



## **BY-LAWS**

of

### **NEW ORLEANS HALFMOONS WOMEN'S RUGBY CLUB**

a NONPROFIT, CHARITABLE CORPORATION OF THE STATE OF LOUISIANA

#### **ARTICLE 1 - NAME & LOCATION**

**1.1** The corporation shall be located in New Orleans, LA and should be known as the NEW ORLEANS HALFMOONS WOMEN'S RUGBY CLUB. The corporation is hereinafter called the "Halfmoons Rugby Club" or this "Club".

#### **ARTICLE 2 - MISSION**

**2.1** The Halfmoons Rugby Club provides greater New Orleans, youth, high school, collegiate, and Senior level individuals the opportunity to grow and participate in all levels of rugby through education, participation, and/or sponsorship.

**2.2** The Halfmoons Rugby Club is organized exclusively for nonprofit, charitable, and educational purposes and the fostering of amateur sports competition.

#### **ARTICLE 3 - OBJECTIVE**

**3.1** To further develop amateur sports, in particular, Rugby Union Football.

**3.2** To promote physical education and sportsmanship by introducing the sport of Rugby Union to new players. To encourage and assist any athlete participating in rugby union, without discrimination on the basis of race, color, religion, age, gender, sexual orientation, national origin, or physical ability. To teach respect for the rules and traditions of the game.

**3.3** To provide social and physical activities by encouraging and developing the sport of Rugby Union Football and participation therein by amateurs.

**3.4** To cultivate social entertainment and promote friendship and sociability among its members.

**3.5** To act with any local, national, or international organization or other agencies to serve the interest and welfare of its members as occasions may demand.

**3.6** To collect and publish statistical information relating to and to disseminate accurate information concerning Rugby Union Football.



**3.7** To acquire property for the corporate purposes by grant, gift, purchase, devise or bequest, and to hold and to dispose of the same, subject to limitations as are prescribed by statute.

**3.8** To arrange, conduct and supervise athletic games, tours, and tournaments.

**3.9** To spread awareness of Rugby Union in New Orleans and its surrounding areas by improved community and public relations.

#### **ARTICLE 4 - PURPOSE**

**4.1** To promote charitable, educational, and amateur sports activities, including but not limited to receiving contributions as a qualified amateur sports organization, described in Section 501(c)(3) of the Internal Revenue Code.

**4.2** Notwithstanding another provision of these articles, neither the organization nor any of its members shall carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code.

**4.3** Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

#### **ARTICLE 5 - AFFILIATION**

**5.1** The Halfmoons Rugby Club is a recognized member of the True South Rugby Union, under USA Rugby Organization, sanctioned by World Rugby.

**5.2** The Halfmoons Rugby Club is a recognized member of the International Gay Rugby Association with two votes as of 2024.

#### **ARTICLE 6 - MEMBERSHIP**

**6.1** Membership in the club shall be open to any individual interested in the promotion and development of Rugby Union Football and agrees to conform to the Club Bylaws and Code of Conduct.

**6.2** Membership shall not be denied to any individual because of age within USA Rugby rules and regulations of eligibility, race, religion, sex, sexual orientation, handicap, or national origin.



**6.3** A Member in Good Standing shall be defined as a member who has paid all required Club Dues and is not actively banned or suspended, to any degree, from membership due to a violation of Club Code of Conduct.

**6.4** Each Member in Good Standing shall be entitled to participate in meetings, practices, social events, fundraisers and other events sponsored by the Club.

**6.5** Each Member in Good Standing shall be eligible to hold membership on organization committees and run for Club Office positions or other positions as designated and agreed to by the Membership.

**6.6** Each member in Good Standing shall be eligible to receive copies of club newsletters, be maintained on the Club email roster and eligible to receive all other benefits and communications.

