

LINCOLN LEAPERS BY-LAWS

Version Edited 2023



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Section 1. GENERAL

1.01 Definitions

In this by-law, unless the context otherwise requires:

- a. "Act" means the Not-for-Profit Corporations Act, 2010 (Ontario) and, where the context requires, includes the regulations made under it, as amended or re-enacted from time to time;
- b. "Board" means the board of directors of the Corporation;
- c. "By-laws" means this by-law (including the schedules to this by-law) and all other by-laws of the Corporation as amended and which are, from time to time, in force;
- d. "Chair" means the chair of the Board;
- e. "Corporation" means the corporation that has passed these by-laws under the Act or that is deemed to have passed these by-laws under the Act;
- f. "Director" means an individual occupying the position of director of the Corporation by whatever name he or she is called;
- g. "Member" means a member of the Corporation;
- h. "Members" means the collective membership of the Corporation; and
- i. "Officer" means an Officer of the Corporation.

1.02 Interpretation

Other than as specified in Section 1.01, all terms contained in this By-law that are defined in the Act shall have the meanings given to such terms in the Act. Words importing the singular include the plural and vice versa, and words importing one gender include all genders.

1.03 Severability and Precedence

The invalidity or unenforceability of any provision of this By-law shall not affect the validity or enforceability of the remaining provisions of this By-law. If any of the provisions contained in the by-laws are inconsistent with those contained in the Articles or the Act, the provisions contained in the Articles or the Act, as the case may be, shall prevail.

1.04 Seal

The seal of the Corporation, if any, shall be in the form determined by the Board.

1.05 Execution of Contracts

Deeds, transfers, assignments, contracts, obligations and other instruments in writing requiring execution by the Corporation may be signed by any two of its Officers or Directors. In addition, the Board may from time to time direct the manner in which and the person by whom a particular document or type of document shall be executed. Any person authorized to sign any document may affix the corporate seal, if any, to the document. Any Director or Officer may certify a copy of any instrument, resolution, by-law or other document of the Corporation to be a true copy thereof.

Section 2. DIRECTORS

2.01 Election and Term

The Directors shall be elected by the Members at the first meeting of Members and at each succeeding annual meeting. The term of office of the Directors (subject to the provisions, if any, of the articles) shall be from the date of the meeting at which they are elected or appointed until the next annual meeting following completion of their term, as stated below, or until their successors are elected or appointed.

The affairs of the Corporation shall be managed by a board consisting of between 7 to 9 directors. The Board of Directors shall consist of President, Immediate Past President, Vice President, Secretary, Treasurer, and 4 directors, all having full voting power, each of whom at the time of their election or within ten days thereafter and throughout their term of office shall be elected to hold office until the first annual meeting after their elected term is finished or until their successor shall have been duly elected and qualified. The board requires that all executive positions be filled and can be run with one director position being vacant. See section 2.03 for details on filling vacancies.

Only active members age 18 or above are eligible for election to the Board of Directors. Any active member receiving remuneration for services provided to the corporation is not eligible for election to the board of directors, as per Section 2.05.

The members of the Corporation may, by resolution passed by at least two-thirds of the votes cast at a general meeting of which notice specifying the intention to pass such resolution has been given, remove any director before the expiration of their term of office, and may, by a majority of the votes cast at that meeting, elect any person in their stead for the remainder of the term.

Members will elect at the 2023 Annual Meeting (AM) in June a president for a 2 year term (3rd year they may sit as past president), a vice president for a two year term, and 4 directors for 1 year terms. At the 2023 AM the treasurer and secretary are not up for re-election but will both be up for election in 2024 June AM for a two year term. This provision initiates the continuity of the executive (president, vice president, secretary and treasurer) in a modified rolling term. Going forward terms will be elected as they expire as follows:

President: 2 year term (plus a third year as Past President)

Vice President: 2 years

Secretary: 2 years

Treasurer: 2 years

Directors: 1 year

2.02 Vacancies

The office of a Director shall be vacated immediately:

- a. if the Director resigns office by written notice to the Corporation, which resignation shall be effective at the time it is received by the Corporation or at the time specified in the notice, whichever is later;

- b. if the Director dies or becomes bankrupt;
- c. if the Director is found to be incapable by a court or incapable of managing property under Ontario law; or
- d. if, at a meeting of the Members, the Members by ordinary resolution remove the Director before the expiration of the Director's term of office.

