



**Tri Cities Youth Soccer Association
Constitution
May 30, 2015**

Constitution

1. NAME

The name of this organization shall be Tri-Cities Youth Soccer Association, hereinafter referred to as the Association. The headquarters of the Association shall be within the boundaries of the District as approved by the BC Soccer Association.

2. PURPOSES

The Association shall have the following purposes:

- a) To promote, develop and administer the game of soccer at the youth (male & female) level, both indoor and outdoor, in the District.
- b) To represent and act on behalf of the British Columbia Soccer Association, hereinafter referred to as BCSA, in the administration of BCSA programs within the District.
- c) To represent and act on behalf of its Member organizations and assist them develop and effectively administer soccer programs that promote the development of the mental, physical, social and leadership skills of their Members.

Bylaws

ARTICLE 1: AFFILIATIONS

The Association shall be a Member of the British Columbia Soccer Association and shall follow the published rules of BCSA. The Association is subject to the published rules in declining order of authority of the following governing organizations:

- a) The Canadian Soccer Association
- b) BC Soccer Association
- c) The Association

ARTICLE 2: INTERPERTATIONS

1. In these bylaws, unless the context otherwise requires:
 - i. "Association " or "District" shall mean the Tri-Cities Youth Soccer Association;
 - ii. "Directors" shall mean the directors of the Tri-Cities Youth Soccer Association;
 - iii. "Society Act" shall mean the Society Act of the Province of British Columbia from time to time in force and all amendments to it;
 - iv. "Registered Address" of a member shall mean the address as recorded in the register of members;
 - v. "Member" shall mean an organization (i.e. club), which becomes and remains a member in accordance with the Bylaws. A Member shall have a right to vote as set in the bylaws;
 - vi. "Delegate Member" shall mean a person who is the authorized voting delegate representing a Member at General Meetings of the District;
 - vii. "Club" (youth club) – shall mean an organization operating a minimum of four affiliated youth soccer teams having not fewer than 44 players and, under the jurisdiction of the District;
 - viii. "Team" shall mean a soccer team with not fewer than eleven registered player, (except for mini teams that may not have less than 6 players) plus team officials, whose application for affiliation has been validated by the Registrar of designate for the current playing season;
 - ix. "Registered Player" shall mean a person whose application for registration with the Association has been validated by the Registrar for the current playing season;
 - x. "Board" shall mean the Board of Directors of the Association;

- x. "Special Resolution" shall mean a resolution passed in a General Meeting (Annual, Special or otherwise) by a majority of not less than 75% of the votes of those delegates present or represented by proxy and entitled to do so;
 - xii. "Ordinary Resolution" shall mean a resolution passed in a General Meeting (Annual, Special or otherwise) by a simple majority of the votes of those delegates present.
- a) The definitions in the Society Act on the date these bylaws become effective apply to these bylaws, save and except for the definition of "member" which shall be as herein before set out.
2. Words importing the singular include the plural and vice versa, and words importing a male person include a female person, a corporation, and any other organization or association, whether incorporated or unincorporated, as the context may require.

ARTICLE 3: MEMBERSHIP

1. The members of the society are the applicants for incorporation of the society, and those Clubs or persons who subsequently become members, in accordance with these bylaws and, in either case, have not ceased to be members.
2. A Club may apply to the directors for membership in the society and on acceptance by the directors is a member.
3. Every member must uphold the constitution and comply with these bylaws
4. Membership shall be open to clubs that meet the following criteria:
 - a) are properly constituted soccer clubs
 - b) have their headquarters in the District
 - c) operate within defined boundaries of the District as set out in the BCSA Bylaws
5. All Clubs shall have a Constitution, which meets the minimum requirements for a Club Constitution in accordance with BCSA's published rules.

A) Fees

Members shall be required to pay fees, which shall be set by the Board of Directors and ratified by the Membership at a General Meeting of the Association.

