

RUGBY REFEREE SOCIETY OF VIRGINIA BY-LAWS

I. Membership

1. **Qualifications.** There shall be two classes of Members.

Regular Members who shall have the right to vote and Honorary Members who shall not have the right to vote. The conditions for membership in the two classes are as follows:

A. **Regular Members.** A Regular Member may be any individual who has refereed two games under the supervision of the Society. Regular Member status is designated by the Board of Directors, at their sole discretion.

B. **Honorary Members.** An Honorary Members shall be any individual who may be designated by the Board of Directors as an Honorary Member of the Society.

2. **Withdrawal.** Any Member may withdraw from the Society at any time by so notifying the President of the Society. Said Member shall continue to be liable for financial obligations to the Society accrued or accruing through the end of the Society's then current fiscal year.

II. Meetings of Members

1. **Annual General Meeting.** The Annual General Meeting of the Members of the Society for the election of the Board of Directors and for the transaction of such other business as may properly come before such meeting shall be held on such day in July, August, or September of the current year as may be designated by the Board of Directors or, if no such designation is made, on the last Sunday in August.

2. **Notice.** The Recording Secretary shall give notice in writing of the Annual General Meeting to each Regular Member of the Society. Each such notice shall be mailed not less than seven and not more than sixty days prior to the Annual General Meeting and shall contain a general statement of the items of business to be considered at the meeting.

3. **Regular Meetings.** Regular Meetings may be called at any time by the President of the Society. The purpose of the Society's Regular Meetings shall be principally for the training of the Regular Members in proper refereeing technique and all other business shall be conducted after the conclusion of the training session. Following the conclusion of the training session at such Regular Meeting, the Members may consider any business that may properly come before the Society, except that amendments to the Bylaws and to the Articles of Incorporation may only be considered at the Annual General Meeting, or at a Special Meeting. Written notice of a Regular Meeting need only be given if the Regular Meeting is not held at its customary time and location. A single written notice to all Regular Members of the Society is sufficient to alter the customary time and location of the Regular Meetings and such alteration shall not be considered an amendment of these Bylaws.

4. **Special Meeting.** At any time designated by the Board of Directors or by a majority of the Regular Members at a Regular Meeting of the Society, a Special Meeting of the membership may be called to consider amendments to the Bylaws or the Articles of Incorporation, to consider the recall of a Member of the Board of Directors, or to consider the appointment of a Regular Member to fill a vacancy on the Board of Directors. A Special Meeting to consider these matters shall be preceded by notice to the Regular Members of the Society in the manner provided for by Section II.2 of these Bylaws.

5. **Quorum.** No business may be conducted at any meeting of the Society in the absence of a quorum.

A. Regular Meetings. For purposes of a Regular Meeting, one-third (1/3) of the Regular Members of the Society present in person shall constitute a quorum.

B. Annual General Meetings or Special Meetings. For purposes of an Annual General Meeting or a Special Meeting, one-third (1/3) of the Regular Members present in person.

6. **Voting.** Each Regular Member of the Society shall be entitled to a single vote.

A. Regular Meetings. Regular Members may vote in person, and not by proxy, at any Regular Meeting of the Society. Except as may otherwise be required by law or by these Bylaws, all matters acted upon at any Regular Meeting of the Society shall be decided by a majority of the votes cast by the Regular Members of the Society present.

B. Annual General Meetings or Special Meetings. At any Annual General Meeting or Special Meeting, when prior written notice of the consideration of specific issues has been provided the Regular Members in the manner provided for by Section II.2 of these Bylaws, Regular Members may vote in person and not by proxy. Except as may be otherwise required by law or by these Bylaws, all matters acted upon at any Annual General Meeting or special Meeting shall be decided by a majority of the votes cast in person by the Regular Members of the Society.

III. Board of Directors

1. **Designation.** The Board of Directors shall consist of three elected Officers of the Society who shall be a President, an Allocations Secretary, and a Treasurer.

2. **Powers of the Board of Directors.** The Board of Directors shall meet from time to time to consider administrative and substantive matters regarding the Society and take such action or make such recommendations as they deem appropriate. At the recommendation of any two Members of the Board, specific matters shall be referred to the whole Society for consideration at the next scheduled Regular Meeting. The provisions of II.2 of these Bylaws do not apply when such a referral is made.

