



BMFA

By-Laws

Apr 27th, 2022

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Section 1 – General

1.1 Purpose

These By-laws relate to the general conduct of the affairs of the Burlington Minor Football Association (“BMFA”).

1.2 Definitions

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

- a. “Act” means the *Corporations Act*, (Ontario) and, where the context requires, includes the regulations made under it, as amended or re-enacted from time to time;
- b. “AGM” means the annual general meeting of the Corporation;
- c. “Auditor” means an individual or firm appointed by the members at the AGM to audit the books, accounts and records of the Corporation for a report to the Members at the next AGM.
- d. “Board” means the board of directors of the Corporation; Three (3) elected senior management positions: President, Vice President and Treasurer and Four (4) elected Independent positions: Chair, Development, Independent Director (from Tackle Votes) and Independent Director (from Flag Votes)
- e. “Bookkeeper” Bookkeeper is an individual appointed by the Board who is responsible for recording and maintaining financial transactions for the Corporation. Reports to the President.
- f. “By-laws” means this by-law (including the schedules of this by-law) and all other by-laws of the Corporation as amended and which from time to time, in force;
- g. “Chair” means the chair of the Board; The Chair is an elected position by the general population of votes.
- h. “Coach” means a person registered with a recreational football team and/or the Corporation who is certified or “trained” or “in-training” status by the National Coaching Certification Program and/or any other relevant body or league.
- i. “Contact Eligible Voters” means BMFA members and/or parents who registered for Contact programs in the past year.
- j. “Corporation” means the corporation that has passed these by-laws, meaning the Burlington Minor Football Association, or such other name as it may in the future legally adopt;
- k. “Days” means days irrespective of weekends or holidays;
- l. “Director” means an individual elected or appointed and occupying the position of director of the Corporation by whatever name he or she is called;
- m. “Executive Officers” Shall be President, Vice President & Treasurer. Executive Officers shall be elected.
- n. “Fusion” Is a limited contact game that bridges the gap between flag and tackle. Fusion is considered a contact game
- o. “Governors” The title of the BMFA Operations Committee. They are appointed by the board to handle the daily management roles. They report to the president.
- p. “Independent Directors” Shall be elected and shall not be a coach or hold any other title in the corporation. Independent director - Non-Contact shall be elected by non-contact eligible votes. Independent director- Contact shall be elected by contact eligible votes

- q. “Meeting of the Members” means the AGM or any special meeting of the Members as applicable in the circumstances;
- r. “Member” shall be as defined in Section 6 of the by-laws;
- s. “Members” means the collective membership of the Corporation;
- t. “Non-Contact Eligible Voters” means BMFA members and/or parents who registered for Non-Contact programs in the past year.
- u. “Officer” means an individual who holds an office of the Corporation who holds the title of Governor; they shall be appointed by a majority vote of the Board of Directors
- v. “Official” means a person acting as an official for recreational football games;
- w. “Player” means a person registered with a recreational football team and/or the Corporation whose main objective is participation in football;
- x. “Registrar” means a management position who reports to both the President and the Chair of the Board. Also undertaking the management role of registration.
- y. “Rep Team” A team or teams who performs at the highest level.
- z. Special Resolution – means a resolution passed by no less than two-thirds of the votes cast at a meeting of the Board or Meeting of the Members for which proper notice has been given.
- aa. “Stampeders” The Representative team or teams from the BMFA to perform at the highest caliber of football available.
- bb. “Secretary” Shall be in custody of all records of the corporation and keep official records of all meetings. An appointed position who will report to the president and be involved in both Management meetings and Board meetings.

1.3 Interpretation

Other than is specified in Section 1.2, all terms contained in this by-law that are defined in the Act shall have the meaning 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.

1.4 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.

