quorum to be constituted a majority of the then current Committee members must be present in person at the meeting. All Committee members will be given at least five days' notice of any such meeting, unless a meeting is required to be held on shorter notice and all Committee members consent to the shorter notice period. Any decisions of the Committee will be made by a simple majority of those Committee members present at the relevant meeting. In the event of an equality of votes in respect of any decision, the President will be entitled to a second or casting vote. For the avoidance of doubt, if another Committee member serves as chair at a meeting in the absence of the President, that member will not be entitled to a second or casting vote.
- 4.7 The Committee will publish a written report of its discussions in such format as the Committee deems appropriate within ten days of each Committee meeting.
- 4.8 Leinster Rugby will be invited to send a representative to each meeting of the Committee. Leinster Rugby's representative will be entitled to be heard at the meeting, but will not be entitled to vote in respect of any decision of the Committee. The Club will endeavour to avoid direct conflict with the commercial activities of Leinster Rugby and in that regard the Committee will obtain the consent of Leinster Rugby before agreeing any sponsorship or other commercial activities on behalf of the Club which exceed such monetary amount as may be agreed between the Committee and Leinster Rugby from time to time.
- 4.9 The Committee may draw up rules in relation to the conduct of its business which it may amend from time to time. In the event of any conflict between such rules and the provisions of this constitution, this constitution will prevail.

## **5. MEETINGS OF CLUB MEMBERS**

- 5.1 The Club will hold at least one AGM in each calendar year.
- 5.2 The business to be transacted at the AGM will include the approval of any previous minutes of meetings of the members, the consideration of the accounts of the Club, the receipt of the President's annual report and the election of Committee members.

- 5.3 Notice of the AGM will be published no later than three weeks prior to the date of the AGM. This notice will include the date and time of the AGM, the venue at which it will be held, the relevant Record Date and the proposed agenda.
- 5.4 Members may propose additional agenda items for consideration at the AGM no later than seven days before the date of the AGM. In the event that additional items are to be included on the agenda, a revised agenda will be published in advance of the AGM.
- 5.5 The Committee may call an EGM at any time, provided that a notice of any such EGM is published at least two weeks prior to the date of the EGM. An EGM may also be called by 50 full members by notice in writing to the Committee stating the desire for such an EGM to be held and specifying the issue(s) they wish to discuss. Any such EGM convened on the request of the members will be held within two weeks of the request being received by the Committee and notice of the EGM will be published to the other members as soon as practicable after the request is received. The notice of any EGM will include the date and time of the EGM, the venue at which it will be held and the proposed agenda.
- 5.6 The quorum for any general meeting will be ten full members present in person at the meeting.<sup>1</sup>
- 5.7 Other than a decision to dissolve the Club referred to in paragraph 8.1, any decisions of the members will be made by a simple majority of those members present at the relevant meeting. Voting at each general meeting will generally be decided on a show of hands, save that voting in the Committee elections will take place by secret ballot in accordance with the Election Rules (unless the Committee and/or the President is elected by a vote decided by a show of hands in accordance with paragraph 10 of the Election Rules).<sup>2</sup>
- 5.8 The Secretary will publish draft minutes of each AGM and EGM within ten days of the relevant meeting. Any such minutes will be proposed to the members for approval at the next AGM.
- 6. BANK ACCOUNTS**
- 6.1 The Committee may open account(s) on behalf of the Club with such banks as the Committee may from time to time decide.
- 6.2 The Committee will decide from time to time which of its members will serve as authorised signatories for cheques drawn on the Club's bank account(s).
- 6.3 The Club shall have the power to obtain a credit card facility and the Committee shall be authorised to agree the terms of such facility with the Club's bank. The Committee shall ensure that at all times the Club retains a sufficient balance in its bank account(s) to ensure full repayment of any amounts borrowed pursuant to such credit card facility.<sup>3</sup>
- 7. ACCOUNTS**
- 7.1 The financial year of the Club will be determined by the Committee. Accounts of the Club will be prepared by the Treasurer to the end of each financial year and will be produced for approval by the Committee and presented to the members at the AGM.
- 7.2 Committee members must declare any potential conflict of interest in relation to any financial matters discussed at any Committee meeting.

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<sup>1</sup> As amended by a resolution of the members passed on 24 August 2017.

<sup>2</sup> As amended by a resolution of the members passed on 30 August 2008.

<sup>3</sup> As inserted by a resolution of the members passed on 3 July 2010.

- 7.3 The Club may appoint a Custodian for the various club assets (cash, memorabilia and electronic assets). The person should be someone with a good knowledge of the club so perhaps a former officer of the club for a two-year term. The role differs from the Treasurer as he/she would have no input into the day-to-day running of the club but would report to the AGM each year that all assets remain intact.<sup>4</sup>

## **8. DISSOLUTION**

- 8.1 The Club can be dissolved at an EGM called for that purpose, provided that the motion to dissolve the Club has the support of 75% of those present and voting at such an EGM.
- 8.2 Upon dissolution all funds and other property of the Club will be donated to the IRFU Charitable Trust or such other charitable body as the Committee may nominate.

## **9. BRANCHES**

The Committee may establish branches of the Club where demand exists in order to encourage and facilitate support for Leinster Rugby team.

