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Bylaws of North Shore Women's Rugby Football Club, Inc.

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12.1 Code of Conduct

Section 1: Name and Purpose

Section 1: Name and Purpose

1.1 Name

The name of this organization shall be the North Shore Women's+ Rugby Football Club, Inc., hereafter referred to as the "Club." The Club is a nonprofit corporation organized and existing under the laws of the Commonwealth of Massachusetts.

1.2 Purpose and Mission

The purpose of the Club is to promote, develop, and sustain women and gender-diverse athletes rugby in the North Shore of Massachusetts, the Greater Boston area, and Southern New Hampshire through athletic competition, skill development, community engagement, and inclusive participation.

The Club strives to:

- Provide opportunities for players of all backgrounds and experience levels to learn and enjoy rugby;
 - Foster a supportive and empowering environment that promotes teamwork, respect, and leadership;
 - Engage in community outreach and service to expand awareness and accessibility of Women's+ rugby; and
 - Build a positive and inclusive culture that reflects the Club's core values of empowerment, inclusivity, and community.
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1.3 Nonprofit and Tax-Exempt Status

The Club shall be organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future federal tax code).

No part of the net earnings of the Club shall be to the benefit of, or be distributable to, its members, officers, or other private persons, except that the Club shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its purposes.

Section 2: Membership

Section 2: Membership

2.1 Classes of Membership

The Club shall consist of the following classes of membership:

- Active Members
- Non-Player Members
- Social Members
- Alumni Members
- Associate Members

The Executive Board may establish additional classes or modify the rights and privileges of existing classes, consistent with the Club's mission and these bylaws.

2.2 Active Members

Active Members shall include all individuals who are current players in good standing with the Club. To remain in good standing, Active Members must:

1. Maintain payment of dues as determined by the Executive Board;
2. Abide by all Club policies, codes of conduct, and league regulations; and
3. Participate in a minimum level of team activity as defined by the Executive Board, captains, and coaching staff (such as attendance at practices, matches, or sanctioned events).

Rights: Active Members shall have full voting rights in all matters brought forward by the Executive Board to the team collectively.

2.3 Non-Player Members

Non-Player Members shall include individuals who actively participate in the Club but do not take part in on-field rugby play. Non-Player Members participate in team activities including but not limited to meetings, social events, team travel, community initiatives, and fundraising events. To remain in good standing, Non-Player Members must:

1. Maintain payment of dues as determined by the Executive Board;
2. Abide by all Club policies and code of conduct

Rights: Non-Player Members who were previous Active Members have voting rights on matters brought forward by the Executive Board and are eligible to serve on the Executive Board, to participate in Club events, attend general meetings, and serve on committees as designated by the Executive Board. Non-Player Members who were not previous Active Members do not have voting rights and may not serve on the Executive Board. They may attend Club events, general meetings, and serve on committees as designated by the Executive Board.

2.4 Social Members

Social Members shall include individuals who wish to participate in the social, community, and fundraising aspects of the Club (including previous players).

Rights: Social Members may attend general meetings and serve on committees but do not possess voting rights and may not serve on the Executive Board

2.5 Alumni Members

Alumni Members shall include all former Active Members who wish to remain connected to the Club but are not currently contributing as Non-Player or Social Members. Alumni Members are encouraged to participate in community and fundraising activities and to serve as ambassadors for the Club.

Rights: Alumni Members may attend general meetings and serve on committees but do not possess voting rights and may not serve on the Executive Board. Should an Alumni member desire voting rights or to serve on the Executive Board they must become contributing Non-Player Members.

2.6 Associate Members

Associate Members shall include coaches, volunteers, sponsors, and community supporters who contribute to the operation or advancement of the Club but are not current or former players.

Rights: Associate Members are non-voting but may attend meetings and participate in activities, committees, and events as invited by the Executive Board.

2.7 Admission to Membership

Membership shall be open to any individual who supports the mission and values of the Club and meets the eligibility requirements for their respective class.

2.8 Dues and Contribution

The Executive Board shall determine annual dues, fees, payment schedules, and comparable contributions for each class of membership. The Executive Board may waive or adjust dues in cases of hardship or to promote inclusivity, as consistent with the Club's mission.

