

Constitution

Schomberg Soccer Club Inc.

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Constitution

Schomberg Soccer Club

Article 1: NAME

A. Name:

The name of this Club shall be the Schomberg Soccer Club, hereinafter referred to as the "Club" or "SSC". The headquarters of the Club shall be located within the District Boundaries of the York Region Soccer Association, hereinafter referred to as the District Association.

B. Head Office:

Schomberg Soccer Club Inc.
233 Main Street
Schomberg
Ontario, L0G 1T0

C. Club Colours:

The official colours of the Club shall be predominately red and white.

Article 2: OBJECTIVES

The Club shall have the following objectives:

- A. To promote and develop the game of soccer within its boundaries.
- B. To help individuals to develop their character as resourceful and responsible members of their community by providing opportunities, through the game of soccer, for their mental, physical, social and leadership development.

Article 3: AFFILIATIONS

The Club shall be a Member of the York Region Soccer Association and shall follow the published rules of the District Association and The Ontario Soccer Association, hereinafter referred to as The OSA. The Club is subject to the published rules in declining order of authority of the following governing organizations to which it is affiliated:

1. The OSA
2. The District Association
3. The Club

Article 4: MEMBERSHIP

There are three classes of Member, namely, regular Member, honorary Member and life Member.

Regular Member

A regular Member is either:

- a registered player
- a registered Club team official
- a registered Club game official
- a registered Club director

Although an individual may qualify for, and be registered under more than one of the above categories, each individual holds only one Membership in the Club, and is entitled to one vote at Members' meetings.

Player

A player shall become a regular Member when approved by the Club's Registrar.

Team Official

Upon application, a coach shall become a regular Member upon acceptance by the directors of the Club. A team official is an individual who is registered with The OSA to teach, instruct, train, guide and manage players to play the game of soccer. For purposes of this definition, a team official shall be classified as a coach, assistant coach, trainer and/or manager.

Game Official

Upon application, a game official shall become a regular Member upon acceptance by the directors of the Club. A game official is an individual who is registered with The OSA to officiate soccer games.

Director

A director shall become a regular Member upon election or appointment by the directors of the Club. A director is an individual who is registered with The OSA to be responsible for one or more of the functions required to operate a Club.

Honourary Member

The Board of Directors may designate an individual as a honorary Member for a specific period of time.

A honorary Member is afforded all rights of Membership, including the right to attend and speak at Members' meetings, but is not entitled to vote.

Life Member

The Board of Directors may designate an individual as a life Member.

A life Member is afforded all rights of Membership, including the right to attend and speak at Members' meetings, but is not entitled to vote.

Fees

Membership fees for regular Members shall be set annually by the Board of Directors and ratified or amended by the Membership at a general meeting of the Club.

Discipline of Member

A Member may be fined, censured, suspended or expelled from Membership for cause and only after charges have been laid in accordance with the Club's published rules and a hearing held in accordance with the Club's and OSA's published rules. An individual whose Membership has been suspended loses all rights of Membership until the suspension has been terminated.

Player, team and team official discipline for game infractions is governed in accordance with the procedures published by The OSA. Any member, who infringes the Articles or rules of the Club or brings the Club into disrepute, may be reprimanded, suspended or expelled from the Club after a hearing by the Board of Directors of the Club at which hearing the Member is entitled to attend.

Termination of Membership

Membership in the Club shall be deemed to have been terminated:

1. if the Member submits a signed letter of resignation to the Club;
2. if the Member is expelled by the Club's Board of Directors
3. if the Member is no longer registered with the Club

Article 5: MANAGEMENT STRUCTURE

The business of the Club shall be conducted by a Board of Directors, Operating Committee and Volunteers.

1. Board of Directors

The Club shall be governed by a Board of Directors which shall consist of at least 3 individuals, or such number not to be less than 3, as may be amended from time to time in accordance with the Club's By-Laws. The Board of Directors shall set policies and procedures, oversee implementation of said policies, approve all matters of finance, and shall appoint an Operating Committee to conduct the daily operations of the Club. The Board of Directors shall be comprised of the following positions:

President
Vice- President
Treasurer

Secretary
Registrar
Director of Operations
Director of Sponsorship
Director of Communications

In addition, the following members of the Board of Directors shall be non-voting positions:

Past President

A Director can hold only one position on the Board of Directors, and cannot hold a position on the Operating Committee.

