



North Mississauga Soccer Club

Constitution

April 2, 2018

ARTICLE I – NAME	3
ARTICLE II – AIMS AND OBJECTIVES	3
ARTICLE III – AFFILIATIONS	3
ARTICLE IV – THE OBLIGATION OF AFFILIATION	3
ARTICLE V – AREA OF OPERATION	3
ARTICLE VI – ORGANIZATION	4
ARTICLE VII – MEMBERSHIP	4
ARTICLE VIII – MEETINGS OF THE MEMBERSHIP	5
ARTICLE IX – THE BOARD OF DIRECTORS	7
ARTICLE X – DUTIES OF DIRECTORS OF THE CLUB	11
ARTICLE XI – GENERAL FOR DIRECTORS, VOLUNTEERS AND MEMBERS	13
ARTICLE XII – CLUB FINANCES	13
ARTICLE XIII – CONFLICTS OF INTEREST	16
ARTICLE XIV -- DISPUTE RESOLUTION	16
ARTICLE XV – HARRASSMENT	17
ARTICLE XVI – APPEALS	17
ARTICLE XVII - RULES AND REGULATIONS	17
CONSTITUTIONAL AMENDMENTS - Tracking	18

PREAMBLE

The North Mississauga Soccer Club, which is incorporated, as a not-for-profit corporation under the Corporations Act of the Province of Ontario, is governed by these Bylaws:

BYLAWS

ARTICLE I – NAME

1. This organization shall be known as the NORTH MISSISSAUGA SOCCER CLUB (hereinafter referred to as the “Club”).

ARTICLE II – AIMS AND OBJECTIVES

The Aims and Objectives of the Club shall be:

1. To organize and operate amateur soccer teams and leagues both competitive and recreational for all age groups;
2. To teach the skills of the game;
3. To develop, encourage and promote community spirit, sportsmanship and good fellowship among all Members.

ARTICLE III – AFFILIATIONS

The Club shall function as an independent corporation affiliated with:

1. The Ontario Soccer Association (OSA)
2. The PEEL HALTON SOCCER ASSOCIATION
3. The RECREATION AND PARKS DEPARTMENT of the CITY OF MISSISSAUGA

ARTICLE IV – THE OBLIGATION OF AFFILIATION

1. Where the Constitution of the Club shall conflict with the Constitution of the Peel Halton Soccer Association (hereinafter referred to as the “PHSA”), the Constitution of the PHSA shall have precedence. The Club shall follow the published rules of PHSA 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 PHSA.
2. Where the Constitution of the Club shall conflict with any statute or by-law or any written order or policy of the City of Mississauga, the statute, by-law, written order or policy shall have precedence.

ARTICLE V – AREA OF OPERATION

The Club shall administer the game in the area bounded by the City limits to the North; by Hurontario Street to the East; by Eglinton Avenue to the South; and by City Limits to the West.

The headquarters of the club shall be located within the district boundaries of the PHSA.

ARTICLE VI – ORGANIZATION

The Club shall be composed of Members as hereinafter set out and shall be managed by a Board of Directors as hereinafter set out.

ARTICLE VII – MEMBERSHIP

- 1) The Members of the Club shall be:
 - A) An ADULT MEMBER is an individual who is 18 years of age or older and is:
 - 1) A player registered with the Club and who is registered or playing with a senior team of the Club.
 - 2) A parent/guardian of a youth player registered with the Club.
 - 3) A director, coach, assistant coach, manager, trainer, convenor, referee, or any other volunteer who is registered with the Club.
 - 4) the Past President .
 - B) A YOUTH MEMBER is an individual who is 17 years of age or younger and is registered with the Club.
- 2) Although a Member, youth or adult, may qualify for membership under more than one of the above categories and be registered under more than one category, the Member holds only one membership in the Club.
- 3) The maximum number of parents/guardians for an individual Youth Member is two. A parent/guardian of sibling Youth Members holds only one membership.
- 4) Only Adult Members may vote at any meeting of the Membership as hereinafter set out.
- 5) A Voting Member is an Adult Member in good standing. There can only be a maximum of two votes per family/extended family unit.
- 6) To qualify for playing membership of the Club, a player shall reside in the City of Mississauga, provided that the Board at its discretion may permit up to two (2) percent unqualified players to register and play.
- 7) STANDING
 - A) A member, by a 2/3 vote of the Total Membership of the Board, will become a “member not in good standing” in the Club if:
 - B) All fees, fines, dues, and any other financial obligation to the Club are not paid in full at the end of the Club’s fiscal year.
 - C) A Member who has been declared not in good standing by the Board must be notified in writing within five (5) days of the decision.