## **10. COMMUNICATION**

- 10.1 In circumstances where this constitution requires the Committee to publish certain documents, the Committee may do so by posting a copy of the document, or a link to access such document, on Leinster Rugby WebSite. The Committee may also publish such documents through such other means as the Committee deems fit.
- 10.2 Written communications to the Committee may be sent care of Leinster Rugby at its address for correspondence from time to time, or to such postal or electronic address as may be specified for communication with the Committee on the Leinster Rugby WebSite.

## **11. AMENDMENTS TO THE CONSTITUTION**

This constitution, including the Election Rules, may be amended by a resolution passed by a simple majority of those Club members present at a general meeting of the Club members.

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<sup>4</sup> As inserted by a resolution of the members passed on 4 October 2018.

## APPENDIX I

### COMMITTEE ELECTION RULES

1. The closing date for nominations for Committee membership will be specified in the notice convening the AGM.
2. Any nomination received after this date will not be considered under any circumstances.
3. Any member wishing to stand for election to the Committee must have been a full member of the Club for six months on the closing date for nominations.
4. Any member who wishes to apply for President of the Club must have served a previous term as an ordinary member.
5. Candidates must be nominated and seconded by full members.
6. A member may endorse a maximum of two candidates at each election, as either a nominator or seconder. Multiple endorsements will render all nominations made by that member null and void.
7. No junior member may stand, nominate, second or vote in an election.
8. Nomination forms can be obtained from the Leinster Rugby WebSite or the Committee.
9. Nomination forms must be completed in full. Failure to complete the nomination form in full will render the nomination null and void.
10. The members will also elect the President at each AGM. Each candidate wishing to stand for election to the Committee may indicate that they wish to be considered for the office of President. The President may serve a maximum of two consecutive terms.<sup>5</sup> After the expiry of two consecutive terms, a member may stand for election as a Committee member, but may not stand for election to the office of President until at least one Committee year has elapsed.<sup>6</sup>
11. Elections will take place at the AGM. In the event that the number of candidates nominated for election is equal to or less than the number of vacancies on the Committee, the members present at the AGM may elect all such candidates to the Committee by a simple majority vote decided on a show of hands, without the need for a secret ballot. In the event that the members vote against the election of all such candidates to the Committee, or in the event that the number of candidates nominated for election is greater than the number of vacancies on the Committee, the Committee election shall take place by secret ballot in accordance with the rules set out in the following paragraphs. In the event that the Committee are elected by a vote decided by a show of hands and only one candidate is nominated for the office of President, the members present at the AGM may elect such candidate as by a simple majority vote decided on a show of hands, without the need for a secret ballot.<sup>7</sup>
12. Each full member on the relevant Record Date in attendance at the AGM will be issued with one ballot paper. The ballot paper will contain a section related to the election of the Committee and a second section in relation to the election of the President.
13. Postal or proxy votes will not be accepted under any circumstances.
14. At the AGM full members may cast their votes, on the basis of one vote per vacancy on the Committee. Members may choose to cast less than the full number of votes available to them.
15. The ballot papers will be counted by three scrutineers who are members of the Club present at the AGM but who are not candidates in the election.
16. Any ballot papers which are agreed by the scrutineers as being spoilt will not be counted in the election.
17. All votes will be counted on the day of the AGM. If this is not possible the ballot papers will be held in a place agreed by the scrutineers and counted the following day.

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<sup>5</sup> As amended by a resolution of the members passed on 3 July 2010.

<sup>6</sup> As inserted by a resolution of the members passed on 22 June 2013.

<sup>7</sup> As amended by a resolution of the members passed on 30 August 2008.

18. The candidates receiving the greatest number of votes will be elected to the Committee. In the event of one or more candidates receiving an equal number of votes those candidates not involved in the tie who have received sufficient votes to be elected to the Committee will have the deciding vote.
19. From among the candidates elected to the Committee, the candidate receiving the greatest number of votes for election to the office of the President will be elected President. In the event of one or more candidates receiving an equal number of votes for election to the office of the President, the other Committee members will have the deciding vote. In the event that no candidate for the office of President is elected to the Committee, the Committee members who have been elected will be offered the role of President in order of their election, beginning with the Committee member who receives the greatest number of votes in the corresponding Committee election.
20. The results of the election will be announced on the same day as the AGM. If this is not possible due to a late or postponed count, the results will be announced within seven days of the AGM.
21. The Committee year will run from the conclusion of one AGM until the conclusion of the following AGM. Committee members may stand for re-election and no term limits will apply.
22. The Committee will appoint the Secretary and the Treasurer from among its numbers.
23. All candidates agree to be bound by these Election Rules and the constitution of the Club.
24. The modifications to these Election Rules applicable to the first AGM are contained in Appendix II which will no longer form part of the constitution following the first AGM.

**APPENDIX II**

**MODIFICATIONS TO THE ELECTION RULES FOR THE PURPOSES OF THE FIRST AGM**

1. Any member wishing to stand for election to the Committee at the first AGM must be a Season Ticket Holder, a Blue Member or an Exiles Member and must be over 18 years of age on 17 August 2007, which is the Record Date for the first AGM.