2.9 Suspension or Termination of Membership

Membership may be suspended or terminated by a majority vote of the Executive Board for:

- Failure to contribute to the team as designated for the class of membership;
- Conduct detrimental to the Club or its members; or
- Violation of Club policies or codes of conduct (see Appendix: Code of Conduct).

Any member subject to suspension or termination shall be given written notice, from the President, of the proposed action. They will have the opportunity to present their case within 30 days of the date the notice is sent before the Executive Board prior to a final decision.

Section 3: Meetings of Members

Section 3: Meetings of Members

3.1 Annual General Meeting (AGM)

An Annual General Meeting (AGM) of the members shall be held each year at a time and place determined by the Executive Board.

The purpose of the AGM is to:

1. Receive reports from the Executive Board, committees, and officers on the activities and financial condition of the Club;
2. Review and discuss goals for the upcoming year; and
3. Conduct any other business that requires membership attention.

Notice of the AGM shall be provided to all members at least thirty (30) days prior to the meeting and shall include the date, time, location (or virtual platform), and agenda.

3.2 Ad Hoc Meetings

Ad hoc meetings of the membership may be held throughout the year at times and locations determined by the Executive Board to conduct Club business, discuss operations, or plan events and community initiatives.

Notice of ad hoc meetings shall be given to all members at least seven (7) days in advance.

3.3 Quorum

A quorum for any meeting of the membership shall consist of at least fifty one percent (51%) of the Active and Non-Playing Members in good standing, either present in person or participating virtually.

If a quorum is not present, the meeting may proceed for informational purposes, but no official votes shall be taken.

3.4 Voting

Each Active Member and Non-Player Member in good standing shall be entitled to one (1) vote on any matter requiring membership approval.

Unless otherwise specified in these bylaws, decisions shall be made by a simple majority of votes cast at a meeting where a quorum of the desired audience is present. Voting may occur by show of hands, voice vote, or secure electronic ballot, as determined by the Executive Board.

3.5 Proxy and Absentee Voting

Proxy voting shall not be permitted.

3.6 Conduct of Meetings

All meetings shall be conducted in an orderly and inclusive manner consistent with the Club's values of respect, teamwork, and empowerment. The President (or their designee) shall preside over meetings, and in their absence, another officer designated by the Executive Board shall serve as chair.

3.7 Meeting Minutes

The Vice President shall ensure that accurate minutes are kept for all membership meetings, including attendance, motions, votes, and key discussion items. Minutes shall be made available to members within seven (7) days after the meeting.

Section 4: Executive Board Elections

Section 4: Executive Board Elections

4.1 Timing and Purpose

The election of officers of the Club shall be held once a year and as any need for a special election is deemed necessary. These elections shall serve to fill positions of the officers for the upcoming term, as defined in these bylaws.

4.2 Nominations

Nominations for officer positions may be made either through self-nomination or by nomination from another member. The nomination period shall remain open for one (1) week, as determined and announced by the Executive Board.

Following the close of the nomination period, all nominees shall be notified and given one (1) week to either accept or decline their nomination. Only nominees who accept will appear on the ballot.

Members may be nominated for and accept nominations for more than one officer position. In such situations:

1. If a member is elected to more than one position, they may choose which position they wish to hold. The position that they do not select will then be awarded to the next nominee that received the most votes.
2. If a member is the sole nominee for a given position, they may not appear on the ballot for any other position during that election cycle.

Elections shall be held electronically during the week following the acceptance period, using a secure online voting platform (e.g., Google Forms) or another method approved by the Executive Board. Instructions for voting, including eligibility requirements, deadlines, and ballot access, shall be provided to all Active and Non-Player Members in good standing.

4.3 Eligibility for Candidacy

To be eligible for election as an officer, an individual must:

- Be an Active or Non-Player Member in good standing at the time of nomination;
- Have been a member of the Club for at least one full season; and

- Not be currently subject to any disciplinary suspension by the Club.

