

FOOTHILLS LIONS RFC

General Bylaws (2023)



www.flrfc.org

December 2, 2023

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Article 1 Preamble

- 1.1 This organization, which is incorporated under the *Societies Act* of the Province of Alberta, shall be named the “**Foothills Lions Rugby Football Club**”.
- 1.2 The following articles set forth the Bylaws of the Foothills Lions Rugby Football Club.

Article 2 Defining and Interpreting the Bylaws

- 2.1 The following terms are defined as follows throughout this document:
 - 2.1.1 The “**Act**” shall mean the *Societies Act* R.S.A. 2000, Chapter S-14 as amended, or any statute substituted for it;
 - 2.1.2 “**Alberta Gaming, Liquor and Cannabis Commission** (“**AGLC**”) shall refer to the official commercial enterprise that oversees the liquor and gaming industries in the province of Alberta.
 - 2.1.3 “**Annual General Meeting**” (“**AGM**”) shall mean the meeting held annually and further described in Clause 4.3;
 - 2.1.4 “**Board**” shall mean the Board of Directors of this Society;
 - 2.1.5 “**Director**” shall mean an individual member of the Board of Directors, as described in Article 7.
 - 2.1.6 “**Member**” shall mean a Member of the Society who has submitted a complete registration form and paid the required fees to the Society;
 - 2.1.6.1 “**Playing Member**” – an athlete who has submitted a complete registration form and paid the required fees to the Society and is a member in good standing with Rugby Canada; and
 - 2.1.6.2 “**Voting Member**” – any Member 18 years of age or older or a parent or legal guardian of a Playing Member under 18 years of age;
 - 2.1.7 “**Member in Good Standing**” shall mean a Member who has paid all fees to the Society and who has not been terminated in accordance with Clause 3.4.1;
 - 2.1.8 “**Society**” shall mean the Foothills Lions Rugby Football Club (“**FLRFC**”);
 - 2.1.9 “**Special Meeting**” shall mean the special meeting described in Clause 4.5;
 - 2.1.10 “**Written Notice**” – in provisions where written notice is required, said notice shall be delivered using the Society’s official mass email communication system. It is the responsibility of each Member to ensure that they maintain their account in the fashion required to facilitate communication. Should a Member set their account to reject the Society’s communications, they expressly waive all rights to receive communication as set out in these Bylaws. The effective date of Written Notice shall be the date upon which the email was sent; and

Article 3 Membership

- 3.1 The Foothills Lions Rugby Football Club has two classifications of membership:
 - 3.1.1 Playing Member – any playing member of the club of any age; and
 - 3.1.2 Voting Member – is a Member in Good Standing who is 18 years of age or older or a parent or legal guardian of a Playing Member who is under the age of 18.
- 3.2 The membership year of the Society will begin May 1st of each year and end on April 30th of the following year.
- 3.3 Each Member shall be responsible for ensuring they can be reached for written communication through the Society's official communication channels.
- 3.4 Retirement or expulsion of Members:
 - 3.4.1 The Board of Directors may, by written notice, terminate membership of a Member for acting contrary to the bylaws, rules, regulations, and policies of the Society and its affiliates.
 - 3.4.2 Any Member who desires to retire prior to the end of the membership year may signify such desire in writing to the Registrar. Upon receipt of such written notice, the Registrar shall remove the Member's name from the official membership log and the member shall be deemed to have retired.
 - 3.4.3 Should a Member not renew their membership, they will be deemed to have retired.
- 3.5 No Member, in their individual capacity, is liable for any debt or liability of the Society.

Article 4 Meetings of the Club

- 4.1 All meetings of the Society will be conducted according to Robert's Rules of Order (current edition).
- 4.2 Any Voting Member who wishes to have new business placed on the agenda of a meeting must submit a written request not less than seven (7) days prior to the meeting in question.
- 4.3 **Annual General Meeting**
 - 4.3.1 The AGM shall be held within six (6) months of the Society's year end.
 - 4.3.2 All Voting Members shall be given written notice of the time and location of the AGM not less than 21 days prior to the meeting.
 - 4.3.3 The AGM shall be held for the purpose of presenting reports from each of the Directors on the Board, the annual statement of accounts, and election of the Board of Directors.

