

Richmond Youth Soccer Association (S-9094)

Constitution and Bylaws of Operation

May, 2004



CONSTITUTION

Article 1 (Name) - This Society shall be known as the Richmond Youth Soccer Association, hereinafter referred to as the Association.

Article 2 (Purposes)

- (a) To foster, develop and govern the game of soccer among Youth and Mini players residing within the City of Richmond.
- (b) To develop a sportsmanlike attitude at all times.

Article 3 (Locality) - The operations of the Association are to be chiefly carried on within the City Richmond in the Province of British Columbia.

Article 4 (Dissolution) - In the event of dissolution of the Association, the assets of the Association remaining after satisfaction of its liabilities and the proposed dissolution costs would become the property of the City of Richmond (Leisure Services Department) to be disbursed of as they see fit. This clause is alterable.

BYLAWS OF OPERATION

PART 1 - INTERPRETATION

1. In these Bylaws, unless the context otherwise requires:

"Association" means Richmond Youth Soccer Association;

"Club" means an organization consisting of teams, players, officials, parents and/or guardians, which organization is recognized by, and affiliated with the Association;

"Director" includes a trustee, officer, member of an executive committee and a person occupying any such position by whatever named called; when that person has been elected or appointed by the Board of Directors;

"Ordinary Resolution" means a resolution passed in general meeting by the members of the Association by a simple majority of the votes cast in person;

"Special Resolution" means a resolution passed in general meeting by a majority of not less than seventy-five (75%) percent of the votes cast by those members of the Association present who, being entitled to do so, vote in person;

"Team" means a group of players, officials, parents and/or guardians affiliated with the Club or the Association.

2. Words imparting the singular include the plural and vice versa; and words imparting a male person shall include a female person.

3. Interpretation of the Association Bylaws, Conditions of Operations, or any other Association matters not provided for herein shall be referred to the Board of Directors whose decision shall be binding on all parties.

PART 2 - MEMBERSHIP

4. Any organization wishing to be affiliated with the Association shall apply in writing for recognition and affiliation. The Board of Directors of the Association shall consider any organization's application and may require any representative appointed for membership by an affiliated organization to supply any and all information requested of it and may then recognize or reject such applicant.

5. The members of the Society are the applicants for incorporation of the Society and those persons who subsequently have become members in accordance with the Bylaws of the Association and, in either case, have not ceased to be members.

6. Every person who is a member of a Team or Club shall be considered and treated as a non-voting member of the Association.

7. Honourary Life Membership may be granted to persons who, in the opinion of the Board of Directors of the Association have contributed their services in such a manner as to warrant such recognition.

8. The following shall be voting members:

(a) each Club President (or his nominee);

(b) members of the Board of Directors of the Association;

(c) Honorary Life Members;

(d) representatives appointed by each Club; provided such appointed representatives do not exceed two (2) representatives for each fifteen (15) players registered with that Club. For the purposes of calculation, the number of players registered with each Club would be deemed to be the number of players registered with that Club on October 31st of each year as certified by the Club and District Registrars. Thereafter, the number of votes allocated to the Club would remain unchanged until October 31st of the following year. Only individuals who are members in good standing of their Club and of the Association shall be eligible to be so appointed by the Clubs. The method by which each Club chooses its specific representatives shall be strictly a Club matter. Each Club shall submit its list of accredited voting representatives to the Association prior to each and every Annual General Meeting and Annual Organizational Meeting of the Association;

(e) representatives appointed by the Select Director with the approval of the Association Directors using the same formula set out for the representatives appointed by the Clubs.

No proxy voting shall be allowed. In addition, persons qualifying as voting members pursuant to more than one of the above mentioned categories shall still be entitled to only one vote.

9. Every member shall uphold the Constitution and comply with the Bylaws of the Association.

10. A person shall cease to be in good standing and cease to be a member of the Association:

- (a) on his death;
- (b) on being expelled; or
- (c) on having ceased to be active in the Association.

11. (a) A member shall only be expelled by a Special Resolution of the members passed at a general meeting.

(b) A member may be expelled for not complying with the Constitution or Bylaws, or for bringing dishonour to the Association

(c) The Notice of Special Resolution for expulsion may be accompanied by a brief statement of the reason or reasons for the proposed expulsion.

(d) The person who is the subject of the proposed resolution for expulsion shall be given an opportunity to be heard at the general meeting before the Special Resolution is put to a vote.