B) Approval of New Members

A Club shall be accepted into Membership upon:

- a) Submitting an application form along with the other required documents and Membership fees
- b) Obtaining the approval of the Association Board of Directors

C) Rights of Members

Members shall be accorded the following rights:

- To be governed in accordance with BCSA and the Association's published rules,
- To register players, administrators, team officials and referees with BCSA and the Association,
- To be a Member of, and register their teams with, BCSA sanctioned Leagues,
- To enter teams in BCSA sanctioned competitions,
- To participate in BCSA sanctioned programs such as player, coach and referee development,

- To participate in Association sanctioned programs,
- To attend and vote at all general meetings called by the Association,
- To operate Club Leagues in accordance with BCSA published rules,
- To operate Player, Coach and Referee Development Programs, and
- To participate in BCSA Insurance Plan

D) Discipline of a 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 Association's published rules or Robert's Rules and a hearing held in accordance with the Association's and BCSA's published rules. A Member whose Membership has been suspended loses all rights of Membership until the suspension has been completed.

E) Termination of Membership

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

- If the Member submits a signed letter of withdrawal to the Association
- If the Member is expelled by the Association
- If the Member is not in Good Standing for greater than three (3) months

F) Members in Good Standing

All members are in good standing, except a member who has failed to pay his or her fees, or any other debt due and owing by the member to the Association, and the member is not in good standing so long as the debt remains unpaid.

ARTICLE 4: BOARD OF DIRECTORS

1. The Association shall be governed by a Board of Directors, which shall consist of at least 5 individuals (*as per BC Societies act*), as may be amended from time to time in accordance with the Association's By-Laws.

a) These individuals shall hold the positions of:

- Chair
- Vice-Chair
- Treasurer
- Registrar
- A Director at Large and Alternate nominated by each member club
- *Any other position(s) specified by the Association*

b) A Director may hold more than one position.

c) A Director shall be nineteen (19) years of age or older and shall not be an undischarged bankrupt.

d) A Director shall serve for a term of two years or until his or her successor is elected or appointed.

2. A person holding the position of President, Chair or like position in any member organization shall not hold the Chair position for the Association.

3. A paid employee of the Association may not hold a position on the Board of Directors of the Association.
4. After an initial Board of Directors has been appointed, the positions of Chair shall be elected in odd numbered years, while the positions of Vice-Chair and Treasurer shall be elected in even numbered years.
5. The Vice Chair and Treasurer shall be elected from the Club Delegates or Alternates. The Chair need not be an accredited delegate or alternate, however should he or they be a delegate or alternate, the club whose representative is elected to the Chairs position shall replace that delegate or alternate.

6. Director Vacancy

- a) A Director has the right to resign her or his position by submitting a signed letter of resignation to the Association.
- b) A vacancy on the Board of Directors and their respective position(s) held, 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(s) for the remainder of the term being filled.

7. Removal of Director

- a) No Member of the Board of Directors shall be removed for arbitrary reasons but may be removed if:
 - i. the Director is unable to perform the duties expected of the position due to, but not limited to, any of the following reasons:
 - ii. if she/he becomes incapable of performing the business of the Association
 - iii. if she/he is absent from two or more meetings of the Board without satisfactory
 - iv. reason
 - v. if she/he no longer resides in reasonable proximity to the Association
 - vi. if she/he becomes, or is discovered to be, an undischarged bankrupt; or
- b) The Director has compromised the integrity of the Association due to, but not limited to, any of the following reasons:
 - i. if she/he has been found guilty of an offence under the Harassment Policy of BCSA
 - ii. if she/he has been found guilty of an offence involving violence under the Discipline Policy of BCSA
 - iii. if she/he has failed to properly account for monies or other property belonging to the Association
 - iv. if she/he has been found guilty of a criminal offence regardless of whether or not the offence directly affected the Association
 - v. if she/he has been found guilty of failing to act in accordance with the Conflict of Interest Policy of BCSA
- c) A Member of the Board of Directors holding his or her respective position(s), as Director or other position(s), may be removed from office by the Board of Directors for good and sufficient cause by a two-thirds (2/3's) majority vote of the Board of Directors present, provided notice to remove the Director has been given to all Directors of the Association. If a Director is removed by the Board of Directors, the Board of Directors may appoint a successor to the incumbent's position(s) for the remainder of the term being filled.

- d) 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 Association 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 all position(s) held by the removed Director for the remainder of his or her term being filled.