8) 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 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.
- B) Player, team and team official discipline for game infractions is governed in accordance with the procedures published by the OSA.
- C) Any member(s) who obstructs or hinders the operation of the Club by infringing upon the bylaws or rules or regulations of the Club therefore bringing the Club into disrepute maybe reprimanded, suspended or expelled from the Club after a hearing by the Board of Directors of the Club that which hearing the member is entitled to attend'.

9) 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 a 2/3 vote of the Total Membership of the Club's Board of Directors
- 3) if the Member is no longer registered with the Club

A Member may be expelled from membership if:

- A) The Member has broken the law as interpreted by the judicial system of the jurisdiction where the offense took place while the Member was representing the Club or using the name of the Club.
- B) After a hearing by the Board of which the Member has been duly notified of the charges and hearing date, and who may attend or be represented at the Member's discretion, the Member has been found to violate the Bylaws or Rules and Regulations of the Club.

ARTICLE VIII – MEETINGS OF THE MEMBERSHIP

Meetings of the Membership shall be of two kinds, the ANNUAL GENERAL MEETING and the SPECIAL GENERAL MEETING.

1. THE ANNUAL GENERAL MEETING

- A) The Annual General Meeting (hereinafter referred to as the "AGM") shall be held prior to the last day of October.

- B) The Secretary of the Club shall schedule the meeting and publish notice at least six weeks prior to the meeting.
- C) No Article of this document shall be altered or rescinded and no additions shall be made to Articles except at an AGM and then only by a two-thirds vote of the eligible Members voting.
- D) Proposed Constitution amendments shall be delivered to the Secretary of the Club not less than four weeks prior to the date of the AGM. Only the Board of Directors or Adult Members of the Club in good standing can propose amendments.
- E) The Secretary of the Club shall publish all proposed amendments not less than two weeks prior to the AGM.
- F) Voting shall be by show of hands unless a majority of Members voting shall decide that a secret ballot is to be used.
- G) The Order of Business for an AGM shall be
 - 1. Credentials
 - 2. Reading of the Minutes of the last AGM
 - 3. The President's Report
 - 4. The Treasurer's Report and Financial Statements
 - 5. Appointment of Auditors
 - 6. Reports of Committees
 - 7. Amendments to the Constitution
 - 8. Current Business
 - 9. Election of the Board of Directors
 - 10. Other Business
 - 11. Adjournment

2. THE SPECIAL GENERAL MEETING

- A) Special General Meeting (hereinafter referred to as a "SGM") may be called:
 - 1) By order of the Board of Directors
 - 2) By the President upon receipt of a signed written request from at least fifty (50) voting members. Such request must state the reason for the SGM. The SGM shall be held within twenty-one days of the date the request was received.
- B) A SGM called for a specific purpose or reason must confine itself to the business for which it was called.
- C) A SGM may not amend the Constitution.

- D) Voting shall be by a show of hands unless a majority of the Members voting shall decide that a secret ballot is to be used.
- E) The scheduling of a SGM shall be the responsibility of the Secretary who shall publish notice at least 15 days prior to the date of the meeting.

