

CONSTITUTION AND BY-LAWS

Article 1: Name

The name of this organisation shall be the **LADIES RECREATIONAL SOCCER CLUB LEAGUE**, hereinafter referred to as the **LEAGUE**.

Headquarters

Are located at 103 Eldomar Avenue Brampton, Ontario. L6W 1R6 c/o Jeff Marsden.

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 if:

- the Member submits a signed letter of resignation to the Club;
- the Member is expelled by the Club's Board of Directors
- the Member is no longer registered with the Club

Article 2: Objectives

The objective of the League shall be to promote and develop recreational ladies soccer within the Regional Municipalities of Peel and Halton.

Article 3: Affiliation

The league will affiliate with the Peel Halton Soccer Association (hereinafter referred to as the PHSA).

The Club shall be a Member of the PHSA 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 bodies to which it is affiliated:

The OSA
The District Association
The Club

Article 4: The Obligation of Affiliation

Where the constitution of the league shall conflict with the constitution of the PHSA the constitution of the PHSA shall have precedence.

Article 5: Board of Directors

The league shall be composed of members as hereinafter set out, and it shall be managed by an Executive Committee constituted as stated in these By-Laws.

The Club shall be governed by a Board of Directors which shall consist of at least 5 individuals, or such number not to be less than 4, as may be amended from time to time in accordance with the Club's By-Laws. These individuals shall hold the positions of:

- President
- Vice- President
- Treasurer
- Secretary
- Director-At-Large ~Up to 5

EXECUTIVE COMMITTEE

The elected Executive shall consist of: President, Vice-President, Secretary, Treasurer, Match Secretary, Registrar and three Directors at large.

The President and Vice-President shall hold office for a two-year term. Their terms are staggered so each year either a President or Vice-President will be elected depending on when their term in office ends.

The president to be elected in the year with even numbers based on the current outdoor season year.

Members of the Executive shall hold office for one year.

Each Executive member may stand for the same office, or other office, the year following their term in office.

VACANCIES

Should a vacancy occur on the Executive Committee, the Executive Committee may appoint a person to fill the vacancy until the next Annual General Meeting.

DUTIES OF THE EXECUTIVE COMMITTEE

GENERAL:

- 1) To manage the League on behalf of the General Committee
- 2) To prepare a budget for approval at the Spring General Meeting

PRESIDENT:

- 1) Shall preside over all meetings of the League
- 2) Shall preside over all appeals brought to the League
- 3) Shall have only a casting vote, in the event of a tie
- 4) Shall be co-signatory on cheques, legal and other official documents

VICE PRESIDENT:

- 1) Shall be the next senior official to the president and shall act as president in the event of the absence of the president from duty, and shall undertake such duties as designated by the president.

SECRETARY:

- 1) Shall maintain accurate records of all meetings and provide one copy of such records to each team.
- 2) Shall handle all correspondence to and from the League.

TREASURER:

- 1) Shall maintain accurate records of accounts of the League, which shall be produced when required, and at the Annual and Spring General Meeting.
- 2) Shall maintain all funds in the official League bank accounts.
- 3) Shall issue receipts for all monies received.
- 4) Shall be co-signatory on all cheques for accounts to be paid by the League, such accounts to be presented to the Executive and/or General Committees for approval.
- 5) Shall ensure that all accounts are paid by cheque.

MATCH SECRETARY:

- 1) Shall prepare League schedules in accordance with League rules and regulations where applicable.
- 2) Shall maintain League, play-off standings and present current standings at all scheduled committee meetings.
- 3) To record all yellow and red cards issued at League games and other discipline matters arising from games in question.

REGISTRAR:

- 1) Shall receive and process all eligible registrations for our own records and to ensure that all registrations are registered with P.H.S.A. and O.S.A.

DIRECTOR AT LARGE:

Shall undertake such duties as designated by the President

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 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 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(s) for the remainder of the term(s) 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 all position(s) held by the removed Director for the remainder of the term(s) being filled.

Nominations and Elections

Nominations for positions on the Board of Directors may be made by any Member at the A.G.M. or at a Special General Meeting called for that purpose.

Nominations and elections for positions open shall be held in the order of the positions listed in the Constitution.

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.

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.

Conflict of Interest and Standards of Conduct

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

(NOTE: An RFD will be submitted to the November 5, 2004 OSA Board meeting containing the proposed *Conflict of Interest and Standards of Conduct Policy* for the approval of the OSA Board.)