2.03 Filling Vacancies

A vacancy on the Board shall be filled as follows, and the Director appointed or elected to fill the vacancy holds office for the remainder of the unexpired term of the Director's predecessor:

- a. if the vacancy occurs as a result of the Members removing a Director, the Members may fill the vacancy by an ordinary resolution;
- b. if there is not a quorum of Directors or there has been a failure to elect the number or minimum number of Directors set out in the articles, the Directors in office shall, without delay, call a special meeting of Members to fill the vacancy and, if they fail to call such a meeting or if there are no Directors in office, the meeting may be called by any Member; and
- c. a quorum of Directors may fill a vacancy among the Directors.

2.04 Committees

Committees may be established by the Board as follows:

- a. The Board may appoint from their number a managing Director or a committee of Directors and may delegate to the managing Director or committee any of the powers of the Directors excepting those powers set out in the Act that are not permitted to be delegated; and
- b. Subject to the limitations on delegation set out in the Act, the Board may establish any committee it determines necessary for the execution of the Board's responsibilities. The Board shall determine the composition and terms of reference for any such committee. The Board may dissolve any committee by resolution at any time.

Please refer to Appendix A for a description of all standing committees.

2.05 Remuneration of Directors

No Director shall directly or indirectly receive any profit from occupying the position of Director or from providing services to the Corporation in another capacity. However, Directors may be reimbursed for reasonable expenses that they incur in either of those capacities.

Section 3. BOARD MEETINGS

3.01 Calling Meetings

Meetings of the Directors may be called by the Chair, president or any two Directors at any time and any place on notice as required by this by-law, provided that, for the first organizational meeting following incorporation, an incorporator or a Director may call the first meeting of the Directors by giving not less than five days' notice to each Director, stating the time and place of the meeting.

3.02 Regular Meetings

The Board may fix the place and time of regular Board meetings and send a copy of the resolution fixing the place and time of such meetings to each Director, and no other notice shall be required for any such meetings.

3.03 Notice

Notice of the time and place for the holding of a meeting of the Board shall be given in the manner provided in Section 10 of this by-law to every Director of the Corporation not less than seven days before the date that the meeting is to be held. Notice of a meeting is not necessary if all of the Directors are present, and none objects to the holding of the meeting, or if those absent have waived notice or have otherwise signified their consent to the holding of such meeting. If a quorum of Directors is present, each newly elected or appointed Board member, without notice, hold its first meeting immediately following the annual meeting of the Corporation.

3.04 Chair

The Chair (president) shall preside at Board meetings. In the absence of the Chair, the vice president shall preside at Board meetings.

3.05 Voting

Each Director in attendance at the meeting has one vote. No person shall act for an absent director at a meeting of directors. Questions arising at any Board meeting shall be decided by a majority of votes. In case of an equality of votes, the Chair shall have a second vote or casting vote.

3.06 Participation by Telephone or Other Communication Facilities

If all of the Directors of the Corporation consent, a Director may participate in a meeting of the Board or of a committee of Directors by telephonic or electronic means that permit all participants to communicate adequately with each other during the meeting. A Director participating by such means is deemed to be present at that meeting.

Section 4. FINANCIAL

4.01 Banking

The Board shall by resolution from time to time designate the bank in which the money, bonds or other securities of the Corporation shall be placed for safekeeping.

4.02 Financial Year

The financial year of the Corporation ends on August 31st in each year or on such other date as the Board may from time to time by resolution determine.