3. GENERAL FOR MEETINGS OF THE MEMBERSHIP

- A) Roberts Rules of Order shall prevail at all meetings.
- B) Only Voting Members as defined in ARTICLE VII shall be entitled to vote if present. No proxy votes shall be allowed.
- C) The Secretary of the Club shall ensure that player lists are present and that lists of coaches and executives are also present should a challenge be made to the eligibility of anyone present to exercise the rights of Membership.
- D) In the absence of lists, a person may be seated as a Member only on a motion and a majority vote of the Members voting.
- E) A minimum of thirty five (35) members in good standing shall form a quorum at all general meetings of the membership.

ARTICLE IX – THE BOARD OF DIRECTORS

- A. The Board of Directors (hereinafter referred to as the “Board”) shall be a body of eight (8) persons. The Board shall have responsibility for the affairs and business of the Club between meetings of the Members.
- B. Directors shall be elected by the Membership at the AGM of the Club as follows: Four (4) Directors, namely the President, the Director of Competitive Program, the Director of Development and the Director -at-Large (I) shall be elected in ODD numbered years to serve for a two (2) year term. The remaining four (4) directors, namely the Vice- President, the Secretary-Registrar, the Treasurer and the Director-at-Large (II) shall be elected in EVEN numbered years to serve for a two (2) year term.

Each vacant position will be voted on separately in the order specified above.

- C. Nominations for positions on the Board of Directors may be made by any Voting Member at a Special General Meeting called for that purpose, or as stated in ARTICLE IX Section G. Nominees must be present at the Special General Meeting to accept their nomination.
- D. An elected Director may serve for the maximum two (2) year term and then the individual must seek re-election in order to continue as a Director.
- E. If an elected Director has been replaced due to resignation or removal, then the position held by the non-elected Director will require an election at the next AGM. If more than five (5) elected directors are replaced or removed before the next AGM, then the remaining Board members

and/or President must call a Special General Meeting (“SGM”) of the membership to allow the membership to decide if the remaining Board of Directors be allowed to continue in their current capacity, or if they must step down at this SGM and the members attending that SGM shall then vote on a new Board of Directors. This vote shall be binding on the Board of Directors.

- F. The Board of Directors may establish a standing committee or special committee to carry out specific business or programs of the Club.

G. Nomination of Directors

The Board of Directors shall be responsible for appointing a chairperson (Nominations Officer) of a Nominations Committee, prior to each Annual General Meeting or other special meeting called for election of Directors. The chairperson will be a current board of director whose position is not up for re-election at the meeting. There will be a maximum of three members on the Nominations Committee, the duties of the committee shall include:

- To post a list of all vacancies on the Board of Directors on the Club’s web- site at least (30) days prior to the Annual General Meeting, to notify members of the name of any vacant position, the name of the Club’s Nominations Officer, the process for nominating a candidate (including a resume of qualifications), and the deadline for submitting nominations.
- To accept all nominations submitted and ensure that all nominees consent to said nomination.
- To post the list of nominees and a one page resume for each nominee for vacant positions on the Board of Directors on the Club’s Web-site ten (10) calendar days prior to the Annual General Meeting and to provide the list of nominees to the Membership at the Annual General Meeting of the Club or in the case of a special meeting of voting members.
- Provided there are no candidates nominated, nominations will also be accepted from the floor during the Annual General Meeting of the Club or in the case of a special meeting of voting members.
- The Nominations Officer shall conduct the election of Directors and shall ensure that all proper processes are followed including:
 - Members are briefed on the election process.
 - a quorum is present.
 - scrutineers are chosen and properly instructed as to their duties.
 - election by secret ballot.
 - requesting candidates to speak providing background information on themselves to the members.

1. DIRECTORS

Directors must be:

1. Members in good standing;
2. Eighteen years of age or older;
3. Minimum three (3) years of being a participant in the Club, whether through player registration, or volunteerism;
4. The Board of the Club shall have the following positions:
 - i. The President
 - ii. The Vice President
 - iii. The Secretary – Registrar
 - iv. The Treasurer
 - v. Director-at-Large (I)
 - vi. Director-at-Large (II)
 - vii. The Director of Development
 - viii. The Director of Competitive Program

No Director shall be a Board Member of, or a coaching staff of, or an employee of another Soccer Club or a Soccer Academy.