**6.7** Voting privileges are open to eligible Club Members in Good Standing.

**6.8** Qualifying individuals shall be admitted to membership in one of the following categories, namely:

a. **Player Membership:** A player member shall be defined as an active Club member who wishes to be considered for game selections or is registered with USA Rugby as a player, coach, referee or administrator, and has completed one full year as a member of the Club. Each player member must be in good standing with the Club, USA Rugby, IGR, and Geographical Union (GU) assessments. Player members in Good Standing shall enjoy all privileges and rights of the Club.

b. **Rookie Membership:** A Rookie Member shall be defined as a Player Member who is in their first full calendar year as defined by USA Rugby's yearly registration dates. Rookie Members in Good Standing shall enjoy all privileges and rights of the Club.

c. **Social Membership:** A Social Member shall be defined as a member not wishing to be considered for game selections, but still wishes to be affiliated with the Club. Upon approval from the majority of the board of directors, the Social Members shall enjoy all privileges and rights of the Club as long as they are in Good Standing.

d. **Honorary Membership:** Honorary Members may be selected by the board of directors in recognition of outstanding service or special contributions to the Club and/or the sport of rugby. Honorary members shall not be required to pay membership fees and are not entitled to vote or hold office in the Club.

e. **Advisory Membership:** Advisory Members may be selected by the board of directors in an effort to involve outstanding persons as advisors to the Club, as the Club strives to reach its objectives. At the discretion of the board of directors, Advisory Members shall not be required to pay membership fees and are entitled to vote at



Annual and Special General Meetings, but shall not hold office in the Club. In order for Advisory Members to have voting privileges, they must pay dues.

**6.9** Annual dues required for each classification or category of membership shall be determined by resolution of the board of directors of the Club subject to repeal or change by majority vote of the membership eligible to vote. Dues and fees shall be payable to the Club and collected in the manner and timeline prescribed by the board of directors.

- a. Dues shall be submitted to the Treasurer prior to the first home game of each season. Failure to submit dues by the deadline may result in a member being barred from selection for games or barred from participating in designated Club social events until dues are paid in full. These penalties are solely at the discretion of the Officers, Coach, and Captain(s) and may be applied or omitted on a case-by-case basis.
- b. Players have the option of a signed contract payment plan if dues are not able to be paid in full to be submitted prior to the first game of the season. or at the discretion of the Officers, Coach and Captain, prior to the first game. If the player breaches the contract, this may result in a member being barred from selection for games.
- c. Each player must be registered with USA Rugby as a player by their first eligible game in order to be considered for player selection.

## **ARTICLE 7 - MEETINGS OF MEMBERS**

**7.1** An Annual General Meeting (AGM) will be held at the end of each Spring prior to the start of the Summer season. A day, time, and location will be designated by the board of directors of the club. Notification of the AGM stating the designated day, time, location, and proposed agenda of the meeting shall be announced, posted, and emailed to all members at least fourteen (14) days in advance of the meeting. The order of business at each AGM shall be fixed at the beginning of the meeting and shall include each of the following orders of business:

- a. address by the President;
- b. report of the board of directors;
- c. reports of the officers;
- d. reports of the committees;
- e. election of officers and directors;
- f. amendments additions or changes;
- g. miscellaneous business



Any member may submit an item of business to be included in the agenda of an AGM by notifying the Secretary prior to the start of said meeting. Any proposal to consider an amendment to these bylaws shall be submitted to the Secretary in writing at least seven (7) days before the AGM. Thereafter, the Secretary shall notify the membership of said proposal.

**7.2** Special General Meetings may be called by the President or by written (written herein after refers to paper or electronic communication) petition of at least thirty percent (30%) of Player Members addressed to the Secretary. The purpose(s) of a Special General Meeting shall be stated when the meeting is called and action shall be limited to the purpose(s) so stated.

**7.3** Members in Good Standing shall be entitled to one (1) vote on each matter submitted to a vote. Voting shall be accomplished by secret ballot and all resolutions shall be decided by a majority of votes recorded. Proxy voting is allowed with prior approval from the board of directors. Proxy votes should be determined and communicated to the President or Vice President prior to the annual meeting.