8. Duties of Board of Directors

- a) The Board of Directors shall conduct the business of the Association during the periods between general meetings of the Association and in accordance with the authority granted to it in the published rules of the Association.
- b) The Board of Directors shall be responsible for the appointment and renewal of appointments of all positions within the Association except for those positions elected by the Membership of the Association. If a director resigns his or her office or otherwise ceases to hold office, the remaining directors must appoint a member to take the place of the former director. The selection process and the appointments shall be based on procedures outlined in the Association's published rules. A director so appointed will hold office until the remainder of the term being filled. An act or proceeding of the directors is not invalid merely because there is less than the prescribed number of directors in office.
- c) The Board of Directors may also revoke, for cause, any appointment providing that it has followed the procedures for revoking an appointment as outlined in the Association's published rules.

9. Duties of Directors (1 Vote each at Board Meeting)

- a) *Chair,*
Except as provided for in the Dispute Resolution Policy of BCSA, and where the Chair delegates the responsibility to another person, the Chair shall preside at all general meetings of the Association and of the Board of Directors. The Chair 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 Association.
- b) *Vice-Chair*
The Vice Chair shall act in the absence of the Chair and shall have other powers as assigned by the Board.
- c) *Treasurer*
The Treasurer shall ensure that full and accurate records are kept of the accounts of the District Association; shall report to the Board of Directors at least bi-monthly; and shall submit an Annual Report to the Annual General Meeting.
- d) *Directors at Large (Representing Members)*

10. Duties of Non-Voting Members of the Board

- a) *Secretary*
The Secretary shall keep a record of all minutes of the organization; keep on file 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 Association's published rules; maintain record books in which the constitution, published rules and minutes are entered and to have the current record books available at each meeting; to send out to the Membership a notice of each general meeting; to send out to the board notice 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 Chair and vice-Chair to preside until the immediate election or appointment of a new presiding officer.

b) Registrar

The Association Registrar is responsible for receiving Player registrations from Clubs and ensuring accuracy of same, issuing Photo-id to players as required by BC Soccer, processing player forms such as Team to Team transfers and issuing Photo-id to all team officials that have passed the Risk Management process of the District.

c) Other Director Positions

The Board of Directors shall determine the duties of other Director Positions.

11. Nominations and Elections

- a) Nominations for positions on the Board of Directors may be made by any Member at the annual general meeting or at a Special General Meeting called for that purpose.
- b) Nominations and elections for positions open shall be held in the order of the positions listed in the Constitution.
- c) Election shall be by secret ballot, but in the event only one candidate is nominated, no vote is required and the nominated candidate shall be declared elected by acclamation.
- d) A majority of the votes cast shall be required to elect Directors. In the event no candidate receives a majority, the candidate with the least votes shall be dropped from the ballot and another vote shall be held.

12. District Representative

- a) The Chair of the Association shall be District Representative to BCSA unless the
- b) Chair declines the position or is removed from the position by a majority vote of the Board of Directors.
- c) In the event the Chair declines, or is removed from, the District Representative position, the Board of Directors, by majority vote, shall elect one of its Board Members to the position. The term of office of the District Representative will be in accordance with BCSA's published rules.

ARTICLE 5: MEETINGS

1. General Meetings

- a) 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 e-mail or posting to the District's website. Failure to provide notification as specified, does not invalidate the date of the General Meeting
- b) Members representing fifty per cent (50%) of the voting Membership shall form a quorum at all general meetings of the Association. Any question shall be decided by a majority of the votes unless otherwise required by this By-Law or other law.

2. Annual General Meeting:

- a) The Association shall hold its Annual General Meeting not later than 180 days after the fiscal year-end. The agenda of the Annual General meeting shall include:
 - 1) Roll Call
 - 2) Credentials Report
 - 3) Minutes of Previous Annual General Meeting
 - 4) Chair's Address

- 5) Treasurer's Report
- 6) Other Reports
- 7) Unfinished Business
- 8) Amendments to the By-Laws
- 9) Roll Call
- 10) Election of Officers and Directors
- 11) Any Other Business
- 12) Adjournment

3. Special General Meeting:

- a) A Special General Meeting of the District:
 - i) may be called by the Board by its own motion, or
 - ii) shall be called by the Board upon receipt of a written request submitted to the District by registered mail, certified mail, trace mail, courier service, hand delivery, fax or e-mail, signed by Members representing not less than twenty-five per cent (25%) of the voting membership, setting out the items of business to be conducted at the Special General Meeting.
- b) The Special General Meeting shall be held within thirty (30) days of receipt of the written request from the Members.
- c) Only the business set out in the notice to the Special General Meeting shall be considered.