2. MEETINGS OF THE BOARD OF DIRECTORS

- A) The Board shall meet no less than quarterly and shall not meet concurrently with any meeting of the Membership.
- B) A meeting of the Board shall be called by the President upon receipt in writing of a request signed by two Directors.
- C) A minimum notice of five (5) days shall be required for any meeting unless the following apply:
 - i) The meeting is a regularly scheduled meeting.
 - ii) The meeting directly follows a General Meeting of the Members at which a quorum of the Board is present.
 - iii) Where there is a need to hold a meeting due to the importance or need for a decision, a meeting may be called on short notice provided that a quorum of the Board of Directors is met.

Notice of meetings shall be delivered by any of the following: in person, by phone, fax or email, in writing or via other electronic means of communication.

No inadvertent error or omission in giving notice for a meeting of Directors shall invalidate such meetings or invalidate or make void any proceedings at such meetings and any Director may at any time waive notice of any such meeting and may ratify and approve of any or all proceedings taken.

- D) Meetings of the Board of Directors may be held at the Board's discretion via telephone conferencing or by any other electronic means and these types of meetings will be known as

conference calls. In extreme situations, where there is a matter of urgency, the President may communicate to all Board members for a vote. Quorum must be met and the decision must be ratified at the next Board of Directors' meeting. No formal notice of meetings will be required if all Directors are present or if those absent have given their consent to the meeting being held in their absence.

- E) A majority of the registered Directors shall form a quorum at all meetings of the Board. Questions arising at any meeting shall be decided by a majority of votes, unless otherwise set out in these By Laws, where each director is entitled to cast one vote.
- F) The President shall preside at all meetings of the Board as Chairman unless the Board shall from time to time decide otherwise. All meetings shall be conducted in accordance with the most recently published Robert's Rules of Order except as may be otherwise stipulated in this Constitution or other Rules and Regulations of the Club.
- G) The Board shall be responsible for approving and administering the Budget.
- H) The Board shall transact any business either special or general at any meeting of the Board.
- I) The Board shall maintain a book of Minutes.

3. TENURE AND ELECTIONS

Notwithstanding anything contained elsewhere in these by-laws to the contrary, each Director shall be elected by a vote from the floor of the AGM by a majority of the Members voting. The results of each vote shall be announced, including the vote count, after which the ballots shall be destroyed following a motion from the floor. The term for each Board position shall be as stated in Article IX.

4. REMOVAL OF DIRECTORS

- A) A Director may be removed by motion to the Board, and a majority vote of the total membership of the Board if:
 - i) He/She has missed three consecutive scheduled meetings of the Board without valid reason.
 - ii) He/She, in the opinion of the Board, is not meeting the obligations of the Office he/she holds.
- B) A motion, which has the intention of removing a Director from office, shall clearly state the reasons for the removal and shall be included in the notice of the meeting or that previous notice of intent to present such a motion be given in the prior meeting.

5. VACANCIES

- A) The Board shall be empowered to fill its vacancies with duly qualified Members of the Club.

- B) All directorships for which a vacancy is created by resignation or removal from the Board shall be replaced within 30 days of the effective date of such a vacancy. Candidates shall be submitted to the Board and voted upon.

6. CONFLICT OF INTEREST AND STANDARDS OF CONDUCT

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

ARTICLE X – DUTIES OF DIRECTORS OF THE CLUB

1. THE PRESIDENT

The President shall:

- A. Preside at all meetings of the Membership and the Board.
- B. Be the Chief Executive Officer of the Club, and shall execute the business and operations of the Board.
- C. Report at each meeting of the Board and shall truly answer such questions as any Member may ask concerning the affairs of the Club.
- D. Through the Treasurer keep all money and assets of the Club and report on the same at each meeting of the Board.
- E. 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.