4.4 Voting in Officer Elections

Each Active and Non-Player Member in good standing shall have one (1) vote in officer elections. A quorum for the election shall consist of at least fifty one percent (51%) of the Active and Non-Player Members in good standing.

The candidate receiving the plurality of votes cast for a given office shall be declared elected.

4.5 Term of Office and Transition

Officers shall serve for a term of one (1) year, beginning on the date specified by the Executive Board following the election, and shall hold office until their successor is elected and qualified, or until resignation or removal.

Outgoing officers shall deliver to their incoming successors all pertinent records, property, and responsibilities promptly upon transition. Outgoing officers will be removed from all documents, records, and all system access within one (1) month of the elections closing.

4.6 Vacancies and Special Elections

In the event of a vacancy in an officer position due to resignation, removal, incapacity, or any other cause, a special election shall be conducted to fill the position, following this procedure:

1. The Club membership shall be notified immediately of the open position.
2. Active and Non-Player Members shall have three (3) days to submit nominations, either for themselves or for others, for the vacant position.
3. Nominees shall have two (2) days to accept or decline their nomination.
4. Voting shall be conducted electronically (e.g., via secure online ballot or Google Forms) and shall remain open for two (2) days. The candidate receiving the plurality of votes shall be declared elected to fill the vacant position for the remainder of the term.

Section 5: Executive Board

Section 5: Executive Board

5.1 Role and Authority

The Executive Board shall be the governing body of the Club, responsible for managing the affairs, finances, policies, and strategic direction of the organization in accordance with these bylaws and applicable law. The Executive Board has the authority to act on behalf of the Club, make decisions regarding operations, and oversee committees, events, and programs.

5.2 Composition

The Executive Board shall consist of the officers of the Club, which may include but are not limited to:

- President
 - Vice President
 - Treasurer
 - Fundraising Co-Chairs
 - Social Chair
 - Alumni & Community Engagement Chair
 - Match Secretary
 - Field Secretary
 - Webmaster
 - Recruitment & Retention
 - Ombudsman
-

5.3 Term and Eligibility

Each Executive Board member shall serve a term of one (1) year, beginning on the date specified by the Executive Board following elections.

To serve on the Executive Board, an individual must be an Active or Non-Player Member in good standing at the time of election and meet any additional eligibility requirements outlined in Section 4.3.

5.4 Resignation, Removal, and Vacancies

- **Resignation:** An Executive Board member may resign at any time by giving written notice to the President.
 - **Removal:** Officers may be removed for reasons including attendance-based removal for missing three (3) or more meetings annually without substantial reason in accordance with 2.9.
 - **Vacancies:** Vacancies on the Executive Board shall be filled according to Section 4.6 (Vacancies and Special Elections).
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5.5 Meetings of the Executive Board

- **Regular Meetings:** The Executive Board shall meet at least one (1) time per month to oversee Club operations and conduct business.
 - **Special Meetings:** Special meetings may be called by the President or by a majority of the Executive Board members.
 - **Notice:** Notice of all special meetings shall be provided to each Executive Board member at least **48 hours** in advance.
 - **Location:** Meetings may be held in person, virtually, or by any combination thereof.
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5.6 Quorum and Voting

A quorum for any Executive Board meeting shall consist of a majority (51%) of the current Executive Board members. Decisions of the Executive Board shall be made by majority vote of those present at a meeting with a quorum. In case of a tie, there will be a rediscussion and second vote when the group decides that the rediscussion has concluded until a majority has been met.

5.7 Compensation

Members of the Executive Board shall serve without compensation for their service. Reasonable expenses incurred in the performance of duties may be reimbursed in accordance with policies set by the Executive Board.

5.8 Committees

The Executive Board may establish **standing or ad hoc committees** as necessary to carry out the Club's mission and activities. Committee members may include Executive Board members, Active Members, Non-Player Members, Social Members, Alumni Members, or Associate Members.

Each committee shall operate under the oversight of the Executive Board and report on activities, recommendations, and findings.

