

BYLAWS of the LOS ANGELES REBELLION RUGBY FOOTBALL CLUB

ARTICLE I: NAME AND MISSION

Section 1. The name of the organization is Los Angeles Rebellion Rugby Football Club (hereinafter referred to as the "Rebellion"). The mission of the Rebellion is to promote equality and inclusivity through the sport of rugby.

ARTICLE II: PURPOSE

Section 1. The Rebellion is to be operated exclusively for non-profit and charitable purposes.

Section 2. The purposes of the Rebellion shall be:

1. To field a Division III or IV men's rugby team (or teams) to compete in:
 - a. the Southern California Rugby Football Union (SCRFU), and
 - b. the International Gay Rugby Association Board (IGR)
2. To create an inclusive athletic training environment for all those interested in training with the club, regardless of sexual identity, age, ethnicity, body type, ability level or past experience;
3. To promote the positive physical, emotional and social health of our members;
4. To promote physical education, good sportsmanship and the rules and traditions of rugby to a broader community, along with the importance of equality and inclusivity.

ARTICLE III: MEMBERSHIP

Section 1. Membership in the Rebellion is open to any person, regardless of sexual identity, age, ethnicity, financial status, body type, gender, past experience or ability level.

Section 2. There are two types of members: Players and Supporters (which includes RugBAEs and alumni.)

1. Players are members in good standing who have paid Player club dues, are registered with USA Rugby, and have health insurance.
 - a. Players are eligible:
 - i. to play in Rebellion matches;
 - ii. for Board membership; and
 - iii. to vote in Board elections.
 - b. Players are expected to:
 - i. attend practice to the satisfaction of the Coaches;
 - ii. participate in the fundraising and philanthropic activities of the team; and
 - iii. provide the Coaches and Board current contact information.
 - c. Age restrictions. All members must be a minimum of 18 years of age. Players under the age of 21 will not be permitted to participate in bar-sponsored events.
 - d. Gender inclusivity. The Rebellion welcomes all genders to participate as Players in practices and unofficial matches, provided all other eligibility has been met. However, per USA Rugby regulations, only those players who identify as gender male may participate in sanctioned matches and tournaments.
2. Supporters, also known as Rebellion RugBAEs are non-playing members, including alumni former players, who may or may not have elected to pay Supporter club dues for ancillary benefits. Paid Supporters are eligible for Board membership and to vote in Board elections.
3. Coaches are contracted members of the club, hired by and reporting to the Executive Leadership of the Board. They are not eligible for Board membership or voting in board elections.

Section 3. Player Attendance and Participation.

1. Players are expected/required to attend scheduled practices and training sessions to be eligible to play in matches. Absences must be notified by any form of communication to the Coach and Player Representative. Any attendance concerns will be brought to the Board for review.
2. The Coach holds final say on which eligible players will be included in a match roster, as well as how long they play in any particular match. Eligibility is based on Section 2.1.
3. Players may be asked to provide logistical support setting up practice or match fields, collecting equipment and running meet ups after home matches.
4. Players participating in matches are expected to attend traditional post-match meet ups with the opposing team. The club requests that players attend, at a minimum, through the announcement of awards. This includes both home and away games.
5. Players intending to participate in regional, national or international IGR tournaments are expected to attend and provide logistical support at a minimum of 50% of fundraising and outreach events held annually.
 - a. It is understood that these events are critical to supporting the organization's athletic activities and building awareness of the rugby football club.
 - b. Those players unable to meet this requirement due to work, school or family functions will be asked to volunteer logistical support in other capacities to support the Club's operations.
6. Players will be encouraged to attend regularly scheduled social events, including Beach Rugby, group outings, Rugby 7s tournaments and other gatherings.

ARTICLE IV: DUES

Section 1. Assessing dues to the club membership. The Board shall have the power to levy dues for Players and Supporters in an amount determined by the Board. This power will include the power to accept reduced dues for certain members or groups of members for reasons such as financial hardship and injury, for example.