2. THE VICE PRESIDENT

The Vice President shall:

- A. The Vice President shall assume the duties of the President in his/her absence.
- B. In the event of the resignation of the President, the Vice President shall be responsible for the calling of a meeting of the Board within two weeks of the effective date of the resignation. Until such time he/she shall assume the duties and powers of the President.

3. THE TREASURER

The Treasurer shall:

- (1) Ensure that full and accurate records are kept of the accounts of the Club.
- (2) Report to the Board of Directors at least once per quarter

- (3) Be responsible for producing financial reports for the AGM or SGM
- (4) Oversee the preparation of the annual Budget.

4. THE DIRECTOR OF DEVELOPMENT

The Director of Development shall:

- (1) Oversee the club's development programs.
- (2) Oversee the Club's referee program.

5. THE SECRETARY - REGISTRAR

The Secretary - Registrar shall:

- (1) Be responsible for recording, producing, and distribution of the minutes of meetings, and all documents that pertain to the business affairs of the Club.
- (2) Correspond with all associations, clubs, leagues, departments of government, and all other corporations, organizations, and persons having business with the Club.
- (3) Maintain and keep up to date the records and files of the Club.
- (4) Make the physical arrangements necessary for meetings of the Board, and for meetings of the Membership.
- (5) Convene boards of enquiry.
- (6) Be responsible for Club player registration.
- (7) Be responsible for collection of statistics during registration periods and advise the Board on projected numbers.
- (8) Ensure the club registration details are forwarded to the PHSA as required.

6. THE DIRECTOR OF COMPETITIVE PROGRAM

The Director of Competitive Program shall:

- (1) Oversee the Club's Representative, Select and All-star programs.
- (2) Oversee the selection process for Representative, Select and All-star coaches and submit nominations to the Board.
- (3) Liaise between the Board and all Representative, Select and All-star teams.
- (4) Chair all meetings involving Representative, Select and All-star team coaches.

(5) Enforce the Constitution among the teams of his/her charge.

(6) The Director shall have authority to suspend any coach, manager, or trainer directly under his/her charge pending Board review

7. DIRECTORS-AT-LARGE (I, II)

Each Director-AT-LARGE shall assume responsibilities, duties and appointments as deemed necessary by the Board of Directors

ARTICLE XI – GENERAL FOR DIRECTORS, VOLUNTEERS AND MEMBERS

1. Members who are delegated duties from Directors are empowered to act on matters of administration and discipline if such action is required and is consistent with their duties.
2. A Director may overrule or change a decision of his/her delegate.
3. The President may overrule or change a decision of any Director and his/her delegate pending approval by the Board.
4. 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 XII – CLUB FINANCES

1. THE BUDGET

- A) The Board is responsible for the preparation of an annual budget that is required to be presented to the Club membership at the AGM. This proposed budget is to be reviewed during the AGM at which time, members can provide feedback and seek clarification from the Board. After taking into consideration the feedback from members by reviewing the AGM Minutes, the Board is responsible for approving the final annual budget no later than thirty (30) days after the October AGM.
- B) Once passed by the Board, the Budget cannot be changed or altered. Expenditures outside of the Budget will have to be reported as such with explanation and justification to the Board and/or Membership.
- C) Directors are empowered to approve and make all expenditures in accordance to the Budget.

2. EMERGENCY EXPENDITURES

Where the situation shall arise that an expenditure of an unforeseen nature shall arise and require execution without there being time to seek approval from the Board, the following shall be allowed:

- A) A Director may authorize payment to the maximum of five hundred dollars.
- B) The Treasurer shall have authority to disallow any such expenditure which in his/her opinion is unjustifiable.
- C) All such actions shall be submitted to the Board.

3. RECEIPTS

- A) All receipts of monies in any form are to be deposited in the Club's appropriate bank account.
- B) Receipts or securities are to be held in safekeeping at the financial institution where the Club keeps its account.
- C) The Club shall maintain one (1) bank account as its operational account under the name North Mississauga Soccer Club, one (1) for the creation of the Building Fund as outlined in Article XII – Club Finances, Section 10 – Building Fund and any others as Banks may require for the administration of different types of transactions, i.e. Interac and/or credit card transactions, etc. or as prescribed by Law for Lottery events. The Club shall have no other accounts opened, excepting those types covered under Article XII – Section 4.

