

# The Constitution of The South African Rugby Referees' Association

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**Prepared by:** Eugene de Villiers  
**Reviewed by:** SARRA Executive & Members, Christo Ferreira  
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# The Constitution of The South African Rugby Referees' Association

## 1. PREAMBLE

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- 1.1. The SA Rugby Referees Association fully subscribes to the South African Rugby Union Constitution, rules and regulations, policies, and decisions.
- 1.2. The SA Rugby Referees Association will adopt transformation initiatives to ensure equal opportunities for all participants and potential participants within its jurisdiction.
- 1.3. The SA Rugby Referees Association hereby observes and abides by the following principle:
  - 1.3.1. *THAT rugby should be played, officiated, administered, and promoted on a non-racial, non-political, and democratic basis.*
  - 1.3.2. *THAT all persons, irrespective of race, colour, creed, or gender, should have the right in whatever capacity to participate, in the game of rugby.*

The above principles shall form part of this Constitution.

## 2. DEFINITIONS

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In this Constitution

- 2.1. *"Associate Member"* shall mean an association, society or body of persons affiliated to the SA Rugby Referees' Association.
- 2.2. *"Black African"* shall mean Black African South African citizens.
- 2.3. *"Constitution"* shall mean this Constitution.
- 2.4. *"Council"* shall mean the Council as described in clause 9.1 of this Constitution.
- 2.5. *"Days"* shall mean all calendar days.
- 2.6. *"Ex Officio"* shall mean a person having all rights and obligations of the committee that they serve on. This includes the right to discuss, debate, make decisions, and vote where applicable.
- 2.7. *"General Meeting"* shall mean the Annual General meeting or a Special General meeting or a Council meeting of Members.
- 2.8. *"Generic Black"* shall mean Black African, Indian, and Coloured South African citizens.
- 2.9. *"Laws of the Game"* shall mean The Laws of the Game of Rugby as framed by World Rugby.
- 2.10. *"Member(s)"* shall mean the Members as described in clause 7.1 of this constitution.

- 2.11. ***“Referee Manager”*** shall mean the person who is appointed full/part-time at a referee society or at a provincial union to attend to local refereeing matters. This also includes a person attending to local refereeing matters but has a different title, example: Referee Administrator or Referee Co-ordinator.
- 2.12. ***“Referee”*** shall mean a referee including but not limited to an assistant referee, side-line personnel, touch judge, selector, performance reviewer, coach and television match official on any panel, league or squad, that may be constituted from time to time by the Council and or SARU.
- 2.13. ***“Republic”*** shall mean the area presently demarcated as the Republic of South Africa governed in terms of the Constitution of the Republic of South Africa, Act No 108 of 1996.
- 2.14. ***“Resolution”*** shall mean a written resolution signed by all Members outside a General Meeting.
- 2.15. ***“SARRA”*** shall mean the SA Rugby Referees' Association.
- 2.16. ***“SARU Referee Manager”*** shall mean the person who is a full-time employee of SARU allocated to attend to refereeing matters.
- 2.17. ***“SARU”*** shall mean the South African Rugby Union.
- 2.18. ***“Simple Majority”*** shall mean fifty percent (50%) + One (1).
- 2.19. ***“Society(ies)”*** shall mean the Rugby Referee's Society of the respective Provincial Rugby Unions of SARU.
- 2.20. ***“Working Days”*** shall mean weekdays excluding Saturday, Sunday, and public holidays.
- 2.21. ***“Year(s)”*** shall mean the period of 365 days (or 366 days in leap years).

Use in the Constitution of the words ***“in writing”*** shall, unless the contrary intention appears, be construed as including references to printing, lithography, photography and all other modes of representing or reproducing words and figures in a visible form.

Unless the context otherwise requires, words in the Constitution implying the singular shall include the plural and vice versa, and words implying the masculine gender shall include the feminine gender and vice versa.

The headings appearing in the Constitution are for convenience of reference only and shall not be treated as forming part of the Constitution.

### **3. LEGAL STATUS**

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SARRA is and shall be a juristic person and can act and be acted against in its own name.

## 4. HEADQUARTERS AND JURISDICTION

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SARRA shall have its headquarters in Cape Town and the Republic shall be its area of jurisdiction.

