

Vancouver Girls Soccer Association

CONSTITUTION

1. NAME

This society shall be known as the Vancouver Girls Soccer Association.

2. PURPOSE

The purpose of this society is:

- a) to provide opportunities for girls to participate in the sport of soccer; and
- b) to further the advancement of girls soccer.

3. DISSOLUTION

In the event that this society should be wound up or dissolved, any assets remaining after the payment of all debts and liabilities shall be donated to one or more registered charities within Canada. This provision is unalterable.

4. PROFIT

This society operates on a non-profit basis, meaning specifically that:

- a) all revenues shall be used only to further the society's purpose; and
- b) no society member or director shall be remunerated for any service provided in their capacity as a member or director.

This provision is unalterable.

BYLAWS

ARTICLE 1: DEFINITIONS

In these bylaws, unless the context otherwise requires:

Club means the Vancouver Girls Soccer Association;

Director means a Member elected to serve on the Board of Directors of the Club;

District Association means the governing body of the provincial district in which the Club has been designated to play by the Provincial Association;

Junior Member means a Member who will not attain his/her 19th birthday before the next first day of May;

Member means:

- a) a player registered to play on any team within the Club, and
- b) a parent or guardian of each player registered to play on a team within the Club, and
- c) a person registered with the Club as a referee, team coach or team manager;

Provincial Association means the British Columbia Soccer Association or its successor.

ARTICLE 2: MEMBERS

- 2.1 A person becomes a Member in good standing upon application to the Club, in the prescribed form, for any of the positions to which membership attaches.
- 2.2 Information required for the membership application, and compiled on the Registry of Members, is for Club use only and is protected under the B.C. Personal Information Protection Act.
- 2.3 A Member may cease to be in good standing if:
 - a) he/she fails to pay any fee lawfully owing to the Club, or
 - b) he/she fails to return any equipment or other asset belonging to the Club, or
 - c) he/she contravenes the constitution or bylaws of the Club.
- 2.4 A Member's good standing may be revoked by a 75% majority vote at a General Meeting of the Club.
- 2.5 A motion to revoke a Member's good standing must clearly state reasons and must be placed on the General Meeting agenda as a special resolution.
- 2.6 A motion to revoke a Member's good standing may not be voted upon until the Member in question has had the opportunity to speak to the motion. Such opportunity is in no way diminished by the failure of the Member in question to attend the meeting.
- 2.7 A Member may unilaterally relinquish his/her membership in the Club by written notification to the Secretary.

ARTICLE 3: DIRECTORS

- 3.1 The business of the Club shall be conducted by a Board consisting of not less than 5 nor more than 20 Directors.
- 3.2 Directors shall be Members in good standing elected by majority vote at an Annual General Meeting of the Club.
- 3.3 Directors shall be elected for two year terms, except in the first year of the Club in which half of the Directors shall be elected for a one year term.

3.4 Nominations for Directors may be received by the Secretary in advance of, or from the floor of, the Annual General Meeting.

3.5 Within one week of the Annual General Meeting, the newly elected Directors shall determine who from among their number shall hold, until the conclusion of the next Annual General Meeting, the following positions:

President
Vice-president
Secretary
Treasurer
Registrar
Director of Coach Development
Director of Player Development
Director of Policy Development
Director of Public Relations
Division Manager
Field Manager
Referee Manager
Equipment Manager
Fundraising and Tournament Coordinator

3.6 One Director may hold more than one of the positions outlined in section 3.5.

3.7 Except for President, Secretary and Treasurer, each of the positions outlined in section 3.5 may be held by more than one Director.