5.9 Addition or Removal of Executive Board Roles

The Executive Board may create new officer or leadership roles, or remove existing roles, as necessary to support the Club's operations and mission. Any changes to the composition of the Executive Board shall follow this process:

1. **Proposal:** Any Executive Board member may propose the addition or removal of a role.
2. **Discussion:** The Executive Board shall discuss the proposal at a regular or special meeting. Members of the Executive Board may provide input and suggest amendments to the proposal.
3. **Approval:** Creation of a new role or removal of an existing role requires the approval of at least 51% of the Executive Board members present at a meeting with a quorum.
4. **Notification:** Following approval, the Executive Board shall notify all members of the Club of the change, including the role's responsibilities, term, and method of selection or election.
5. **Filling New Roles:** Any newly created roles shall be filled in accordance with the nomination and election process outlined in Section 4 or by willing appointment by the Executive Board, as determined at the time of creation.
6. **Documentation:** Changes to Executive Board roles shall be documented in the meeting minutes and reflected in an updated organizational chart or governance documentation maintained by the Vice President.

Section 6: Officers

Section 6: Officers

6.1 Officers of the Club

The Officers of the Club shall consist of:

- President
- Vice President
- Treasurer
- Fundraising Co-Chairs
- Social Chair
- Alumni & Community Engagement Chair
- Match Secretary
- Field Secretaries
- Webmaster
- Recruitment & Retention
- Ombudsman

All officers are members of the Executive Board and are voting members in Executive Board decisions. Officer roles may be added or removed in accordance with section 5.9.

Responsibilities for each role are listed in the subsequent sections. Responsibilities are not limited to description provided in the bylaws and can be determined at the Executive Board's discretion.

6.2 President

The President shall:

- Serve as the chief executive officer of the Club and chair the Executive Board.
- Lead the Club, oversee operations, and delegate responsibilities among other officers.
- Represent the Club externally, including meetings with the men's team Executive Board.
- Attend the NERFU Annual General Meeting.

6.3 Vice President

The Vice President shall:

- Assist the President in managing Club operations.

- Develop agendas for Executive Board and general meetings and maintain meeting notes (unless delegated).
 - Maintain and update the team roster; ensure all Active Members are covered by CIPP insurance, and manage insurance documentation.
 - Serves as Club Admin in Rugby Xplorer in accordance with NERFU requirements.
 - Act in place of the President when the President is unavailable.
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6.4 Treasurer

The Treasurer shall:

- Manage all financial matters, including dues collection, budgeting, and payment of expenses.
 - Propose dues amounts to the Executive Board each season and maintain records of payments.
 - Collaborate with the Fundraising Co-Chairs and Social Chair on event finances.
 - File necessary documents with the government to maintain 501(c)(3) nonprofit status.
 - Provide financial reports to the Executive Board as requested.
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6.5 Fundraising Co-Chairs

The Fundraising Co-Chairs shall:

- Organize fundraising events and coordinate sponsorship opportunities.
 - Recruit team members to participate in fundraising activities, organize volunteers as needed, and hold team members accountable to set participation expectations.
 - Maintain communication with sponsors and update the Webmaster with sponsorship information.
 - Work closely with the Treasurer and Social Chair to align fundraising with Club events.
 - Schedule at least two fundraisers per year.
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6.6 Social Chair

The Social Chair shall:

- Organize team social events, including home game gatherings and other Club activities.

- Coordinate food, beverages, and logistics for social events.
 - Work with the Fundraising Co-Chairs and the Treasurer on Club events.
 - Ensure events align with team schedules and coordinate with the men's team as appropriate.
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6.7 Alumni & Community Engagement Chair

The Alumni & Community Engagement Chair shall:

- Manage all Non-playing members, Alumni, and extended community including activities and regular communication with members.
 - Partner with the Treasurer to manage and collect any required payments.
 - Oversee alumni relations and coordinate alumni events.
 - Plan and manage Club community-building activities that engage current and former members in coordination with the Recruitment & Retention and Social Chairs.
 - Serve as a liaison between alumni, Non-playing Members, and the Executive Board.
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6.8 Match Secretary

The Match Secretary shall:

- Coordinate game schedules, referees, and field setup.
 - Communicate game information to members and manage home and away game logistics.
 - Schedule B side matches in partnership Captains and Coaches.
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6.9 Field Secretary

The Field Secretary shall:

- Coordinate all activities to prepare the field for home games including lining, setting up uprights, and marking with flags.
- Ensure equipment, medical kits, porta potties and field supplies are properly prepared and secured.
- Securing game and practice field space (indoor and outdoor).
- Ensure that the necessary equipment is available for all games and practices.