4.3.4 Each Voting Member is eligible to vote at the AGM, but must be present at the meeting to do so. Voting will be by a show of hands or such other method as specified by the Board of Directors.

4.3.5 Five (5) Voting Members, as of the date of the AGM and not including the Board of Directors, shall constitute a quorum at the AGM.

4.4 General Meeting

4.4.1 A general meeting of the Voting Members (“**General Meeting**”) may be called at any time by the Board of Directors.

4.4.2 All Voting Members shall be given written notice of the date, time, and location of the General Meeting not less than fourteen (14) days prior to the meeting.

4.4.3 Each Voting Member is eligible to vote at a General Meeting, but must be present at the General Meeting to do so. Voting will be by a show of hands or such other method as specified by the Board of Directors.

4.4.4 Five (5) Voting Members, not including the Board of Directors, shall constitute a quorum at a General Meeting.

4.5 Special Meeting

4.5.1 A special meeting of the Voting Members (“**Special Meeting**”) shall be called by the President at any time upon receipt of written request signed by five (5) Voting Members.

4.5.2 The Special Meeting shall take place within thirty (30) days of receipt of the written notice requesting such meeting.

4.5.3 All Voting Members shall be informed of the date, time, and location of the Special Meeting not less than 21 days prior to the meeting by written notice.

4.5.4 Each Voting Member is eligible to vote at a Special Meeting but must be present at the Special Meeting to do so. Voting will be by a show of hands or such other method as specified by the Board of Directors.

4.5.5 Five (5) Voting Members, not including the Board of Directors, shall constitute a quorum at a Special Meeting.

4.6 Meetings of the Board of Directors

4.6.1 A meeting of the Board of Directors can be called by the President. Written notice shall be given not less than 24 hours prior to the start of a meeting. A meeting shall be called by the President if any two Directors make a request in writing and state the business of the meeting.

4.6.2 A majority of the active Directors present at any Board meeting is a quorum.

4.6.3 If there is no quorum, the President adjourns the meeting to the same time, place and day of the following week. At least three (3) Directors must be present at this later meeting to constitute a quorum.

- 4.6.4 Emergency meetings of the Board of Directors may be held without notice provided a quorum of three (3) Directors are present. Any business transacted at such a meeting shall be ratified at the next regularly called meeting of the Board of Directors, otherwise such business shall be null and void.
- 4.6.5 Each position on the Board of Directors, as delineated in Clause 6.1 herein, shall have one vote at a meeting of the Board of Directors. In the case where two or more individuals share a position, and are in attendance at the meeting, they must vote as a single position. They must be unanimous in their decision or abstain from the vote. Resolutions will be passed by a simple majority of votes present at a meeting.
- 4.6.6 The President does not have a second or casting vote in the case of a tie vote. A tie vote shall mean the motion is defeated.
- 4.6.7 If a single issue or matter arises that requires a decision to be made by the Board of Directors prior to the next regularly called meeting, a vote of the Board of Directors may be made via email. Such vote is only valid, however, if the decision is unanimous and no debate or discussion of the issue is required. Such vote must be ratified at the next regularly called meeting of the Board of Directors. If debate or discussion is necessary, or if the vote is not unanimous, a Board of Director's meeting must be called.
- 4.6.8 Any Voting Member of the Society shall be permitted to attend and address the Board of Directors following written request being received by the President.

Article 5 Committees

- 5.1 The Board of Directors shall appoint an Executive Committee to manage the affairs of the Society. The Executive Committee shall report directly to the Board of Directors.
- 5.2 The Executive Committee:
 - 5.2.1 The Executive committee shall consist of a President, Secretary, Treasurer, Executive Assistant, Men's Rugby Coordinator, Women's Rugby Coordinator, Junior Rugby Coordinator, Youth Rugby Coordinator, Technical Director, and other positions as deemed necessary by the Board.
 - 5.2.2 The Executive Committee shall meet a minimum of four (4) times a year. Executive Committee meetings shall be called by the President or upon request by a minimum of two (2) other Executive Committee members; the request of which shall state the business of the meeting and be addressed in writing to the President.
 - 5.2.3 Each member of the Executive Committee, including the chairperson, has one (1) vote at the committee meeting. The chairperson does not have a casting vote in the case of a tie. A tie vote shall mean the motion is defeated.
 - 5.2.4 Irregularities or errors done in good faith do not invalidate acts done by any meeting of the Executive Committee.

