

BYLAWS OF REFUGE LARP

Board of Directors

PREAMBLE

These Bylaws of the Refuge LARP Board of Directors (the “Bylaws”), established in conjunction and pursuant to the Articles of Incorporation of the Refuge LARP, Inc., document rights and obligations of the licensees (the “Chapter Owners” or “Owners”) of the Refuge LARP Rules system with respect to the operations of Refuge LARP, Inc. (the “Refuge LARP”) and the rights and obligations of the Refuge LARP, including its members, agents, and employees with respect to the Chapter Owners.

The terms of the Bylaws are a supplement to the Refuge LARP Articles of Incorporation and pursuant to the Articles of Incorporation the Refuge LARP may not amend, restate, or revoke these Bylaws without the consent of the Board of Directors.

ARTICLE I: PARTIES AND TERMS

SECTION 1.1 THE REFUGE LARP, INC.

The Refuge LARP, Inc., an Oregon C Corporation, exists to organize the operation of licensees of the Refuge LARP Rules System.

The principal office of the Refuge LARP is

623 NE Forest Ln
Cascade Locks, OR 97014

The President of the Refuge LARP, is authorized by the Director(s) of the Refuge LARP to transact business on behalf of the Refuge LARP, INC.

Any communication made to the Refuge LARP in relation to the terms of the Bylaws shall be deemed delivered if that communication is posted to the Owners Forum provided by the Refuge LARP or made via email to: president@refugelarp.com.

SECTION 1.2 TERMS

The following terms shall have the meaning expressed in this Section:

Refuge LARP Rules System (the “Rules”): The current iteration of the rules under which Chapters of the Refuge LARP operate Events. The Refuge LARP owns the Rules.

License Agreement (the “License”): The agreement between the Refuge LARP and each licensee of the Rules.

Campaign: A Refuge Campaign describes an in-game region (specific to the hosting Chapter) crafted within the Refuge game world. A Campaign may have a specific set of deviations from the Refuge rules, including any number of Campaign-specific game effects and game rules so long as (i) they are communicated clearly to players who attend a game in that Campaign, (ii) they have no effects outside of that Campaign, and (iii) they do not have long-term effects on the characters or character possessions which would make them unusable outside of that Campaign. Each Campaign

may have its own rules for Magic Item transferability as well as a character level cap as described later in the Bylaws. A Chapter may host any number of ongoing Campaigns, but if they run more than one ongoing Campaign, any tagged items from that Chapter must clearly indicate which Campaign they originated from.

Chapter: Each licensee of the Rules operates a Chapter of the Refuge LARP through which the licensee runs Events.

Chapter Owner(s): The individual(s) who, whether personally or via other legal entities, execute a License Agreement with the Refuge LARP.

Chapter Representative (Director): The individual designated by each Owner to represent their Chapter's interests with respect to the Bylaws and the Board of Directors, should one not be appointed, the Director is assumed to be the Owner. Each Chapter shall have only one Chapter Director and no person may be the Director of more than one Chapter.

Board of Directors(the "Board"): The Articles of Incorporation establishes the Board of Directors to ensure that the Chapters have a defined role in determining changes to the Rules and policies under which each Chapter agrees to operate their Events; and to provide the Chapters with a vote in the general operations of the Refuge LARP to ensure that organization continues to advance the collective interests of the Chapters.

Event: Any period of time organized by a Chapter to make use of the Rules.

Significant Majority: No fewer than 2/3 (round up) chapters in agreement.

Proposal: Any matter presented in an organized manner to the Board of Directors for the purposes of review and vote pursuant to these Bylaws.

Refuge Rules Committee (the "RRC"): A committee formed by the Board of Directors whose purpose is to help develop and refine the Refuge LARP Rules System.

Refuge LARP Code of Conduct: A document containing official Refuge LARP Anti-Harassment, Roleplay, and Community Standards policies.

Supermajority: No fewer than 7/8 (round up) chapters in agreement.

Any undefined terms in the Bylaws shall be interpreted by the usage in the current Refuge LARP Rule Book.

ARTICLE II: PURPOSES

SECTION 2.1 PURPOSES

The Refuge LARP exists:

To provide and promote live action games using the official Refuge LARP rules system.

To create a mechanism where participants and licensees of Refuge LARP games can work together to make the game stronger, through inter-Chapter plots, publicity, and organization.

To run a consistent game system with a minimum of rules variations or policy variations and with a consistency in operations from Chapter to Chapter.

To assure quality customer service within each Chapter.

To implement processes by which Chapters can work together to set Refuge LARP's goals and policies.

ARTICLE III: RELATIONS BETWEEN THE REFUGE LARP AND THE BOARD OF DIRECTORS

SECTION 3.1 RIGHTS

The Refuge LARP shall be controlled by the Board of Directors.