Article 6: Membership

The League shall be composed of an active membership which shall be open to all ladies recreational soccer teams based within the Regional Municipalities of Peel or Halton and surrounding areas who satisfy the requirements of the league as set out from time to time.

Applications for membership shall be considered at the Spring General Meeting. Presentation for new membership shall be heard by the full assembly of members in good standing present at this meeting. The discussion to accept or not to accept will be conducted without the presence of the new applicants.

Existing member teams that are not represented at the Spring General Meeting will no longer be affiliated with our League and will have to apply as a new team for membership, unless the committee approves extenuating circumstances for non-representation.

If accepted the team will be levied an initiation fee over and above the annual membership fee and the team will have no voting rights during the soccer season.

DIVISIONS WILL BE CREATED AS TO THE NUMBER OF TEAMS REGISTERED FOR THE NEW SEASON. IF THERE ARE 18 (EIGHTEEN) OR MORE TEAMS SIGNED, THREE DIVISIONS WILL BE CREATED. AT THE END OF THE SEASON, WHERE POSSIBLE, ONE TEAM FROM EACH DIVISION SHALL BE PROMOTED/RELEGATED. IF THERE ARE LESS THAN 18 (EIGHTEEN) TEAMS SIGNED, TWO DIVISIONS WILL BE CREATED. AT THE END OF THE SEASON, WHERE POSSIBLE, TWO TEAMS, FROM EACH DIVISION, SHALL BE PROMOTED/RELEGATED.

WHEN NECESSARY, A DIVISION WITH LESS THAN SIX (6) TEAMS, AFTER PROMOTION/RELEGATION, THE CLUB WILL OFFER THE OPENING TO THE RELEGATED TEAM. IF THE RELEGATED TEAM DECLINES THE OFFER, THE SECOND PLACE TEAM IN THE IMMEDIATE DIVISION BELOW THE HIGHER DIVISION WILL BE PLACED IN THE HIGHER DIVISION.

DIVISIONS THAT HAVE AN ODD NUMBER OF TEAMS eg. 7, MUST WORK WITH THE MATCH SECRETARY IN ORDER TO BRING THE SEASON GAMES TOTAL TO SIXTEEN (16). THESE GAMES ARE TO BE SET UP BETWEEN THE TEAMS AND IF NECESSARY, WHEN BEING PLAYED IN HALTON HILLS, CO-ORDINATED WITH THE DESIGNATED FIELD ASSIGNORS.

Teams eligible for promotion must be promoted. A team not wanting to be promoted must sit out one year (this includes players & coaches).

New member teams will be placed in the second division at the discretion of the committee.

However, if an existing division has a vacancy, as per Constitutional requirements, and no existing team wishes to accept that vacancy, then any new teams will be inserted into the vacant position.

All teams are required to participate in the League Tournament held at the end of August.

Article 7: Membership Fees

Annual membership fees for new member initiation fees and a tournament bond shall be established by a majority of delegates present and entitled to vote at the Spring General Meeting of the league.

Membership fees shall be based on a levy on each member team.

Members wishing to renew their status for the coming year shall, prior to the new business section of the Spring General Meeting, shall pay **\$750.00 (seven hundred fifty dollars), \$300.00 (three hundred) non-refundable**, of their fee for that year. The **balance**, if any, of the annual membership fee **shall be paid on or before the April General Meeting**, failing this, the team will be deemed not to be in good standing and will be disciplined accordingly.

A League Bond of \$150.00 shall be paid at the April General Meeting.

This will be used to pay, but not limited to, any fines, league cup forfeitures, protest fees and unsold draw ticket sales. If teams are not indebted to the Club at the A.G.M., the full bond will be handed back.

Overdue accounts will be subject to a Fifty Dollar (\$50.00) surcharge and an additional Ten Dollar (\$10.00) weekly surcharge until the account is settled.

It is the Teams' responsibility to ensure the Club Treasurer receives all monies. The Club will not be liable for monies not received.

50/50 Draw Tickets

All teams must commit to the selling of our League Cup draw tickets. Failure to do so will see a removal of Fifty Dollars (\$50.00) from the League Bond.

BEGINNING IN THE 2018 SEASON, THE CLUB WILL ADD \$60.00 PER TEAM REGISTRATION, TO PURCHASE THE LEAGUE CUP M.V.P. AWARDS. TEAMS WILL NO LONGER NEED TO PURCHASE AWARDS AS THE CLUB WILL SUPPLY THEM.