- 5.3 The Executive Committee shall follow all directives of the Board of Directors.
- 5.4 The Board of Directors or the Executive Committee may appoint other working committees, as described in [Article 9](#) herein or as the Board or Executive Committee otherwise deems necessary, for managing the affairs of the Society.

Article 6 Board of Directors

- 6.1 The Board of Directors shall consist of the following positions; President, Registrar (Secretary), Director of Men's Rugby, Director of Women's Rugby, Director of Junior Rugby, and Director of Alumni Affairs.
- 6.2 The term of office for each Director is two (2) years.
- 6.3 The positions of President, Director of Alumni Affairs, and Director of Women's Rugby shall be elected in odd-numbered years.
- 6.4 The positions of Registrar, Director of Men's Rugby, and Director of Junior Rugby shall be elected in even-numbered years.
- 6.5 Normally only Voting Members of the Society are eligible to become a Director. If, however an individual with strong ties to the Foothills Lions Rugby Football Club and who has been involved with rugby over many years may be voted onto the Board for the good and benefit of the Society.
- 6.6 In order to be nominated for the position of President, a Member must have previously held another Director's position within the Society.
- 6.7 The election of Directors shall occur at the AGM. Any Voting Member may nominate himself/herself for any position on the Board of Directors, either in person at the AGM or in advance of the meeting by writing to the President at least 24 hours prior to the start of the meeting. Such nomination shall be seconded by a Voting Member present in person at the AGM. All Voting Members present at the AGM will vote on the nominations for each position on the Board of Directors. A simple majority will be required to carry the vote.
- 6.8 Any vacancies to the elected Board of Directors shall be filled by appointment by the Board of Directors. All appointments shall be ratified by vote at the next AGM.
- 6.9 The Board of Directors shall have full control and management of the affairs of the Society.
- 6.10 No Director shall receive any remuneration for his/her role on the Board of Directors.
- 6.11 The Registrar shall keep a list of the responsibilities of each position on the Board of Directors.
- 6.12 The Board of Directors shall meet as often as required to manage the affairs of the Society, but not less than two (2) times per year.

- 6.13 A Director may resign at any time by presenting his / her written resignation to the President. The Board of Directors shall approve the request within 30 days of receiving such written request, at which time the resignation will become effective.
- 6.14 A Director may be removed from office, via an AGM, a General Meeting, or a Special Meeting, for any cause which the Voting Members of the club may deem reasonable.
- 6.15 No more than one member of a household may serve as a Director in more than one position at any one time.
- 6.16 Each Director or Officer holds office with the protection from the Society. The Society indemnifies each Director or Officer against all costs or charges that result from any act done in his / her role for the Society. The Society does not protect any Director or Officer for acts of fraud, dishonesty, or bad faith.
- 6.17 No Director or Officer is liable for the acts of any other Director, Officer, or employee. No Director or Officer is responsible for any loss or damage due to bankruptcy, insolvency, or wrongful act of any person, firm, or corporation dealing with the Society. No Director or Officer is liable for any loss due to an oversight or error in judgment, or by an act in his role for the Society, unless the act is fraud, dishonesty, or bad faith.
- 6.18 Directors or Officers can rely on the accuracy of any statement or report prepared by the Society's auditor. Directors or Officers are not held responsible for any loss or damage as a result of acting on that statement or report.

Article 7 Duties of the Board of Directors

7.1 The President shall:

- 7.1.1 Supervise and manage the general affairs and operations of the Society;
- 7.1.2 Preside as chairperson at the AGM, meetings of the Board of Directors, and any other meeting as necessary, unless an alternate director has been appointed to chair;
- 7.1.3 Serve as the President of the Society's Executive Committee;
- 7.1.4 Be one of the signing officers of the Society;
- 7.1.5 Be the official spokesperson of the Society;
- 7.1.6 Attend Calgary Rugby Union and Rugby Alberta meetings, unless an alternate has been appointed;
- 7.1.7 Receive and delegate complaints, disputes, appeals, and matters of discipline to the appropriate individual;
- 7.1.8 Be responsible for the documentation of all amendments to the Society's Bylaws and submit any approved changes to Alberta Registries for filing;
- 7.1.9 Perform such other duties that may arise from time to time; and