The Board of Directors may not legally bind the Refuge LARP in any contract or make any representation on behalf of the Refuge LARP without first putting the issue to a Vote (see section 5.5 on Voting.)

SECTION 3.2 EXPECTATIONS

The Board of Directors expects the Refuge LARP to maintain all obligations created under the License Agreements with the Chapters and to function in a manner that promotes the well-being of all of the Chapters. The Board of Directors may request that the Refuge LARP consider taking actions which have the possibility of benefiting some, or all of the Chapters, but which fall outside the bounds of the License Agreements. These actions include but are not limited to, coordinating liability insurance, engaging in a plan of marketing the Refuge LARP, establishing a budget to assist volunteers with travel expenses related to attending Events or meetings in the course of their involvement with the Refuge LARP, expanding and improving the Refuge LARP's online presence. To the extent that such activities would result in an additional financial burden the Chapters shall review and vote on Proposals related to Supplemental Fees pursuant to the terms of [insert section].

SECTION 3.3 BUDGET

The Board of Directors requires that the Treasurer prepare and submit a yearly budget for review by the Board, no later than December 1st of the preceding year. This budget should include projections for annual gross income for the Refuge LARP and all expected expenses. Additionally, the budget should include a summary showing actual expenses and income from the previous year.

SECTION 3.4 PUBLISHED MATERIALS

The Refuge LARP shall publish its Rulebook in digital form annually, with each new version including all updates, rules clarification, and error corrections approved by the Board during the previous year.

The Refuge LARP shall further maintain a standardized two (2) year rules cycle whereby the Refuge LARP commits to developing its ruleset. This development should include a planning stage where the Board of Directors agrees upon the focus and goals of the release (i.e. Crafting, magic, high level characters, etc.); a development stage where the Refuge Rules Committee (the RRC), other subcommittees, and the Board of Directors create the update; and a play-testing period leading into each release. It is necessary that the Refuge LARP coordinate this effort to ensure that regardless of outside factors, such as changes in Chapter ownership and committee membership, the Refuge LARP maintains an objective of continual improvement.

ARTICLE IV: MEMBERSHIP IN THE BOARD OF DIRECTORS

SECTION 4.1 MEMBERSHIP

Each Chapter, in good standing, shall designate a Chapter Representative hereinafter referred to as Director to serve on the Board of Directors. This position is a non compensation position. A Chapter may temporarily be suspended from participation in certain aspects of the Board of Directors if the Chapter is not in good standing, pursuant to SECTION 4.2 of the Bylaws.

In the event that the Chairperson is the Chapter Owner of any Chapter the Chairperson shall not be a member of the Board of Directors.

SECTION 4.2 CHAPTER DUES

In order to remain in good standing, a Chapter must stay up to date on their dues by paying Refuge LARP 5% of fees collected at Events or \$1 CAD/USD per participant, whichever sum is less, and a yearly minimum of \$500 CAD/USD. Yearly minimums are required no later than January 15th and will apply toward events run in that calendar year until a Chapter's Event fees collected exceeds \$10,000 CAD/USD at which time a Chapter is required to remit payment within 30 days of an Event.

SECTION 4.3 TRANSFERRING OWNERSHIP OF AN EXISTING REFUGE LARP CHAPTER

If a Chapter Owner wishes to sell their Chapter, the purchaser must meet all of the same requirements as opening a new Chapter minus the \$2000 CAD/USD Licencing fee. Refuge LARP is not entitled to any of the money generated by the sale of a chapter.

A transferring chapter will receive the website and resource / vendor list, but not the coin.

SECTION 4.4 FORMING A NEW REFUGE LARP CHAPTER

Refuge LARP Inc strives to foster a quality LARPing environment at each of its Chapters. To that end, the following requirements must be fulfilled by prospective new Chapter Owners:

1. 1 year plot write-up and a 3 year outline.
2. A list of names of who will be the Chapter's Head of Rules, Head of Plot, and other Staff positions to total no fewer than 3 individuals.
3. Proof of Business license.
4. Proof that there are available sites in the new Chapter's area.
5. New chapters can pay the \$2,000 CAD/USD license fee pursuant to a chapter's locality.
6. Attend a panel interview with the Board of Directors accompanied by their General Manager, Head of Plot and Head of Logistics. Note: These titles can be shared amongst people.

In return for the \$2000 CAD/USD Licensing fee the new Chapter will receive:

1. A Chapter website.
2. An assortment of Refuge LARP Coin
 - 1,000 Copper
 - 1,000 Silver
 - 1,000 Gold
 - 500 Platinum
3. Access to resources from GDrive & OneDrive such as Monster Database.
4. vendors who have agreed to work with Refuge LARP.