1.5 Seal

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

1.6 Execution of Contracts

Deeds, transfers, assignments, contracts, obligations and other instruments in writing requiring execution by the Corporation may be signed by any two 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 and/or Officer and the

Bookkeeper may certify a copy of any instrument, resolution, by-law or other document of the Corporation to be a true copy thereof. The Chair is not authorized as an Officer

1.7 Purpose and Objectives of Corporation

To provide recreational football programs for the benefit of the residents of the City of Burlington, Ontario and its surrounding communities. The corporation will be carried on without the purpose of gain for its members and any profits or other accretions to the Corporation will be used in promoting its objects.

Section 2- Directors

2.1 Board Composition

- a) The Board shall consist of up to seven (7) members in positions to conduct the business of the Corporation.
- b) A Director of the Corporation may serve as a Coach, Assistant Coach, Manager of any Corporation team upon majority vote by the Directors
- c) A Director or Governors may not hold any position (Director, Coach etc.) in a competing minor football organization unless approved by majority vote of the Directors.
- d) No Directors may hold more than one (1) elected office in the Corporation at one time unless approved at the AGM by a majority vote. However, a Director may fill a position if vacated mid-term if approved by the majority of the Board.
- e) Independent Directors will not hold any other title within the organization including coach. Independent directors will comprise four directors, including the Chair, independent director business development, independent director representing non-contact and independent director representing contact programs. The independent director representing Non-Contact shall be elected by Non-Contact Eligible Voters. The Independent director representing Contact shall be elected by Contact Eligible Voters.
- f) It is to be recommended that a Head Coach of a Rep. team should not have a child on the team without a majority vote of the Governors
- g) No person shall be on the Board if he or she is in a marriage relation or of blood relation to another Board Member.

2.2 Directors Eligibility

- a) To be eligible for election to a position on the Board, the candidate must be nominated by a Member of the Corporation by prior communication to the Secretary of the Board 7 days in advance of the AGM. The nominee must consent to his or her nomination by written acceptance of the nomination filed with the Corporate Secretary.

- b) Directors may be elected to serve as President and Treasurer for a maximum of three (3) consecutive years; but may stand for the position previously held after being away from the position for at least one (1) year.
- c) To be eligible for election to the office of the President, a Director must have previously served at least one term as a Director of the Corporation.
- d) To be eligible for election or appointment, a Director or Governor must meet the following qualifications:
 - Must be eighteen (18) or more years of age
 - No undischarged bankruptcy. If a Director or Governors becomes bankrupt, he/she shall automatically cease to be a Director or Governors. A Director or Governors may not hold any paid staff position of the Corporation.
- e) If no Candidate has been proposed for an eligible position, a nomination from the floor at the AGM will be accepted.

2.3 Election and Term

- a) The Directors shall be elected annually by the Members. The term of office of the Directors shall be from the date of the meeting at which they are elected or appointed until the end of the next annual meeting or until their successors are elected or appointed.
- b) Directors may be elected to serve as President and Treasurer for a maximum of three (3) consecutive years; but may stand for the position previously held after being away from the position for at least one (1) year.
- c) Any Directors or Governors who have resigned and/or been removed (by Board vote) from the Corporation's Board, will NOT be eligible to run and/or be appointed by the Corporation's Board to any Corporation position for a minimum of one year.

2.4 BMFA Operations Committee

- a) The Operations Committee shall consist of a management group that controls general operations of the corporation.
- b) Governors may serve as a Coach, Assistant Coach or Manager of any Corporation team upon majority vote of the Board of Directors.
- c) The Governors shall be appointed by the Directors by a majority vote based on experience and qualifications.
- d) Governors positions may be added or removed with a majority vote from the Board of Directors.

2.5 Vacancies

The office of a Director shall be vacated immediately:

- a. if the Director resigns office by written notice to the Chair, which resignation shall be effective at the time it is received by the Chair 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 incapable of managing property by a Court or under Ontario law;
or
- d. If a Director or Governor's conduct is such, a resolution is passed by at least two thirds of the votes cast by the Board, removing the Director, before the expiration of the Director's term of office. **[To be discussed - 2.10]**

2.6 Filling Vacancies

A vacancy on the Board shall be filled as follows:

- a. a quorum of Directors or Governors may fill a vacancy among the Directors;
- b. If a vacancy occurs as a result of the Members removing a Director, the Members may fill the vacancy by a majority vote and any Director elected to fill a vacancy shall hold office for the remainder of the removed Directors term.
- c. if a vacancy occurs due to an ineligible officer or no volunteer present to fill a position of "Governors" the board may distribute responsibilities amongst a director or officer of the management with a majority vote

2.7 Committees

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.