Section 2. Policies regarding Players. The policies set regarding payment of dues and USA Rugby registration fees only impact a player's participation in sanctioned matches and tournaments, and their access to membership benefits.

1. General. All players are welcome to participate in practices, trainings and social events regardless of any balance owed to the organization.
2. Payment Deadlines.
 - a. Players are expected to have paid a minimum of 50% of their dues prior to the first match of the season, as well as required USA Rugby registration fees, otherwise they will be ineligible to play in a match until such time as those stipulations are met.
 - b. Any remaining balance of dues must be paid by March 15 of the current season, otherwise they will be ineligible to play in further matches until that balance has been paid in full, or a payment arrangement has been secured (see Section 3.)
 - c. The Board has the option of waiving remaining dues for any injured player who is unable to play for the remainder of a particular season.
3. Installment Plans and Financial Hardship.
 - a. Players have the option of paying installments to meet deadlines stated in Section 2.
 - b. Players experiencing financial hardship may request extension of Section 2 deadlines or a reduction in dues. Requests must be made in writing (print or email) to the Player Representative, and include justification for the request.
 - i. The Member Engagement Officer will present all requests to the Executive Leadership, which agrees to each request full consideration.

- c. Players who do not meet the terms of their payment schedule will be ineligible to play in matches until balance is brought current, unless otherwise approved by the Board.
4. Ineligibility due to non-payment.
 - a. Players who have not paid dues in full for the previous season are ineligible to play in matches during the following season until such a time that balance is paid in full OR an agreement is reached with the Board.
 - b. If a player is deemed ineligible, the Player Representative and the Coach will notify said player by written and verbal communication.

Section 3. Policies regarding Supporters (aka RugBAEs).

1. General. The club depends on its supporters to achieve their mission and goals. The purpose of the RugBAE membership level is to provide a Booster Club to support club operations, fundraising and supporter engagement.
2. While optional, Supporter Membership Dues provides full membership benefits allowed to Supporters including free admittance, food and beverage at post-game meet ups, fundraising events, and Welcome Week and End of Season festivities, as well as access to fitness and non-contact training.
3. Donors of any level above \$100 are automatically provided Supporter status and the membership benefits within.
4. Activities restricted to Paid Supporters only. Supporters must have paid current season dues to be eligible for inclusion in the Bingham Cup registration as a Supporter, as well as participate in, or nominate themselves for, upcoming Board Elections.
 - a. Any Supporter serving on the Board must pay the required dues for the season in which they serve.
 - b. Additionally eligibility for Board office applies.
5. Payment Policies.
 - a. Supporters are expected to pay dues in one installment.
 - b. Supporters who have financial hardship may elect to provide volunteer service in place of dues.
 - c. Supporters actively engaged in support of Board activities, but not Board members, are eligible to receive credit for their dues.

Section 4. Refunds will not be offered to Players or Supporters under any circumstances.

ARTICLE V: CONDUCT.

Section 1. General conduct. The Rebellion asks all Members (Players and Supporters), Staff and the Board of Directors to conduct themselves in a manner that is respectful and supportive of all individuals affiliated with our Club, as well as opposing teams.

1. All players are expected to display good sportsmanship qualities on the field in accordance with SCRFU and IGR rules and regulations.
2. Insubordination towards the Coach, coaching staff/assistants or the Board will not be condoned, and may result in the loss of playing time during a future match.
3. The following will not be condoned on or off the field at club-hosted activities or events: derogatory language, bullying or cyber harassment, physical harassment or violence.
4. Any player with concerns about their individual treatment are encouraged to speak with the Player Representative and Coach. If neither are available, all players and supporters are welcome to speak with any Board Member who will relay your concerns.

5. Players, Supporters, Staff and Board members are not permitted to defame, speak disparagingly, or act in a manner in public forums that reflects poorly on the organization.
6. Players, Supporters, Staff and Board members are not permitted to release position statements, messaging, proprietary information, or other private information on the clubs operations, without the direct approval of the Executive Leadership.