Refuge LARP Inc understands that opening a new chapter is difficult and costly, and so for the first full year that the new Chapter is in operation, they will not be responsible for paying the normal dues. During this time the Director of the Chapter cannot Vote. They are however still required to be involved in conversations, propose changes, and to attend meetings.

SECTION 4.5 REMOVAL OF A CHAPTER FROM THE BOARD OF DIRECTORS

Any Chapter, that is in breach of its License Agreement with the Refuge LARP, shall be temporarily removed from the Board of Directors, in conjunction with receiving Notice of said breach pursuant to the terms of its License Agreement. If the Chapter fails to remedy said breach within thirty (30) days of receiving Notice it shall be removed from the Board of Directors permanently and result in the dissolution of the Chapter if not addressed within sixty (60) days.

A Chapter providing notice to the Refuge LARP that the Refuge LARP is in breach of the License Agreement shall have no impact on said Chapter's right to participate in the Board of Directors.

The Board of Directors may, by majority vote, suspend any Chapter's right to participate if:

The Chapter's designated Director fails to participate in the operation of the Board of Directors for any three months out of any six month period;

The Chapter fails to send a Director to Symposium and does not properly appoint a proxy for the Chapter.

The Chapter is running events that are in violation of the Refuge LARP Code of Conduct.

Any Chapter suspended for these three reasons from the Board of Directors may request reinstatement at any time following suspension. Reinstatement shall be approved by a vote of the majority of the then active Chapters of the Board of Directors.

SECTION 4.6 SELF REMOVAL

Any Chapter ceasing operations pursuant to the terms of Section 7.6 shall immediately cease participation in the Board of Directors.

ARTICLE V: BUSINESS OF THE BOARD OF DIRECTORS

SECTION 5.1 SYMPOSIUMS

The Chairperson of the Refuge LARP shall organize a meeting including The Board of Directors, the Chairperson, the Treasurer, the RTCC, the Editor, and the Chairperson of the Refuge Rules Committee ("RRC"), Secretary, on a biennial basis, the timing and location of which shall, hereby be referred to as Symposium.

Each Chapter shall be responsible for sending a Director, virtually or otherwise, to Symposium. Any Chapter that is unable to send its own Director in person shall designate another Director present at Symposium, in writing, as its proxy with the full authority to represent the Chapter with respect to any decision made at Symposium. In addition to the Director, each Chapter may send a second non-voting attendee to Symposium.

The Chairperson shall prepare and distribute a proposed agenda for Symposium no less than fourteen (14) days before the first day of each Symposium. At that time each Chapter may request additional matters be included in the agenda and the Chairperson shall include those matters in the agenda. The Chairperson shall distribute a final agenda for Symposium three (3) days before the first day of Symposium.

During a Symposium the President, a Director, or the Chairperson may request that the Board address matters not included in the agenda. If a request is ratified by a Supermajority vote it shall be discussed immediately, otherwise it shall be tabled pending available time during the Symposium.

The Refuge LARP shall be responsible for costs associated with providing an appropriate meeting space for Symposium. Each Chapter shall be responsible for the costs of travel and housing for its attendees.

SECTION 5.2 SPECIAL MEETINGS

A Special Meeting may be called, upon ten (10) day notice by the President or upon the vote of a majority of the Board of Directors. Special Meetings may take place in person, via a conference call, or videoconference.

Notice for any Special Meeting must include the purpose and agenda for the meeting.

SECTION 5.3 ONLINE PROPOSAL REVIEW

The President or a Director may submit a Proposal online. Upon submission, the Board of Directors shall have five (5) days to review and discuss the Proposal. During this time the submitter of the Proposal may make modifications to the Proposal language based on the discussion. Following the review period, if another Director "Seconds" the Proposal, the Refuge Chairperson shall place the Proposal, as written, up for vote within five (5) days. The Directors shall then have ten (10) days to vote on the Proposal.

Any Proposal submitted and seconded within thirty (30) days of Symposium shall not receive an online vote and instead be placed on the Symposium agenda.

SECTION 5.4 QUORUM AND CALCULATION OF VOTES

There is no defined quorum for Symposium. All Chapters shall participate in Symposium and the first business of Symposium shall be a vote to suspend from the Board of Directors any Chapter that fails to send a Representative or appoint a Proxy. Votes occurring at Symposium shall be calculated based upon the number of Chapters making up the Board of Directors at that time.

Participation of Supermajority of the Board of Directors shall constitute a quorum for a Special Meeting. Any vote occurring at a Special Meeting shall be calculated based upon the number of Chapters participating in the Special Meeting.

There is no defined quorum for Proposals presented to the Board of Directors online, subject to the terms of 5.3. Any vote occurring pursuant to this Section shall be calculated based upon the number of Chapters that vote on the Proposal or indicate their abstention from a vote.

With respect to all votes, Chapters which specifically abstain from a vote or fail to register a choice shall not be counted in determining whether a Proposal succeeds or fails.