3.8 The responsibilities of the positions outlined in section 3.5 shall be determined from time to time by the Board, provided however, that those responsibilities are not inconsistent with the following:

The President shall preside at all meetings of the Club and supervise the other Directors in the execution of their duties;

The Vice-president shall carry out the duties of the President in his/her absence, chair any standing committees established by the Board, and represent the Club at the District Association and other similar organizations;

The Secretary shall conduct the correspondence of the Club, issue notices of Club meetings, keep minutes of Club meetings, have custody of Club records and documents except those kept by the Treasurer, and have custody of the Club seal;

The Treasurer shall keep all Club financial records necessary to comply with the B.C. Societies Act, render financial statements to the Directors, Members and others when required, and oversee all fundraising activities carried out by the Club;

The Registrar shall maintain a Registry of Members and a Registry of Players, and be responsible for liaison with provincial and district registrars;

The Director of Coach Development shall be responsible for maintaining a high level of coaching expertise within the Club, including the maintenance of related resource materials;

The Director of Player Development shall be responsible for developmental programs for players and goalies within the Club, including the maintenance of related resource materials;

The Director of Policy Development shall be responsible for strategic and business planning and operational policies, including the maintenance of related resource materials;

The Director of Public Relations shall be responsible for enhancing the image of the Club and for coordinating external communications, including the maintenance of a website;

The Division Manager shall be responsible for liaison between the Board and the coaches and managers of individual teams within the Club;

The Field Manager shall be responsible for obtaining use permits for, scheduling the use of, and preparing for use, all fields and gymnasiums;

The Referee Manager shall be responsible for the training of referees, and for the provision of referees for games as required;

The Equipment Manager shall be responsible for the maintenance of all soccer equipment owned by the Club;

The Fundraising and Tournament Coordinator shall be responsible the implementation of fundraising projects, and for the production of an annual Club tournament.

3.9 A Director may be removed from the Board by a 67% majority vote at a General Meeting of the Club.

3.10A motion to remove a Director must clearly state reasons and must be placed on the General Meeting agenda as a special resolution.

3.11A motion to remove a Director may not be voted upon until the Director in question has had the opportunity to speak to the motion. Such opportunity is in no way diminished by the failure of the Director in question to attend the meeting.

3.12A Director may unilaterally relinquish his/her seat on the Board by written notification to the Secretary.

3.13 A vacancy on the Board of Directors, including an authorized seat that has not been filled, may, by resolution of the Board, be filled until the next Annual General Meeting by any Member in good standing.

ARTICLE 4: MEETINGS

4.1 The Club shall hold an Annual General Meeting each year during the month of May.

4.2 In addition to the Annual General Meeting, the Club shall hold a minimum of four Regular or General Meetings during its operating year.

4.3 For General Meetings, the Secretary shall notify all persons listed in the Registry of Members.

4.4 A quorum for General Meetings, including the Annual General Meeting, shall be 15 Members in good standing who are not Directors.

4.5 For Regular Meetings, the Secretary shall notify all Directors and any Members who have stated a wish to be so notified.

4.6 A quorum for Regular Meetings shall be 50% plus one of the Directors.

4.7 The time and place of all meetings shall be determined by the Board of Directors.

4.8 The President shall convene a General Meeting within 30 days of either a request by resolution of the Board of Directors, or the receipt of a written request signed by 10% of the Members in good standing.

4.9 The order of business for all meetings except the Annual General Meeting shall be:

- Establishment of a Quorum
- Adoption of Previous Minutes
- Treasurer's Report
- Correspondence
- Committee and Director's Reports
- Old Business
- New Business
- Adjournment

4.10 The order of business for the Annual General Meeting shall be:

- Establishment of a Quorum
- President's Annual Report
- Treasurer's Annual Report
- Motion to Waive External Audit
- Constitutional Amendments
- Election of Directors
- Appointment of a Scorekeeper and Statistician
- Establishment of Committees
- Establishment of Dues, Fees and Charges
- New Business
- Adjournment

4.11 All Members in good standing shall be entitled to attend all meetings of the Club.

4.12 All Members in good standing, except Junior Members, shall be entitled to vote at all meetings of the Club.

4.13 All votes shall be cast in person, either by a show of hands or secret ballot. Voting by proxy is not permitted.

4.14 The President shall vote only to break a tie vote.

4.15 The Secretary shall record in the minutes only that the conclusion of a vote was in the affirmative or the negative.