2.8 Remuneration of Board Members

Directors shall serve without remuneration and no Director shall directly or indirectly receive any profit from occupying the position of a Director or Governor. Directors may be reimbursed from time to time for specific reasonable expenses they may incur in the performance of their duties as a Director if having received prior approval by the Board.

2.9 Conflict of Interest

- a) A Director, Governor or member of a committee who has an interest, or who may be perceived as having an interest, in a proposed contract or transaction with the Corporation will disclose fully and promptly the nature and extent of such interest to the Board or Committee, as the case may be, will refrain from voting or speaking in debate on such contract or transaction; will refrain from influencing the decision on such contract or transaction.
- b) Directors or Governors and their families shall not enter into any business arrangement with the Corporation in which they are interested directly or indirectly except with a majority vote of the Board.

2.10 Code of Conduct and Removal of Directors

Every Director or Governor of the Corporation in exercising his powers and discharging his duties shall act honestly and in good faith with a view to the best interests of the Corporation and exercise care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.

The Board may, by Special Resolution at the meeting of the Board which written notice specifying the intention to pass such a resolution has been given to the Directors, resolve to suspend or remove any Director or Governor before the expiration of his term of office and may declare his position vacant until the next AGM of the Corporation. Suspension or removal of a Director or Governor may be imposed upon a Director or Governor for any one or more of the following grounds:

- a) Breaching any of the provisions of or failing to conduct himself in accordance with the Corporation's By-Laws, policies, regulations or any code of conduct or ethics, as the same may exist from time to time; or
- b) Carrying out any conduct which may be detrimental to the best interests of the Corporation or may bring the Corporation into disrepute, as determined by the Board in its sole discretion.

Section 3- Board Meetings

3.1 Meetings and Attendance

Regular quarterly meetings of the Board shall be held in the City of Burlington at such day, time and place as the Board may from time to time determine. Additional meetings of the Directors may be called by the Chair or any two (2) Directors at any time and any place. Meetings can take place in person, virtually by video conferencing or by telephone conference call.

Any or all directors may participate in a meeting of the board of directors, or a committee of the board, by means of a telephone or video conference or by any means of communication by which all persons participating in the meeting are able to communicate with one another, and such participation shall constitute presence at the meeting.

When a Director fails to attend three (3) consecutive meetings without, in the opinion of the Board, having reasonable cause thereof or fails to perform any of the duties allotted to him as a Director, his position on the Board may be declared vacant until the next AGM of the Corporation.

3.2 Notice

Notice of the time and place for the holding of a meeting of the Board shall be given to every Director of the Corporation not less than seven days before the date of the meeting is to be held. If a quorum of Directors is present, each newly or elected or appointed Board may, without notice, hold its first meeting immediately following the annual meeting of the Corporation.

3.3 Quorum

A quorum for a meeting shall consist of a simple majority of all Directors on the Board.

3.4 Chair

The Chair shall preside at Board meetings. If the Chair is not present the Directors present shall choose one of their numbers other than the President or Vice President to act as the Chair.

3.5 Voting

Each Director has one vote, except for the Board Chair who does not have a vote. Questions arising at any Board meeting shall be decided by a majority of votes. In case of an equality of votes, the Chair shall vote in order to break the tie.

Any Director may request a recorded vote.

Notwithstanding the above, votes at any Board meeting shall be taken by written ballot if so requested by any voting Director present, in which case:

- the Board Chair shall have a vote, and;
- if there is an equality of votes, the motion is lost.

Any abstention to a vote must be accompanied by a rationale. The name of the Director abstaining as well as the reason for the abstention will be recorded in the meeting minutes.