## 5. MAIN OBJECTIVE

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SARRA's main objective is the advancement and development of all referee related matters in South Africa.

## 6. ANCILLARY OBJECTIVES

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The ancillary objectives of SARRA are and shall be to:

- 6.1. Act according to the signed Memorandum of Understanding between SARU and SARRA;
- 6.2. Manage all affairs of SARRA in South Africa;
- 6.3. Reorganise its structures and activities, when necessary, in such a manner as to achieve its objectives;
- 6.4. Assign portfolios and/or to engage Members of SARRA to be of assistance to SARRA, to make recommendations in connection with observing, training and grading of referees, or in connection with any other matter which the Executive Committee considers to be beneficial for the realisation of SARRA's objectives or the carrying out of its business;
- 6.5. Act as a co-ordinating body for all the Provincial Rugby Union Referee Societies, Associations, or bodies admitted to membership or associate membership of SARRA;
- 6.6. Use its best endeavours to protect all Members of SARRA, and their members, against unfair and destructive criticism and treatment, and to promote goodwill amongst its Members and their members;
- 6.7. Be the guardian of all refereeing matters associated with rugby union and under the jurisdiction of SARU;
- 6.8. Assist its Members and Associate Members in the risk assessments of good governance;
- 6.9. Act against a Member or Associate Member not complying with any good governance principles;
- 6.10. Act against a Member or Associate Members not adhering to the SARU's Strategic Transformation and Development Plan;
- 6.11. Adopt and enact such measures which, in the opinion of SARU will foster, promote, regulate and encourage the game of rugby and more specifically refereeing matters in South Africa as SARU may decide amongst all persons, irrespective of race, colour, creed or gender, and to eliminate any discrimination and inequality amongst referees and officers alike;

- 6.12. Recommend strategies, regulations, codes of conduct, policies and procedures to its Members and Associate Members, including their implementation and monitoring
- 6.13. Establish a SARRA judicial committee where the majority of members should be independent of SARRA;
- 6.14. Adopt and enforce disciplinary procedures and to recommend sanctions where applicable;
- 6.15. Subject its Members and Associate Members to a programme of development and upliftment of skills;
- 6.16. Co-ordinate the on-going training of all its Members and Associate Members;
- 6.17. Adopt such means of making known the objectives of SARRA as may seem necessary and to encourage and assist the dissemination of literature and all forms of information to stakeholders which may further the aims of SARRA and the interests of rugby;
- 6.18. Be responsible to correspond and negotiate with SARU;
- 6.19. Do all such other lawful things as are incidental or conducive to the attainment of the above objectives.
- 6.20. The following limitations are applicable:
  - 6.20.1. SARRA shall not have the power to carry on any business, undertaking or trading activity or be part of any negotiations for commercial purposes.
  - 6.20.2. SARRA shall not have the power to accept any funds or participate in any financial transaction whatsoever without the express approval of SARU.
    - 6.20.2.1. SARRA's financial requirements shall be conducted in conjunction with and under the auspices of SARU, specifically through SARU's Referees Department

## **7. MEMBERSHIP**

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### **7.1. MEMBERS**

The Members of SARRA shall be the following Provincial Rugby Referee Societies represented by the elected Chairperson of each society:

- 7.1.1. Blue Bulls Rugby Referee Society
- 7.1.2. Boland Rugby Referee Society
- 7.1.3. Border Rugby Referee Association
- 7.1.4. Eastern Province Rugby Referee Society
- 7.1.5. Free State Rugby Referee Society
- 7.1.6. Golden Lions Rugby Referee Society

- 7.1.7. Griffons Rugby Referee Society
- 7.1.8. Griqualand-West Rugby Referee Society
- 7.1.9. KwaZulu-Natal Rugby Referee Society
- 7.1.10. Leopards Rugby Referee Society
- 7.1.11. Mpumalanga Rugby Referee Society
- 7.1.12. South Western Districts Rugby Referee Society
- 7.1.13. Valke Rugby Referee Society
- 7.1.14. Western Province Rugby Referee Society

## **7.2. HONORARY LIFE MEMBERSHIP**

- 7.2.1. The Council may from time to time at an Annual General meeting at its sole discretion grant life membership to any person for exceptional services rendered to SARRA.
- 7.2.2. An Honorary Life member shall not have any voting rights.