Section 5. OFFICERS

- i) The Directors may designate the offices of the corporation, appoint Officers, specify their duties, and delegate to them powers to manage the activities and affairs of the Corporation;
- ii) A Director may be appointed to any office of the corporation; and
- iii) Two or more offices of the corporation may be held by the same person

5.02 Office Held at Board's Discretion

Any Officer shall cease to hold office upon resolution of the Board. Unless so removed, an Officer shall hold office until the earlier of:

- a. the Officer's successor being appointed,
- b. the Officer's resignation, or
- c. such Officer's death.

5.03 Duties

Officers shall be responsible for the duties assigned to them and may not delegate to others the performance of any or all of such duties.

5.04 Duties of the Chair

The Chair shall perform the duties described in Sections 3.04 and 9.05 and such other duties as may be required by law or as the Board may determine from time to time.

5.05 Duties of President

The president shall perform the duties described in Schedule A and such other duties as may be required by law or as the Board may determine from time to time.

5.06 Duties of Treasurer

The treasurer shall perform the duties described in Schedule B and such other duties as may be required by law or as the Board may determine from time to time.

5.07 Duties of Secretary

The secretary shall perform the duties described in Schedule C and such other duties as may be required by law or as the Board may determine from time to time.

5.08 Duties of Vice President

The vice-president shall perform the duties described in Schedule D and such other duties as may be required by law or as the Board may determine from time to time.

Section 6. PROTECTION OF DIRECTORS AND OTHERS

6.01 Protection of Directors and Officers

No Director, Officer or committee member of the Corporation is be liable for the acts, neglects or defaults of any other Director, Officer, committee member or employee of the Corporation or for joining in any receipt or for any loss, damage or expense happening to the Corporation through the insufficiency or deficiency of title to any property acquired by resolution of the Board or for or on behalf of the Corporation or for the insufficiency or deficiency of any security in or upon which any of the money of or belonging to the Corporation shall be placed out or invested or for any loss or damage arising from the bankruptcy, insolvency or tortious act of any person, firm or Corporation with whom or which any moneys, securities or effects shall be lodged or deposited or for any other loss, damage or misfortune whatever which may happen in the execution of the duties of his or her respective office or trust provided that they have:

- a. complied with the Act and the Corporation's articles and By-laws; and
- b. exercised their powers and discharged their duties in accordance with the Act.

Section 7. CONFLICT OF INTEREST

A Director who is a party to a material contract or transaction or proposed material contract or transaction with the Corporation or is a director or officer of, or has a material interest in, any person who is a party to a material contract or transaction or proposed material contract or transaction with the Corporation shall make the disclosure required by the Act. Except as provided by the Act, no such Director shall attend any part of a meeting of Directors during which the contract or transaction is discussed or vote on any resolution to approve any such contract or transaction.

Section 8. MEMBERS

8.01 Members

Membership in the Corporation shall consist of two classes of Members, namely, Class A Members and Class B Members. The Board may, by resolution, approve the admission of the Members of the Corporation. Members may also be admitted in such other manner as may be prescribed by the Board by resolution. The following conditions of Membership shall apply:

Class A Members: Class A Members (active members) shall be individuals who have applied and been accepted for Class A Membership in the Corporation. They include an athlete, a coach or a parent or guardian on behalf of the athlete(s) if the athlete(s) are less than 18 year of age. The term of Membership of a Class A Member shall be one year, subject to renewal in accordance with the policies of the Corporation. As set out in the articles, each Class A Member is entitled to receive notice of, attend, and vote at all meetings of Members, and each Class A Member shall be entitled to voting as per Section 9.06 at such meetings.

Class B Members: Class B Members (non-active members) shall be individuals who have applied and been accepted for Class B Membership in the Corporation. Class B members are honorary members or a parent or guardian if an athlete is 18 years of age or greater.