Section 4- Financial

4.1 Banking

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

4.2 Financial Year

The Fiscal Year of the Corporation shall be from December 1st to November 30th, or such other period as determined by the Board from time to time.

4.3 Deposits

All cash received must be deposited in the Corporation bank account within one week of receipt.

4.4 Appointment of Auditors

At each AGM, unless an audit exemption is available and consented to by the members, the Members will appoint an auditor to audit the financial records of the Corporation. The auditor will be appointed until the next AGM. The auditor must be independent and not an employee or Director of the Corporation, and must be permitted to conduct an audit of the Corporation under the *Public Accounting Act, 2004*, as amended.

4.5 Signing Authority

All cheques, bills of exchange or other orders for payment of money, notes or other evidence of indebtedness issued in the name of the Corporation, must be signed by any two (2) of the President, Vice President, Secretary, Treasurer or any one (1) of the President, Vice President, Secretary, Treasurer and any other Officer as approved by the Board. No cheques can be signed in blank, and all cheques issued must be recorded by the Treasurer. Any cheques made payable to the Treasurer must be signed by two (2) other signing officers.

4.6 Authority to Borrow

Without limiting the borrowing powers of the Corporation as set forth in the Act and subject to any provisions with respect to borrowing set out in the articles, the Board may from time to time, on behalf of the Corporation, without authorization of the Members:

- a. borrow money on the credit of the Corporation;
- b. issue, sell or pledge securities (including bonds, debentures, notes or other similar obligations, secured or unsecured) of the Corporation; or
- c. charge, mortgage, hypothecate or pledge all or any of the real or personal property of the Corporation, including book debts and unpaid calls, rights and powers, franchises and undertakings, to secure any securities or for any money borrowed, or other debt, or any other obligation or liability of the Corporation.

4.7 Property

The Corporation may acquire, lease, sell or otherwise dispose of securities, lands, buildings, or other property, or any right of interest therein, for such consideration and upon such terms and conditions as the Board may determine.

Section 5 - Protection of Directors and Others

5.1 Protection of Directors and Officers

No Director, Officer, or committee member of the Corporation is 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 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 monies, securities or effects shall be lodged or deposited or for any other loss, damage or misfortune whatever 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.

5.2 Indemnity

(a) Every Director or officer or former Director or officer of the Corporation or an individual who acts or acted at the request of the Corporation as a director or officer, or in a similar capacity of another entity, shall be indemnified and saved harmless out of the funds of the Corporation from and against all costs, charges and expenses, including an amount paid to settle an action or satisfy a judgment, reasonably incurred by the individual in respect of any civil, criminal or administrative, investigative or other action or proceeding in which the individual is involved because of that association with the Corporation or other entity.

(b) The Corporation shall not indemnify an individual under subsection 5.2(a) unless:

- (i) the individual acted honestly and in good faith with a view to the best interests of the Corporation or other entity, as the case may be; and
- (ii) if the matter is a criminal or administrative proceeding that is enforceable by a monetary penalty, the individual had reasonable grounds for believing that his or her conduct was lawful.

Section 6 - Members

6.1 Members

There shall be two (2) classes of membership in the Corporation, consisting of:

- a) **Active membership** – which shall include all elected Directors, appointed Governors, coaches and managers who are eighteen (18) years of age or older, holding their positions from December 1st of the previous calendar year up to and including 14 days prior to the scheduled AGM.
- b) **Participant Membership** – which shall include all registered players who are eighteen (18) years of age or older OR parents/guardians of all registered players seventeen (17) years of age or younger, who have paid participation fees in any BMFA program running from December 1st of the previous calendar year up to and including 14 days prior to the scheduled AGM.

6.2 Termination of Membership

A membership in the Corporation is not transferable and automatically terminates when:

- a. The Member ceases to be a Director or Governor;
- b. The Member is no longer a participant in good standing (paid fees) in the Corporation's programs;
- c. A resignation in writing is submitted by the Member and received by the Chair;
- d. The Member dies;
- e. The Corporation is liquidated or dissolved under the Act.
- f. A Member may be terminated by the Board of Directors with a majority vote

6.3 Membership List

The Registrar in collaboration with the Secretary of the Corporation shall maintain a list of current Active and Participant Members, and such list of Members shall be used to determine eligibility to attend and vote at the AGM and other Meetings of the Members as dutifully scheduled or called by the Board.