## **7.3. ASSOCIATE MEMBERSHIP**

- 7.3.1. Any association, society or other body of persons which has as its principal object the furtherance and development of referees within South Africa may apply for associate membership, provided that -
  - 7.3.1.1. it is able to show that it enjoys substantial support amongst the stakeholders within its area of jurisdiction;
  - 7.3.1.2. has an approved Constitution;
  - 7.3.1.3. adheres to good governance principles;
  - 7.3.1.4. the application for associate membership is proposed by or seconded by the Member(s) in whose area(s) of jurisdiction the applicant for associate membership has its seat.
- 7.3.2. An application for associate membership may only be considered at an Annual General meeting and such membership will be granted to an applicant only if supported by a majority of at least *seventy-five per cent (75%)* of the representatives present and voting.
- 7.3.3. SARRA and an Associate Member shall enter into a memorandum of understanding setting out the rights, privileges and obligations of the Associate Member, which may not include any provision to second a motion submitted to any of SARRA's organs of governance, or to have a vote at any General Meeting of any of SARRA's organs of governance.



7.3.4. The Constitutions, rules, regulations, and decisions of an Associate Member shall not be inconsistent with those of SARRA and, in the event of any such inconsistency, those of SARRA shall prevail.

7.3.5. The Constitution of SARRA shall mutatis mutandis be applicable to its Associate Members, its Members and person(s) affiliated to those Members.

## **8. SARRA MEMBERSHIP TO OTHER BODIES**

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### **8.1. SA RUGBY UNION**

8.1.1. SARRA is an associate member to SARU who has entered into a Memorandum of Understanding setting out the rights, privileges and obligations of SARRA, which may not include provision for SARRA to submit a motion for the consideration of any of SARU's organs of governance, or to second a motion submitted to any of SARU's organs of governance, or to have a vote at a meeting of any of SARU's organs of governance.

8.1.2. The Constitutions, rules, regulations, and decisions of SARRA shall not be inconsistent with those of SARU and, in the event of any such inconsistency, those of SARU shall prevail.

8.1.3. The Constitution of SARU shall mutatis mutandis be applicable to SARRA, its Associate Members, its Members and person(s) affiliated to those Members.

### **8.2. WORLD RUGBY**

8.2.1. SARRA subscribes to any requirements applicable to SARU due to SARU membership to World Rugby.

8.2.2. As a member of World Rugby, SARU has agreed to bind itself and all its affiliated members (including SARRA) to abide by the World Rugby Bye-Laws, Rules and Regulations and Laws of the Game and to accept and enforce decisions of World Rugby (unless and until revoked or set aside) in respect of the playing and/or administration of the Game throughout South Africa and within the jurisdiction of SARU.

8.2.3. Notwithstanding anything to the contrary contained in the above clause, SARRA shall introduce and enforce any new or experimental laws, together with such interpretations and rulings in relation to such new or experimental laws, as determined by and in the discretion of SARU, provided that the approval of the World Rugby is obtained prior to the introduction of such new or experimental laws, interpretations and/or rulings.

8.2.4. All such new or experimental laws promulgated by World Rugby shall be binding on SARU and all members and associate members of SARU, including SARRA.

## 9. SARRA ORGANISATIONAL STRUCTURE

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### 9.1. THE COUNCIL

The Council will comprise of:

- 9.1.1. The Chairperson from each of the Members.
- 9.1.2. Members of the SARRA Executive Committee.
- 9.1.3. The Chairperson from each Associate Member.

### 9.2. THE EXECUTIVE COMMITTEE

The SARRA Executive Committee will comprise of:

- 9.2.1. The Chairperson of SARRA.
- 9.2.2. The Deputy Chairperson of SARRA.
- 9.2.3. The three (3) additional Member Representatives.
- 9.2.4. The SARU Referee Manager or his delegated representative who is an ex officio member.
- 9.2.5. The SARU Representative who is *not* an ex officio member.
- 9.2.6. Secretary/personnel, appointed by the SARU Referee Manager, who is *not* an ex officio member.