The term of Membership of a Class B Member shall be one year, subject to renewal in accordance with the policies of the Corporation. Subject to the Act and the articles, a Class B Member shall not be entitled to receive notice of, attend, or vote at meetings of the Members of the Corporation.

8.02 Membership

Membership Definition:

To be a member of the Lincoln Leapers Jump Rope team a person must fall into one of the following categories;

- Athlete (jumper) = active athlete member (Class A Member)
- Coach = active member (Class A Member)
- Parent/ guardian = active member (with voting privilege ONLY IF athlete is less than 18 years of age)
- Honorary member (no voting privileges) = non-active member (interested person approved by the Board of Directors who does not fall into one of the above 3 categories). (Class B Member)

For continuity, an exemption will be made to the voting privilege in the case of an existing board member. Existing board members may continue in a voting role for the remainder of their elected term and continue, even if they no longer have an active athlete member on the team.

Membership-Probationary Period

Athletes who have the potential to become a member of the Lincoln Leapers will be put on a probationary period. The probationary period will be for 3 months from the first practice of the season. During this probationary period, the Head Coach will evaluate the potential athlete's ability, and willingness to work as a team member, etc. Once the requirements have been met, the potential athlete will be granted Team membership. At no time is the potential athlete granted Team membership, whether implied or not, until full membership has been provided. Only during the probationary period will the refund of fees be prorated should they not pass.

Membership-Rights

Voting Rights outlined in Section 9.06.

Those members eligible to vote must be members in good standing.

Honorary members will not have voting rights and will not be eligible to run for any board position, except as noted above in section 8.02 regarding existing board members.

Membership-Termination

Termination of membership from the Lincoln Leapers team may occur by submission in a written notification, to the Head Coach or any member of the Board of Directors. The respective parent(s) or guardians(s) may choose to continue their membership with the team, including any positions they may hold within the Team's organization for the remainder of the current season or term of their position. Membership termination will

occur if the athlete/parent/family is not abiding by the Code of Conduct. If a breach of the Code of Conduct occurs and the resolution/steps outlined by Discipline Committee are not followed and/or resolved, it will result in membership termination. All members of the Lincoln Leapers acknowledge that they are registered members of both Ontario Rope Skipping Organization and Rope Skipping Canada and agree to abide by their rules, regulations, by-laws, policies and procedures. Failure to comply could result in membership termination.

A Membership in the Corporation is not transferable and automatically terminates if the Member resigns or such Membership is otherwise terminated in accordance with the Act.

8.03 Disciplinary Act or Termination of Membership for Cause

Upon 15 days' written notice to a Member, the Board may pass a resolution authorizing disciplinary action or the termination of Membership for violating any provision of the articles or By-laws.

The notice shall set out the reasons for the disciplinary action or termination of Membership. The Member receiving the notice shall be entitled to give the Board a written submission opposing the disciplinary action or termination not less than 5 days before the end of the 15-day period. The Board shall consider the written submission of the Member before making a final decision regarding disciplinary action or termination of Membership.

Section 9. MEMBERS' MEETINGS

9.01 Annual Meeting

The annual meeting shall be held on a day and at a place within Ontario fixed by the Board. Any Member, upon request, shall be provided, not less than five business days or other number of days that may be further prescribed in regulations before the annual meeting, with a copy of the approved financial statements, auditor's report or review engagement report and other financial information required by the By-laws or articles.

The business transacted at the annual meeting shall include:

- a. receipt of the agenda;
- b. receipt of the minutes of the previous annual and subsequent special meetings;
- c. consideration of the financial statements;
- d. report of the auditor or person who has been appointed to conduct a review engagement;
- e. reappointment or new appointment of the auditor or a person to conduct a review engagement for the coming year;
- f. election of Directors; and
- g. such other or special business as may be set out in the notice of meeting.