SECTION 5.5 VOTING

The Board of Directors shall conduct any vote on a matter before the Board so as all votes are visible to all members of the Board, either in person or through the Director's Section of the Refuge LARP's online forums.

Each Chapter shall have one vote, as cast by the Director for that Chapter.

In the event of a tied vote, the President shall have the tie-breaking vote.

Requirements for Approval

Change to the Rules:

1. Any Proposal requesting that RRC or another Committee review an idea and propose a change to the Rules, subject to approval pursuant to Item 2, shall pass with a simple majority vote.
2. Any proposal for a change to the Rules presented to the Board of Directors by RRC or another Committee, pursuant to Item 1 shall pass unless rejected by a simple majority vote.

3. Any proposal for a change to the Rules that does not require a review of the proposal by RRC requires approval by a simple majority vote.

Change of Policy: Any proposal related to a matter defined by these Bylaws as a Policy shall pass with a simple majority vote.

Removal of a Chapter: In addition to suspending a Chapter's participation in the Board of Directors pursuant to SECTION 4.2, The Board of Directors may remove a Chapter from the Refuge LARP for failure to operate Events for more than eighteen (18) consecutive months or for operating in a manner that is damaging to the reputation and good image of the Refuge LARP or its Chapter. Any Chapter subject to removal for this reason may petition for reinstatement upon the consent of the President. Removal or reinstatement of a Chapter shall require a Significant Majority vote.

Amendment of these Bylaws: Any Proposal amending these Bylaws shall pass with a Significant Majority vote.

SECTION 5.6 PRESIDENT'S VETO

The President has the right to veto a vote of the Board of Directors if, in their sole opinion, the result would be harmful to the Refuge LARP, be financially unfeasible, or legally inappropriate. The President must exercise this Veto, in writing, within five (5) days of the vote closure date or the right is forfeited for that vote. The President must accompany any use of the Veto with an explanation of the President's reasoning for the exercise of the veto, including any changes to the Proposal which would make the Proposal acceptable.

Any Veto may be overturned by a supermajority of the Board of Directors.

The results of any vote shall not be made public until the veto period has elapsed.

ARTICLE VI: REFUGE PARTICIPANT ISSUES

SECTION 6.1 HOME CHAPTER

A Character's Home Chapter is chosen by the Participant.

SECTION 6.2 EXPERIENCE ("XP")

Each participant, whether they are a Player Character (PC) or a Non-Player Character (NPC), will receive event "Credit" for a number of Logistics periods equal to the event length. The number of XP earned by a Character per Logistics Period for participating in an Event is documented in the Refuge LARP Rulebook.

No Chapter is allowed to give "bonus" XP for Events or to give XP for any non-Event activity, with the following exceptions

1. Chapter Credit: Each participant may redeem Chapter Points in their character's home Chapter for one (1) Logistics period of Credit each month. Limits and restrictions on this policy are detailed in SECTION 7.3 of these Bylaws.
2. Organizational Credit: Each participant may redeem Refuge Points through the Refuge LARP character database for one (1) Credit each month. Limits and restrictions on this policy are detailed in SECTION 8.6 of these Bylaws.

3. Cast Credit: A participant who volunteers as a cast member for the majority of an Event (to be determined at the discretion of the Chapter running the event) shall receive an NPC credit to apply to any of their Characters with the following limitations:
 - a. A participant may receive multiple NPC Credits per month, but no more than one (1) may be applied to any given Character each month.
 - b. A participant may receive a NPC Credit in any Chapter and apply that NPC Credit to any of their Characters.
 - c. NPC Credits may be applied up to three (3) months retroactively.
 - d. NPC Credits may not be rolled over into subsequent months.
 - e. NPC Credits may not be purchased, acquired, or given away for any reason, except for NPCing.
4. Alternative XP: Each Chapter will offer participants attending Events in the Chapter the opportunity to gain XP for a second Character with the following limits:
 - a. Chapters shall charge \$10.00 USD/CAD per Credit.
 - b. A participant must attend an Event in person to purchase Alternative XP for the Event.
 - c. Alternative XP must be purchased from the Chapter hosting the Event within three (3) months of the end date of the Event for which it is purchased.
 - d. Alternative XP cannot be purchased with Chapter Points or Refuge Points.
5. Military Service: Any active or former military members who were deployed or stationed overseas have the opportunity to gain XP for one Character of their choosing with the following limits:
 - a. The participant must provide a PDF copy of their orders to their Chapter's Logistics Team, redacted as necessary.
 - b. The participant may purchase Credit for any number of Events that took place during their tour overseas.
 - c. The participant must exercise this privilege within 1 year of returning from their overseas tour.