7.1.10 Present a written report at the AGM and submit an electronic copy to the Registrar.

7.2 The Registrar shall:

7.2.1 Act as the Secretary for the Board of Directors;

7.2.2 Organize the Society's Bylaws;

7.2.3 Assume the responsibilities of the President in the event that the President becomes incapacitated and can not fulfill his duties;

7.2.4 Receive registrations via the Foothills Lions Rugby Football Club's website;

7.2.5 Collect all registration fees at the time of registration and pass them to the Treasurer;

7.2.6 Register all Playing Members and coaches with Rugby Canada;

7.2.7 Co-ordinate refunds on behalf of a Member of FLRFC through the provincial representative;

7.2.8 Perform such other duties that may arise from time to time; and

7.2.9 Present a written report at the AGM and submit an electronic copy to the Board.

7.3 The Director of Junior Rugby shall:

7.3.1 Be responsible for the policies and implementation of FLRFC's junior rugby program;

7.3.2 Recommend to the Board the appointments of the Junior Rugby Coordinator and Youth Rugby Coordinator to the Executive Committee. *Note: It is generally expected, though not required, that the Director of Junior Rugby will fulfill one of the recommended roles on the Executive Committee;*

7.3.3 Establish and chair a committee for winter academy; and

7.3.4 Present a written report at the AGM and submit an electronic copy to the Board.

7.4 The Director of Men's Rugby shall:

7.4.1 Be responsible for the policies and implementation of FLRFC's men's rugby program;

7.4.2 Recommend to the Board the appointment of the Men's Rugby Coordinator to the Executive Committee. *Note: It is generally expected, though not required, that the Director of Men's Rugby will fulfill the role of the Men's Rugby Coordinator on the Executive Committee;* and

7.4.3 Present a written report at the AGM and submit an electronic copy to the Board.

7.5 The Director of Women's Rugby shall:

- 7.5.1 Be responsible for the policies and implementation of FLRFC's women's rugby program;
 - 7.5.2 Recommend to the Board the appointment of the Women's Rugby Coordinator to the Executive Committee. *Note: It is generally expected, though not required, that the Director of Women's Rugby will fulfill the role of the Women's Rugby Coordinator on the Executive Committee;* and
 - 7.5.3 Present a written report at the AGM and submit an electronic copy to the Board.
- 7.6 The Director of Alumni Affairs shall:
- 7.6.1 Expand participation on the Board and committees, to better reflect the diversity of the Playing Members;
 - 7.6.2 Develop a meaningful and accurate list of all past rugby alumni;
 - 7.6.3 Increase participation of past alumni in current activities;
 - 7.6.4 Facilitate working relationships between FLRFC, the Calgary Rugby Union, and Rugby Alberta;
 - 7.6.5 Establish and chair committees for fundraising, tours, social, and facilities; and
 - 7.6.6 Present a written report at the AGM and submit an electronic copy to the Board.

Article 8 Executive Committee

- 8.1 The President shall:
- 8.1.1 Supervise and manage the general affairs and operations of the Society;
 - 8.1.2 Preside as chairperson of meetings of the Executive Committee, and any other meeting as necessary, unless an alternate member of the Executive Committee has been appointed to chair;
 - 8.1.3 Be one of the signing officers of the Society;
 - 8.1.4 Be the official spokesperson of the Society;
 - 8.1.5 Attend Calgary Rugby Union and Rugby Alberta meetings, unless an alternate has been appointed;
 - 8.1.6 Receive and delegate complaints, disputes, appeals, and matters of discipline to the appropriate individual; and
 - 8.1.7 Perform such other duties that may arise from time to time.
- 8.2 The Secretary shall:
- 8.2.1 Advise the President on Executive Committee procedural matters;
 - 8.2.2 Maintain the Society's calendar and schedule and organize official Society meetings; and

8.2.3 Interpret and ensure adherence to these Bylaws.

8.3 The Executive Assistant shall:

8.3.1 Attend all meetings of the Executive Committee and the Board of Directors and keep accurate minutes of the meetings;