A Director shall be 18 years of age or older, shall not be an undischarged bankrupt and shall be a Regular Member of the Club.

The President and Vice-President shall serve for a term of two years or until his or her successor is elected or appointed.

The Treasurer, Secretary, Registrar, Chief Referee, Director of Operations and Director of Sponsorship shall serve for a term of one year or until his or her successor is elected or appointed.

The President shall be elected in even numbered years and the Vice-President in odd numbered years.

The President appointed must have served as a director/executive for at least 1 year. If a director/executive is not available for this position, then a current regular member can be elected for this position.

All other directors appointed must be elected from the current membership.

Director Vacancy

A Director has the right to resign her or his position by submitting a signed letter of resignation to the Club.

A vacancy on the Board of Directors, caused by death, or resignation which has been accepted by the Board of Directors, shall be filled by a majority vote of the Board of Directors. The successor Director shall hold his or her incumbent's position for the remainder of the term being filled.

Removal of Director

No Member of the Board of Directors shall be removed for arbitrary reasons but may be removed if:

The Director is unable to perform the duties expected of the position due to, but not limited to, any of the following reasons:

- if she/he becomes incapable of performing the business of the Club

- if she/he is absent from two or more meetings of the Board without satisfactory reason
- if she/he no longer resides in reasonable proximity to the Club
- if she/he becomes, or is discovered to be, an undischarged bankrupt; or

The Director has compromised the integrity of the Club due to, but not limited to, any of the following reasons:

- if she/he has been found guilty of an offence under the Harassment Policy of The OSA
- if she/he has been found guilty of an offence involving violence under the Discipline Policy of The OSA
- if she/he has failed to properly account for monies or other property belonging to the Club
- if she/he has been found guilty of a criminal offence regardless of whether or not the offence directly affected the Club.

A Member of the Board of Directors may be removed from office by the Board of Directors for good and sufficient cause by a 2/3's vote of the Board of Directors present, provided notice to remove the Director has been given to all Directors of the Club. If a Director is removed by the Board of Directors, the Board of Directors may appoint a successor to the position for the remainder of the term being filled.

A Member of the Board of Directors may also be removed from office for good and sufficient cause at a meeting of the Members of the Club provided notice to remove the Director has been given to persons entitled to attend the Members' meeting. If a Director is removed at a Members' meeting, the Members entitled to vote may elect a successor to fill the position held by the removed Director for the remainder of the term being filled.

Conflict of Interest and Standards of Conduct

The Directors shall be subject to the **Conflict of Interest Policy** in the OSA's published rules.

Duties of Board of Directors

The Board of Directors shall conduct the business of the Club during the periods between general meetings of the Club and in accordance with the authority granted to it in the published rules of the Club.

The Board of Directors shall be responsible for the appointment and renewal of appointments of all positions within the Club except for those positions elected by the Membership of the Club. This shall include the appointment of Operating Committee members, volunteers and paid positions for administrator positions within the Club's operations. The selection process and the appointments shall be based on procedures outlined in the Club's

published rules.

The Board of Directors may also revoke, for cause, any appointment providing that it has followed the procedures for the revoking an appointment as outlined in the Club's published rules.

Duties of Directors

President

Except:

- A. as provided for in the Dispute Resolution Policy of the OSA, and
- B. where the President delegates the responsibility to another person,

The President shall preside, at all general meetings of the Club and of the Board of Directors. The President shall be ex officio a member of all committees, except any nominations committee; shall appoint all chairs of standing and special committees subject to ratification by the Board; coordinate all duties of the Board, committees, staff; and shall be the spokesperson for the Club.

Vice-President

The Vice President shall act in the absence of the President and shall have other powers as assigned by the Board of Directors.

Other Duties:

- coordinate volunteer recruitment, registration and assignment
- chair the Discipline Committee
- coordinate communication for the Club
- represent and coordinate the Webmaster, Chief Referee and Director of Communications

Treasurer

The Treasurer shall ensure that full and accurate records are kept of the accounts of the Club; shall report to the Board of Directors at least once per quarter; shall submit an Annual Report to the Annual General Meeting; shall work with the auditor in the preparation of an annual financial statement; and shall prepare a budget for the upcoming year for presentation to the Executive Board for approval.