SECTION 6.3 CHAPTER POINTS

Refuge LARP regulates the standard rate at which Chapter Points may be sold by all chapters at 5 points per dollar. Each chapter is allowed to have a "sale" once each year, excluding fundraisers for National and Regional Events, for a period lasting no longer than sixty (90) days wherein the chapter can double the standard rate and sell Chapter Points at up to 10 points per dollar.

SECTION 6.4 CHAPTER'S RIGHT TO LIMIT CHARACTER LEVEL

Each Campaign has the right to set an "XP Cap" for Player Characters participating in Events in the Campaign with the following limits:

Participants may temporarily remove Skills from a Character, in a manner that maintains a legal Character build, in order to play that Character at a Level Capped Event.

SECTION 6.5 CLOSING A CHAPTER

Coin and items created with production points shall continue to function without restriction.

The Closing Chapter shall be maintained in the CMA to allow Participants with Characters to transfer their Character and/or expend any Chapter Points earned in the Closing Chapter.

Once an audit has been performed and the database found satisfactory, Reagents and Restricted items may be used with the normal limitations for said items. The existence of questionable items or violations of Treasure Policy revealed by the audit may cause all Reagents and Restricted items from the closed Chapter to become null and void.

Failure of the former owner to provide a database will also cause all items and Reagents, Ritual Scrolls, Catalysts, and all LCO Magic Items and any other tagged items from the closed Chapter to become null and void. This audit is a joint evaluation and decision between the President of the Refuge LARP, the Refuge Chairperson, and the RRC Chair, and once made, is final.

ARTICLE VII: REFUGE LARP REWARDS - REFUGE POINTS

SECTION 7.1 PURPOSE

Refuge Points ("RP") are the official reward offered by the Refuge LARP. The Refuge LARP awards Refuge Points for performing tasks or successfully submitting intellectual property for use within Refuge LARP or its Chapters.

The Refuge LARP shall publish, at least biannually a reminder of the Refuge Points policies, including how a Participants may earn Refuge Points and what rewards may be received from redeeming Refuge Points.

SECTION 7.2 AWARDING REFUGE POINTS FROM THE REFUGE LARP

The Refuge LARP may award Refuge Points as follows:

The President or Board of Directors may assign Refuge Points to any Participants as a reward for contributions to the Refuge LARP as a whole. This includes, but is not limited to, volunteering on a Committee of the Refuge LARP, providing intellectual property to the Refuge LARP, or work on behalf of the Refuge LARP.

Via Chapter Nomination: Chapters may nominate Participants to receive Refuge Points as reward for their efforts on behalf of a Chapter. Such nominations will be approved and awarded Refuge Points at the discretion of the President. The Chapter shall email the Treasurer with the requested award amount and justification for the award, along with relevant Participants's email for contact. The President shall review such nominations within five (5) days of receiving them from a Chapter.

The following assigns a standard value of reward for service:

1. Non-skilled labor, such as NPCing for a National Event, attending Conventions or distributing advertising for a Chapter, shall receive 4 Refuge Points per hour
2. Refuge LARP Staff, National Event Staff, and Committee Members will be compensated based upon a schedule established by the Chairperson and ratified by the Board of Directors as a Policy of the Refuge LARP.
3. A single donation or body of work (skilled labor) donated to the Refuge LARP will be calculated as: ($\$ \text{Value} \times 2$) / 5 = Refuge Points.
4. A single eligible donation or body of work (skilled labor) donated to a single Chapter will be calculated as: $\$ \text{Value} / 5 = \text{Refuge Points}$.

Any Participant seeking rewards for work or submissions are assigned Refuge Points by submitting a claim to the Refuge Chairperson or a designated individual determined by the Chairperson.

SECTION 7.3 INDIVIDUAL CHAPTER REFUGE POINTS

Each Chapter has a Refuge Points Pool which the Chapter may use to reward Participants and Staff with Refuge Points without approval from the Refuge LARP.

Chapters shall receive one (1) Refuge Point in their Pool per Participants per Logistics Period credited as attending an Event (as a PC or NPC) in the Refuge dasta. Meaning if a chapter ran a 3 day event with 65 attendees, they would receive 195 Refuge Points in their pool. (A chapter will be awarded a minimum of 100 Refuge Points in a year after having paid their minimum dues even if the chapter had fewer than 100 attendees within the year.)

Individual chapters may sell Refuge Points from its pool during the "Sale" mentioned in Section 6.3 at a rate of up to 1 Refuge Point to \$5 dollars.

SECTION 7.4 TRACKING REFUGE POINTS

Refuge Points are tracked as part of the Refuge Database. All additions and purchases will be tracked via timestamp and mandatory notation, and will be available upon request for review from any Director, the Treasurer, or the President.