6.10 Webmaster

The Webmaster shall:

- Maintain the Club website and social media channels, including player profiles, game information, and news updates.
 - Ensure that sponsorship posts align with the corresponding sponsorship benefits.
 - Post recruitment advertisements and other relevant communications.
 - Collaborate with other officers to ensure information is current and accurate.
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6.11 Recruitment & Retention Chair

This officer shall:

- Organize recruitment events, such as tabling at local colleges and community activities.
 - Maintain community relations and oversee initiatives to grow and retain membership.
 - Serve as the point of contact for incoming players new to the team.
 - Coordinate each season's potential roster of active players, keeping track of returning players, injuries and incoming rookies and communicate numbers and player status to captains and coaching staff and board as needed.
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6.12 Ombudsman

The Ombudsman shall:

- Serve as a confidential, impartial resource for Club members regarding interpersonal issues or conflicts.
 - Promote inclusivity, accountability, and trust within the Club.
 - Ensure members' voices are heard and that issues are addressed constructively and respectfully.
 - Maintain open lines of communication with the team.
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6.13 General Responsibilities of All Officers

- Attend Executive Board meetings and participate in governance decisions.
- Act in the best interest of the Club and uphold its mission, values, and bylaws.
- Collaborate with other officers to ensure smooth operations, event planning, and communication with members.
- Participate in the majority of team events including games, fundraisers, social events, and community engagement.

Section 7: Committees

Section 7: Committees

7.1 Purpose

Committees assist the Executive Board in carrying out the mission, operations, and activities of the Club. They provide focused oversight, expertise, and support in specific areas of Club operations and programming.

7.2 Committees

The Executive Board may establish ad hoc committees for specific, short-term or long-term tasks or projects. Committees dissolve upon completion of their assigned task or at the discretion of the Executive Board.

7.3 Committee Membership

- Committee members may include Executive Board Members, Active Members, Non-Player Members, Social Members, Alumni Members, or Associate Members, unless otherwise restricted by the Executive Board.
 - Each committee shall have a designated chairperson appointed by the Executive Board.
 - Committee members are expected to actively participate, attend meetings, and carry out assigned responsibilities.
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7.4 Duties and Responsibilities

Committees shall:

- Develop plans, proposals, and recommendations for Executive Board approval.
 - Implement approved programs and activities under the guidance of the Executive Board.
 - Maintain records of meetings, activities, and decisions relevant to their function.
 - Report to the Executive Board at regular intervals or upon request.
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7.5 Reporting and Accountability

- All committees report directly to the Executive Board through their chairperson.
- Committee reports may be presented at Executive Board meetings, including updates on activities, budgets, and recommendations.
- Committees do not have independent authority to bind the Club unless expressly authorized by the Executive Board.

Section 8: Financial Management

Section 8: Financial Management

8.1 Fiscal Year

The fiscal year of the Club shall align with the calendar year beginning on January 1 and ending on December 31 of each year.

8.2 Budget

- The Treasurer, in coordination with the Executive Board, shall prepare an annual budget outlining projected income and expenses for the fiscal year.
 - The Executive Board must review and approve the budget prior to the start of the fiscal year.
 - Any significant, proposed changes to the approved budget must be reviewed and approved by the Executive Board through a vote.
 - The budget will be published to be visible to all Active Members, Non-Player Members, Social Members, Alumni Members, or Associate Members.
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8.3 Financial Accounts

- All Club funds shall be deposited in accounts maintained in the name of the Club at banks or financial institutions approved by the Executive Board.
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8.4 Accounting and Recordkeeping

- The Treasurer shall maintain accurate and complete records of all financial transactions of the Club, including receipts, invoices, and bank statements.
 - Financial records shall be available for review by the Executive Board at any time and by any member in good standing upon reasonable request.
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8.5 Financial Reporting

- The Treasurer shall provide financial reports to the Executive Board at monthly meetings, including a summary of income, expenses, and account balances.