6.4 Voting

All Active and Participant Members shall be entitled to notice of and to vote at all AGMs and Meetings of the Members of the Corporation.

All Members are entitled to a maximum of one (1) vote.

Section 7- Members' Meetings

7.1 Annual General 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, no later than two (2) days before the AGM, with a copy of the approved financial statements and accompanying auditor's report.

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. reports from the Directors of organizational programming;
- f. reappointment or new appointment of the auditor or a person to conduct a review engagement for the coming year;
- g. election of Directors; and
- h. such other or special business as may be set out in the notice of meeting.

7.2 Special Meetings

The Directors may call a special meeting of the Members. The Board shall convene a special meeting on written requisition of not less than one-tenth of the Members for any purpose connected with the affairs of the Corporation that does not fall within the exceptions listed in the Act or is otherwise inconsistent with the Act, within 21 days from the date of the deposit of the requisition.

7.3 Meeting Notice

Subject to the Act, not less than 21 days' electronic notice to any AGM or special Member's meeting shall be given in the manner specified in the Act to each Member 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 Members to form a reasoned judgment on the decision to be taken. Notice of each meeting must remind the member of the right to vote by proxy. If Members are being asked to vote on a special resolution at the meeting, the notice of the meeting must also contain the text of such special resolution.

7.4 Quorum

A quorum for the transaction of business at a Members' meeting is twenty (20) members, whether present in person or by proxy.

7.5 Chair of the Meeting

The chair of the board; If the Chair is not present the Directors present shall choose one of their numbers other than the President or Vice President to act as the Chair. If all Directors present decline to act as chair, the Members present shall choose one of their members to chair the meeting.

7.6 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 By-law provided that:

- a. each Member, including the President, shall be entitled to one vote at any meeting;
- b. votes shall be taken by a show of hands, or electronic voting system among all Members present and the Chair of the meeting, if a Member, shall have a vote;
- c. an abstention shall not be considered a vote cast;
- d. If there is a tie vote, the Chair of the meeting shall require a revote as per 7.6 b, and shall not have a second or casting vote. If there is a tie vote upon written ballot, the motion is lost; and;
- e. Any Member may request a recorded vote.

7.7 Proxies

- A. A Member entitled to vote at a Meeting of the Members may, by means of a proxy, in a form prescribed by the Corporation, appoint a proxy holder, who shall be a Member of the Corporation, to attend, act and vote at the Meeting of the Members specified in the proxy in the manner and to the extent authorized by the proxy and with the authority conferred by such proxy.
- B. A proxy is valid only at the Meeting of the Members in respect of which it is given or at any adjournment or adjournments thereof.
- C. The Board may specify in a notice calling the Meeting of the Members a time not exceeding 72 hours, excluding Saturdays and holidays, preceding the Meeting or an adjournment thereof before which time proxies to be used at the meeting must be deposited with the Corporation (subject to the rights of Members to revoke proxies, as provided below).

- D. A Member may revoke a proxy either (i) by depositing with the Corporation no later than the last business day preceding the day of the Meeting, or an adjournment thereof, at which the proxy is to be used, or with the chair of the Meeting on the day of the Meeting, or an adjournment thereof, an instrument in writing duly signed by the Member; or (ii) in any other manner permitted by law.

7.8 Adjournments

The Chair of the meeting may, with the majority consent of any Members' meeting, adjourn the same from time to time and no notice of such adjournment need be given to the Members, unless the meeting is adjourned by one or more adjournments for an aggregate of 30 days or more. 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.

7.9 Persons Entitled to be Present

The people entitled to attend a Members' meeting are the Members, who are defined in section 6.1 of these by-laws, and non-members who wish to attend must submit their request to attend in writing to the Secretary, at least fourteen (14) days in advance of the AGM, which request must be approved by a majority of the Directors.

