

By-Laws
Of
Knoxville Rugby Club

Article I

OFFICES

The Corporation shall have and continuously maintain in the state of Tennessee a registered agent whose office shall be identical with such registered office, and may have other offices within or without the state of Tennessee as the board of directors may from time to time determine

Article II

BOARD OF DIRECTORS

2.1 General Powers. All of the business and affairs of the corporation shall be managed and controlled by the board of directors except that certain of the matters which must be submitted to and receive the approval of the general membership (see below) or those powers reserved for the general officers of the club:

- (A) Annual financial statement;
- (B) The amendment or restatement of these by-laws or the articles of incorporation;
- (C) The merger, consolidation or dissolution of the corporation;
- (D) The sale, lease, exchange, pledge or mortgages of any substantial part of the assets of the corporation, or any contract, option, or other agreement with respect thereto;
- (E) Any other matter which may be specified by the executive committee;
- (F) Such other matters as to which the board of directors determines by resolution that such submission is available;

2.2 Number, Election, and Tenure. The number of directors shall be not less than three (3) nor more than seven (7). At the regular annual meeting of the corporation, the membership will nominate and elect members in good standing to fill any vacancy for a two year term. In addition, unless already directors by virtue of election, the following general officers of the club will automatically be voting directors of the Corporation during the times such persons occupy their offices: President, Treasurer, and Captain.

2.3 Executive Committee. The board of directors, at their annual meeting, shall nominate and elect the following officers for the purpose of managing the day to day affairs of the Corporation: Chairman, Vice Chairman, Secretary, and Treasurer.

Chairman—The Chairman shall be the chief officer of the corporation and have overall supervision of all of the business and affairs of the corporation. In general,

he shall perform all duties incident to the function of chief executive officer and such other duties as may be prescribed by the board of directors.

Vice Chairman—The Vice Chairman shall, in the absence of the Chairman, perform the duties of the chairman. He shall also serve as keeper and interpreter of these by-laws.

Secretary—The Secretary shall keep the minutes of the meetings of the board of directors and executive committee in one or more books provided for that purpose. The secretary will maintain a complete list of the current membership as provided to him by the secretary and treasurer of the club. He may also from time to time find it necessary to officially correspond with the entire membership.

Treasurer—The Treasurer shall have charge of, custody of, and be responsible for all funds and securities of the corporation; deposit all monies in the name of the corporation in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of these by-laws; and in general perform all duties incident to the office of treasurer.

Article III

MEMBERSHIP

- 3.1 Types. The membership of this club shall be composed of Regular Members, Under 23 members, and Social Members. Any individual interested in furthering and developing the amateur sport of rugby is eligible for membership.
- 3.2 Regular Members. Any person in good standing with the treasurer and vice president of the club. These people will have full voting powers as set forth in these by-laws.
- 3.3 Social Members. Any person paying one half dues shall have the right to participate in all social activities conducted by this club. A social member will not have voting rights
- 3.4 Under 23 (U23) members. Any person under the age of 23 paying two-thirds dues. These people will have full voting powers.

Article IV

OFFICERS OF THE CLUB

- 4.1 Officers. All affairs at the club level will be managed by the following officer committee: President, Vice President, Secretary, Treasurer, Match Secretary, Social Chairman, Captain, and Co-Captain. These officers shall be selected from the eligible voting membership of the club during the annual meeting and will serve one-year terms. Any officer may succeed himself at any office. Any elected officer of the club may be removed from office by a three/fifths vote of the club.
- 4.2 President. The President will have the responsibility of ensuring that all club affairs are being accomplished. Among other things, he will ensure that all club officers are

fulfilling their responsibilities. The President is responsible for securing practice and playing facilities.

- 4.3 Vice President. The Vice President will serve as parliamentarian during meetings and as chairman of the disciplinary committee. He will serve as Chairman, of the Public Relations Committee. He will also chair all meetings in the President's absence.
- 4.4 Secretary. The Secretary will be responsible for recording and distributing the minutes of all club meetings. Each season before the first home match, he will prepare and distribute to all club members a completed roster. Unless otherwise specified in these by-laws or instructed by the President or Chairman of the Board, all club correspondence (internal and external) shall be originated from this office.
- 4.5 Treasurer. The Treasurer has the responsibility of collecting all debts, dues, party fees, etc. due to the club. He will be responsible for paying all club debts and keeping accurate records of all expenses, receipts, and accounts payable and receivable. He will submit a complete list of eligible voting members to the Board of Directors before each annual meeting and will also prepare a budget for the coming year to be presented for approval at that same meeting. The Treasurer, at his discretion, may appoint an Assistant Treasurer to aid him in his duties.
- 4.6 Match Secretary. The Match Secretary is to see that each season is complete and matches are scheduled well in advance. He is to ensure that the schedule is prepared and distributed to each club member well before the season begins. He will confirm all matches (home and away) and be responsible for obtaining referees for games (including tournaments) sponsored by this club.
- 4.7 Social Chairman. The social chairman is responsible for seeing to it that each club member has fun. He will organize and oversee all social activities of the club, including after-game socials with visitors and season ending galas.
- 4.8 Captain. The captain is responsible for organizing and conducting practices. These duties may be delegated to a coach or coaches with the approval of the selection committee. He is responsible for maintaining all club inventory used by the club for practices and games. This will include ensuring that any and all playing surfaces are in the proper condition and lined for matches. To complete this task, the captain may at his discretion, recruit other club members.
- 4.9 Co-Captain. In the absence of the captain, the co-captain will assume the duties and assignments of the captain.