- The Executive Board shall review financial reports and may request additional information or clarification as needed.
 - The Treasurer shall comply with all state and federal reporting necessary to maintain 501(c)(3) status including but not limited to annual tax filing.
 - Financial Accounts shall be in the Club's name whenever possible, to avoid aligning financial accounts to individual persons.
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8.6 Dues and Fundraising

- The Executive Board, in consultation with the Treasurer, shall set annual membership dues.
 - Fundraising activities shall be conducted in accordance with processes approved by the Executive Board.
 - All funds raised shall be deposited and accounted for in the Club's financial records.
-

8.7 Restrictions on Expenditures

- No part of the Club's net earnings benefit any officer, member, or other private individual, except for reasonable compensation for services rendered or reimbursement of expenses approved by the Executive Board.
- Expenditures must support the mission and activities of the Club in accordance with its 501(c)(3) status.

Section 9: Conflict of Interest

Section 9: Conflict of Interest

9.1 Purpose

The purpose of this conflict of interest policy is to protect the Club's interests when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an Executive Board member or Active Members, Non-Player Members, Social Members, Alumni Members, or Associate Members (hereafter "Club Member"). This policy is intended to ensure that all decisions are made in the best interest of the Club and to maintain public trust in its operations.

9.2 Definitions

- A conflict of interest arises when an Executive Board member or Club Member has a personal, financial, or other interest that could interfere with their objectivity in decision-making on behalf of the Club.
 - An interested person is any Executive Board member or Club Member who has a conflict of interest.
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9.3 Duty to Disclose

- An interested person must disclose any actual or potential conflict of interest to the Executive Board, including any relationships, financial interests, or other situations that could reasonably be perceived as influencing their judgment.
 - Disclosure must be made promptly upon becoming aware of the conflict.
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9.4 Procedures

1. **Board Review:** Any disclosed conflict shall be presented to the Executive Board for review.
2. **Recusal:** The interested person shall abstain from voting or participating in discussion related to the matter.
3. **Documentation:** The disclosure and any action taken by the Executive Board shall be documented in the meeting minutes.

9.5 Violations of the Policy

- If the Executive Board determines that an interested person has failed to disclose a conflict of interest, appropriate corrective action may be taken, including:
 - Removal from the Executive Board or committee position (per Section 5.4).
 - Rescission or modification of the transaction or arrangement.

Section 10: Amendments to Bylaws

Section 10: Amendments to Bylaws

10.1 Proposal of Amendments

Amendments to these bylaws may be proposed by:

1. Any member of the Executive Board, or
2. A written petition submitted by at least five Active Members and/or Non-Playing Members.

All proposed amendments must be submitted in writing via email to the Executive Board and include the text of the proposed change and the rationale for the amendment.

10.2 Review and Notice

- The Executive Board shall review all proposed amendments either at a scheduled monthly meeting or ad hoc meeting if deemed necessary to be scheduled to review the proposed amendment.
 - After reviewing the proposed amendment the Executive Board will vote to determine if the updated bylaw is appropriate to be brought forward to the Active and Non-Playing Members of the team for ratification.
 - Notice of any proposed amendment shall be provided to all Active and Non-Playing Members once agreed upon by the Executive Board. Notice may be delivered electronically or by other means reasonably calculated to reach all members.
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10.3 Voting on Amendments

- At least 51% of the Active and Non-Playing Members must vote at a properly noticed meeting and/or via an approved electronic voting process (per section 3.3 and 3.4).
 - Each Active and Non-Playing Member shall have one vote as ensured by the Executive Board.
 - Votes must be collected within 7 days, reminders can be given to ensure at least 51% of the population votes. If at least 51% has not voted within 7 days the amendment cannot pass and the process would need to begin again from a proposal pursuant to section 10.1.
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10.4 Effective Date

- Approved amendments shall become effective **immediately upon adoption**, unless the amendment specifies a later effective date.
 - All amendments shall be documented in the official bylaws record maintained by the President.
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10.5 Filing and Recordkeeping

- The President shall maintain a current copy of the bylaws, including all amendments, and shall make them available to any member upon request.
- Any amendments affecting the Club's 501(c)(3) status or legal obligations must be filed with appropriate governmental authorities as required.