**7.4** A quorum of the membership for voting purposes shall be constituted of fifty-one (51%) of the Members eligible to vote at Annual or Special General Meetings. The vote shall be in written form.

## **ARTICLE 8 - BOARD OF DIRECTORS**

**8.1** The governing body of the Club shall be the Board of Directors, which shall consist of ten (10) Officers and at least two (2) Team Captains. The Board may from time to time add other Director positions as needed. Additional Director Positions shall only be added by the unanimous consent of the Board of Directors. Player members, Social Members and Advisory Members (providing dues have been paid) are eligible to be a member of the board of directors, but must be in good standing with the Club. Advisory Members are not eligible to be on the board, unless they become full members in good standing, having paid full Player or Social Member Dues or, under the consent of the Board of Directors.

**8.2** All Board members will have one vote in voting matters presented to the Board; in the event of tie, the President will have the deciding vote. An elected officer may hold simultaneous offices, this excludes being President and Secretary, unless in a temporary capacity, for example when a board member resigns before the end of their term and the vacancy must be temporarily filled by another Board member.

**8.3** Duties and Powers. The Board of Directors shall supervise the affairs of the Club. The Board shall be responsible for the business affairs of the Club including but not limited to: establishing Codes of Conduct and other rules and regulations affecting the affairs and activities



of the Club, fundraising, social activities, and establishment of dues and fees structure. The Board shall be responsible for overseeing the team and coordinating activities across the team.

**8.4** Committees. The Board of Directors may, by resolution, designate other individuals and/or committees as may be deemed appropriate to transact/conduct the business of the Club. The functions and responsibilities of any such individuals and/or committee(s) shall be specified in the appropriate resolution; provided that the authority of any such individual or committee shall not supersede or replace the authority of the Board in the management of the affairs of the Club. These individuals can attend any Board meetings but shall not be entitled to vote.

**8.5** Meetings. The Board of Directors will meet at least once a month but may cancel a meeting if there is no impending business. The meetings will be called by the President or by a majority of the Directors. The agenda for regular meetings will be published 24 hours prior to the meeting. Notice of any meeting of Directors should specify the business to be transacted or the purpose of such meeting. The Board shall welcome to its meetings the Members and any other interested parties. Guests shall be allowed to speak by placement on the agenda in advance of the meeting or at the discretion of the President. Notwithstanding the above, the Board may meet in executive session under emergency circumstances when requested by a majority of the Directors. The meeting should be announced to all members and the minutes of said meeting should designate the meeting as an Executive Session of the Board of Directors.

**8.6** Vacancies. Any vacancy occurring in the Board of Directors shall be filled by the affirmative vote of a majority of the remaining Directors. A Director so elected shall serve the unexpired term of the replaced Director. Should the President vacate his or her position, the Vice President, or other Board member, shall assume the responsibilities of President until a replacement is elected.

**8.7** Directors shall receive no remuneration for serving on the Board other than the payment of authorized expenses, approved by a minimum of two other officers for carrying out their duties.

**8.8** Conflict of Interest. No Director shall vote on any matter under consideration by the board of directors or committee in which the director has a conflict of interest. The minutes of such meeting shall reflect that a disclosure was made and that the director having conflict of interest abstained from discussion and voting. Any director may request the board of directors to determine whether conflict of interest exists in any matter. The board of directors shall resolve the question by a majority vote. The decision of the board of directors shall be determinative for all purposes.

## **ARTICLE 9 - OFFICER ELECTIONS**

**9.1** Officers of the Club shall be comprised of the President, Vice President, Treasurer, Secretary, Match Secretary, Recruitment Director, Social Director, Tournament Director, Social



Media Chair, Fundraising Chair and Captains with such duties as from time to time may be prescribed by these bylaws. With the exception of the Tournament Director, all officers shall be elected by a majority vote of the members entitled to vote. The Tournament Director shall be appointed each year by the Board of Directors within sixty (60) days of the previous tournament's conclusion. Only Members in Good Standing may serve as officers of the Club.