Section 2. Positive contribution at events/activities. All Players and Supporters are asked to positively contribute to the implementation of all athletic, social and fundraising activities, and foster a safe, inclusive environment welcoming of all individuals.

Section 3. Violation of SCRFU or IGR regulations. Any violations that impact the status of the Player or the club in general, will result in immediate dismissal from the club. The club adheres to all SCRFU and IGR regulations regarding players banned from league participation.

Section 4. Violation of Local, State or Federal Law. The Rebellion and its Board of Directors adhere to laws that may impact participation in activities. This includes, but is not limited to:

1. As practices and matches are held in public (ie. city or county owned) locations such as parks, community athletic fields and schools, any member who is restricted from being around children and/or locations where children may be present is ineligible to participate in, or be present for, club activities at those locations.
2. Individuals with active restraining orders or temporary order of protection (in place to support a current Member) will be ineligible to participate in, or be present for, club activities.
3. Individuals charged with, or convicted of, a crime related to the physical, emotional, sexual or digital violence of another Member will be temporarily ineligible to participate in, or be present for, club activities.
 - a. The Board and Club adhere to the presumption of innocence as afforded by law, however they retain the right to restrict any Member from participating in club activities while under investigation of criminal activity.

Any action that is deemed a violation of Article V will be brought to the Board for review.

ARTICLE VI: OFFICERS AND ELECTIONS [AMENDED 08/2018]

Section 1. The Officers of the Rebellion are collectively referred to as the "Board." At a minimum, the Officers of the Rebellion must consist of a President, Vice President/Secretary, Treasurer, Fundraising Chair, Member Engagement Officer, Outreach Chair and Communications Chair. Additional positions or At-Large Representatives may be added or removed depending on the needs of the organization (as determined by the Board.)

1. The Executive Committee will present proposed updated descriptions and any structural changes to the Board prior to the announcement of the Election.
2. While the Board holds the authority to adjust the structure/makeup of the Board to meet the needs of the organization, the membership still holds voting power over who holds those positions.

Officer positions are volunteer and non-compensated. The general expectations of Officers are:

1. Represent the Rebellion in a positive manner amongst players, supporters, leagues and our broader community;
2. Perform the duties pursuant to the position, as detailed in Article VI.

3. Serve as the guiding force behind club operations, to ensure effective, efficient operations that both meet the mission and budget of the organization.
4. Foster the sustainability of the club through support of fundraising and community outreach efforts;
 - a. Officers are expected to attend and directly participate in a minimum of 2/3 of all athletic and fundraising/social events, unless they have prior employment, travel or family commitments.
 - b. Officers are expected to serve as community liaisons to support recruitment.
5. Pay full senior dues within 30 days of term start.

Section 2. TERM LENGTH AND LIMITS. The term of office shall be one year unless terminated pursuant to Section 5 herein. There are no term limits.

Section 3. ELIGIBILITY. All nominees must meet the following criteria:

1. Must have been with the club for a minimum of nine months.
 - a. Individuals who have been active with the club for less than nine months may submit for any unfilled positions at the nomination deadline, with approval of the Executive Leadership.
2. Must have paid previous season dues in full.
3. Additional restrictions:
 - a. Board members who are elected to positions with access to financial accounts must pass security clearance prior to joining the Board.
 - b. Spouses/partners of Coaches or other Board-contracted staff are not eligible to serve on the Board, but may serve on volunteer committees.
 - c. While two members of the same family or household can serve concurrently on the Board, to avoid conflict of interest, both members may not serve on the Executive Committee or have access to financial accounts.
 - d. Board members who did not complete a prior term are ineligible to run for office in the future.
4. Executive Committee. The positions of President, Vice President/Secretary, and Treasurer are restricted to members of the most recent Board. The position of President is restricted to current members of the Executive Committee. If a current member does not wish to serve in the role of President, it will be open to other Board members.