SECTION 7.5 USING REFUGE POINTS

Participants may use the functionality of the Refuge Database to purchase credit for a Chapter's Event using Refuge Points. For all other uses, Participants shall contact their Chapter's Director or a specific designated Chapter Staff member who is publicly recorded. This individual will adjust the Participants's total Refuge Points in the Refuge Database and make arrangements to provide the Participants with the requested reward.

SECTION 7.6 USES OF REFUGE POINTS

Refuge Points may be turned in for the following:

1. Refuge Points to Chapter Points Conversion: A Participant may convert Refuge Points to Chapter Points in a Chapter of choice. Once a Refuge Point is converted to Chapter Points, the transfer is as if the Participant earned it in that Chapter. No additional limits are imposed once a Participant performs the conversion; it's a full value Chapter Point within the Chapter. Each may be converted into Chapter Points at a Chapter with a conversion rate of 1 Refuge Point for 5 Chapter Points. Refuge Points are understood to have a value of five (5) Production Points for directly purchasing Production and are thus not bound to the typical Logistical Period limits on Production obtained by Chapter Points.
2. Refuge Credit: A Participant may purchase one Refuge Credit of XP per month. Refuge Credits must be tracked in the Refuge Database and the affected Character's home Chapter, and may be purchased monthly in addition to the Chapter Points credit a Participant may purchase. No Participants may ever receive more than twelve (12) Refuge Credits per year spread across their Characters, but may purchase Refuge Credits for other Participants at their discretion.
3. Chapter Event Credit: A Participants may convert Refuge Points to obtain credit for an Event in any Chapter as if they attended the Event. This may only be used for one (1) Event per weekend per Participant. Event Credits may not be purchased for other Participants.
4. Restricted Refuge Magic Item: A Participants may utilize Refuge Points to purchase magical items via a formula consistent with current Refuge Treasure Policy with the following limits:
 - a) Catalyst rituals are exempt from being able to be purchased by Refuge Points.
 - b) Rituals which target locations are exempt from being purchased by Refuge Points.
 - c) Refuge Point item purchases will be done at the cost of 15 treasure points per 1 Refuge Point.

ARTICLE VIII: NATIONAL CHAPTER

SECTION 8.1 NATIONAL CHAPTER PURPOSE

For the purpose of running biennial Refuge LARP National Events, a "National Chapter" will be formed according to the following:

- a) The Refuge Chairperson will serve as the General Manager of the National Chapter.
- b) National Chapter staff will consist of Refuge LARP National Staff members, and other needed volunteers at the discretion of the Refuge Chairperson.

The National Host Chapter and National Plot Committee Chair will be determined at each Refuge Symposium. Unless there is no other option available, the same chapter should not serve as the Host of the National Event two events in a row, nor should the same person be the National Plot Committee Chair two events in a row.

SECTION 8.2 NATIONAL CHAPTER EVENT COORDINATION

The National Event will be coordinated and managed by the Chairperson of the Refuge LARP, working in conjunction with the Director of the hosting chapter and the National Plot Committee Chair.

The National Plot Committee Chair will submit a list of requested event donations and special props needs a minimum of three (3) months prior to the event.

The National Chapter will handle all pre-logistics, magic item tag and ritual scroll generation.

The Host Chapter will provide: magical and non-magical item phys-reps, coin, Participants' tags, magical and non-magical item lists, and treasure output for the event (working in conjunction with the National Staff to create the needed magic items from treasure policy).

The Host Chapter will retain the money from the National Event and will thus cover all costs associated with the event, including but not limited to: food, campsite costs, phys-reps for magic and production items, printing, and NPC camp costs.

The Host Chapter shall produce a budget for the National Event that is to be shared with the Chairperson, and The Board of Directors. This budget should include costs associated with the Event including but not limited to site pricing, food costs, and props costs. The Chairperson shall then be responsible for working with The Board of Directors to find ways to assist the Host Chapter to reduce and manage costs. The focus of these efforts should be to ensure the Host Chapter has a profitable Event and that NPCs can participate without any cost.

SECTION 8.3 NATIONAL CHAPTER TREASURE POLICY

The National Event will use standard Treasure Policy with the following exception:

Ritual Scrolls sent out at the National Event must be non-catalyst required scrolls, and will be able to be cast at any Chapter. No National catalysts will ever be sent into game. Any catalyst-optional scrolls sent out in this manner will be able to be cast for their catalyst effect(s) by using the appropriate catalyst from the chapter where the scroll is being cast.

SECTION 8.4 NATIONAL CHAPTER PARTICIPANT POLICIES

Participants may bring any combination of LCO Items with up to 20 ritual effects. For the purpose of counting ritual effects, certain ritual effects as delineated in the official event policy handbook will not be counted. Staff Member rewards

are excluded from this cap. Staff Members are responsible for ensuring their item tags which are above the cap are marked appropriately by their Logistics Team.