**9.2 Election.** New Directors and the Head Coach will be elected at the Annual General Meeting by a simple majority vote of the members entitled to vote, in attendance or by electronic or written submission. The officer election process shall proceed as follows:

- a. The presiding Club President will call the members to attention and announce the beginning of the officer elections. They will also designate an Elections Officer who shall be responsible for distributing, collecting and tabulating ballots and communicating results to the Club Membership.
- b. The presiding Club President shall then read each position available and the detailed description of the offices' responsibilities. Officers shall be elected in the following order: President, Vice President, Treasurer, Secretary, Match Secretary, Recruitment Director, Social Director, Social Media Chair, and Fundraising Chair
- c. Club members will, at this time, make their nominations. If the member thinks that they are a suitable candidate, then they may nominate themselves. Members may also nominate other members, but the nominated members have the option to decline if they so choose.
- d. The presiding Club President will then read off the first position available, and again read the specific duties of the office as outlined in the club bylaws.
- e. The presiding Club president will then ask for nominations. There is no limit on how many nominations that can be made for any office. After nominations are accepted, each nominee will be given the opportunity to tell members why they think they are qualified and capable of holding the officer position.
- f. The presiding Club President will instruct the nominees to leave the room. The floor will then be opened for debate regarding the qualification of the nominees.
- g. The presiding Club President will then ask the membership to write their selections on ballots provided, and give them to the designated Elections Officer to count.
- h. After tabulating the results the Club President will call the nominees back into the room and announce the name of the nominee who has received the most votes. The actual tabulation of the votes will not be announced, only the nominee's name that has received the most votes.



i. When the position of Club President is up for election, the Vice President shall serve as presiding Club President for the election purposes only.

j. Each available officer position election shall be conducted as stated above.

k. The newly elected officers will immediately assume their new posts after all new officers have been elected. The current-year Annual General Meeting shall be called to adjournment and a meeting of the newly elected Officers shall be called to order.

**9.3** Selection of Captains will be voted in at the beginning of 15s season by written majority vote. Captains shall be nominated verbally or by proxy prior to votes being cast.

**9.4** Term of Office. The term of office for Directors shall be one (1) year and begin the first of June the year of the election. With the exception of the Tournament Director, whose term will be from the conclusion of the previous tournament to the conclusion of the tournament they run.

**9.5** Resignation. Any officers may resign at any time by giving written notice to the president. Such resignation shall take effect at the time specified therein, or, if no time is specified, at the time of acceptance thereof as determined by the President. If the President should resign, the written notice will go to the secretary and the resignation shall take place at the time of acceptance thereof as determined by the Secretary.

**9.6** Removal. All officers or appointed leadership shall refrain from engaging in any behavior that would be detrimental to an individual player or the team. Any one or more or all of the officers may be removed from office by the affirmative vote of two-thirds (2/3) majority vote of the membership eligible to vote and in attendance at the Special General meeting as outlined in Section 7.2, in person (or by proxy, if authorized); provided, however, a quorum is present.

## **ARTICLE 10 - DUTIES OF OFFICERS**

**10.1** **PRESIDENT.** The President is the principal executive officer of the Club and will be responsible for the supervision of all affairs of the corporation. The President shall preside at all regularly called Board of Director meetings and business meetings, Annual and Special General Meetings, and will be responsible for the preparation and posting of agendas for such meetings. The President may sign, with the Treasurer, or any other proper officer of the Board of Directors any deeds, mortgages, bonds, contracts or other instruments which the Board has authorized to be executed, except those acts which require the signature of some other Officer or Director. The President shall also act as a principal liaison between the Club and the True South Rugby Union, USA Rugby, local communities, corporations and other not-for-profit entities. The President shall perform all duties as the board of directors may from time to time prescribe.