No other item of business shall be included on the agenda for annual meeting unless a Member's proposal has been given to the secretary prior to the giving of notice of the annual meeting in accordance with the Act, so that such item of new business can be included in the notice of annual meeting.

9.02 Special Meetings

The Directors may call a special meeting of the Members. The Board shall call a special meeting on written requisition of the Members who hold at least 10 per cent of votes that may be cast at the meeting sought to be held within 21 days after receiving the requisition unless the Act provides otherwise.

9.03 Notice

Subject to the Act, not less than 10 and not more than 50 days written notice of any annual or special Members' meeting shall be given in the manner specified in the Act to each Member, each Director and to the auditor or person appointed to conduct a review engagement. Notice of any meeting where special business will be transacted must contain sufficient information to permit the Members to form a reasoned judgment on the decision to be taken, and state the text of any special resolution to be submitted to the meeting.

9.04 Quorum

A quorum for the transaction of business at a Members' meeting shall consist of not less than 4 directors and 10 additional voting members present in person or represented by proxy; provided that in no case can any meeting be held unless there are 14 members present in person. If a quorum is present at the opening of a meeting of the Members, the Members present may proceed with the business of the meeting, even if a quorum is not present throughout the meeting.

9.05 Chair of the Meeting

The Chair of the board shall be the chair of the Members' meeting; in the Chair's absence, the vice-president will chair the Member's meeting.

9.06 Voting of Members

Business arising at any Members' meeting shall be decided by a majority of votes unless otherwise required by the Act or the Bylaw provided that:

a. Class A members have one vote each within the following guidelines:

Families are entitled to a minimum of one (1) vote and a maximum of two (2) votes as follows:

- one athlete below age 18 = 1 vote
- two athletes below age 18 = 2 votes
- three athletes below age 18 = 2 votes
- one athlete (any age) and a coach = 1 vote
- all other members (coaches and athletes age 18 and above) = 1 vote

Any scenario allowing more than 2 votes per family following the above rules is still a maximum of 2 votes per family. The only exception to this is in the case of an equality

vote, where the current president may cast the additional deciding vote, even if that is a third vote.

- b. Class B Members have no voting rights, except as noted (refer to Section 8.02).
 - i. votes shall be taken by a show of hands among all Members present and the chair of the meeting, if a Member, shall have a vote;
 - ii. an abstention shall not be considered a vote cast;
 - iii. before or after a show of hands has been taken on any question, the chair of the meeting may require, or any Member may demand a written ballot. A written ballot so required or demanded shall be taken in such manner as the chair of the meeting shall direct;
 - iv. if there is a tie vote, the chair of the meeting shall require a written ballot, and shall have a second or casting vote; and
 - v. whenever a vote by show of hands is taken on a question, unless a written ballot is required or demanded, a declaration by the chair of the meeting that a resolution has been carried or lost and an entry to that effect in the minutes shall be conclusive evidence of the fact without proof of the number or proportion of votes recorded in favour of or against the motion.

9.07 Votes by Proxy

Every member entitled to a vote at a meeting of members may by means of a proxy appoint a proxyholder as the member's nominee to attend and act at the meeting in the manner and extent and with the authority conferred by the proxy. The appointed proxyholder must be another member in good standing, and may, in the case of an athlete age 18 or over be the parent of that athlete. The signed notice of proxyholder appointment must be submitted to the secretary prior to the scheduled start of the meeting, as indicated in the meeting notification and agenda. The proxy is valid only at the meeting for which it is given.

9.08 Adjournments

The Chair may, with the majority consent of any Members' meeting, adjourn the same from time to time. The Members must be provided with notice of the adjourned meeting. Any business may be brought before or dealt with at any adjourned meeting which might have been brought before or dealt with at the original meeting in accordance with the notice calling the same.

9.09 Persons Entitled to be Present

The only persons entitled to attend a Members' meeting are the Members, the Directors, the auditors of the Corporation (or the person who has been appointed to conduct a review engagement, if any) and others who are entitled or required under any provision of the Act or the articles to be present at the meeting. Any other person may be admitted only if invited by the Chair of the meeting or with the majority consent of the Members present at the meeting.