ARTICLE 5: SOCIETY OPERATIONS

5.1 The Club's operating year shall commence on April 1 and conclude on March 31 of the following calendar year.

5.2 The Club shall maintain an account at a bank or credit union within the Club's area of operation.

5.3 The Club shall maintain suitable liability coverage for the Club and its Directors, coaches, managers, officials and players.

5.4 Any action, undertaking, agreement, or utterance made on behalf of the Club, or any team within the Club, must be approved by the Board of Directors. The Board may, by resolution, delegate this authority within specific parameters to officials of any team within the Club.

5.5 Any deed, transfer, license, contract or engagement executed on behalf of the Club shall be signed by the Secretary and either the President or Vice-president.

- 5.6 Any financial transaction executed on behalf of the Club shall be signed by the Treasurer and either the President or Vice-president.
- 5.7 The Club is required to have an annual external audit, unless waived at the Annual General Meeting.
- 5.8 A maximum of 10% of revenues from player registration fees may be carried forward to the next operating year only.
- 5.9 Members may not be remunerated for any services rendered to the Club in their capacity as a Member or Director.
- 5.10 Members in good standing may be reimbursed for out of pocket expenses incurred at the behest of the Club, or incidental to services requested by the Club, when verified by receipts to the Treasurer.
- 5.11 To achieve the Club's purpose, the Board of Directors may borrow, raise or secure funds by any legal means, including the issuance of debentures.
- 5.12 Each issuance of a debenture must be first approved at an Annual General Meeting of the Club.
- 5.13 Each motion to issue a debenture must state full particulars and must be placed on the agenda as a special resolution.
- 5.14 A special resolution may not be altered or amended prior to a vote.
- 5.15 A special resolution must be delivered by the Secretary to all Members in good standing in written form so that it will be available to the Members at least 14 days before the meeting at which it will be placed on the agenda.
- 5.16 Notice to Members of any Club business shall be deemed to have been delivered if sent by mail, fax or email to the appropriate contact address recorded in the Registry of Members.
- 5.17 The Club must provide to any Member, upon request, a copy of the constitution and bylaws of the Club.

ARTICLE 6: PLAYERS & SOCCER OPERATIONS

- 6.1 All teams, players, coaches and managers shall register with the Club in the prescribed form and be included on the Registry of Players.

- 6.2 Information included on the Registry of Players may be shared with other clubs and is not protected under the B.C. Personal Information Protection Act.
- 6.3 All dates and fees related to player registration and player evaluation shall be approved at the Annual General Meeting for the following season.
- 6.4 Any registered player who cannot be immediately placed on a team shall be put on a waiting list by the Registrar, and her registration fee shall be held in trust by the Treasurer.
- 6.5 At the date set for the finish of team formation, players on the waiting list shall be given the option of remaining on the list or not, and her fee shall be returned.
- 6.6 Any player vacancy occurring during the season may be filled, first by qualified players on the waiting list, then from elsewhere. A registration fee will be collected at that time.
- 6.7 The Club shall maintain written policies covering all aspects of team formation, and such policies shall be available to all Members.
- 6.8 The Club colours shall be black and white. The design of Club uniforms and other equipment shall be determined from time to time by the Board of Directors.
- 6.9 All teams within the Club shall use uniforms and equipment provided by the Club for all games scheduled by the Club.
- 6.10 The Club shall maintain written policies covering the design and provision of uniforms and equipment, and such policies shall be available to all Members.

ARTICLE 7: AMENDMENTS TO THIS CONSTITUTION

- 7.1 Amendments to the constitution and bylaws of the Club may be made by majority vote at any General Meeting.
- 7.2 A motion to amend the constitution or bylaws of the Club must include the existing wording, the proposed wording, and the reasons for the change, and must be placed on the General Meeting agenda as a special resolution.