8.3.2 Ensure that all official documents and records of the Society are properly kept;

8.3.3 Conduct the correspondences of the Board of Directors;

8.3.4 Send all notices of meetings to the Members;

8.3.5 File such returns, information, and fees that may be required to maintain the incorporation of the Society; and

8.3.6 Perform such other duties that may rise from time to time.

8.4 The Treasurer shall:

8.4.1 Keep proper accounting records as required by the *Societies Act*;

8.4.2 Provide the Executive Committee and the Board of Directors with the financial position of the Society;

8.4.3 Supervise and manage the finances of the Society, to include preparation of an annual budget;

8.4.4 Collect and record all dues received by the Registrar and other funds received by the Society;

8.4.5 Deposit all monies received by the Society in the Society's bank accounts according to a schedule as agreed to by the Executive Committee;

8.4.6 Supervise the management and the disbursement of funds of the Society, as approved by the Executive Committee;

8.4.7 Ensure the necessary books and financial records of the Society, required by applicable law, will be properly kept;

8.4.8 When required, arrange for auditing of the Society's accounts and ensure the audit is carried out within the time constraints of the AGLC and the *Societies Act* of Alberta;

8.4.9 Prepare and submit the Society Annual Return to Alberta Registries, and the Annual Report to the AGLC;

8.4.10 Perform such other duties that may rise from time to time as requested by the Executive Committee;

8.4.11 Be the official spokesperson of the Foothills Lions Rugby Football Club in the absence of the President; and

8.4.12 Present a written report at the AGM and submit an electronic copy to the Registrar.

8.5 Technical Director

- 8.5.1 The Technical Director is a volunteer role and is approved by the Board of Directors.
- 8.5.2 The Technical Director is responsible for team development and competitiveness and shall direct, manage, and develop:
 - 8.5.2.1 An overall Club Rugby development plan, which shall outline the development of FLRFC's Playing Members and an integrated style of play for all FLRFC's teams;
 - 8.5.2.2 Coaching structure to identify and develop future coaching staff; and
 - 8.5.2.3 Game analysis, with the head coach and appropriate assistance; and
- 8.5.3 The Technical Director may:
 - 8.5.3.1 Develop a coaching staff to properly train FLRFC's Playing Members, including assistant coaches or junior coaches, and aids in the selections of captain(s) for the team(s);
 - 8.5.3.2 Be asked to participate in incident reports and disciplinary hearings; and
 - 8.5.3.3 Be asked to attend Board meetings or Rugby Alberta meetings, as appropriate, to provide feedback from the coach / player's perspectives.
- 8.6 The Junior Rugby Coordinator shall:
 - 8.6.1 Be responsible for the structure of, and support, all of elements of FLRFC's junior rugby program including coaching, playing, scheduling, equipment requirements, and reporting. *Note: Frequent attendance at game and practices throughout the season is recommended;*
 - 8.6.2 Chair junior sub-committees where appropriate;
 - 8.6.3 Recommend appointments to the Executive Committee for:
 - 8.6.3.1 Coaching staff, in coordination with the Technical Director; and
 - 8.6.3.2 Team managers, after consultation with coaching staff;
 - 8.6.4 Direct, manage, and develop:
 - 8.6.4.1 Operational needs to ensure they are met by coaching staff and team managers, i.e. equipment, jerseys, water etc.;
 - 8.6.4.2 Coaching staff to improve their certification levels;
 - 8.6.4.3 Team managers; and
 - 8.6.4.4 Medical support;
 - 8.6.5 Work with the Executive Committee on:
 - 8.6.5.1 Recommending any change to fixtures; and
 - 8.6.5.2 Recommending any incoming and outgoing tours to ensure Rugby Alberta and Rugby Canada requirements are met;
 - 8.6.6 Encourage and support coaches to develop junior players. Work with coaches, other directors of rugby, and the Technical Director to ensure an integration of junior players to senior teams and identification of high potential players;

- 8.6.7 Act as a link between parents and junior teams;
- 8.6.8 Appoint school development officers to liaise, create links, and promote junior rugby with the local schools; and
- 8.6.9 Work towards achieving personal coaching certifications and participate in other development activities.

