



Orca Youth Rugby Club  
Bylaws - Updated May 2022

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**Preamble:** In order to introduce the youth of our community to the many positive attributes of Rugby Union including: the honor of the game, the ethics and conduct of its players, the development of fitness and decision-making among its participants, the spirit of equality, camaraderie, and fair play among rugby players, both on and off the field, world-wide, BE IT RESOLVED that Orca Youth Rugby Club will adopt the Bylaws set forth below.

**Article I: Name and Purpose**

**Name**

1. The name of the organization shall be Orca Youth Rugby Club, hereinafter referred to as "OYRC" or "The Club".
2. It shall be a nonprofit organization incorporated under the laws of the State of California.

**Purpose**

1. OYRC is organized exclusively for athletic purposes. The purpose of OYRC is:
  - a. To promote and participate in the game of rugby union football.
  - b. To provide a safe athletic activity for all participants.
  - c. To serve the youth in and around Ventura County, CA organizing and administering rugby games and competition among and between youth teams.
  - d. To unite and administer the youth in and around Ventura County, CA with organized teams consisting of all male and female players years of age and younger.
  - e. To introduce and promote the sport of Rugby, as recognized by USA Rugby and Southern California Youth Rugby (SCYR).
  - f. To provide players with quality instruction and safe training and competitive play techniques.

## **Article II: Membership**

1. OYRC is open to all youths in Ventura County and surrounding areas. OYRC, and its associated teams, are non-discriminatory and welcome all Youth irrespective of their race, creed, athletic ability, experience, or economic status.
2. The membership shall consist of two forms:

### **A Playing Member:**

1. Must be enrolled in High School or below and not be over the age of 19.
2. Has enrolled with USA Rugby as a member of OYRC and submitted all permission slips and waivers as required by The Club.
3. Has met his/her dues obligation to the Club in the amount specified and by the deadline specified by the Club President and other Officials.
4. Takes responsibility for, and follows, as set forth by these Bylaws, the rules, requirements, and the Code of Conduct that may be instituted by the Club.
5. Represents the Club in the public and on the sports field, and is held accountable for their actions.

### **A Non-playing member:**

1. Has met his / her dues obligation (be it monetary or service) to the Club and by the deadline specified by the Club President and other Officials.
2. Takes responsibility for, and follows, as set forth by these Bylaws, the rules, requirements, and the Code of Conduct that may be instituted by the Club
3. If an adult, all persons working directly with youth are to be registered with USA Rugby as a coach, administrator and/or referee so that a background check may be made, and the liability insurance obtained, via USA Rugby or otherwise.

### **Playing members can:**

4. Participate in the practices and matches of the Club.
5. Have a parent vote on their behalf at the AGM described below.
6. Fulfill the position of Captain or Vice-Captain and participate in Committees open to players.
7. Participate in all other Club functions.

### **Non-playing members can:**

8. Participate in the practices, subject to certification, but not play in club matches
9. Vote at the AGM.
10. Fulfill any position in the Club committees.
11. Participate in all other Club functions.

3. Any Club member (playing and non-playing) will cease to be a member of the Club if in the Judgment of the majority of the Executive Committee the said member has failed to meet the criteria for Club membership set forth by OYRC.

### **Article III: Executive Committee and Club Officers**

1. The Club Executive Committee shall be comprised of the following elected 7 Club Directors:
  - a. President
  - b. Vice President
  - c. Treasurer
  - d. Secretary
  - e. Director of Operations
  - f. Director of Athletics
  - g. Director of Club Development
2. Eligibility and Election: The Club Directors shall be elected at the Annual General Meeting as provided for in Article IX. Each Director shall serve for a term of one year and shall be eligible for re-election. A Director may also serve as any other officer or director in the Club including Club Coach.
3. Removal of Directors: Any Club Director may be removed from his or her position at any time by a two-thirds vote of the Club members eligible to vote and present at an authorized Club meeting as provided for by Article IX. At the same meeting at which a Director has been removed, a replacement Director may be elected by a majority vote of the Club members eligible to vote at the same meeting in accordance with the provisions of Article IX.
4. Vacancies: Any vacancies occurring in the Executive Committee by reason of death, incapacity, or resignation, shall be filled by a vote of the remaining Directors. Any Director elected to fill a vacancy shall hold office for the unexpired term of his predecessor. If a vacancy occurs as a result of removal by the membership and if the membership has not elected a replacement in accordance with Section 3 of this Article, the vacancy shall be filled by a vote of the majority of the remaining Directors.
5. Nullification of Executive Committee Action: Any decision or action of the Executive Committee may be overruled and nullified by two-thirds of the members eligible to vote and present at an authorized Club meeting as provided for by Article IX.
6. Compensation: No Director shall receive compensation for his/her/their services.

### **Article IV: Powers and Duties of the Executive Committee**

1. General Powers of the Executive Committee: The Executive Committee under the chairmanship of the Club President shall conduct the regular administrative affairs of the Club.