Section 4. ELECTIONS. Officers are elected in the following manner:

1. At the end of the SCRFU Season, current Officers will notify the Board as to their intention to serve on the Board during the following season.
2. Based on this initial assessment, the Board will identify and recruit potential new members. The Board will also announce an open call for self-nominations at least two weeks prior to elections, along with a clear description of each Officer's role and duties.
 - a. Current members and supporters who meet eligibility will be provided a two-week period to submit their name for candidacy, along with which positions they would be willing to fill.
 - b. The Board will review the final list of names (including current Board members) and determine which positions are running unopposed.
 - i. For those Officer positions with multiple candidates, current Officers who are remaining on the Board can elect to participate in a run-off or transition to a different position.
 - ii. No individual can run for more than three positions.

3. The Board will present a slate of Officers (including any runoff elections) prior to the proposed election date.
 - a. Unopposed candidates are still seeking a positive election.
 - b. All individuals participating in runoff elections will be eligible to serve in the At-Large Representative role.
4. The Board will use electronic voting. The President and Secretary will set up a confidential voting system, which will be open for voting for a period of 5 days. Voters will be tracked by name, although that information must be kept confidential to the Board.
5. Election results are determined by a simple majority of those voting.
 - a. If only one person has been nominated for a specific Officer position, the voter will select Yes or No.
 - b. If a vote results in a plurality or tie, a second runoff will be held between the top two candidates based on initial vote.
 - c. At-Large Representative - Voters will be asked to vote for their top three choices. The individual with the most votes, who is not elected to another position within the Board will be named the At-Large Representative.
6. New Officers shall take office on the first day of the month following voting.
 - a. The outgoing President and incoming President may determine a different timeline for new officers to take their positions.

Section 5. Any Officer may resign or be removed.

1. An Officer may resign by written notice to the President. The President may resign by written notice to the Vice President.
2. An Officer may be removed by a sixty percent (60%) super-majority of the current Board Members, for the following cause(s) and/or when it is deemed in the best interest of the organization:
 - a. Absence from more than three (3) board meetings (does not include those who dial-in by phone) without prior approval;
 - b. Inability or unwillingness to perform the tasks related to their position;
 - c. Inability or unwillingness to meet the expectations of the Board as dictated in Section 1.
3. If the President resigns or is removed, the Treasurer or Vice President, he/she who is deemed more qualified to maintain operations of the organization will assume their duties. An election for a new President among current Board Members should be carried out as soon as practically possible.

ARTICLE VII: DUTIES OF OFFICERS

Section 1. Official descriptions and duties of all officers are provided in a separate updated addendum to the By-Laws, approved by the Board prior to each election.

1. Executive Committee. The Executive Committee is comprised of the President, Vice President and Treasurer, and is responsible for the legal and fiscal oversight of all club operations, board activities, contract approval, and brand identity. The Executive Committee will hold final decision making authority, taking individual feedback from Board Officers into consideration. The Executive Committee is responsible for all annual state and federal tax filings and reports.
 - a. The President/CEO additionally serves as the club General Manager, and liaison with SCRFU and IGR.
2. Match Secretary. The required duties of Match Secretary are assigned to the President. This includes maintaining USAR/SCRFU systems related to pre/post game data, roster management,

match scheduling and announcements, and associated compliance or discipline reports. The President must serve as Score Keeper for all matches.

Section 2. The Board can elect, at any time, to revise these positions and associated duties to better reflect the time and skills of each board member. The positions will be reviewed on an annual basis prior to announcing the next election.

ARTICLE VIII: COMMITTEES

Section 1. The Board will be supported by several volunteer committees. These committees are empowered to implement strategy approved by the Board.