8.7 The Men's Rugby Coordinator shall:

- 8.7.1 Be responsible for the structure of, and support, FLRFC's men's rugby program including coaching, playing, scheduling, equipment requirements, and reporting.
Note: Frequent attendance at game and practices throughout the season is recommended;
- 8.7.2 Recommend appointments to the Executive Committee for:
 - 8.7.2.1 Coaching staff, in coordination with the Technical Director; and
 - 8.7.2.2 Team managers, after consultation with coaching staff;
- 8.7.3 Direct, manage and develop:
 - 8.7.3.1 Operational needs to ensure they are met by coaching staff and team managers, i.e. equipment, jerseys, water etc.;
 - 8.7.3.2 Coaching staff to improve their certification levels;
 - 8.7.3.3 Team managers; and
 - 8.7.3.4 Medical support;
- 8.7.4 Work with the Executive Committee on:
 - 8.7.4.1 Recommending any change to fixtures; and
 - 8.7.4.2 Recommending any incoming and outgoing tours to ensure Rugby Alberta and Rugby Canada requirements are met;
- 8.7.5 Work with coaches, other directors of rugby, and the Technical Director to ensure an integration of junior players to senior teams and identification of high potential players; and
- 8.7.6 Work towards achieving personal coaching certifications and participate in other development activities.

8.8 The Women's Rugby Coordinator shall:

- 8.8.1 Be responsible for the structure of, and support, FLRFC's women's rugby program including coaching, playing, scheduling, equipment requirements, and reporting. *Note: Frequent attendance at game and practices throughout the season is recommended;*
- 8.8.2 Recommend appointments to the Executive Committee for:
 - 8.8.2.1 Coaching staff, in coordination with the Technical Director; and
 - 8.8.2.2 Team managers, after consultation with coaching staff;
- 8.8.3 Direct, manage and develop:

- 8.8.3.1 Operational needs to ensure they are met by coaching staff and team managers, i.e. equipment, jerseys, water etc.;
 - 8.8.3.2 Coaching staff to improve their certification levels;
 - 8.8.3.3 Team managers; and
 - 8.8.3.4 Medical support;
 - 8.8.4 Work with the Executive Committee on:
 - 8.8.4.1 Recommending any change to fixtures; and
 - 8.8.4.2 Recommending any incoming and outgoing tours to ensure Rugby Alberta and Rugby Canada requirements are met;
 - 8.8.5 Work with coaches and other directors of rugby to ensure an integration of junior players to senior teams and identification of high potential players; and
 - 8.8.6 Work towards achieving personal coaching certifications and participate in other development activities.
- 8.9 The Youth Rugby Coordinator shall:
- 8.9.1 Chair FLRFC's youth rugby sub-committee;
 - 8.9.2 Be committed to developing FLRFC's youth rugby program;
 - 8.9.3 Be responsible for all elements of the youth rugby program;
 - 8.9.4 Encourage and support coaches to develop rugby players;
 - 8.9.5 Act as a link between parents and youth rugby teams; and
 - 8.9.6 Appoint and support school development officer(s) to liaise with, create links with, and promote youth rugby within local schools.

Article 9 Optional Club Committees

- 9.1 The **Audit Committee** shall:
- 9.1.1 Report to the Board of Directors;
 - 9.1.2 Consist of at least three (3) members, including at least one Board Member and one parent of a Playing Member in Good Standing under the age of 18 years;
 - 9.1.3 Develop (a) annual budgeting guidelines and procedures, (b) provide recommendations to the Board regarding appropriate financial reporting systems for the Society and its membership, and (c) provide recommendations to the Board on the appropriate allocation of resources to meet the Foothills Lions Rugby Football Club's strategic objectives;
 - 9.1.4 Oversee the integrity of the Society's financial statements and the Society's compliance with legal and regulatory requirements and ethical standards;
 - 9.1.5 Solicit, appoint, oversee, and determine the compensation of the Society's auditors, if any; and

9.1.6 Make available a copy of each final audit report to each member of the Board within thirty (30) days of its receipt by the Audit Committee.