## **Article V: Powers and Duties of Individual Club Directors**

### Minimum Duties of the Board of Directors:

1. President: The President shall preside over the meeting of the Executive Committee and shall conduct all general Club elections. The President shall also have other duties as may be conferred upon him by the Executive Committee.
2. Vice President: The Vice President shall perform the duties of the President in the absence of the President. The Vice President shall also have other duties as may be conferred upon them by the Executive Committee.
3. Treasurer: The Treasurer shall keep the Club financial records and shall have custody of the funds of the Club. He shall have ultimate responsibility for the collection of all dues, fees, and assessments and shall make such payment as are authorized by the Executive Committee. The Treasurer shall also have other duties as may be conferred upon them by the Executive Committee.
4. Secretary: The Secretary shall keep the non-financial records of the Club and shall record and distribute the minutes of all Club meetings. The Secretary shall also have other duties as may be conferred upon them by the Executive Committee.
5. Director of Operations: The Director of Operations shall ensure that we have fields booked for practices, games and any ad-hoc events. They shall ensure that the relevant insurance is in place for both club and players. The Director of Operations shall also have other duties as may be conferred upon them by the Executive Committee.
6. Director of Athletics: The Director of Athletics shall oversee all aspects of rugby activity that takes place on the field of play – both practice and game. The Director of Athletics shall also have such other duties as may be conferred upon them by the Executive Committee.
7. Director of Club Development: The Director of Club Development shall ensure and manage the delivery of a broad range of youth development programs, which increase participation in the Club experience. The Director of Club Development shall also have other duties as may be conferred upon them by the Executive Committee.

## **Article VI: Officers**

1. The Board of Directors shall elect the persons to occupy the offices of the Board of Directors, namely President, Vice-President, Secretary, and Treasurer. The Board may appoint Officers to be non-voting members of the Board. This may include, but is not limited to: Fundraising Officer, Communications Officer, Special Projects Officer, Head Team Parent, and Social Chair. The Board of Directors may also appoint such other officers, as may from time to time appear necessary or advisable for the conduct of the affairs of the league, including, but not limited to, Committee Chairpersons.
2. Officers roles and responsibilities are as described in the document:  
[Officers Roles and Responsibilities](#) .

## **Article VII: Committees**

1. The Board of Directors may create committees as needed, such as fundraising, public relations, special projects, etc. The board will draft a charter for each committee outlining the committee purpose, responsibility, authority, duration, etc. Work duties as a committee chair are separate from the duties as a member of the board and should be treated as such. The President appoints all committee chairs, which are approved by a majority vote of board members.

## **Article VIII: Meetings of the Executive Committee**

1. Mandatory Meetings: The Executive Committee shall meet at least monthly during the year.
2. Quorums: A quorum for the purpose of conducting the business of the Executive Committee shall be four Directors.
3. Attendance by Non-Directors: Any club member may be invited to any meeting of the Executive Committee.
4. Club matters: The Executive Committee will decide all matters concerning the Club
5. Parents, adult members and the Captain may place an item for discussion on the agenda at Executive Committee meetings by notifying the President or Vice President in writing at least 24 hours prior to the meeting.

## **Article IX: Meetings of the Club Membership**

1. The Annual General Meeting: The President shall call the annual general meeting of the Club members to be held within forty-five (45) days of May 1st. The President or the Secretary shall give the membership notice of the date, time, and place of the Annual General Meeting in accordance with Section 7 of this Article. The President shall preside

at the Annual General Meeting over the election of the Executive Committee and any other business deemed appropriate by the Executive Committee.

2. Other Authorized Meeting: An authorized meeting of the Club membership may be called at any time upon proper notice as required by the President, by a quorum of the Executive Committee, or by one-third of those Club members who have paid the most recent assess regular or supporting membership fee.
3. Who May Vote: Members eligible to vote at authorized Club meetings and the Bi-Annual General Meeting shall be those members who have paid the most recently assessed regular or supporting membership fee.
4. Quorums: A quorum for the purpose of conducting the business of the Annual General Meeting or an authorized Club meeting as provided for in this article shall be a majority of those members who have paid the most recently assessed regular or supporting membership fee.
5. Notice of the purpose, date, time, and place of any authorized Club meeting, including the Annual General Meeting, shall be given to the membership not less than seven days or more than 30 days prior to the meeting announced. A list of all members eligible to vote shall be included in the Notice. Any member that wishes to vote and has not paid the most recently assessed regular or supporting membership fees may pay those fees up until the date of the meeting. Any member that wishes to vote and is not on the list may appeal to the Executive Committee for a waiver of the fee requirement for the sole purposes of casting a vote. For purposes of this section, notice is deemed given by email to all those on the updated email list maintained by OYRC.