Section 11: Dissolution

Section 11: Dissolution

11.1 Dissolution of the Club

The Club may be dissolved if the Executive Board votes pursuant to section 3.3 and 3.4 to recommend the dissolution of the Club.

The dissolution can only be decided on by a vote of at least 51% of the Active and Non-Playing Members present and voting at a duly called meeting as called by the Executive Board, provided that notice of the proposed dissolution has been given to all Active and Non-Playing Members at least 30 days in advance.

11.2 Distribution of Assets

- Upon dissolution of the Club, all assets, including cash, property, and equipment, shall be distributed exclusively for purposes consistent with the Club's exempt purposes under Section 501(c)(3) of the Internal Revenue Code.
 - Any remaining assets shall be transferred to one or more recognized 501(c)(3) nonprofit organizations that have a similar mission to the Club, as determined by the Executive Board at the time of dissolution.
 - No assets shall benefit the Executive Board members, Club Members, or private individuals.
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11.3 Final Reporting

- The Executive Board shall ensure that all outstanding debts and obligations of the Club are satisfied prior to the distribution of remaining assets.
- The Executive Board shall prepare a final report documenting the distribution of assets and submit any required filings to governmental authorities, including the IRS and the Massachusetts Secretary of the Commonwealth, as applicable.

Section 12: Appendix

Section 12: Appendix

12.1 Code of Conduct

Mission Statement

North Shore Women's+ Rugby Team is committed to fostering a positive, inclusive, and respectful environment for all players, coaches, and supporters. We strive for excellence on and off the field, emphasizing teamwork, sportsmanship, and personal growth.

Player Conduct

1. **Respect:** Treat teammates, opponents, coaches, officials, and supporters with respect at all times.
2. **Commitment:** Attend practices, games, and team events unless there is a reason communicated to the coaching staff in advance.
3. **Sportsmanship:** Play fair, follow the laws, and maintain a positive attitude, regardless of the game's outcome.
4. **Inclusivity:** Support and welcome all team members, regardless of background, experience, or skill level. Foster an environment where everyone feels valued.
5. **Safety:** Prioritize the safety and well-being of yourself and others. Report any injuries or unsafe conditions to the coaching staff immediately.
6. **Integrity:** Uphold the values and reputation of North Shore Women's+ Rugby both on and off the field. Avoid any actions that could bring the team into disrepute.
7. **Positive Attitude:** Maintain a positive attitude, encouraging and uplifting teammates, and contributing to a constructive and supportive team environment.

Coach Conduct

1. **Leadership:** Set a positive example through behavior, communication, and professionalism.
2. **Development:** Focus on the development of each player, providing constructive feedback and encouragement.
3. **Respect:** Treat all players with dignity and respect, recognizing individual differences and promoting a positive team culture.
4. **Safety:** Ensure a safe playing environment, adhering to all safety guidelines and protocols.
5. **Fairness:** Make decisions that are in the best interest of the team and individual players, without favoritism or bias.

General Conduct

1. **Communication:** Maintain open and honest communication within the team. Address any concerns or conflicts promptly and respectfully.

2. **Community:** Engage with the local community positively, promoting the values and mission of North Shore Women's+ Rugby.
3. **Responsibility:** Take responsibility for personal actions and their impact on the team. Strive to make choices that reflect positively on the team and its members.

Consequences

Violations of this Code of Conduct may result in disciplinary actions, including but not limited to warnings, suspension, or expulsion from the team. The coaching staff and team leadership will review any incidents and determine appropriate actions.

Acknowledgment

By joining North Shore Women's+ Rugby, all players and coaches agree to abide by this Code of Conduct and uphold the values and principles it represents.