4. INVESTMENTS

The Board of Directors is empowered to move any reserve funds or money surplus to operating needs into interest bearing accounts

5. PROCEDURES

- A) All purchases in excess of five hundred dollars must be preceded by a purchase order.
- B) Receipts in excess of ninety-nine dollars, with the exception of fund raising or registration receipts, must be preceded by an invoice.

6. ACCOUNTING RECORDS

- A) All accounting records, including the cheque books for all the Club's accounts, shall be kept by the Treasurer at a place of his/her choosing.
- B) The Treasurer must produce the Accounting Records for immediate inspection when ordered to do so by any Board Member.
- C) Accounting records will be kept current and up to date at all times.
- D) The Board to keep accounting records for ten (10) years.

7. SIGNING AUTHORITY

- A) The Directors with signing authority for the Club and all its operating Divisions shall be the President, Secretary, and the Treasurer, except as permitted in 7 B. below.
- B) The Board may delegate signing authority for Purchase Orders less than \$10,000 to a Senior Operations Staff Member or another Board member other than the Directors with signing authority.
- C) All Purchase Orders in excess of Ten Thousand Dollars (\$10,000.00) shall require the signature of two (2) Directors with signing authority, provided the expenditure is within the scope of the Budget.
- D) Any and all cheques shall require two (2) signatures of signing Directors.
- E) Any services rendered by a third-party to the Club solicited by a Board member or any member of the Club greater than \$10,000, must have a written contract outlining services rendered, penalties, payments and dates.

8. CLUB FUNDS

- A) The borrowing of any funds, securities or property may only be done by the Board.
- B) The Board will ensure that all the Club's resources, financial or otherwise, be used strictly for the benefit of the Club.

9. FEES

- A) The Board shall have authority to establish the fees for Membership and shall have authority to assess players differently depending on the level of service.
- B) Further, fees shall be regarded as the cost of Membership and purchase of the service and shall not be regarded as payment for the constitution parts of the service or the material acquired for the delivery of the service.
- C) Further, any person who shall refuse to pay the fees either in whole or in part shall not be entitled to Membership.

10. OPERATING SURPLUS

(a) Building Fund - The Board shall be empowered to move a minimum of 50% of any annual operating surplus in any fiscal year to an interest bearing account of the type described in Article XII – Section 4. The use of this fund is first for the purpose of achieving ownership or a long term lease of soccer facilities including, but not limited to, indoor fields or offices; and second for the enhancement and improvement of playing surfaces, indoor/outdoor soccer fields; and

(b) Panther Development Program Fund - The Board shall allocate a minimum of 50% of any annual operating surplus in any fiscal year to an interest bearing account of the type described in Article XII – Section 4. This fund shall be used for the purpose of implementing the soccer development program

approved by the Board to develop soccer players at all levels of play, including House League and Junior, Intermediate and Elite Competitive.

11. DISSOLUTION CLAUSE

Upon dissolution of the corporation and after the payment of all debts and liabilities, its remaining assets shall be distributed or disposed of to charitable soccer organizations which carry on their work solely in Ontario.

12. GENERAL REQUIREMENTS

- A) The accounts of the Club shall be audited annually by a Chartered Accountant
- B) The Audit statement shall be presented to the AGM for adoption
- C) At the Annual General Meeting of the Club, a Chartered Accountant firm shall be appointed to perform the Audit.
- D) The fiscal year of the Club shall end on September 30 each year, unless otherwise ordered by the Board of Directors.

13. CLUB ASSETS

All property of the Club that is entrusted to employees, Board members or the membership; this may include, but not limited to, electronic transmissions, that is, e-mail, contracts, electronic or otherwise, coaching sessions, equipment, cell phones, computers or any intellectual property, remains the property of the Club and may not be misused, abused, deleted, destroyed, used for personal gain or given to a third-party without strict written consent of the Club. Non-compliance to this may result in discipline or suspension, expulsion from membership.