## 10. GOVERNANCE

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- 10.1. Unless otherwise provided for in this Constitution, SARRA's affairs shall be governed by the Executive Committee which may exercise all such powers and perform all such functions not required by this Constitution to be exercised or performed by the Members, provided that the Members retains the authority to exercise such powers and perform such functions if the Executive Committee is, for whatever reason, unwilling or unable to do so.
- 10.2. Without derogating from the generality of the foregoing, the Executive Committee shall determine a policy framework for, and oversee SARRA's governance and exercise the powers and perform the functions necessary to achieve and promote the objectives of this Constitution and the Memorandum of Understanding between SARU and SARRA.
- 10.3. To achieve the objectives of SARRA, the following portfolios will be allocated to the Executive Committee. In doing so consideration shall be given to any relevant structures of SARU:
  - 10.3.1. Transformation;
  - 10.3.2. Performance Measurement;

- 10.3.3. Disciplinary;
- 10.3.4. Training and Education / Coaching;
- 10.3.5. Society and Associated Members.
- 10.4. The General meeting is SARRA's highest authority and shall, inter alia, be responsible for:
  - 10.4.1. Formulation of guidelines, rules and regulations and policies affecting the terms of engagement of the Executive Committee;
  - 10.4.2. Amendment and adoption of the Constitution;
  - 10.4.3. Adoption of SARU's Strategic Transformation and Development Plan;
  - 10.4.4. Approval of a Strategic, Transformation, Operational, and Development plan;
  - 10.4.5. The election of the Chairperson and Deputy Chairperson;
  - 10.4.6. The election of the three (3) additional Member Representatives.
- 10.5. The Executive Committee shall elect a panel of individuals ("the Disciplinary Panel") of such number as the Executive Committee shall see fit, each of whom shall be eligible to sit as Judicial Officers and/or as members of a Disciplinary Hearing Committee.
  - 10.5.1. The Executive Committee may delegate its disciplinary powers to the relevant SARU National Judicial Committee.
- 10.6. The principles and the best practice recommendations set out in the Code of Governance Principles for South Africa - 2009 King III and 2016 King IV, as augmented and amended from time to time, shall apply as a guideline to the governance of SARRA and its Members and Associate Members.

## **11. ELECTION OF THE EXECUTIVE COMMITTEE**

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### **11.1. TERMS AND CONDITIONS**

- 11.1.1. The Executive Committee shall be elected at the Annual General meeting by the Members present and entitled to vote at such meeting.
  - 11.1.1.1. These elections shall be held during Rugby World Cup (seniors) year.
- 11.1.2. In accordance with SARU's Strategic Transformation and Development Plan (STDP) the composition of the Executive Committee, referred to clause 9.2.1 to 9.2.3, will be structured as follows:
  - 11.1.2.1. Chairperson and Deputy Chairperson: At least one of these positions must be a person classified as Generic Black.

**11.1.2.2. Three (3) additional Member Representatives: At least one (1) of the additional Representatives must be a person classified as Generic Black.**

**11.1.2.2.1. Should the Generic Black person elected as Chairperson and/or Deputy Chairperson not be a Black African then one of the Generic Black additional Representatives must be a Black African.**

**11.1.2.3. Should the above composition referred to in clause 11.1.2.1 and 11.1.2.2 not be achievable, then the position, except for the Chairperson, will remain vacant until such time it can be filled.**

**11.1.2.4. The requirements to address transformation in its Executive Committee structure will adjust according to the targeted transformation cycles stipulated in the SARU's Strategic Transformation and Development Plan.**

**11.1.3. THE TERM OF OFFICE:**

**11.1.3.1. The term of office of the Executive Committee shall be *four (4)* years, where after the Executive Committee shall be eligible for re-election in the same position or any other position on the Executive.**

**11.1.3.2. The term of the Chairperson and Deputy Chairperson shall not exceed *three (3)* terms.**

**11.1.4. EXECUTIVE POSITION VACATED:**

**11.1.4.1. When a serving Chairperson vacates the office before expiry of his term, on account of resignation, death, or whatsoever other reason, the Deputy Chairperson shall act as the Chairperson until such time as the next election in terms of the Constitution takes place.**

**11.1.4.2. When a serving Deputy Chairperson vacates the office before expiry of his term, on account of resignation, death, or whatsoever other reason, his position on the Executive Committee will remain vacant until such time as the next Annual General meeting takes place.**

**11.1.4.3. Should the serving Deputy Chairperson, while acting as Chairperson, vacates the office before expiry of his term as per clause 11.1.4.2, his position and that of the Chairperson on the Executive Committee will remain vacant until such time as the next Annual / Special General meeting takes place.**

**11.1.4.4. The elected Chairperson and Deputy Chairperson shall serve until the expiry of the term of the Chairperson and Deputy Chairperson whose vacancy is filled.**

**11.1.4.5.** When an additional Member Representative vacates the office before expiry of his term, on account of resignation, death, or whatsoever other reason, his position on the Executive Committee will remain vacant until such time as the next Annual General meeting takes place.