**10.2** **VICE PRESIDENT.** The Vice President shall assist the Club President in all aspects of club management and assume the role of Club President in the event of their absence. The Vice



President shall represent the club in Rugby Community Relations. This representation shall also include being responsible for organizing and coordinating members' involvement with our local rugby community to help build and promote rugby to local Universities, High Schools, and youth programs and to support our current clubs around the area. The Vice President shall also be responsible for any club administrative duties as defined by the current President. The Vice President shall perform all duties as the board of directors or the President may from time to time prescribe.

**10.3 TREASURER.** The Treasurer is the principal financial officer of the Club and shall specifically supervise the financial affairs of the corporation including, but not limited to, the Annual Club Budget and Tournament Budgets. The Treasurer shall have charge and custody of and be responsible for all funds and securities of the corporation, receive and give receipts for monies due and payable to the corporation from any source whatsoever, and deposit all such monies in the name of the corporation in such banks, trust companies, or other depositories as shall be selected in accordance with these bylaws. The Treasurer shall only disburse funds specifically authorized by a motion of the Board of Directors or which are allowable within the confines of the Board approved Annual Budget, unless pertaining to the Tournament, in which case the Tournament Director may disburse receipts. In the event a proposed expenditure exceeds the Club budget for such expense, the Treasurer shall obtain Board approval before disbursing the funds. The Treasurer shall prepare or have prepared financial reports at least quarterly listing the current budget variances by line item. The Treasurer shall prepare or have prepared the necessary documentation for the filing of the Club's annual Federal Income Tax as well as all other forms due local, state and federal tax authorities. The Treasurer shall arrange for an annual audit, if directed by the Board, and report the results of the audit to the Board. Any member in good standing may petition the Board of Directors for an audit. The Treasurer shall organize and sit on the Fundraising/Sponsorship Committee(s). The Treasurer shall perform all duties incident to the office of Treasurer and such other duties as set forth by the Board of Directors from time to time. The Treasurer shall also be the custodian of all Club financial records.

**10.4 SECRETARY.** The Secretary shall be the primary point of communication for the club. The Secretary shall attend all Annual General Meetings and all Club Board meetings. The Secretary shall be responsible for taking minutes at these meetings and communicating any decisions made in the Club Board Meetings to the Club membership. The Secretary shall be responsible for fostering communication with all members. The Secretary shall perform all duties as the board of directors or the President may from time to time prescribe.

**10.5 MATCH SECRETARY.** The Match Secretary shall be the primary correspondent between the Club and any friendly or competitive teams or tournaments. The Match Secretary shall be responsible for creating and maintaining all match schedules throughout the fall and spring fifteens season and summer sevens seasons. The Match Secretary will also have the responsibility of obtaining fields and referees for all home matches and tournaments and



coordinating and communicating all road matches information to the members. The Match Secretary shall perform all duties as the board of directors or the President may from time to time prescribe.

**10.6 RECRUITMENT DIRECTOR.** The Recruitment is responsible for development and implementation of a recruiting strategy for attracting new players to the Club and retaining Club Members. The Recruitment Director should sustain published physical and electronic outreach to the Greater New Orleans area. They may assist the Social Media Director with coordinating external communication, including the media, the club website and social media to maintain consistent messaging and branding. The Recruitment Director will provide relevant welcome documents and collect Bylaws and Code of Conduct agreement signature from new players. The Recruitment Director shall perform all duties as the board of directors or the President may from time to time prescribe.

**10.7 SOCIAL DIRECTOR.** The Social Director will coordinate and organize all social events for the benefit of the club membership, including the end of the year banquet. The Social Director may assist the Social Media Director with coordinating external communication, including the media, the club website and social media to maintain consistent messaging and branding. The Social Director shall perform all duties as the board of directors or the President may from time to time prescribe.