1. Tournament Committee. This committee will assist in managing Bingham Cup and Rucktaclar efforts, including registration, distribution of information to players, coaching staff and supporters, final registration of players, travel and housing coordination, activity calendar, etc. Designed to ensure that the burden of attendance at Bingham Cup (and hosting Rucktaclar every 3 years) is not on the shoulders of one Officer.
2. Fundraising Committee. Led by the Fundraising Officer and President, and supported by additional board members and volunteers, this committee supports implementation of fundraising and development efforts, including network building, solicitation for in-kind donations, and event production.
3. Outreach Committee. Led by the Outreach Chair, this committee focuses on public activations including Pride festival presence; club volunteerism efforts; and our broader engagement with the LGBTQIA+ community.
4. RugBAE Boosters. Supporter-led group assisting with fundraising, driving paid supporter engagement, club logistical needs, and tournament participation.
5. Additional committees may be added depending on organization needs.

ARTICLE IX: MEETINGS

Section 1. The Rebellion Annual General Meeting will be held on or around the middle of each October. The time and place of this meeting will be determined by the Board, which will notify Players and Supporters at least fifteen (15) calendar days in advance.

Section 2. The Board will meet every 1-2 months as determined by the Board. Board meetings are open to all interested Players and Supporters, with the exception of closed agenda items.

1. Quorum is required to hold a meeting, conduct official business, or vote on any agenda item or motion during a meeting. A quorum exists when at least half of the board is present. For the purpose of establishing quorum, an Officer is present if attending virtually, such as by telephone or videoconferencing, provided that the manner of virtual attendance allows for real-time conveyance of Board communications between Officers physically present and those virtually so.
2. The result of a vote is always determined by a simple majority of those voting.
 - a. An Officer may only abstain from voting upon stating that they have a financial conflict of interest that prevents the Officer from voting.
 - i. An Officer asserting a financial conflict will be allowed to abstain from the vote, but he will be counted in attendance for determining quorum.
 - ii. Absent an assertion of financial conflict as described above, a vote in abstention will be determined to be a vote against the item or motion.

Section 3. Other meetings will be held as necessary.

ARTICLE X: PROPERTY

Section 1. All team property, tangible and virtual, will be property of the Rebellion and not any individual. This includes, but is not limited to: paperwork, email addresses/lists, physical mailboxes, websites, bank accounts, phone lists, and competition equipment. If property is held by an individual member, it must be returned to the Board upon request.

ARTICLE XI: AMENDMENT OF BY-LAWS

Section 1. The By-Laws can be reviewed by the Board of Directors at any time, following a motion and second by the Board.

1. Amendments to the by-laws can be proposed by any Board member, however the amendment process will not begin without a super-majority (60%) voting to approve potential changes. Amendments are not approved without the approval of the club membership, as detailed in Section 2.
2. This does not apply to annually updated materials detailed in Article VI & VII (structure of Board.) Updates related to Article VI & VII must be approved by simple majority of the Board, and does not require club membership approval.

Section 2. If amendments (Section 1.2 notwithstanding) are approved, the process will be as follows:

- The Executive Committee will prepare changes to a copy of the By-Laws within 45 days of the Board meeting.
- The Board will be provided at least two weeks to review these changes. At the next available board meeting, a super-majority must be achieved in voting to approve these changes, otherwise the Executive Committee will continue revisions.
- Upon approval, an amended copy of the By-Laws will be made accessible to all team members and paid supporters, via unlisted webpage. There will be a 14-day review and comment period.
- All comments will be reviewed by the board at the meeting immediately following this comment period. Individuals who provided comments will be invited to attend this meeting to provide additional perspective. The Board will have final approval over which changes/feedback is implemented.
- The Executive Committee will make final changes and post a new amended copy of the By-Laws online. All team members and supporters who are current on dues payments will be invited to vote to approve the By-Laws. Voting must be announced by email. Voting will be conducted electronically, and the poll should be open between 7 - 14 days.
- Within 24 hours of the conclusion of voting, the President must tally votes, double-checked by the remaining members of the Executive Committee. Final vote count should be announced to the Board first and then to the general membership.
 - There must be unanimous approval by the Board and a super majority of remaining voters for the By-Laws to be ratified.
- By-Laws will be officially ratified at the Board meeting held after voting concludes. A copy of amended by-laws must be submitted to the California Secretary of State within 30 days of voting. A final copy of the By-Laws should be posted to the website.