Section 10. NOTICES

10.01 Services

Any notice required to be sent to any Member or Director or to the auditor or person who has been appointed to conduct a review engagement of the Corporation shall be delivered personally, or sent by prepaid mail, facsimile, email or other electronic means to any such Member at the Member’s latest address as shown in the records of the Corporation; and to such Director at his or her latest address as shown in the records of the Corporation or in the most recent notice or return filed under the Corporations Information Act, whichever is the more current; and to the auditor or the person who has been appointed to conduct a review engagement at its business address; provided always that notice may be waived or the time for giving the notice may be abridged at any time with the consent in writing of the person entitled thereto.

10.02 Error or Omission in Giving Notice

The accidental omission to give any notice to any Member, Director, Officer, member of a committee of the Board or auditor or person conducting a review engagement, if any, or the non-receipt of any notice by any such person where the Corporation has provided notice in accordance with the By-laws or any error in any notice not affecting its substance shall not invalidate any action taken at any meeting to which the notice pertained or otherwise founded on such notice.

Section 11. ADOPTION AND AMENDMENT OF BY-LAWS

The Members may from time to time amend this By-law if at least 2/3 of the Members approve the amendment (provided the meeting has quorum as outlined in section 9.04). The Board may not amend these By-laws.

Enacted *[insert date, except where Corporation is deemed to have passed this by-law under subsection 18(1) of the Act.]*

_____ President
_____ Secretary

SCHEDULE A

Position Description of the President - Role Statement

The president provides leadership to the Board, ensures the integrity of the Board's process and represents the Board to outside parties. The president coordinates Board activities in fulfilling its governance responsibilities and facilitates co-operative relationships among Directors and between the Board and senior management, if any, of the Corporation. The president ensures the Board discusses all matters relating to the Board's mandate.

Responsibilities:

- a. Agendas
 - Establish agendas aligned with annual Board goals and preside over Board meetings if also holding the office of Chair. Ensure meetings are effective and efficient for the performance of governance work. Ensure that a schedule of Board meetings is prepared annually.
- b. Direction
 - Serve as the Board's central point of communication with the senior management, if any, of the Corporation; provide guidance to senior management, if any, regarding the Board's expectations and concerns. In collaboration with senior management, develop standards for Board decision-support packages that include formats for reporting to the Board and level of detail to be provided to ensure that management strategies and planning and performance information are appropriately presented to the Board.
- c. Performance Appraisal
 - Lead the Board in monitoring and evaluating the performance of senior management, if any, through an annual process.
- d. Work Plan
 - Ensure that a Board work plan is developed and implemented that includes annual goals for the Board and embraces continuous improvement.
- e. Representation
 - Serve as the Board's primary contact with the public. Reporting. Report regularly to the Board on issues relevant to its governance responsibilities.
- f. Board Conduct
 - Set a high standard for Board conduct and enforce policies and By-laws concerning Directors' conduct.
- g. Mentorship
 - Serve as a mentor to other Directors. Ensure that all Directors contribute fully. Address issues associated with the underperformance of individual Directors.
- h. Succession Planning
 - Ensure succession planning occurs for senior management, if any, and Board.
- i. Committee Membership
 - Serve as Member on all Board committees.

SCHEDULE B

Position Description of the Treasurer - Role Statement

The treasurer works collaboratively with the president and senior management, if any, to support the Board in achieving its fiduciary responsibilities.