**11.1.4.5.1.** However, the Executive Committee may, in consultation with its Members, have this vacancy remain vacant until such time as the next election in terms of this Constitution takes place.

**11.1.5.** A serving Executive Committee member shall cease immediately to be an Executive member if he:

**11.1.5.1.** Becomes an unrehabilitated insolvent;

**11.1.5.2.** Has been removed from an office of trust, on the grounds of misconduct involving dishonesty; or

**11.1.5.3.** Has been convicted, in the Republic or elsewhere, and fined or imprisoned without the option of a fine, for an offence involving theft, fraud, forgery, perjury, misrepresentation or dishonesty;

**11.1.5.4.** Is prohibited for any other reason in terms of the Constitution or regulations of SARRA.

## **11.2. REQUIREMENTS FOR NOMINATION**

**11.2.1.** For a person to be eligible for election to the Executive Committee, as referred to in clauses 9.2.1 to 9.2.3, the person must be a Chairperson of his respective Referee Society.

**11.2.1.1.** The Chairperson must have served as chairperson of his Society continuously for at least *one (1)* year prior to the Annual General meeting at which the election is taking place, on condition that this period expired during the year in which the election takes place.

**11.2.1.1.1.** In the event where a Provincial Union took over the administrative and/or financial affairs of a Member for whatever reason, the voting power of the Member is suspended until reinstated fully.

**11.2.1.2.** The Chairperson of a Member whose term expired any time during the year prior to the Annual General meeting in the year of SARRA's elections may be nominated for election, subject to clause 11.2.1.1.

**11.2.1.2.1.** Such nomination must be approved and submitted by the incumbent Member Chairperson.

**11.2.2.** It will not be required of serving members of the Executive Committee to resign from any position that they hold on the Executive Committee before they are either re-elected to such position or elected to another position on the Executive Committee.

**11.2.3.** A Chairperson of a Member is ineligible to be elected as an Executive member if the Chairperson:

**11.2.3.1.** Is an unrehabilitated insolvent;

**11.2.3.2.** Has been removed from an office of trust, on the grounds of misconduct involving dishonesty; or

**11.2.3.3.** Has been convicted, in the Republic or elsewhere, and fined or imprisoned without the option of a fine for an offence involving theft, fraud, forgery, perjury, misrepresentation or dishonesty;

**11.2.3.4.** Is prohibited for any other reason in terms of the Constitution or Regulations of a rugby body, including SARRA, as defined under SARU's Constitution.

### **11.3. ELECTION PROCESS**

**11.3.1.** All candidates for the Executive positions, as referred to in clauses 9.2.1 to 9.2.3, shall be nominated by a Member and seconded by another Member in writing.

**11.3.1.1.** The candidate must, in writing, accept his nomination and simultaneously undertake that he will resign with immediate effect as Chairperson of his Society should he be elected.

**11.3.1.2.** Such nomination must reach the office of the SARU Referees Department not later than *Ten (10)* days prior to the date of the Annual General meeting at which the election is to take place.

**11.3.2.** All candidates nominated to the various Executive positions will be sent to the Council *seven (7)* days prior to the date of the Annual General meeting at which the election is to take place.

### **11.4. POST ELECTION REQUIREMENTS FOR NEW EXECUTIVES**

**11.4.1.** The elected persons shall surrender their position as Chairpersons of their Societies, with immediate effect for the duration of their term on the Executive Committee.

**11.4.2.** The elected members to the Executive Committee shall be required to remain an affiliated member of his society for the duration of his/her term of office but may not hold a position as Chairperson or Deputy Chairperson at any Member and Associated Member.

**11.4.3.** Proof of resignation must be submitted *within three (3)* working days of the election, failing which, the position shall become vacant.