3. Eligibility and Election. Members of the Board of Directors shall be elected from amongst the Regular Members of the Society. They shall be elected at the Annual General Meeting of the Society and shall hold office for one year and until their successors have been elected and qualified. In the event of a vacancy caused by resignation, removal or death, the Board of Directors may appoint a Regular Member of the Society to serve in the vacated position until the next Annual General Meeting, or until such time as a Special Meeting is called for the purpose of filling said vacancy, whichever first occurs.

4. Duties of the President. The President shall be the chief executive and administrative officer of the Society. They shall be responsible for the timely and effective discharge of all directions of the Board of Directors or the Society. They shall preside at all meetings of the Society. They shall discharge their responsibilities for the training, promotion and allocation of Society referees through the Allocations Committee, of which he is the Chairman. They may, at their discretion, delegate responsibility for executing any decision of the Board of Directors or the Society to any Regular Member of the Society and they may appoint any Regular Member of the Society to serve in any administrative or executive capacity, provide only that the President may not delegate such duties or authority as they may have by virtue of their position on the Allocations Committee. The President shall represent the views of the Society in the deliberations of the Capitol Rugby Union. They shall perform such other duties as may be assigned them by the President or the Board of Directors. The President shall appoint head referees to local union tournaments.

5. Duties of the Allocations Secretary. The Allocations Secretary shall function as the principal administrator for match allocations. They shall be responsible for maintaining a list of active, available referees, determining the schedule of Rugby matches in the local union, and, through the President and the Referee Development Officer, assigning individual referees to matches in the local union. They shall be responsible for the timely and efficient communication of this information to local union clubs and to Members of the Society

6. Duties of the Treasurer. The Treasurer shall receive all monies accruing to the Society, keep accounts, have charge of the funds of the Society and pay debts and discharge monetary obligations of the Society as directed by the President. They shall make an annual statement of the finances of the Society and present a proposed budget for the year at the Annual General Meeting. The Treasurer shall maintain procedures for tracking accounts payable and accounts receivable, and shall maintain up-to-date records of bank accounts. They shall make such procedures available to their successor with adequate documentation. All financial records and signing authority shall be transitioned within 30 days of an election or resignation or removal of the incumbent.

In the President's absence, they shall preside at any meetings of the Society. They shall perform such other duties as may be assigned them by the President or the Board of Directors.

7. **Removal.** An Officer of the Society may be removed from office at a Special Meeting of the Society called for the purpose of considering such removal by a two-thirds (2/3) vote of the Regular Members of the Society voting in person.

IV. Appointed Positions

1. **Duties of the Referee Development Officer.** The Referee Development Officer (RDO) shall be appointed by the Executive of the RRSV on a year to year basis. The mission of the RDO shall be to recruit and develop referee talent for the Society and enhance the contribution of each referee at all levels to the sport of Rugby Union by arranging appropriate training, coaching and evaluation.

Responsibilities of the RDO will be:

- To develop, maintain and update where appropriate a 3 year plan designed to :
 - Recruit referees
 - Enhance the diversity of referees in RRSV
 - Develop a plan for individual referees to allow them to maximize their potential and wherever possible to become T-Panel referees. Examples may include, but not be limited to, coordinating with Scheduling Officer to ensure referees are assessed and coached; encourage Society members to become Referee Coaches; develop a mentor program; work with appropriate clubs to build out tournaments that will enhance the referee experience in RRSV; build out, with any appropriate person, a system of out of territory exchanges.
- In order to do that, the RDO will present the plan within 30 days of accepting the appointment
- Prepare a budget request, on an annual basis, to support the RDO activities and present to the Executive Committee for approval
- Once approved, the budget may be exercised on RDO activities at the RDO's discretion.
- Any expenditure beyond the terms of the agreed-to budget must be approved by a majority of the Executive in advance.

2. **Duties of the Recording Secretary.** The Recording Secretary shall keep and maintain the Society membership list. They shall be responsible for keeping the records of each meeting of the Society and for publication of a Society newsletter. They shall perform such other duties as may be assigned them by the President or the Board of Directors. They shall be responsible for communicating information regarding the Society's functions to local union clubs, local union officers, Society Members and territorial and national union officers in a timely and efficient manner.

V. Amendments.

The Bylaws of the Society may be amended in whole or in part at any Annual General Meeting or Special Meeting of the Society called for the purpose of considering such amendments upon a two-thirds (2/3) vote of the Regular Members of the Society voting in person. A duly noticed proposal for change need not be accepted or rejected in its entirety, but may be adopted with such modification as the Regular Members of the Society may deem appropriate.