9.2 The **Communications Committee** shall:

9.2.1 Report to the Executive Committee;

9.2.2 Maximize publicity for FLRFC's games, events, and activities;

9.2.3 Support FLRFC's main spokesperson in their relationships with local media, e.g. press, TV, radio, web, etc.;

9.2.4 Oversee internal channels like FLRFC's newsletter, website, twitter, facebook, welcome packs, and notice boards;

9.2.5 Communicate results of every home game immediately;

9.2.6 Keep up-to-date on the latest happenings in the Foothills Lions Rugby Football Club and the local communities;

9.2.7 Give brief verbal reports of matches and interviews where necessary;

9.2.8 Oversee the club archive of records and photos;

9.2.9 Create and/or update and maintain a dynamic website to showcase the Foothills Lions Rugby Football Club;

9.2.10 Ensure up-to-the-minute information is presented attractively for visitors;

9.2.11 Make it easy for visitors to find the information they are looking for;

9.2.12 Ensure the fixtures and results section is kept up to date;

9.2.13 Ensure FLRFC's social media channels are prominently featured on the site;

9.2.14 Source content and images;

9.2.15 Promote sponsors (where applicable); and

9.2.16 Ensure the site complies with the code of conduct and reflects the values of the game.

9.3 The **Facilities Committee** shall:

9.3.1 Report to the Executive Committee;

9.3.2 Ensure everything on the grounds and training facilities is safe for players, spectators, staff, and visitors;

9.3.3 Submit a facilities plan and budget for ground maintenance and development;

9.3.4 Manage a team of people to undertake maintenance work and improvements;

9.3.5 Manage outside contractors and keep an eye on their standard of work;

9.3.6 Advise on pitch conditions and whether a match is playable or not;

9.3.7 Prepare the pitch – mow, mark lines, put up hoardings and security fencing, check flags, post protection, balls, etc.; and

9.3.8 After the game, oversee the cleaning of the grounds / facilities and ensure everything is restored to how it was before the game.

9.4 The **Fundraising Committee** shall:

- 9.4.1 Report to the Executive Committee;
- 9.4.2 Plan and organize fundraising activities for the club;
- 9.4.3 Make sure all fundraising support materials are ordered and available to use for members of the club;
- 9.4.4 Collect fundraising money and pass it on to the Treasurer;
- 9.4.5 Monitor and accurately record the success of fundraising activities; and
- 9.4.6 Co-ordinate activities with other committees as necessary.

9.5 The **Volunteer Committee** shall:

- 9.5.1 Report to the Executive Committee;
- 9.5.2 Be responsible for the retention, training, organization, recruitment, and welfare of a sufficient number of volunteers for the Society to operate effectively on a weekly and ongoing basis;
- 9.5.3 Provide a focal point for volunteers and volunteering within the Foothills Lions Rugby Football Club;
- 9.5.4 Facilitate the recruitment, retention, recognition, and reward of volunteers within FLRFC;
- 9.5.5 Determine each year the various tasks that are need for the Society to operate efficiently and effectively and match volunteer skills and interests to those positions;
- 9.5.6 Ensure that new volunteers are welcomed appropriately and are clear on their role / responsibilities including whom to approach if any difficulties are encountered. Each year arrange orientation and appropriate briefings for each volunteer;
- 9.5.7 Issue documentation that clearly sets out each volunteer's role and commitments and make any adjustments as necessary;
- 9.5.8 Ensure individual volunteers are given appropriate support and guidance to maintain their enthusiasm;
- 9.5.9 Identify means of recognizing and rewarding volunteers; and
- 9.5.10 Attend club events, matches, and social evenings to promote and encourage new volunteers.

9.6 The **Tours Committee** shall:

- 9.6.1 Report to the Executive Committee;
- 9.6.2 Work with team management, the Executive Committee, and the Board of Directors to decide destinations and itinerary;
- 9.6.3 Set a budget and a plan;

- 9.6.4 Form and lead a team of volunteers, or appoint a tour company, to help the organization run smoothly;
- 9.6.5 Liaise with potential opposition to set up fixtures;
- 9.6.6 Arrange transport, insurance, accommodation/billeting and social activities, and visas and vaccinations where necessary;
- 9.6.7 Agree a code of conduct;
- 9.6.8 Organize funding and sponsorship; and
- 9.6.9 Ensure everything meets Rugby Canada tour guidelines.