PART 3 - PROCEEDINGS AT GENERAL MEETING

12. (a) The Annual General Meeting shall be held in the month of April each year subsequent to the year end, within the boundaries of Richmond at a place designated by the Chairman. The Association shall forward by mail written notice of the Annual General Meeting to all Clubs and Association teams twenty-one (21) days prior to the meeting. The main purpose of this meeting will be to hold elections and to receive, consider and approve annual reports, financial statements, and the Association's proposed Preliminary Budget for the upcoming fiscal year.

(b) The Association shall hold an Annual Organizational Meeting in September of each year. The main purpose of this meeting shall be to receive, consider and approve the Association's Final Budget for the current fiscal year as well as to conduct all other relevant business pertaining to the organization of the current season.

13. General meetings may be called by the Chairman at any time upon fourteen (14) clear days' notice, in writing, being given to all Clubs and Association teams, notice of meeting shall also be placed in the local paper fourteen (14) days prior to the meeting.

14. All meetings shall be run under the Roberts Rules of Order. No proxy voting shall be allowed.

15. A quorum shall consist of thirty (30) registered voting members at any Annual General or General meeting. No business other than adjournment or termination of the meeting shall be conducted unless a quorum is present.

16. Notice of all meetings given to the Clubs and Association teams shall include an agenda. Notice of meetings placed in the paper do not require an agenda, but agendas shall be available to any member upon request.

17. An audited financial statement shall be available for examination at the Annual General Meeting.

18. Dissolution of the Association shall be requested of the Registrar upon passage of an ordinary resolution at a meeting called for that purpose.

PART 4 - GOVERNMENT

19. The Association shall be administered by the Board of Directors and abide by the rules of the bylaws of the B.C. Youth Soccer Association to the extent that they do not conflict with the Bylaws of the Richmond Youth Soccer Association.

PART 5 - BOARD OF DIRECTORS

20. (a) The Board of Directors shall consist of fourteen (14) members elected at the Annual General Meeting for a term of two (2) years as follows:

- (i) seven (7) directors in odd calendar years; and
- (ii) seven (7) directors in even calendar years.

(b) The Board shall include four (4) directors, which shall be the presidents of the Clubs or his appointed Representative. The said Club representative would have all of the same rights and responsibilities as the elected directors including full voting rights. To be eligible to be a Club appointee to the Board, the individual so appointed must be a member in good standing with his respective Club and Association.

(c) The term of any Club representative shall be for one (1) year and shall commence either the first day of May or the fourteenth (14) day following the Association's Annual General meeting, whichever is the later date.

(d) The Club representative may be changed by the President of the Club at any time.

21. Should a vacancy occur on the Board, the Board is empowered to appoint from the membership a replacement, who shall hold office until the full term of the elected member has expired. This replacement will be appointed within a period of forty (40) days from the said vacancy.

22. Save and except for the Club appointee to the Board of Directors, no member of the Board of Directors shall be an executive member of a Club affiliated with the association during his tenure of office.

23. Any member of the Board of Directors absenting himself without just cause from three (3) consecutive meetings of the Association or willfully neglecting his duties to the Association, shall be deemed to have forfeited his position.

PART 6 - DUTIES OF THE BOARD AND OFFICERS

24. The Board shall: (a) appoint a Chairman, Vice-Chairman, Secretary and Treasurer from its members, with no one member or his/her family being appointed concurrently to the Chairperson and Treasurer positions;

(b) operate or delegate all Youth and Mini competitions approved by the Association which are within the City of Richmond in accordance with the Constitution and Bylaws of this Association;

- (c) approve all expenditures and purchases prior to any cheques being issued or any purchase being ordered;
- (d) meet at least three (3) times during playing season and additional meetings shall be called when necessary;
- (e) ensure that there is presented to the Annual General Meeting a properly audited financial statement consisting of the following documents: (i) a statement of income and expenditure; (ii) a statement of surplus; (iii) a statement of source and application of funds; and (iv) a balance sheet;
- (f) ensure that Conditions of Operations are in place before the start of the soccer season by preparing same and meeting with the Club Presidents to inform them of any changes from the previous year.

25. The Board of Directors shall only transact business when a quorum of Directors is present.

26. The Chairman shall:
- (a) preside at all meetings, and enforce order and strict observance of the Constitution and Bylaws;
 - (b) exercise general supervision and co-ordinations over Association affairs;
 - (c) call Board Meetings and General Meetings, as the need arises; and
 - (d) form committees as required.