**10.8 TOURNAMENT DIRECTOR.** The Tournament Director shall be responsible for organizing the “Throw Me Something, Rugger” Mardi Gras Tournament under the general supervision and subject to control of the board of directors. The Tournament Director shall provide the board of directors with a tournament budget and regular reports as to the status of the tournament, at such times and in such a manner as the board of directors may decide from time to time. Expenditures by the Tournament Director of any corporate funds shall be communicated to the President or Treasurer, either verbally or electronically. The Tournament Director shall not enter into any contracts, agreements or arrangements on behalf of the Club without the prior communication to the board of directors. Any staff hiring needs of the tournament shall also be communicated in advance by the board of directors. Further, within sixty (60) days after completion of the tournament, the Tournament Director shall submit to the board of directors a final financial report regarding the tournament, including all receipts and disbursements. The board of directors, at its discretion, may have this report audited by an accountant of its own selection. The Tournament Director shall perform all duties as the board of directors or the President may from time to time prescribe.

**10.9 TEAM CAPTAINS.** The Team Captains are the team representative on the Board of Directors and are responsible for presenting any team concerns to the Board to be addressed. The Team Captains vote on behalf of the team and in the team’s best interest in all Board decisions.



The Team Captains shall perform all duties as the Coaches, board of directors or the President may from time to time prescribe.

**10.10 SOCIAL MEDIA DIRECTOR.** The Social Media chair will maintain the Facebook page (including the Mardi Gras Tourney page), Instagram, and Team Website. They will work closely with all other board members to ensure information is effectively disseminated and events/activities are highly publicized on all social media platforms. The Social Media Director shall coordinate external communication, including the media, the club website and social media to maintain consistent messaging and branding. They should take pictures at games, practices, socials, and other events to maintain the team's public visibility.

**10.11 FUNDRAISING DIRECTOR.** The Fundraising Director will work with the Treasurer to understand our fundraising needs based on the yearly budget. They will plan and organize several fundraising events throughout the year. The Fundraising Director will assist in Mardi Gras Tournament planning (including securing sponsorships). They will maintain and update sponsorship letters and follow-up material. They should seek out grants to contribute to the team's funds and pay for intentional purchases.

**10.12 HEAD COACH.** The Head Coach shall be selected and appointed by the Membership and is not a member of the Board of Directors, although the Head Coach may sit in on Board Meetings. The Head Coach will be in charge of all team practices, recruits and manages a staff, if appropriate, to aid in the execution of the role of coach. The Head Coach will lead the Selection Committee (See Section 12.1) The Head Coach may receive remuneration at the discretion and agreement of the Board and upon the completion of a legal contract for such services to be rendered and compensation paid. The Head Coach will also enhance team culture, comradery, promote hard work ethic, focus on team and player retention while driving individual accountability and demonstrate Leadership behavior on and off the field. The Head Coach shall refrain from engaging in any behavior that would be detrimental to an individual player or the team. The Head Coach shall have the right to resign, as stated in section 10.4 and the Membership shall have the right to remove the Head Coach, as stated in section 10.5.

## **ARTICLE 11 - COMMITTEES**

**11.1 SELECTIONS COMMITTEE.** The Selections Committee shall be made up of a minimum of two and a maximum of seven Selectors for the purposes of choosing players and alternates for each game. The Selections Committee shall be composed of the Head Coach, Assistant Coaches (up to 2), and Team Captains (up to 2); they may consult with veteran players with five (5) plus years experience (up to 2) in their decision making. The Selections Committee shall meet the week prior to each game to choose players and alternates and shall be responsible for communicating Selections to the Membership, no later than the Thursday prior to the game.



The composition of the Selections Committee may be altered by a majority vote of the Board at any time.

11.2 Additional Committees. The board of directors by resolution may designate and appoint one or more additional committees. Such committees, to the extent provided in the resolution, shall have and exercise such duties, powers, responsibilities and procedures as the board may prescribe, insofar as such duties, powers, responsibilities and procedures are not inconsistent with or repugnant to the articles of the incorporation, these bylaws, and applicable law.