Secretary

The Secretary shall maintain a record of all minutes of the organization, maintain copies of all committee reports, notify officers and committee Members of their election or appointment, furnish committees with those documents required to perform their duties, sign all certified copies of acts of the organization (unless otherwise specified in the Club's published rules), maintain record books in which bylaws, published rules and minutes are entered and have the current record books available at each meeting, send to the Membership a notice of each general meeting, send to the Board of Directors notices of each meeting, conduct the general correspondence of the organization that is not the proper function of another office or committee, prepare, prior to each meeting in consultation with the presiding officer an order of business, and, in the absence of the president and vice-president,

preside until the immediate election or appointment of a new presiding officer.

Registrar

Shall supervise the registration of all players and maintain the Clubs' registration records; Shall provide required registration information to appropriate governing bodies; Shall work closely with the Financial Officer to ensure that all registration receipts are duly noted and accounted for; Shall oversee the compiling and distribution of the appropriate lists and reports as directed by the various conveners; and Shall advise the Board of Directors on recommended dates for registration.

Chief Referee

Shall be responsible for the recruitment, training, supervision, mentoring and allocation of referees; shall represent the Club at the regional referees association; and shall keep referees informed of the rules of the Club.

Director of Operations:

For equipment that needs to be purchased shall obtain written quotations for approval by Board of Directors; shall communicate with equipment suppliers; shall receive goods including uniforms; trophies; pictures; balls, and other soccer equipment; shall maintain inventory; and shall record distribution of goods.

Shall be responsible for obtaining field and gymnasium permits; and shall act as liaison with King Township to maintain fields.

Shall assign fields; shall schedule all house league games and tournaments; and shall record all scores and standings.

Director of Sponsorship:

Shall solicit sponsors for teams and tournaments with the assistance of the Board of Directors; and shall inform sponsors of team schedules and progress. Shall provide and implement ideas for fundraising for the Club.

2. Operating Committee

The board may put in place all or portions of an Operating Committee from time to time which shall conduct the daily operations of the Club as the Board directs. The Board, through the applicable Board Member with that area of responsibility, may decide to directly manage that aspect of the Club's work and effort without the assistance of a Committee or a part thereof.

The Operating Committee can be comprised of the following positions:

- Communications Coordinator
- Chief Referee
- Club Head Coach
- Youth Soccer Coordinator
- Mini Soccer Coordinator
- Field Manager

The Executive Board may, at their discretion, add or remote people to this committee.

Duties of Operating Committee:

Communications Coordinator

Shall be responsible for all communications too but no limited to, newspaper, web site, and flyers; Such as AGM and General Meeting advertisings, soccer results and registration flyers.

Chief Referee

Shall be responsible for the recruitment, training, supervision, mentoring and allocation of referees; shall represent the Club at the regional referees association; and shall keep referees informed of the rules of the Club.

Club Head Coach

Shall be responsible for the recruitment, training, supervision and allocation of coaches and assistant coaches; shall keep coaches informed of rules and procedures of the Club; and shall implement teaching techniques that will improve training sessions on the field of play.

Youth Soccer Coordinator

Shall coordinate selection of teams, scheduling of games, and recruitment of convenors and coaches for the Youth Soccer program; shall allocate appropriate responsibilities to division convenors; shall resolve any issues with respect to operations of the recreational program.

Mini Soccer Coordinator

Shall coordinate selection of teams, scheduling of games, and recruitment of convenors and coaches for the Mini Soccer program; shall allocate appropriate responsibilities to division convenors; shall resolve any issues with respect to operations of the recreational program.

Field Manager

Shall be responsible for all the "home" soccer fields such as soccer nets and accurate and complete field markings; responsible for soccer nets, so that they are correctly and safely installed and maintained during the playing season; also observing any potentially unsafe playing conditions that would then be communicated to the Board of Directors; shall also be responsible for removing the soccer equipment, and organizing with the Board of Directors, the storage of such equipment,

3. Volunteers

Any individual may volunteer to assist in the operations of the Club. A list of registered volunteers shall be maintained by the Board of Directors. The Board of Directors shall promote the involvement of volunteers to their fullest in the activities of the Club.