Participants may bring unlimited Restricted items.

Chapter Points from any Chapter may be used for production items, and must be spent during pre-registration. Chapter Points from any Chapter other than the Host Chapter may not be spent after pre-registration closes.

Participants may use Chapter Points from any Chapter to receive Event Credit for the National Event.

Refuge Points may be traded in for production items, and must also be requested during pre-registration

Participants must sign the standard release waiver for the host chapter prior to playing.

SECTION 8.5 ALLOWED SCROLLS AND CATALYSTS

All Ritual Scrolls and Catalysts from any Refuge chapter will be allowed to be cast at the national event with the following exceptions:

- a) No LCO scrolls may travel to or be cast at the National Event.
- b) For catalyst-required casting, the correct catalyst must accompany the scroll (Both scroll and catalyst must come from a single chapter).

SECTION 8.6 NATIONAL EVENT VOLUNTEERS

National Event volunteers will be rewarded by the Refuge LARP with Refuge Points according to the current Refuge Point policy.

ARTICLE IX: REFUGE LARP STAFF

The following positions shall be permanent staff of the Refuge LARP, with the responsibility to assist The Board of Directors in the operations of the organization.

SECTION 9.1 CHAIRPERSON

The Chairperson of the Refuge LARP shall serve to organize communication between the Board of Directors and the Refuge LARP, communicate the actions of the Refuge LARP to the Participants, and supervise the national level volunteers of the organization.

a) Nomination, Approval, Resignation and Removal

Upon the existence of a vacancy in the position of Chairperson, within ten (10) days the President of the Refuge will submit one or more nominees for the Chairperson position to the Board of Directors. The Board of Directors shall then vote on the nominee(s) pursuant to these Bylaws. During such time as there is no confirmed Chairperson, the President shall hold the position of Chairperson.

The Chairperson shall serve until such time as they choose to resign the position or are removed.

If the Chairperson is a Chapter Owner and acts as the Director of the Chapter, he or she must appoint another individual to serve as the Director to speak for and vote on behalf of the interests of their Chapter.

The Chairperson may be removed either by a majority vote of the Board of Directors or by the President, whose decision must then be ratified within ten (10) days by a supermajority of the Board of Directors.

The Board of Directors will vote on the position of Chairperson every 2 years, opposite those in which Symposium is held.

b) **Duties of the Chairperson**

Chair all meetings of Refuge LARP, in the absence of the Chairperson at any meeting of the Refuge LARP, the President may serve as the Chair of the meeting or appoint a Board Member to serve in that position.

Establish and supervise Committees responsible for discussing Refuge LARP issues and make recommendations as provided in SECTION 4.7.

Post Proposals for Board of Directors vote pursuant to SECTION 5.3.

Prepare the Agenda for Symposium and any Special Meeting the primary topic of which is the National Event.

c) **Powers of the Chairperson:**

In furtherance of their duties the Chairperson may:

Create and/or dissolve any Committee of the Refuge LARP;

Appoint and/or remove any appointed Committee Chairperson;

Appoint and/or remove any member of an Refuge LARP Committee;

Appoint other individuals as secondary Refuge LARP staff members to address needs not requiring a Committee, so long as those staff members are not otherwise described elsewhere in these Bylaws.

Reward Participants for their actions and contributions by approved Refuge LARP methods within the bylaws.

Review and suggest alterations to Agendae prepared by the Secretary.

Discretionarily providing written notice to the Board of Directors when using powers of appointment / removal is good practice but is not required.

SECTION 9.2 EDITOR IN CHIEF

The Editor in Chief ("Editor") shall be responsible for overseeing and managing the content produced for publication by the Refuge LARP. This shall include, but is not limited to, the Refuge LARP Rulebook. The Editor shall develop and implement a style guide in consultation with the Refuge Public Relations Committee, if one exists, to ensure that all documents published by the Refuge LARP maintain a consistent appearance and accurately represent the Refuge LARP.

a) **Nomination, Approval, Resignation and Removal**

Any Board member may nominate one or more persons for the position to the Board of Directors. Those nominated must demonstrate experience with the review and publication of written documents for public consumption. Professional experience in writing, editing, and publishing are desirable. All nominees shall provide a brief summary of their experience. The Board of Directors shall then vote on the nominee(s) pursuant to these Bylaws.

The Editor shall serve until such time as they choose to resign the position or are removed.

The Editor may be removed either by a majority vote of the Board of Directors or by the President, whose decision must then be ratified within ten (10) days by 70% of the Board of Directors.

b) **Duties of the Editor in Chief**

Establish and maintain a Style Guide for the Refuge LARP

Establish and maintain a process for updating and reviewing the Refuge LARP Rulebook and Refuge LARP Players' Guide to ensure the Refuge LARP's ability to publish updated editions of those documents pursuant to SECTION 3.4. This shall include supervising the Diversity Committee's review of all materials to be published.