Section 8- Notices

8.1 Service

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 shall be provided by telephone, delivered personally, or sent by prepaid mail, facsimile, email or other electronic means to any such Member or Director at their latest address as shown in the records of the Corporation and to the auditor or the person who has been appointed to conduct a review engagement at its business address, or if no address given then to the last address of such member or Director known to the Secretary; provided always that notice may be waived or the time for the notice may be waived or abridged at any time with the consent in writing of the person entitled thereto.

8.2 Computation of Time

Where a given number of days' notice or notice extending over any period is required to be given, the day of service or posting of the notice shall not, unless it is otherwise provided, be counted in such number of days or other period.

8.3 Error or Omission in Giving Notice

No error or accidental omission in giving notice of any Board meeting or any Members' meeting shall invalidate the meeting or make void any proceedings taken at the meeting.

Section 9- Adoption and Amendment of By-laws

9.1 Amendments to By-laws

Subject to applicable legislation, this By-law may be repealed or amended by by-law enacted by a majority Board resolution at a Board meeting and sanctioned by at least a majority of the Members voting at the AGM or a meeting duly called for the purpose of considering the by-law.

Subject to applicable legislation, a by-law or an amendment to a by-law passed by the Board has full force and effect:

- (a) from the time the motion is passed at a Meeting of the Members, or
- (b) from such future time as may be specified in the motion.

9.2 Repeal of Prior By-Laws

This By-law restates the By-laws of the Corporation and any by-law still in effect with respect to the subject matter of this By-law is repealed and replaced by this By-law. This By-law shall be referred to as By-law No. 1.

Section 10- Board of Directors and Operations Committee Role Description

BMFA Board

The **President** of the Corporation shall:

- Be responsible for arranging for a process for voting at any meeting of the Board or Members
- Ensure that the organization completes an orderly process to establish an annual strategic plan and budget
- Review and establish as required necessary organizational arrangements and responsibilities to carry out the affairs of the organization
- Be the chief spokesperson and representative for the Corporation at any public or official functions (including league affiliations) where Corporation is represented or appoint a designate to act as chief spokesperson as appropriate
- Be an Ex-Officio member of all committees, sub-committees and Task Forces of the Board
- Report to each AGM of the Corporation concerning the operations of the Corporation

- Appoint an independent accountant to review the books and records of the Corporation, on the direction of the Board
- Be responsible for overseeing the activities of the Equipment Manager
- Perform such other duties as are necessary for the proper conduct of his office as President as well as any other duties as may from time to time be determined by the Board

The **Vice President** of the Corporation shall

- Be responsible for coordinating and preparing an annual master schedule for all Flag, Rep Team, Fusion and House League Tackle games and practices (including playoffs)
- Arrange initial booking of all fields, lights, game officials, and medical staff for Flag, House League Tackle, Stampeders and Fusion in conjunction with the Flag, House League Tackle, Braves and Stampeders Directors
- Be responsible for approving all supplies invoices and payment.
- Be responsible for overseeing the activities of the Governor of Fundraising and the Governor of Communications
- Perform all the duties of the President in the absence or disability of the President
- Perform such other duties, including special projects, as may be determined from time to time by the Board

The **Treasurer** of the Corporation shall

- Be the custodian of the books of account and accounting records of the Corporation required to be kept by the provisions of the Act in a manner acceptable to the independent accountant which books and records shall at all times be open to the inspection of the Board
- Manage the process of budget preparation by operating division
- Prepare and submit a monthly financial statement to the Board showing the receipts and disbursements and accounts receivable and accounts payable and the financial position of the Corporation and each operating division within it; maintain a schedule of variance of budget
- Deposit all funds received within one week after receiving same, in the depositories prescribed by the Board
- Assist the independent accountant in the preparation of the annual auditor's report and financial statements
- Provide a Treasurer's Report to the Members at the AGM
- Oversee the financial aspects of the activities performed by any other Directors charged with accepting and or depositing funds on behalf of the Corporation
- Prepare any financial reports as may be required from time to time by government departments;
- Follow up on any returned cheque received by the Corporation
- Act as liaison between the Board and any accounting service retained by Corporation
- Perform such other duties as may be determined from time to time by the Board Some of these specifics are:

- Be responsible for establishing purchasing programs with all external suppliers including uniforms and game apparel, equipment, EMS, fields, transportation, trophies, photography and referees
- Create and publish refund policy for distribution at each registration
- Pay out refunds
- Bring the consideration of refunds to the operating committee.
- Bring refund requests to the Board which are made after the refund deadline.
- Receive invoices
- Obtain confirmation of validity of invoices
- Pay bills
- Prepare budget from previous year's data and with input from the Board

The **Independent Directors** of the Corporation shall

- Voted to the board of directors
- Be focused on Organizational Development.
- Not be affiliated with any running program within the BMFA other than being a member.

The **Chair of the Board** of the Corporation shall

- To only vote to break a tie
- Preside as Chairman at all meetings of Members
- Maintain the agenda with the President and preside as the Chairman of all meetings of the Board and in concert with the Board set the meeting dates

The **Secretary** of the Corporation shall
(Appointed Non Voting)

- Have the custody of the official records of the Corporation, including the letters patent or articles of incorporation, the seal, the insurance documents, and all official correspondence, etc
- Keep an official record of all meetings of the Board, Management and Members
- Issue copies of all minutes of all meetings to all Directors within one week of all Board, AGMs and Special Meetings and maintain a League file for membership use, as well as a file for the lawyer
- Give notice of all Meetings of the Members in the manner prescribed by these Bylaws
- Be the official correspondent and contact officer of the corporation
- Establish and maintain the organization's Safe Management policy as well as the necessary discipline committee structures and process
- Perform such other duties as may be determined from time to time by the Board

BMFA Operations Committee
(Appointed)

The **Registrar** shall

- Will report to both the President and the Chair of the Board

- Be a recognized role within the Corporation Board in those years when the organization budget does not allow for the hiring of a General Manager to handle the registration duties
- Organize, coordinate and supervise the planning and receipt of all Flag, House league, Tackle, Fusion and Rep Team registrations for the Corporation
- Distribute and maintain player database list for Flag, House League, Tackle, Fusion and Representative teams
- Request, as may be deemed necessary, any medical releases or information required for the purposes of approving the registration of any Flag, Tackle, House league, Fusion or Rep Team application
- Liaise with Football Ontario and ensure that all registrations and player insurances are located with the proper Association and filed with the Corporation
- Perform such other duties as may be determined from time to time by the Board. Some of these specifics are:
 - Ensure availability of registration forms
 - Choose registration dates
 - Input registration data
 - Canvas for volunteers, sponsors, etc. on registration day
 - Respond to parent queries

The Governor of Communications shall

- Coordinate advertising as required for each league, Flag, Tackle, Fusion and Stampeder, i.e. local newspapers, flyers in schools
- Assist other directors with outreach/communication to parents
- Arrange advertising for registration
- Communicate information to parents during each season, Flag, Tackle, Fusion and Stampeder
- Provide feedback mechanism for parents to evaluate the league
- Establish a relationship with local sports media
- Ensure results of all games are publicized via website
- Manage and coordinate website functions and updates

The Governor of Fundraising shall

- Coordinate, through use of a committee, all fundraising run by the Corporation.
- Maintain accurate, complete and comprehensive records of each activity including funds disbursed and collected
- Provide the Treasurer with statements of deposits for each deposit made on a monthly basis, at least five (5) days prior to each meeting of the Board
- Obtain all licenses required by the City of Burlington and any other jurisdiction involved
- Submit all reports and forms to the City of Burlington and any other jurisdiction involved
- Perform other such duties as may be determined from time to time by the Board. Some of these specifics are:
 - Obtain team sponsors
 - Coordinate fundraising activities

- Purchase prizes for raffles and print tickets as required etc. publish winners, etc.