Article 6: MEETINGS

General Meetings:

An official notice of each meeting shall be given to all Members at least 14 days before the meeting is to be held, at such place, and at such date as the Board of Directors may determine. Such notification shall be by the following:

- website notice
- newspaper announcement

Ten voting Members or 25% of the voting Membership, whichever is less, shall form a quorum, at all general meetings of the Club. Any question shall be decided by a majority of the votes unless otherwise required by this By-Law or other law.

Annual General Meeting:

The Club shall hold its Annual General Meeting not later than October 31 of the following year. The agenda of the Annual General meeting shall include:

1. Roll Call
2. Credentials Report
3. Minutes of Previous Annual General Meeting
4. President's Address
5. Officers' Reports
6. Treasurer's Report
7. Auditor's Report (if applicable)
8. Appointment of Auditors (if applicable)
9. Other Reports
10. Unfinished Business
11. Amendments to the By-Laws
12. Roll Call
13. Election of Officers and Directors
14. Any Other Business
15. Adjournment

Special General Meeting

A special General Meeting of the Club:

- a) may be called by the Board of Directors, or
- b) shall be called by the Board of Directors upon receipt of a written request submitted to the Club by registered mail, certified mail, trace mail, courier service, hand delivery or fax signed by not less than 10 Members or 25% of the voting Membership, whichever is less, setting out the items of business to be conducted at the Special General Meeting. The Special General Meeting shall be held within 30 days of receipt of the written request from the Members.

Only the business set out in the notice of the Special General Meeting shall be considered.

Voting at General Meeting

Every regular Member aged 18 and over shall have the right to attend, speak and cast one vote at Members' meeting of the Club.

Every regular Member under the age of 18 shall have the right to attend and speak at Members' meetings, but any vote must be cast by a parent or guardian who shall also have the right to attend and speak on behalf of that Member at Members' meetings.

Proxy Voting at General Meeting

Every regular Member, or parent or guardian of a regular Member under the age of 18, entitled to vote at a meeting of Members may by means of a proxy appoint a person, who need not be a Member, as the Member's nominee to attend and act at the meeting in the manner, to the extent and with the power conferred by the proxy.

An individual may only hold one proxy.

The format for the proxy, and the issue, or issues, for which the proxy may be cast are as defined in the Rules and Regulations.

Board of Directors Meeting

Board of Directors shall meet at least 4 times per year, upon 7 days notice given by the President or Secretary, at such place and time as the Board of Directors may determine.

A majority of the Members of the Board of Directors shall form a quorum at all meetings of the Board. Questions arising at any meeting shall be decided by a majority of votes where each director is entitled to cast one vote.

Article 7: COMMITTEES

The Membership at any general meeting, or the Board of Directors at any meeting of the Board, may establish a standing committee or special committee to carry out specific business or programs of the Club.

Article 8: PROCEDURES GOVERNING MEETINGS

All meetings of the Club shall be conducted in accordance with the most recently published Robert's Rules of Order Newly Revised except as may be otherwise stipulated in this By-Law or other Rules and Regulations of the Club.

Article 9: BY-LAWS AND AMENDMENTS

By-Law amendments may be proposed by the Board of Directors, or submitted by a Member to the Club, in writing at least 21 days prior to a general meeting of the Club; and must be approved by a majority vote of the Board of Directors, and

by a 2/3's vote of the Membership voting in person or by proxy at a meeting of the Club duly called for that purpose.

All Members entitled to vote shall be notified with the Club's notice of the said Members' meeting about By-Law amendments.

Such notification shall be posted on the Club website.

Article 10: RULES AND REGULATIONS

The Club shall have Rules and Regulations which shall include, but is not limited to, the following:

- a) discipline of a Member: summary of charges regarding misconduct
- b) discipline of a Member: procedures for discipline hearing
- c) duties of Board of Directors: authority granted to Board regarding the business being conducted
- d) duties of Board of Directors: selection process and appointment process for the appointment and renewal of appointments to the League's paid and volunteer positions
- e) duties of Board of Directors: process for revoking appointments
- f) voting at General Meeting: format for the proxy, and the issue, or issues, for which the proxy may be cast

The Board of Directors may approve and publish Rules and Regulations which are not inconsistent with this By-Law and are not inconsistent with the Rules and Regulations of a higher level governing organization.