Article 10 Finance and Other Management Matters

- 10.1 The fiscal year of the Society shall be from November 1st of each year to October 31st of the following year.
- 10.2 The banking business of the Society will be conducted at such financial institution as the Board of Directors may designate pursuant to a vote.
- 10.3 The signing officers for the Society are the President, the Registrar, the Director of Junior Rugby, and the Treasurer. A minimum of two (2) signatures are required on all operations related to the bank account. The Board of Directors may designate other signing officers pursuant to a vote. More than one signing officer from the same household is prohibited.
- 10.4 Reasonable expenses incurred while carrying out duties of the Society may be reimbursed upon Board approval.
- 10.5 The Treasurer shall provide a financial update at each regularly called meeting of the Board of the Directors.
- 10.6 The Board shall keep and file all necessary books and records of the Society as required by the Bylaws, the Societies Act, or any other statute or laws. See Clause [10.13](#).
- 10.7 The Society is prohibited from borrowing money or entering into agreement of the same unless authorized by Special Resolution.
- 10.8 Voting Members may request to review the financial statements of the Society following written request to the Board. Following the receipt of such a request, the Board must comply with this request within seven (7) days. The Board will not be compelled to prepare any special or additional reports or records in response to such a request.
- 10.9 An auditor(s) designated by the Board of Directors shall make an audit of the financial transactions of the Foothills Lions Rugby Football Club each year. The auditor's report or statement shall be made available to the Board of Directors at its next regularly called meeting and to all voting members at the AGM.

- 10.10 The auditor(s) shall be a duly qualified accountant or two Voting Members or Directors of the Society appointed for that purpose by the Board of Directors.
- 10.11 The Treasurer shall present the annual financial statements for the financial period November 1st to October 31st of the preceding financial year.
- 10.12 Voting Members may request to review the correspondence, books, and records of the Society following written request to the Board. Following the receipt of such a request, the Board must comply with this request within seven (7) days. The Board will not be compelled to prepare any special or additional reports or records in response to such a request.
- 10.13 Any correspondence received by a Director, in his or her official capacity and relating to the Society, must be brought before the Board of Directors and made part of the official books and records of the Society, as maintained by the Registrar. Dropbox™, or other similar service as approved by unanimous decision of the Board of Directors, shall be used as an “On-line Library of Records”. Position-specific email addresses shall be provided to all Directors and email correspondence shall be retained on the Society’s email server.
- 10.14 FLRFC will produce a Parent Handbook relating to the general operation of FLRFC. This handbook will include matters relating to FLRFC’s policies and procedures as determined from time to time by the Board of Directors, as well as FLRFC’s current fee structure and commitments for both Playing Members and Voting Members. The Parent Handbook will be maintained and updated by the Executive Committee, in accordance with its regular voting procedures. However, in the event of a conflict between the Parent Handbook and these Bylaws, the Bylaws shall govern.

Article 11 Amending the Bylaws

- 11.1 The Bylaws of the Society may be rescinded or amended by a Special Resolution conducted at the AGM, a General Meeting, or a Special Meeting.
- 11.2 All voting members must be made aware of the proposed amendment(s) to these Bylaws by written notice not less than 21 days prior to the meeting in question.
- 11.3 Any Member may propose an amendment to the Bylaws of the Society. This proposal must be submitted in writing to the Board of Directors not less than 14 days prior to the meeting in question.
- 11.4 In the event that any part, portion, article, or clause of these Bylaws shall be held to be invalid, unlawful, void, or otherwise unenforceable, such holdings shall not affect the remaining part, portions, articles, clauses, or any other provision of these Bylaws.
- 11.5 The amended Bylaws take effect after approval of the Special Resolution at the AGM or Special Meeting and accepted by the Corporate Registry of Alberta.

Article 12 The SEAL

12.1 The Society does not have a corporate seal.

Article 13 Distributing Assets and Dissolving the Society

13.1 The Society does not pay any dividends or distribute its property among its Members.

13.2 If the Society is dissolved, any funds or assets remaining after paying all the debts are to be paid to a non-profit organization with objects that has objects similar to those of the Foothills Lions Rugby Football Club.

13.3 Members are to select the organization to receive the assets by special resolution. In no event do any Members receive any assets of the Society.

Article 14 Adopting of these Bylaws

14.1 These Bylaws replace any previously approved bylaws of the Society.

14.2 These Bylaws were adopted by the Board of Directors and Voting Members of the Society and ratified at the AGM called and held on April 10th, 2021.

14.3 In ratifying these Bylaws, the Voting Members of the Society repeal all prior Bylaws in connection with any business of the Society conducted from the date of the ratification forward.

Article 15 Approval

These Bylaws are approved and adopted for use by the Society:

JAMES MIOR
President, FLRFC

PHILIP HAWORTH
Registrar, FLRFC