27. The Vice-Chairman shall:
- (a) assist the Chairman at all times, and
 - (b) assume the duties of the Chairman in his absence.

28. The Secretary shall:
- (a) keep an accurate record of all meetings;
 - (b) bring all correspondence before the Board and act on same as the Board directs;
 - (c) give notice of all meetings in accordance with these Bylaws; and
 - (d) allow inspection of the books and records of the Association by a Club upon receiving reasonable notice of the request.

29. A Recording Secretary may be appointed annually at the discretion of the Board of Directors. The Recording Secretary shall not have a vote.

30. The Treasurer shall:
- (a) maintain an accurate account of all financial transactions;
 - (b) issue proper receipts where applicable for monies received and deposit such monies in a financial institution which is a member of the Canada Deposit Insurance Corporation or the Credit Union Deposit Insurance Corporation in the name of the Association;
 - (c) ensure that all financial records are available as required by the Board of Directors;
 - (d) prepare a financial statement for each of the required Board Meetings, including a detailed list of receipts and expenditures.

PART 7 - REGISTRATION

31. Registration fees shall be submitted by each Club to the Association Treasurer at the time and place approved by the Board of Directors.

PART 8 - SIGNING OFFICERS

32. There shall be three (3) signing officers of the Association. Two (2) signing officers shall endorse all cheques, one of whom shall be the Treasurer.

PART 9 - BORROWING POWERS

33. The borrowing powers of the Association shall only be exercised by the Directors following passage of an Ordinary Resolution at a general meeting called for that purpose and shall be limited to the exercise of powers authorized by the Resolution. Debentures shall not be issued without the passing of a Special Resolution.

PART 10 - FINANCES

34. (a) the financial year shall be from April 1st to the last day of March of the following year;
(b) the Association may do such things as approved by the Board of Directors as may be necessary to raise funds to carry out the objects of the Association, and may accept donations for that purpose;
(c) a Team or Club shall not be allowed to raise funds using the name of the Association unless written consent of the Board of Directors has been given;
(d) the Board of Directors shall have the power to invest Association funds in a financial institution which is a member of the Canada Deposit Insurance Corporation or the Credit Union Deposit Insurance Corporation. For monies placed in term deposit for special purposes the disbursement of said term deposits shall be passed by a majority vote of the whole Board of Directors.

PART 11 - AUDIT

35. The Association books shall be audited once a year by an independent audit, prior to the Annual General Meeting. The auditor shall be a person who is:
(a) a member, or a partnership whose partners are members, in good standing, of the Canadian Institute of Chartered Accountants or the Certified General Accountants Association of British Columbia; or
(b) certified by the Auditor Certification Board established under the British Columbia Company Act.

PART 12 - SEAL

36. The seal of the Association shall be in the custody of the Secretary. The seal shall be affixed only pursuant to the resolution of the Board of Directors.

PART 13 - AMENDMENTS

37. (a) Any member wishing to propose a change or amendment to the Constitution and By-Laws must do so by a notice of motion in writing to the Association by April 1st of each year preceding the Annual General Meeting. Clubs shall be circulated with copies of all proposed amendments or changes at least fourteen (14) days prior to the Annual General Meeting;

(b) Change or amendments to the Constitution or By-Laws may also be made at any time at a Special General meeting of the Association. Thirty (30) days notice of motion of any proposed changes or amendments must be given in writing to the Association. the Association will then give each club thirty (30) days notice of such Special General Meeting;

(c) alterations, amendments or additions to the Constitution and By-Laws shall be made only by a Special Resolution.

PART 14 - RESIDENCY

38. Save and except as provided herein, neither the Association or any Club affiliated with the Association shall accept for registration any player who does not reside in the City of Richmond.

39. Notwithstanding the foregoing, a player who does not reside in the City of Richmond may be accepted for registration by the Association and Club affiliated with the Association so long as the players meets all of the following criteria:

(a) the player must apply in writing to the Association and comply with the following:

(i) the player and his possible coach may be required to appear before the Richmond Youth Soccer Association Board, or its designate, to explain the reasons why the player should be allowed to transfer to Richmond.

(c) a vote of the RYSA Board, for each and every out of district player, shall be required with an approval of 75% required to allow the out of district player to transfer to Richmond.

(b) a maximum of three (3) out of district players may be allowed on any one (1) team.

PART 15 - MISCELLANEOUS

40. All Clubs affiliated with the Association shall hold their Annual General Meeting no later than March 31st of each year.

(End of Bylaws)