Amendments to the Rules and Regulations may be made by a majority vote of the Board of Directors or the Members at a General Meeting.

Article 11: INDEMNITY

Members of the Board of Directors or other servants to the Club, their heirs, executors, administrators and estate and effects respectively shall be indemnified and saved harmless at all times by the Club against all costs, losses and expenses incurred by them respectively in or about the discharge of their respective duties, except such as happens from their own respective willful neglect or default.

Article 12: SIGNING AUTHORITY

All cheques or agreements purporting to bind the Club, must be signed by both the President and Treasurer.

In the absence of one of the above, the Vice President shall be an authorized signing officer.

Any other Executive Board member may be granted temporary signing privileges upon unanimous approval of the Board of Directors.

Article 13: FINANCE

The accounts of the Club shall:

- a) be audited annually by a Chartered Accountant if the annual Gross Revenue is greater than \$30,000*; or
- b) be reviewed annually through a Financial Review Engagement completed by a Certified General Accountant, Certified Management Accountant or Certified Accountant, if the Annual Gross Revenue is \$30,000 or less; or
- c) with the consent of all its Members, be exempt from any audit or Financial Review Engagement if the Annual Gross Revenue is less than \$10,000

The audit or the Financial Review Engagement statement shall be presented to the Annual General Meeting for adoption.

At the Annual General Meeting of the Club, a chartered accountant firm shall be appointed to perform the audit or the Financial Review Engagement.

The fiscal year of the Club shall end on October 31st of each year, unless otherwise ordered by the Board of Directors.

Article 14: DISPUTE RESOLUTION

The Club shall adhere to the Dispute Resolution process as published and approved by The OSA from time to time.

Any Member of the Club may initiate the Dispute Resolution process by communicating in writing to The OSA, with a copy to the Club and District Association, the nature and facts of the dispute. The OSA, at its discretion, may proceed with the Dispute Resolution process by assigning one or more neutral persons to the dispute.

The Dispute Resolution process shall not to be used for game discipline which follows the normal discipline and appeals process.

The Club shall make available to any Member the Dispute Resolution process when requested.

Article 15: HARASSMENT

The Club shall adhere to the Harassment Policy as published and approved by The OSA from time to time.

The Harassment Policy shall apply to all employees, directors, officers, volunteers, coaches, game officials, administrators, players, Members and registrants of the Club.

Harassment is defined as any comment, conduct, or gesture directed toward an individual or group of individuals which is insulting, intimidating, humiliating, malicious, degrading or offensive. It includes, but is not limited to, sexual harassment. Harassment complaints will be handled on a case by case basis

using the victim's interpretation of the above definition.

The Club shall make available to any Member the Harassment Policy when requested.

Article 16: APPEALS

a) Any Member or registrant of the Club directly affected by a decision of the Club may appeal such decision. The denial or termination of Membership in the Club may be appealed by a non-Member.

b) A decision of the Club may be appealed to the District Association with which the Club is affiliated. The appeal shall be conducted in accordance with The OSA's and District Association's published rules.

c) An individual shall not appeal a decision made by the Board of Directors regarding the appointment, non-appointment, re-appointment or revocation of an appointment of an individual to any coach or administrator position within the Club's operations, except where the selection, appointment and recocation process outlined in the Club's published rules has not been followed.

d) An individual shall not appeal a decision made by the Club regarding a player's team assignment.

Article 17: DISSOLUTION

In the event of dissolution of the Club, and after payment of all debts and liabilities, its remaining property shall be distributed or disposed of by the Board of Directors to one or more not-for-profit soccer related organizations, or any not-for-profit athletic community organizations, which operate solely in Ontario.

Article 18: DEFINITIONS/TERMINOLOGY

Terminology used in this By-Law shall have the same meaning as used by The OSA in its letters patent, By-Laws and published rules.

Revision History

Revision Date	Author	Reason
15 th October 2005 (Not implemented)	Mark Letheren	Re-wrote constitution to meet OSA requirements
31 st October 2006	Mark Letheren	Added Operating Committee, Signing Authority and General Housekeeping
1 st November 2007	Mark Letheren	Approved at AGM