The Governor of Coaching shall

- Provide general liaison with coaches re: coaching related instruction, mentorship, education, discipline, etc.
- Recruit coaches and oversee coaching development matters
- Provide and/or organize coaching education / instruction / certification to coaches
- Provide advice to the Board re: club coaching policies and procedures
- Work with the Board to communicate club standards and policy related to coaching
- Facilitate meetings with the coaching sub-committee
- Work closely with officials to ensure Corporation policies / rules are being implemented
- Assess that teams have proper staff in place and compliment staff with additional support if warranted and promote harmony within the programs and share resources
- Backfill coaching pool for the sake of attrition

The Governor of Summer shall

- Be responsible for the organization and arrangement of any and all activities related to the operation of any Stampeder or other traveling teams or other teams not designated as House League, Fusion or Flag teams operating under the Corporation and operating in the summer season.
- Represent the Corporation and any and all teams not designated as house league or Flag teams in dealings with leagues under which those teams operate
- Provide liaison between the teams and the Corporation's Board;
- Liaison with the Flag, Fusion and House League Governor and Vice President in setting of games and field schedules
- Perform such other duties as may be determined from time to time by the Board. Some of these specifics are:
 - Assist the Governor of Coaching in the identification and recruitment of coaches
 - Be responsible for the confirmation of attendance of referees, medical staff, etc. at games
 - Arrange and schedule setup and take down of all field equipment for summer league
 - Ensure there is ongoing two way communication between team managers, coaches and the Corporation's Board
 - Produce and submit budgets for any and all seasons in the current year

The Governor of Fall shall

- Be responsible for the organization and arrangement of any and all activities related to the operation of any Stampeder or other traveling teams, Fusion Teams and House league Teams under the Corporation and operating in the fall season.
- Represent the Corporation and any and all teams not designated as house league or Flag teams in dealings with leagues under which those teams operate
- Provide liaison between the teams and the Corporation's Board;
- Liaison with the Flag Governor and Vice President in setting of games and field schedules

- Be the Chairman of the House League Task Force as well as any subcommittees relative to the operation of the House League or teams therein
- Perform such other duties as may be determined from time to time by the Board. Some of these specifics are:
 - Assist the Governor of Coaching in the identification and recruitment of coaches
 - Be responsible for the confirmation of attendance of referees, medical staff, etc. at games
 - Arrange and schedule setup and take down of all field equipment for summer league
 - Ensure there is ongoing two way communication between team managers, coaches and the Corporation's Board
 - Produce and submit budgets for any and all seasons in the current year

The Governor of Flag shall

- Be responsible for the organization and arrangement of any and all activities related to the operation of the Flag league or leagues
- Be responsible for co-coordinating a master schedule for all Flag games
- Be the Chairman of the Flag Task Force and any sub-committees relative to the operation of the Flag league or leagues
- Perform such other duties as may be determined from time to time by the Board. Some of these specifics are:
 - Obtain volunteers to fill the role of division convener
 - Obtain volunteers to fill the role of team parent rep
 - Recruit coaches and coordinate with the Vice President on coaching development matters
 - Be responsible for the confirmation of attendance of referees, medical staff, etc. at games
 - Arrange and schedule setup and take down of all field equipment for Flag league
 - Arrange and schedule Picture Day for flag league
 - Ensure there is ongoing two way communication between division conveners, team parent reps, coaches and the Corporation Board

The Governor of Player Development shall

- Design and implement a player development plan for both tackle and flag programs
- Design player development programs consistent with Football Canada principles
- Foster an attitude of fair play and enjoyment of football amongst all players
- Design and implement skills and football training camps and clinics including those offering specialist skill developments
- Take on the role of liaison, encouraging players(parents) to participate in flag and tackle to advocate skill development

The Governor of Management and Volunteers shall

- Be responsible for the organization and arrangement of any and all activities related to the operation of the Tackle, Flag and Fusion league or leagues
- Develop and implement a training program specifically for Team Managers and Volunteers
- Ensure that all Managers and Volunteers are informed and aware of the tasks required.