- 11.4.4. The term of the persons elected to the Executive Committee shall commence directly after close of the meeting at which they have been elected, subject to clause 11.4.3 above.

## 12. MEETINGS

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### 12.1. RULES

#### 12.1.1. NOTICE

- 12.1.1.1. The Chairperson of the Member shall represent their society at any General meeting.
- 12.1.1.1.1. Should the Chairperson of the Member be unavailable for whatever reason, his Deputy/Vice Chairperson or failing him his Referee Manager will represent the Member as per proxy letter.
- 12.1.1.1.2. No other person other than stipulated in clause 12.1.1.1. and 12.1.1.1.1 may represent the Member at any General meeting.
- 12.1.1.2. Written notice of an Executive Committee meeting shall be sent to the Executive Committee members not less than *twenty-one (21)* days before the date fixed for such meeting, setting out the place, the day and the time of the meeting and enclosing copies of the minutes of the preceding Executive Committee meeting
- 12.1.1.3. Written notice of the Council meeting and Annual/Special General meeting shall be sent to The Council not less than *twenty-one (21)* days before the date fixed for such meeting, setting out the place, the day and the time of the meeting and enclosing copies of the minutes of the preceding Council meeting and Annual/Special General meeting.
- 12.1.1.4. The unintentional omission to give notice of a Council, Annual/Special General or Executive Committee meeting, or the non-receipt of such notice shall not invalidate the proceedings at that meeting.
- 12.1.1.5. Notice of the Council, Annual/Special General or Executive Committee meeting must be given by electronic mail, at the head office of the Council or at an address supplied to SARRA.
- 12.1.1.5.1. The term of the notice referred to in this clause shall be exclusive of the day on which the notice is posted, and also exclusive of the day in which the meeting mentioned in the notice is to be held.
- 12.1.1.6. Notice of cancellation or postponement of any meeting shall be given in writing with *three (3) days'* notice before the date of such meeting.

## **12.1.2. AGENDA**

- 12.1.2.1.** Unless otherwise provided for in this Constitution, any motions or matters to be tabled (agenda points), must reach the Chairperson of SARRA in writing at least *ten (10)* days prior to the Council, Executive Committee and Annual General meeting.
- 12.1.2.2.** The agenda for the Council and Annual General meeting shall be sent to The Council not later than *seven (7)* days prior to the meeting.
- 12.1.2.3.** The agenda for the Executive Committee meeting shall be sent to the Executive Committee members not later than *seven (7)* days prior to the meeting
- 12.1.2.4.** The agenda for the Special General meeting shall be sent to The Council not later than *twenty-one (21)* days prior to the meeting.

## **12.1.3. QUORUM**

- 12.1.3.1.** *Fifty percent (50%) + One (1)* of the Council eligible to vote and present in person, or by written proxy handed to the Chairperson prior to the commencement of the Council or Annual/Special General meeting, shall constitute a quorum.
  - 12.1.3.1.1.** If within thirty (30) minutes from the scheduled starting time of any Council or Annual/Special General meeting of SARRA a quorum is not present the meeting shall be postponed to the same time, day and place the following week.
  - 12.1.3.1.2.** If there is no quorum within thirty (30) minutes of the start of the postponed meeting, the Council eligible to vote and present shall constitute a quorum.
- 12.1.3.2.** An alternate (society Deputy/Vice Chairperson, or failing him the Referee Manager), whilst acting in the place of the Chairperson, shall exercise and discharge all duties and functions of the Chairperson he represents.
- 12.1.3.3.** At least *four (4)* of the Executive members eligible to vote and present in person, shall constitute a quorum at the Executive Committee meetings.
- 12.1.3.4.** No business shall be transacted at any Council, Executive Committee and Annual/Special General meeting unless a quorum is present.

## **12.1.4. CHAIRING OF MEETINGS**

- 12.1.4.1.** The Chairperson of SARRA or failing him the Deputy Chairperson shall preside as Chairperson at any Council, Executive Committee and Annual/Special General meeting of SARRA.



**12.1.4.2.** Should the Chairperson of SARRA or the Deputy Chairperson be unavailable, for whatever reason, to attend any scheduled Council or Annual/Special General Meeting or neither one (1) of them is present within fifteen (15) minutes of the time appointed for holding the meeting or is unwilling to act as Chairperson, a member of the Executive Committee elected by the Members present, or if no member of the Executive Committee is present, or if all the members of the Executive Committee present decline to act as a Chairperson, a representative of a Member elected by the Members present, shall preside as Chairperson.

