



Rugby Club Luxembourg

Amendments to the Statutes:

Resolution 1: The word Committee shall be replaced by the word Board

Resolution 2: Amendments to the Statutes

Consolidated Statutes

Art1: The name of the association is 'RUGBY CLUB DE Luxembourg' , abbreviated as 'R.C.L.'

Art2: The head office of the association is in Luxembourg and its location shall be determined by the Board

Art3: The association shall be set up for an indefinite period

Art4: The objective of the association is to promote the instruction, practice and the development of rugby in the Grand Duchy of Luxembourg in line with the rules laid down by the International Board. The association shall achieve this objective by organizing

- training sessions

- national and international meets with other associations pursuing similar objectives as well as forging friendly relationships with sports associations from Luxembourg and abroad

Art5: The association may team up with international organizations or organizations abroad, which pursue the same goals.

Art6: The association is non-political and non-denominational.

Art7: The association's colours are the national colours of Luxembourg: red, white, blue

Art8: The number of members is unlimited but must not less than three. The association is composed of active members and donor members. Honorary membership may be granted by the Board to active members on account of merit and services rendered to the association. Honorary members may be exempt from paying a membership fee. Only active members have the right to vote in general assemblies.

Art9: The admission of new members must be approved by the Board. Its decision is sovereign and it is not obliged to state the reasons on which it based this decision.

Art10: Member status is lost:

- in the event of a resignation handed to the Board

- in the event of exclusion on serious grounds. Any member who is accused of having violated the interests of the association or having infringed the rules of honour of the Game can be excluded after being heard by the Board.

Any members who have not paid their membership fee within three months of the agreed deadline shall also be considered as having resigned.

Art11: The general assembly shall set the membership fee for each financial year.

Art12: The administrative bodies of the association are:

- a) the General Assembly*
- b) the Board*

Art13: The general assembly consists of all the association's active members present in the meeting. It is the sovereign body of RUGBY CLUB DE LUXEMBOURG.

Art14: The general assembly shall hold an ordinary meeting within six months of the end of the financial year. Extraordinary meetings may be held following a decision by the Board or at the request of one fifth of the association's active members. Meeting invitations must include an agenda and shall be sent by the Board to each active member at least a fortnight before the date scheduled for the meeting.

Art15: Specifically, the general assembly's responsibilities include:

- the adoption of the activity report and the financial report of the previous financial year as well as the discharge of the outgoing Board*
- the annual appointment and dismissal of administrators*
- amendments to the Statutes*
- setting the annual budget and membership fees for the next financial year*
- the dissolution of the association*

Art16: Elections take place via secret ballot and by a majority of active members. A vote by acclamation or by show of hands may be held at the request of the assembly.

Art17: The general assembly shall be chaired by the the president of the association or, in their absence, by the vice-president.

Art18: The general assembly shall have a quorum regardless of the number of members present unless otherwise stated by the Statutes or the law. In the event of a tie the chairman shall have the casting vote.

Art19: repealed

Art19 prev Art20: The association is managed by a Board elected by the general assembly and made up of at least 5 members. The Board shall elect a president from among its members. The president and the members of the outgoing Board may be reelected. In the event of a vacancy the Board may appoint any active member to fill the vacant position until the next general assembly. If deemed necessary the Board has the right to appoint active members as Board members until the next general assembly.

Art20 former Art21: The Board shall elect a vice-president, a secretary and treasurer who, together with the president, constitute the bureau. Other Board members shall be solely or partly in charge of other club management-related tasks, including:

- pitches, equipment, travel, insurance, relations with third parties (press, advertising), training jobs or any other task, which may become necessary for the promotion of the association*

Art21 former Art22: The Board shall meet at least six times per year. Meetings require an invitation that shall be communicated at least 3 days in advance.

Art22 and Art23: Board decisions shall be taken by absolute majority of the members present. The president or their substitute shall have the casting vote. In the absence of the president he or she shall be replaced according to the provisions laid out in Art 20.

Art23 former Art23a: The Board may task certain members with specific responsibilities for a limited period. Those members shall present an activity report to the Board who shall be solely in charge of the final decision.

Art24 former Art25: The Board is vested with the most extensive powers concerning the management and administration of the association and as regards the achievement of its objectives. The following list is not exhaustive and is without prejudice to other powers vested in it by the law or the Statutes: the Board may enter into contracts, buy, sell, exchange, borrow, rent, rent out or pledge movable and immovable property in order to fulfill the role for which the association has been set up. It shall decide on the acceptance of donations and bequests. It shall be in charge of opening bank accounts or accounts with the Service des Chèques Postaux; it decides on potential investments of funds or revenue. It sees to the implementation of the decisions made by the general assembly.

Art26 and Art27: repealed

Art25 former Art28: Two signatures by two Board members, one of which must be the president or in their absence the vice-president, validly bind the association to third parties. Prior authorization is not required. Documents related to day-to-day management, regular correspondence, receipts and payments *may* be executed by the sole signature of the president or a Board member entrusted with the aforementioned tasks.

Art26 former Art29: *The financial year starts on 1 January and ends on 31 December. Accounts shall be drawn up each year on 31 December. The Board shall draw up a balance sheet of the past year and the*

budget for the next financial year. In addition to the membership fee the Board may request an additional annual amount to be paid by active members in order to cover the costs of the association's activities. Said amount may vary according to the active members' age category and family situation.

Art27 former Art30: *The maximum membership fee shall be 500 Euros.*

Art28 former Art31: The dissolution of the association may only be pronounced in compliance with the necessary formalities and with the conditions stipulated by the law. The general assembly, which pronounces the dissolution shall designate any liquidators and determine their powers. Net assets shall be allocated to a public organization. The general assembly shall decide on said allocation.

Resolution 3:

By way of derogation from the amended article 29 the 2012 financial year shall begin on 1 May 2012 and end on 31 December 2012.

Resolution 4: *The association's head office is located in Luxembourg, 15, rue Dicks.*

In italics = amendments to the Statutes