Teams that fail to pay the required portion of the membership fee will be deemed not in good standing until the monies have been received. Under extenuating circumstances, the league can provide additional time by process of a motion and vote during a general committee meeting.

Article 8 - Meetings

ANNUAL GENERAL MEETING

- (a) The Annual General Meeting shall be held prior to the last day of September each year.
- (b) All members shall receive twenty-one (21) days clear notice of the time and place of the Annual General Meeting.
- (c) 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 email.
- (d) Order of Business of the Annual General Meeting:
 - 1. Credentials
 - 2. Reading of the minutes of the last Annual General Meeting
 - 3. President's Report
 - 4. Treasurer's Report
 - 5. Other Reports
 - 6. Unfinished business
 - 7. Amendments to the constitution and By-Laws
 - 8. Election of Executive Committee
 - 9. Any other Business
 - 10. Adjournment
- (e) The President may, at his/her discretion, introduce any special business discussion after the approval of the minutes.
- (f) Any team failing to be represented at the Annual General Meeting shall be deemed not to be in good standing and will be fined \$100.00.

(g) Teams must be represented by their designated team rep as recorded with the League. If their team rep is unavailable, another team member may take their place. Using an outside rep will not be permitted. This includes, but is not limited to, another member from a different League team, an Executive member or a member not in good standing.

This includes all League meetings, ie; General Committee Meetings, Special General Meetings etc.

GENERAL COMMITTEE MEETINGS

- (a) The first General Committee Meeting of each calendar year shall be known as the Spring General Meeting and shall be held prior to March 31st of each year.
- (b) Attendance at the General Committee meetings shall be compulsory for all teams in the membership.
- (c) Team's official representative who shall be named at the Spring General Meeting and who shall be responsible for ensuring that League decisions are transmitted to all team members including team officials shall represent teams at General Committee Meetings. In circumstances where the official representative is unable to attend in person, he/she may appoint a deputy to attend on his/her behalf. The transmitting of decisions and information, however, remains the responsibility of the official representative.
- (d) Any team that is not represented at a General Committee Meeting shall be fined twenty dollars (\$20.00).

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, fax or e-mail, signed by not less than 25 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.

- (a) The Executive Committee may call a Special General Meeting by its own motion.
- (b) All members shall receive seven (7) days clear notice in writing of the date, time and location of any Special Meeting.

- (c) Only the business for which a Special General Meeting has been called will be dealt with, except the unanimous consent of those present.

RULES OF ORDER

All meetings of the League shall be conducted in accordance with "**Robert's Rules of Order**" insofar as they may apply.

QUORUM

A majority of members shall constitute a quorum at all Committee and General meetings.

VOTING

- (a) Those who shall be qualified to vote at General Meetings of the League (i.e. an Annual General meeting, a Special General Meeting, a Spring General Meeting or a General Committee Meeting) shall be the official representative, as recorded with the League, of teams in membership provided such teams are in good standing (i.e. all commitments and obligations to the League completely up-to-date).
- (b) Where a team is a member of a club with more than one (1) team in the League, the good standing provision set out in (a) shall apply as a club.
- (c) Except as otherwise specifically stated herein decisions shall be by a simple majority of eligible voters at a meeting and shall be binding on the League.
- (d) Voting shall be by show of hands unless a simple majority of those eligible to vote decide a secret ballot is to be used.
- (e) New teams will be placed on probation for one (1) calendar year and shall be without voting rights during their first playing season.
- (f) **There will be one vote per team.**

Article 9: Amendments to the Constitution and By-Laws

- (a) Amendments to the constitution and By-Laws shall only be effected at the Annual General Meeting and/or at any Special Meeting called by the chair.
- (b) All proposed amendments to the constitution and By-Laws should be forwarded in writing to the League no later than fourteen (14) days prior to the Annual General Meeting.
- (c) Amendments to the constitution and By-Laws shall require a two-thirds majority of eligible voters at the Annual General Meeting.

Article 10: 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 11: 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 following the end of the season August 31, of each year, unless otherwise ordered by the Board of Directors.

Article 12: 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 13: 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.

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

Article 14: 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 Ontario Soccer'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 relocation 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 15: 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 organisations, or any not-for-profit athletic community organisations, which operate solely in Ontario.