#### **12.1.5. VOTING**

**12.1.5.1.** The Members, as referred to clause 9.1.1, eligible to vote shall have *one (1)* vote each.

**12.1.5.1.1.** For a Member to exercise their vote, the Chairperson of the Member, or if not present the Society Deputy/Vice Chairperson or failing him the Referee Manager must be present at the meeting.

**12.1.5.1.2.** In the event where a Provincial Union took over the administrative and/or financial affairs of a Member for whatever reason, the voting power of the Member is suspended until reinstated fully.

**12.1.5.2.** The Executive Committee members, as referred to in clauses 9.2.1 to 9.2.3, shall have *one (1)* vote each.

**12.1.5.2.1.** During the election process for the various Executive positions, only the Chairperson, or in the absence of the Chairperson the Deputy Chairperson, as referred to in clause 9.2.2, acting as Chairperson of the meeting may vote on behalf of the executive committee and shall have *one (1)* vote.

**12.1.5.3.** Any voting that is required at the Executive Committee meeting shall be decided by those present and voting and each Executive Committee member, as referred to clauses 9.2.1 to 9.2.4, shall have *one (1)* vote each.

#### **12.1.5.4. VOTING PROCESS:**

**12.1.5.4.1.** The voting of the various Executive positions will be by secret ballot.

**12.1.5.4.2.** Any motions or matters put to the vote at any Executive Committee, Council or Annual/Special General Meeting shall be decided on a show of hands, unless a secret ballot is requested and agreed to before the voting process commences.

**12.1.5.4.3.** A simple majority vote is required to pass a motion or matters or for a candidate to be successful in the election process.

**12.1.5.4.4.** In the case of an equality of votes, whether on a show of hands or by secret ballot, the Chairperson presiding shall be entitled to a second vote or casting vote, provided he has used his deliberative vote.

**12.1.6. MINUTES:**

**12.1.6.1.** SARRA shall cause minutes of all meetings to be kept at the office of the SARU Referees Department and such minutes shall, at all arranged times, be open to its Members for inspection.

**12.1.6.2.** The minutes of all meetings and of all other committees of SARRA shall be kept at the office of the SARU Referees Department and shall at all arranged times be open to inspection to the Council.

**12.2. ANNUAL GENERAL MEETING**

**12.2.1.** Each Annual General meeting will take place on such date, time and place as may be determined at an Executive Committee meeting, on condition that it shall not take place later than *30 November* of a particular year.

**12.2.2.** The meeting may also be conducted by means of telephonic or video conferencing facilities.

**12.2.3.** At the Annual General meeting, the following matters shall inter alia be dealt with:

**12.2.3.1.** Confirmation of the minutes of the previous Annual General Meeting and consideration of matters arising therefrom;

**12.2.3.2.** Receipt and consideration of the Chairperson's report, with or without amendment and matters which may arise therefrom;

**12.2.3.3.** When necessary, election of a Chairperson, subject to clause 11;

**12.2.3.4.** When necessary, election of a Deputy Chairperson, subject to clause 11;

**12.2.3.5.** When necessary, election of the three (3) additional Members representatives, subject to clause 11;

**12.2.3.6.** To consider and to pass, with or without modification, any resolutions concerning the affairs of SARRA;

**12.2.3.7.** Consideration and passing, with or without modification, of any resolution adding to, rescinding or amending, any part of the Constitution, of which due and proper notice has been given;

**12.2.3.8.** Consideration and passing of any motions or matters put forward by any Member or proposed for consideration at the Annual General meeting, after proper notice thereof was submitted to the Chairperson of SARRA;

- 12.2.3.9. Consideration and passing of any resolution to suspend or cancel membership of any Member of SARRA.**

### **12.3. SPECIAL GENERAL MEETING**

- 12.3.1. A Special General meeting may be called by the forwarding of a request signed by either the SARRA Chairperson, or by seven (7) Members, as referred by clause 9.1.1.**
- 12.3.2. The meeting may also be conducted by means of telephonic or video conferencing facilities.**
- 12.3.3. A Special General meeting shall transact only that business of which due notice had been given.**