Responsibilities:

a. Custody of Funds

The treasurer shall have the custody of the funds and securities of the Corporation and shall keep full and accurate accounts of all assets, liabilities, receipts and disbursements of the Corporation in the books belonging to the Corporation and shall deposit all monies, securities and other valuable effects in the name and to the credit of the Corporation in such chartered bank or trust company, or, in the case of securities, in such registered dealer in securities as may be designated by the Board from time to time. The treasurer shall disburse the funds of the Corporation as may be directed by proper authority taking proper vouchers for such disbursements, and shall render to the Chair and Directors at the regular meeting of the Board, or whenever they may require it, an accounting of all the transactions and a statement of the financial position, of the Corporation. The treasurer shall also perform such other duties as may from time to time be directed by the Board.

b. Board Conduct

Maintain a high standard for Board conduct and uphold policies and By-laws regarding Directors' conduct, with particular emphasis on fiduciary responsibilities.

c. Mentorship.

Serve as a mentor to other Directors.

d. Financial Statement.

Present to the Members at the annual meeting as part of the annual report, the financial statement of the Corporation approved by the Board together with the report of the auditor or of the person who has conducted the review engagement, as the case may be.

SCHEDULE C

Position Description of the Secretary - Role Statement

The secretary works collaboratively with the president to support the Board in fulfilling its fiduciary responsibilities.

Responsibilities:

a. Board Conduct

Support the president in maintaining a high standard for Board conduct and uphold policies and the By-laws regarding Directors' conduct, with particular emphasis on fiduciary responsibilities.

b. Document Management

Keep a roll of the names and addresses of the Members. Ensure the proper recording and maintenance of minutes of all meetings of the Corporation, the Board and Board committees. Attend to correspondence on behalf of the Board. Have custody of all minute books, documents, registers and the seal of the Corporation and ensure that they are maintained as required by law. Ensure that all reports are prepared and filed as required by law or requested by the Board.

c. Meetings

Give such notice as required by the By-laws of all meetings of the Corporation, the Board and Board committees. Attend all meetings of the Corporation, the Board and Board committees.

SCHEDULE D

Position Description of the Vice-President - Role Statement

The Vice-President shall preside at all meetings in the absence of the President (Chair).

Responsibilities:

a. Board Conduct

Support the president in maintaining a high standard for Board conduct and uphold policies and the By-laws regarding Directors' conduct, with particular emphasis on fiduciary responsibilities.

b. Mentorship

Serve as a mentor to other Directors.

c. Liaison Officer

The Vice-President shall be the external Liaison Officer for The Lincoln Leapers.

d. Volunteer Coordinator

The Vice President shall coordinate the assignment of volunteers to the list of activities required to run the team, if any, as well as monitor and follow up on the participation of families as required to meet their commitment to the team. This also includes responsibility for ensuring that the team fulfills the required judging obligations as set out by the governing bodies (ORSO or RSC) for the team to register for competitions.

APPENDIX A

Standing Committees:

Committees:

- a. The Executive shall appoint, for a one-year term, the Chairperson, and Member of each of the following committees and any other committees needed to fulfill the business of the Corporation: (it is understood that the chairperson will be appointed from the Directors)

The President to serve as ex-officio on all standing committees.

Discipline Committee

- b. A quorum shall consist of the chairperson or his designate plus ½ of the committee members.
- c. Where a conflict of interest shall arise at a committee meeting, the conflict of interest policy and procedure will be followed. Such direction shall come from the remainder of the Committee members.
- d. The directors may, from time to time, by resolution, establish such Committees as they shall decide upon. The members of each committee so established shall be elected to each committee at the annual meeting of members and/or may be appointed to such committees by the directors. The members so elected or appointed to each committee shall appoint from among those so elected a Chairperson of such committee. The Chairperson of each committee shall have the right to notice of and to attend all meetings of the Board of Directors and to have one vote on any question arising at any meeting of the Board of Directors.

Discipline Committee

- e. This Committee shall consist of at minimum the President, Vice President, Head Coach and one non-Board member parent volunteer and will act with respect to any member or skipper of the Lincoln Leapers. This Committee shall be empowered to take such action as it deems fair and just and report to the Board of Directors. This decision may be appealed to the Board of Directors.