## **ARTICLE 12- ETHICS COMMITTEE**

**12.1** The Halfmoons Rugby Club shall establish an Ethics Committee in accordance with the True South Rugby Union and/or USA Rugby Disciplinary Procedures, and/or the Halfmoons' Code of Conduct. The Ethics Committee shall follow and apply the True South Rugby Union and/or USA Rugby Disciplinary Procedures with respect to all disciplinary matters arising.

- a. USA Rugby Disciplinary Procedures <https://usa.rugby/disciplinary>
- b. True South Rugby Union Bylaws

[https://drive.google.com/file/d/1GBC3KYCxT5onpoI9tf\\_IfyTD8a1ZGux2/view](https://drive.google.com/file/d/1GBC3KYCxT5onpoI9tf_IfyTD8a1ZGux2/view)

**12.2** The Code of Conduct and Ethics Committee definition of responsibilities and procedures are outlined below:

<https://docs.google.com/document/d/1GkWMGiemRPGUxF8HN5n9199RcofFE6qwTrzQ71waXEY/edit?usp=sharing>

**12.3** The Ethics Committee shall consist of the following members; All Captains and/or Co-Captains, and one non-Board player member in good standing to be elected alongside Captain elections. Should any of the listed Committee members be directly involved, they must recuse themselves. The remaining Ethics committee member(s) shall select a board member(s) to serve as a substitute.

**12.4** The Appellate Committee shall consist of the following members; President, Secretary, Treasurer, Match Secretary, and one non-Board player selected by lot for a total of 5 committee members. If any of the above members are involved, they will be replaced by a non-Board member selected by the remaining members of the committee.

**12.5** All proceedings and appeals must happen within 3 weeks of the initial complaint. Further appeals or concerns will be directed to the governing body and follow the sanctions set forth by the True South Rugby Union.



### **ARTICLE 13 - BOOKS AND RECORDS**

**13.1** The Treasurer shall keep correct and complete books and records of account for the Club. The Secretary shall keep a membership roll and current minutes of the proceedings of the meetings of the members, the board of directors, and committees having any of the authority of the board of directors. All books and records of the Corporation, including the minutes of meetings, may be inspected by any member for any appropriate purposes at any reasonable time.

### **ARTICLE 14 - FISCAL YEAR**

**14.1** The fiscal year of the Corporation shall be determined by resolution of the board of directors.

### **ARTICLE 15 - INDEMNIFICATION**

In consideration of permissions for members to voluntarily participate in the New Orleans Women's Halfmoons Rugby Club activities, today and on all future dates, the Members, for themselves, their heirs, personal representatives or assigns, agree to defend, hold harmless, indemnify and release the New Orleans Women's Halfmoons Rugby Club and its officers, board members, directors, agents, and volunteers from and against any and all claims, demands, actions, or causes of action of any sort on account of damage to personal property, or personal injury, or death which may result from participation in the above-listed program. This release includes claims based on the alleged negligence of the New Orleans Women's Halfmoons Rugby Club and its officers, board members, directors, agents and volunteers. The member(s) understands that by agreeing to this clause they are releasing claims and giving up substantial rights, including the right to sue.

### **ARTICLE 16 - AMENDMENT OF BYLAWS**

**16.1.** Amendment of Bylaws. These Bylaws may be amended at any Annual or Special General Meeting by a two-thirds (2/3) vote of the members present, provided notice of the amendment has been given to the members via electronic mail at least seven (7) business days prior to such meeting. Membership at the meeting shall represent a quorum.

**16.2** Proposals. Any additions or changes to the by-laws may be made by any member in good standing. Additions or changes must be submitted in written form to the Board of Directors for review. The Board must approve any additions or changes by a simple majority vote before submitting the proposal to the club membership.