

**BYLAWS
OF
CHICO RUGBY FOUNDATION INC.**

**ARTICLE I
NAME AND PURPOSE**

Section 1—Name: The name of the organization shall be Chico Rugby Foundation, Inc (CRF). It shall be a nonprofit organization incorporated under the laws of the State of California and shall be operated in accordance with the meaning and provisions of Section 501(c)(3) of the Internal Revenue Code.

Section 2—Purpose: Chico Rugby Foundation, Inc. (CRF) is organized exclusively for charitable, scientific and educational purposes.

The specific purpose of this corporation is: To promote rugby , recruit and develop athletes, men, women and youth, for local, national, and international amateur rugby competitions.

Section 3- Goal: Research , develop, and acquire future property for use by the CRF.

**ARTICLE II
MEMBERSHIP**

Section 1: Any player, coach, or associate registered with a recognized Chico rugby team who are current on their dues. Also membership can be extended to any community member, social member, or CRF associate who are current on their dues to a recognized team.

ANNUAL GENERAL MEETING: The Board will hold an Annual General Meeting at least once a year between the dates of Aug 1st to Dec 1st, or consistent with the election of the new CRF Board held in the spring between April 1st and May 15th. The general meeting will consist of a formal invitation to all teams and their respective members for the purpose of recognizing the board members and honoring necessary recipients of awards. An overview of board goals and accomplishments for the last year will be provided along with a financial summary of the foundation's assets, expenses, and fundraising.

**ARTICLE III
BOARD OF DIRECTORS**

Section 1—Membership: Membership of the Board shall consist of one elected representative from each of the associated teams: Chico Mighty Oaks, CSUC Men's Rugby, CSUC Women's Rugby, and the Chico Oaks Youth Rugby and including one representative from the Chico Rugby Alumni group .

Section 2—Board role, size, and compensation: The board is responsible for overall policy and directions of the association and delegates responsibility of the day-to-day operations to the staff and receives no compensation other than reasonable expenses.

Section 3—Terms: All board members shall serve one year term but are eligible for re-election

Section 4—Meetings and Notice: The board shall meet at least quarterly, at an agreed upon time and place. An official board meeting requires that each board member have written notice at least one week in advance. Or in extenuating circumstances, the board may meet sooner than the 7 day notice if all board members agree by phone, email, text, or mail.

Section 5—Board Selections: Board elections shall occur in Mid April or by June 1st. Each team is responsible for nominating and selecting their representative(s). Upon completion of the team representative selection process, Representatives will identify their interest in any of the board positions. Based upon any dual interest, a ballot (paper, email, text) for the positions will be determined by the board members by mutual agreement. This election shall take place during a regular meeting of the directors, called in accordance with the provisions of these bylaws.

Section 6—Quorum: A quorum is accepted by attendance of at least three of the five board members for business transactions to take place and motions to pass.

Section 7-- Officers and Duties: There shall be five officers of the board, consisting of a President, Vice President, Secretary, Treasurer, and At-Large. Their duties are as follows:

The President shall convene regularly scheduled board meetings, shall preside or arrange for other members of the Executive Committee to preside at each meeting in the following order: Vice-President, Secretary, Treasurer, and At-Large.

The Vice-President shall chair committees on special subjects as designated by the board. Also, maintain contact list of all (current/past/retired) members through mailing address, email, and telephone.

The Secretary shall be responsible for keeping records of the board actions, including overseeing the taking of the minutes at all the board meetings, sending out meeting announcements, distributing copies of the minutes and the agenda to each board member, and assuring that the corporate records are maintained.

The Treasurer shall make a report at each board meeting. The treasurer shall chair the finance committee, assist in the preparation of the budget, help develop fund-raising plans, and make financial information available to board members and the public.

The At-Large Position shall assist the President or any other board position, as so delegated by the President.

Section 8—Vacancies: When a vacancy on the board exists mid-term, the existing Board can select from any team a representative to fill the open position. These vacancies will be filled only to the end of the particular board member's term

Section 9—Resignation, termination, and absences: Resignation from the board must be in writing and received by the Board. A board member may be terminated from the board due to excess absences, more than two consecutive unexcused absences from board meetings in a year. A board member may be removed for other reasons that cause a detrimental action to the CRF by a four-fifths vote of the remaining directors. Any board member positions open due to resignation, termination, or absence shall be filled expeditiously and without delay. Any re-organization of the board positions shall occur pursuant to the by-laws.

Section 10—Special meetings: Special meetings of the board shall be called upon by the request of the President or any Board Member. Notices of the special meetings shall be sent out by the Secretary to each board member at least two weeks in advance. Or pursuant to Article III Section 4.

ARTICLE IV COMMITTEES

Section 1—Committee formation: The board may create committees as needed, such as fundraising, housing, public relations, data collection, etc. The Board will appoint committee chairs or accept the committee chair nomination from any committee group. The President and V-President shall be ex-officio members of all committees.

Section 2—Committee Meetings: All meetings are to be agendized and available to all members prior to the commencement of the meeting. This will ensure all members have free access to openly comment about issues relating to the committee. All Committee meeting minutes will be reported back to the Board of Directors.

ARTICLE V DIRECTORS AND STAFF

Section 1—Executive Director(s) and Staff: The executive director(s) and staff can be hired by the board. The executive director has day-to-day responsibilities for the organization, including carrying out the organization's goals and policies. The executive

director will attend all board meetings, report on the progress of the organization, answer questions of the board members and carry out the duties described in the job description. The board can designate other duties as necessary. The board can determine a reasonable compensation for the services of the Executive Director(s).

**ARTICLE VI
DUES AND FUNDS**

Section 1— Dues: The executive committee shall establish a dues structure that all teams must pay to be recognized as members of the CRF. Dues shall be reviewed annually and the amount should reflect operating expenses and promotional opportunities.

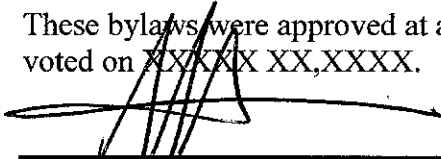
Section 2— Approval of Funds: Expenditures exceeding \$1500 must have the approval of the entire board. The President may approve spending up to \$500, and the President in conjunction with the Treasurer may spend up to \$1,000 without the need of approval from the rest of the board.

**ACTICLE VII
AMENDMENTS**

Section 1—Amendments: These bylaws may be amended when necessary by four-fifths majority of the board of directors. Proposed amendments must be submitted to the secretary to be sent out with the regular board announcements.

Certification.





These bylaws were approved at a meeting of the board of directors by two-thirds majority voted on ~~XXXXX XX,XXXX~~.





Alexander J. Triantafyllou, President

Dated: ~~xxxxx xx, xxxx~~
12-6-2011

Bylaw update Discussion present:

Mitch Jagoe CSUC Men/ Youth Oaks 
Tim Lehor Youth Oaks 
Alex Triantafyllou CSUC women 
Will Clark Mens Club/ Youth Oaks 

Jason Maxwell
John Fox
Rob Haley

Mens Club 
Mens Club 
Mens Club 