#### **Article X: Club Finances**

1. Dues and Assessments: The Executive Committee shall assess such dues and fees against each member as may be from time to time necessary for the operation of the Club.
2. Expenditures: Expenditures of Club funds of \$200 or less may be approved by the Club Treasurer. Expenditures of more than \$200 shall be approved by the Executive Committee.
3. Club Budget Each year a Club Budget shall be prepared by the Club Treasurer and approved by the Executive Committee.

#### **Article XI: Code of Conduct**

1. OYRC has codes of conduct in place that lays out the club's principles, standards, and the moral and ethical expectations that board members and coaches are held to as they interact with the club and its members.
2. The 2 codes of conduct are:

### **Executive Committee Code of Conduct**

1. Treat everyone fairly within the context of their activity, regardless of gender, place of origin, color, sexual orientation, religion, political belief or economic status.
2. Direct comments or criticism at the activity rather than the person.
3. Consistently display high personal standards and project a favorable image when representing the Orca Youth Rugby Club.
4. Refrain from public criticism of fellow volunteers and players.
5. Refrain from personal attack or harassment, either visual, verbal or physical on another person.
6. Act within the law and be honest and fair.
7. Treat Orca members, volunteers, and players with respect.
8. Respect the dignity of others; verbal or physical behaviors that constitute harassment or abuse are unacceptable.
9. Attend your Board duties, as directed, in a timely manner.
10. Observe confidentiality in respect of all information gained through your participation as a Board Member.

### **Coaches Code of Conduct**

1. Ensure that all of my athletes are properly and fully registered and ID verified within the SCYR match system, with all required releases, waivers, and parent/guardian information submitted, and I will never endanger an athlete by putting them on the field without being fully registered and on the printed match report
2. Treat everyone fairly within the context of their activity, regardless of gender, place of origin, color, sexual orientation, religion, political belief or economic status.
3. Consistently display high personal standards and project a favorable image when representing Orca Youth Rugby Club.
4. Refrain from public criticism of fellow volunteers, players and ORCA Youth Rugby Club in general.
5. Refrain from personal attack or harassment, either visual, verbal or physical on another person.
6. Act within the law and be honest and fair.
7. Observe confidentiality in respect of all information gained through my participation as an Orca Youth Rugby Club Coach.
8. Treat Orca Youth Rugby Club members, volunteers, and players with respect.
9. Respect the dignity of others; verbal or physical behaviors that constitute harassment or abuse are unacceptable.
10. Place the emotional and physical safety and well-being of my players ahead of all other considerations, including match results.
11. Treat each player as an individual, remembering the large range of emotional and physical development for the same age group.
12. Do my best to provide a safe playing situation for my players.
13. Do my best to organize practices that are fun and challenging for all my players.
14. Lead by example in demonstrating fair play and sportsmanship to all my players.

15. Not consume nor be under the influence of alcohol, tobacco, non-prescription drugs nor similar substances at youth games, meetings, coaching sessions, practice games or scrimmages.
16. Will be knowledgeable in the rules of rugby and I will teach these rules to Orca Youth Rugby Club players.
17. Will remember that I am a youth sports coach, and that the game is for children and not adults.

#### **Article XII: Affiliation**

1. The Club and its members will observe and be immediately governed through its affiliation with the International Rugby Board (IRB), USA Rugby, Southern California Youth Rugby (SCYR) and Southern California Rugby Referee Society (SCRRES)
2. The Club will pay all club dues required by the IRB, USA Rugby, SCRRES, and SCYR.

#### **Article XIII: Amendments**

1. These bylaws may be amended by a 2/3 vote of the Executive Committee members of the Club that are present at that Club meeting.
2. The details of any proposed amendment shall be circulated prior to a Club meeting to all Executive Committee members.
3. Such details shall be sent out no less than ten and no more than twenty days prior to the Club meeting.
4. Any proposed amendments must be submitted in writing to the President and Secretary of the Club at least twenty-one days prior to the meeting at which it is proposed to consider it.

#### **Article XIV: General Provisions**

1. Indemnification: Any person who is or was a Director, Officer or representative of OYRC shall be indemnified by the corporation against liabilities and reasonable expenses, including attorney's fees, incurred by her/him/they in connection with any action, suit, or proceeding in which she/he/they are made or threatened to be made a party by reason of being or having been such a Director, Officer, representative, or employee, except in relation to matters as to which she/he/they shall be adjudged in such action, suit or proceeding to have acted in bad faith or to have been liable or guilty by reason of willful misconduct in the performance of duty.
2. Conflict of Interest: Any Board member shall excuse herself/himself/themselves from voting on any items, motions, etc. that would be a conflict of interest either professionally or personally, as determined in accordance with applicable law.



## **Article XV: Dissolution**

1. The Club may be dissolved by an affirmative vote in favor of dissolution cast by at least three-fourths of the members eligible to vote and present at any authorized Club meeting as provide for in Article III, provided that notice of the proposal to dissolve be given to each regular member at least one month prior to the meeting and provided that provision be made for payment of all bills and obligations, current or future, and a plan adopted by the Executive Committee for the distribution of any excess funds.