Coordinate with the Board of Directors and RRC to ensure that Playtest packets are prepared for any additions to the Rules pursuant to SECTION 3.4

Work with the President, Chairperson, and other Committees to ensure that all published materials positively represent the Refuge LARP.

c) Powers of the Editor

The Editor shall have the final approval of any material to be published by the Refuge LARP. After receiving approval from the Editor material to be published shall go to the Board of Directors for approval or rejection. If the Board desires to reject or make changes to the materials to be published the Board shall inform the Editor to the proposed changes or reason for rejection.

SECTION 9.3 COMMITTEES

Committees may be appointed by the Chairperson to research and debate issues and make reports, recommendations, and proposals to the Refuge LARP.

Committees may be given the power to oversee certain aspects of the game.

Committee appointments, where not described by a voted-in Policy, must be posted on the Owner forums for seven (7) days or added to the agenda of a Special Meeting in order to collect feedback from the Board of Directors.

ARTICLE X: SUPPLEMENTAL FEES

SECTION 10.1 PURPOSE

The President may request that two or more Chapters agree to the imposition of a Supplemental Fee to fund project(s) coordinated by the Refuge LARP, which benefit the Chapters in question, when the cost of such project will create an undue financial burden on the Refuge LARP. Supplemental Fees may only be requested for projects where the participation of Chapters is optional.

SECTION 10.2 UNDUE EXPENSE

In order to establish that a Supplemental Fee may be justified the President shall produce a budget, to be made available to all Chapters. This budget shall contain the information established in SECTION 3.3 and demonstrate that the costs of the project for which a Supplemental Fee is requested will cause the Refuge LARP to produce a net profit of less than twenty percent (20%) of the Refuge LARP's annual gross revenue.

SECTION 10.3 FORM OF SUPPLEMENTAL FEE

The President shall produce a Proposal which contains all of the following information in requesting that two or more Chapters approve a Supplemental Fee.

1. An explanation of the purpose of the Project, including which Chapters the project will impact and the goals of the Project.
2. A budget for the Project, including a maximum cost to be borne by the Chapters
3. A breakdown of how the Chapters will pay the proposed Supplemental Fee.

If the impacted Chapters approve any Supplemental Fee, the President shall provide quarterly updates, which provide the Board of Directors with the progress of the Project and an accounting of the Refuge LARP's use of funds collected via the Supplemental Fee.

Upon the completion of any Project for which a Supplemental Fee is approved, the Refuge LARP shall refund to the participating Chapters any excess funds that the Refuge LARP collected from the Supplemental Fee.

ARTICLE XII: PERMANENT BOARD MEMBERS

The Company will have the following Board Members President, Secretary and Treasurer as permanent non compensation positions. A single person may hold more than one position at a time.

SECTION 12.1 PRESIDENT

1. Election

The President must be Nominated and Seconded by the Directors of the Company. After this occurs the person nominated will be voted upon by the Directors. If the vote is passed by a simple majority the person will become the next President for a 2 year term or the next symposium.

2. Duties and Responsibilities

Long-range, strategic planning with the Directors.

Enforce company policies and procedures.

Analyze budgets and financial reports regularly.

3. Removal

At any point during a President's term, they may be removed from office and replaced if the Directors reaches an 80% consensus on their removal.

SECTION 12.2 SECRETARY

1. Election

The Secretary will be Nominated by the President of the Company. After this occurs the person nominated will be voted upon by the Directors. If the vote is passed by a simple majority the person will become the next Secretary for the next 2 fiscal years.

2. Duties and Responsibilities

Establish and distribute any Board of Director meeting agenda to those on the Board of Directors.

Record the minutes of each Board of Director meeting.

Publish the records of the minutes of each board of directors meetings.

3. Removal

At any point during a term, they may be removed from office by the Board of Directors with a simple majority vote.

SECTION 12.3 TREASURER

1. Election

The Treasurer will be Nominated by the President of the Company. After this occurs the person nominated will be voted upon by the Directors. If the vote is passed by a simple majority the person will become the next Treasurer for the next 2 fiscal years.

2. Duties and Responsibilities

Maintain Accurate Financial Records of the Company

Ensure the Company is being Financially Responsible

3. Removal

At any point during a term, they may be removed from office by the Board of Directors with a simple majority vote.

ARTICLE XII: STOCK SHARES

The Company will retain ownership of its stock shares. These stocks will never be sold as long as the Company remains in existence.

ARTICLE XIII: DISSOLUTION OF THE CORPORATION

In the event the corporation is to dissolve, The remaining assets will be sold off by the President and Treasurer at fair market value in USD. The remaining cash will be distributed back to the active Chapters as dues refunds proportionate to the dues paid within the last two years of operation.