Article V

COMMITTEES

- 5.1 Selection Committee. The selection committee will consist of five (5) members, including the captain, two permanently elected club members, and two club members appointed weekly. Two weeks prior to the first match of each season, the membership, at a regularly scheduled practice will elect a back and a forward as the permanent selectors for that season. These two selectors, along with the captain, will appoint a back and a forward no later than each Tuesday prior to a match to complete the selection committee. This committee will be responsible for selecting the first

- and second sides from the eligible field of membership for each scheduled match and these selections must be made not later than one hour prior to the scheduled kickoff.
- 5.2 Disciplinary Committee. This committee will consist of the Vice President as Chairman, Captain, Chairman of the Board, and two club members appointed by the Board of Directors during the annual meeting. The Vice President will chair this committee. This committee is charged with the responsibility of reviewing any and all complaints submitted in writing to the committee regarding certain unbecoming conduct of club members, which adversely affect the best interests of the growth of Knoxville Rugby Club and the growth of rugby in general. This committee will recommend a course of action and the President of the Club will administer such action. Any disciplinary action recommended by a majority of this committee and imposed by the President may be appealed to the general membership and can be reversed by a three-fifths vote of this membership. This action may include but is not limited to fines, warnings, probation, and/or expulsion.
 - 5.3 Public Relation Committee. The Public Relations Committee will consist of the Vice President as Chairman and any other active club members that he may recruit with the approval of the officers committee. The committee will be the liaison between the club and various media. It will promote recruiting of prospective club members and players, and generally spread the good word of Possum rugby in East Tennessee and throughout the world.
 - 5.4 Banquet Committee. The President shall appoint a Banquet Chairman to supervise the organization of the annual Christmas Party and Banquet each year.
 - 5.5 Other Committees. The president from time to time may appoint other committees as is deemed necessary by the officers of the Club.

Article VI

GENERAL GUIDELINES

- 6.1 Elections. The election of all Board of Directors and Officers will be during the winter meeting at the conclusion of the fall schedule. Any member may hold offices concurrently as provided under these by-laws. The selection committee will be elected before each season during a regularly scheduled practice; with the captain announcement of such elections at least 10 days in advance.
- 6.2 Appointments. The President will appoint all union representatives and tournament chairmen, subject to the approval of the officers committee. Upon any club office vacancy, the President will appoint a club member to complete the term, with the same approval.
- 6.3 Dues. Annual dues shall be set by majority vote of the membership during the fall annual meeting. All dues must be paid before any member is considered in good standing with the Treasurer and eligible to participate in a Club sponsored activity, including games and social events. Exceptions to this provision, such as payment schedules and deferrals, must be submitted to the Treasurer and approved by the Officers Committee. All funds collected through dues payment will be deposited into the general operating account and used in the best interest of the club as determined by the officers and general membership through an approved budget.

- 6.4 Club Meetings. Each official meeting will be called and opened by the Board of Directors, but may then be turned over to the club officers to complete any business at hand.
- 6.5 Separation of Finances. Separate financial records shall be kept by the Treasurer of the Board of Directors and the Treasurer of the Club. In no way should these funds ever be combined nor should either fund be used by the other without the approval of the majority of the membership. The club officers may from time to time wish to donate any surplus funds or donations to the Board of Directors for the purpose of furthering the corporation and its objectives.
- 6.6 Tournaments. Any club-sponsored tournament will have a director appointed by the President. The officers of the club and the tournament directors will distribute any proceeds to the appropriate treasurer for use in the Club's best interest as determined by these officers.
- 6.7 Insurance. It will be the captain's responsibility, under the supervision of the President and Chairman of the Board, to confirm that each participating athlete for The Knoxville Rugby Club has a valid health insurance policy. All participants must be able to verify insurance against injury. In addition, participants under the age of 18 must provide the Club with a parental consent agreement provided to them by the Club.
- 6.8 Pronouns. Masculine pronouns used in these by-laws apply to both sexes unless context clearly indicates otherwise.

Article VII

AMENDMENTS TO THE ARTICLES

- 7.1 These articles may be amended subject to a two-thirds approval by the Club membership at a regularly scheduled meeting.