4. Delegates to General Meetings

- a) A Member is entitled to have a maximum of five (5) delegates, from its membership, attend a general meeting of the Association.
- b) The Member must appoint one of its delegates to cast all of its votes at a general meeting.

5) Voting at General Meetings

- a) At general meetings, a Member shall have:
 - a vote for the first 400 hundred players registered; (1-400)
 - a vote for each additional 400 hundred players
 - up to a maximum of six votes total
 - all its votes cast by its appointed delegate(s).

6) Board of Directors Meeting

- a) The Board of Directors shall meet at least four (4) times per year, upon fourteen (14) days notice given by the Chair or Secretary, at such place and time as the Board of Directors may determine.
- b) 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 6: 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 Association.

ARTICLE 7: PROCEDURES GOVERNING MEETINGS

All meetings of the Association 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 Association.

ARTICLE 8: BY-LAWS AND AMENDMENTS

1. By-Law amendments may be proposed by the Board of Directors, or submitted by a Member to the Association in writing at least 21 days prior to a general meeting of the Association; and must be approved by a majority vote of the Board of Directors, and by a 75% vote of the Membership voting in person at a meeting of the Association duly called for that purpose.
2. All Members entitled to vote shall be notified with the Association's notice of the said Members' meeting about proposed By-Law amendments referred to in subparagraph (a). Such notification shall be by e-mail and posting on the District Website.

ARTICLE 9: RULES AND REGULATIONS

1. The Association shall have Rules and Regulations, which may 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 Association'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 the 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. If the Rules and Regulations are amended by the Board of Directors the amendment shall be presented for ratification at the next Annual General Meeting or a Special General Meeting called for that purpose. If the amendment is not ratified, it is of no effect and the previous Rules and Regulations are then in effect.

ARTICLE 10: INDEMNITY

Members of the Board of Directors or other servants to the Association, their heirs, executors, administrators and estate and effects respectively shall be indemnified and saved harmless at all times by the Association 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 wilful neglect or default.

ARTICLE 11: FINANCE

1. The accounts of the Association shall be reviewed annually through a Financial Review as determined by the Presidents of the member clubs in a simple majority vote, with the Chair voting in the case of a tie.
2. The Financial Review of the associations' accounting records shall be presented to the Annual General Meeting for adoption.
3. The fiscal year of the Association shall end on March 31st of each year, unless otherwise ordered by the Board of Directors.

Article 12: DISPUTE RESOLUTION

1. The Association shall adhere to the Dispute Resolution process as published and approved by BCSA from time to time.
2. Any member of the Association may initiate the Dispute Resolution process by communicating in writing to BCSA, with a copy to the Association, the nature and facts of the dispute. BCSA, at its discretion, may proceed with the Dispute Resolution process by assigning one or more neutral persons to the dispute.
3. The Dispute Resolution process shall not to be used for game discipline which follows the normal discipline and appeals process.
4. The Association shall make available to any member a copy of the Dispute Resolution process when requested.

Article 13: HARASSMENT

1. The Association shall adhere to the Harassment Policy as published and approved by BCSA from time to time.
2. The Harassment Policy shall apply to all employees, directors, officers, volunteers, team officials, game officials, administrators, players, members and registrants of the Association.
3. 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.
4. The Association shall make available to any member a copy of the Harassment Policy when requested.

Article 14: APPEALS

1. Any registrant or registered organization directly affected by a decision of the Association
2. Member may appeal such decision, except as stipulated in Article15-4.
3. The denial or termination of membership in the Association may be appealed by a non-registered organization.
4. A decision of the Association may be appealed to BCSA. The appeal shall be conducted in accordance with BCSA's published rules.

Article 15: DISSOLUTION

In the event of dissolution of the Association, 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 which is (are) registered with BCSA.

Article 16: DEFINITIONS/TERMINOLOGY

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