### **12.4. COUNCIL MEETINGS**

- 12.4.1. A Council meeting will be held at least once a year, or as and when required by the Executive Committee, at a time, place, and venue to be determined by the Executive Committee and SARU Referees Manager.**
- 12.4.2. The meeting may also be conducted by means of telephonic or video conferencing facilities.**
- 12.4.3. Subject to clauses 12.1.1 and 12.1.2, any motions or matters pertaining to refereeing in general not covered under the Annual General meeting shall be discussed.**

### **12.5. EXECUTIVE COMMITTEE MEETINGS**

- 12.5.1. The Executive Committee will meet, as and when required, at a time and place to be determined by the Chairperson and SARU Referees Manager.**
- 12.5.2. The meeting may also be conducted by means of telephonic or video conferencing facilities.**
- 12.5.3. Subject to clauses 12.1.1 and 12.1.2, any motions or matters pertaining to refereeing in general shall be discussed at an Executive Committee meeting.**

## **13. CONSTITUTION AND AMENDMENTS**

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- 13.1. Any proposed amendment to the Constitution requires prior approval from SARU to ensure proper alignment with the SARU Constitution, rules, and regulations.**
- 13.2. This Constitution shall not be amended, rescinded, or added to except at an Annual/Special General meeting.**

- 13.3.** Notice of the intention to amend, rescind or add to the Constitution must be given, in writing, by the intended mover thereof (which must be a Member of SARRA), to the Chairperson of SARRA not later than *Sixty (60)* days prior to the date fixed for such meeting.
- 13.3.1.** These proposed amendments, rescissions, or additions, following discussion (where applicable), will be distributed to all Members for comment.
- 13.3.2.** SARRA shall give written notice of the proposed amendment, rescission or addition to the Council, entitled to receive notice and to attend such meeting and vote thereat, at least *twenty-one (21)* days prior to the date of the Annual General meeting.
- 13.4.** Any proposed amendment, rescission, or addition to the Constitution, to be effective, shall require the support of at least *seventy-five percent (75%)* of the Council present in person or by proxy and entitled to vote at the meeting concerned.
- 13.5.** The updated Constitution will be kept at the at the office of the SARU Referees Department, where any Members may have access to it.
- 13.6.** This Constitution and any amendments thereto must be certified by the Chairperson in writing.

## **14. RESOLUTIONS IN WRITING**

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A resolution in writing, signed by all Members for the time being entitled to receive notice of and to attend and vote at an Annual General meeting of SARRA, shall be as valid and effective as if the same had been passed at such Annual General meeting of SARRA duly convened and held.

## **15. INTERPRETATION**

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- 15.1.** The interpretation of this Constitution and all rules, regulations and decisions made thereunder is the responsibility of the Executive Committee of SARRA whose interpretation shall be final and binding on all Members and Associate Members of SARRA.
- 15.2.** Should the Constitution be translated into one or more other languages, the English version shall prevail in the event of any inconsistency between it and any other version thereof

## **16. INDEMNITY**

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- 16.1.** SARRA shall be indemnified from and against all losses, charges, costs, damages and all and every other expense or liability which it may incur or be put to concerning or about the bona fide execution of the respective duties and actions of and on behalf of SARRA by the members of the Council, Executive Committee, all ad hoc committees and members thereof.

- 16.2. SARRA shall be indemnified from all claims, losses, charges, costs, damages and all and every other expense or liability which was caused by the actions or lack of actions by a Referee and or a Referee affiliated to a Member in the execution of their duties.

## 17. COMMENCEMENT AND REPEAL OF PREVIOUS CONSTITUTION

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- 17.1. This Constitution commences upon its adoption, or such later date as may be decided upon, and repeals the SARRA Constitution in force at the time, as of the date of its commencement.
- 17.2. Approved by the Members on this the 26 day of November 2020.



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Keith Hendricks

Chairperson: South African Rugby Referees' Association

Dated: 2020/12/01

## Summary of the Timelines (in days) for meetings:

	Council Meeting	Executive Committee Meeting	Annual General Meeting	Special General Meeting	Elections	Constitution Amendments
Notice	21	21	21	21	21	60
Motions Tabled	10	10	10		10	
Agenda Sent	7	7	7	21	7	21