ARTICLE XIII – CONFLICTS OF INTEREST

- 1) No Member of the Board, past or present, may personally benefit directly or indirectly from the operations of the Club until one year after they have vacated their last Board position. However, members of the Board, past or present, who have registered with the Ontario Soccer Association as a Referee or as a Coach, are allowed to be paid Referee or Coach Fees in accordance with the Club's policy.
- 2) Sponsorships received by the Club shall be free of any encumbrance from the Sponsoring Organization or individual; otherwise the Club is obligated to refuse such sponsorship.

The sole obligation of the Club to any Sponsor is to provide the Sponsors name and/or logo on the shirts of the Team(s) being sponsored. The Club will also provide a schedule of the team(s) games, and a plaque(s) with the photos of the corresponding Team(s) as a recognition of their community support.

ARTICLE XIV -- DISPUTE RESOLUTION

- 1) The Club shall adhere to the Dispute Resolution process as published and approved by the OSA from time to time.
- 2) 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.
- 3) The Dispute Resolution process shall not be used for game discipline which follows the normal discipline and appeals process.
- 4) The Club shall make available to any Member the Dispute Resolution process when requested.

ARTICLE XV -- HARRASSMENT

- 1) The Club shall adhere to the Harassment Policy as published and approved by the OSA from time to time.
- 2) The Harassment Policy shall apply to all employees, directors, officers, volunteers, coaches, game officials, administrators, players, Members and registrants of the Club.
- 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 club shall make available to any Member the Harassment Policy when requested.

ARTICLE XVI – APPEALS

- 1) 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.
- 2) A decision of the Club may be appealed to PHSA. The appeal shall be conducted in accordance with the OSA's and PHSA's published rules.
- 3) 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 revocation process outlined in the Club's published rules has not been followed.
- 4) An individual shall not appeal a decision made by the Club regarding a player's team assignment.

ARTICLE XVII - RULES AND REGULATIONS

The Board of Directors may approve and publish Rules and Regulations which are not inconsistent with this Constitution 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 directors, at any meeting of the Board, enact, repeal, alter, amend or suspend any Rules and Regulations, or any section or clause thereof, then any such enactment or alteration, unless in the meantime confirmed by Voting Members present at a Special General Meeting called for that purpose, shall remain in effect only until the next Annual General Meeting and, if not then so confirmed, shall cease to be in force.

Duly signed on behalf of the North Mississauga Soccer Club on this the _____ day of _____, 2017.

President

Secretary

CONSTITUTIONAL AMENDMENTS - Tracking

2012 - no amendments

2013 Annual General Meeting (October 27, 2013)

Propose Change 1

To reduce the quorum required for all meetings of the membership from fifty(50) to thirty-five (35)

ARTICLE VIII – MEETINGS OF THE MEMBERSHIP

3. GENERAL FOR MEETINGS OF THE MEMBERSHIP

A minimum of ~~fifty (50)~~ thirty-five (35) members in good standing shall form a quorum at all general meetings of the membership.

CARRIED

Propose Change 2

To eliminate the restriction/constraint on the presidency role of a maximum of two terms.

ARTICLE X – DUTIES OF DIRECTORS OF THE CLUB

1. THE PRESIDENT

The President shall:

~~E. The President shall serve a maximum of two consecutive terms.~~

CARRIED

2015 - 2 amendments

Propose Change 1

ARTICLE IX – Nominations of Directors

Trevor Bertrand

We have a few amendments that we'd like to propose to the membership. For this, I'll pass you over to the secretary.

Zalina Maharaj, Secretary

Hi, everyone. One of the first constitution changes is based on the nomination process. A lot of the clubs, a lot of the non-profit organizations, basically have a process to accept nominations in advance. So, the voting cards can be done. You can have a bio on the person rather than the five minutes that get allowed

to speak and you determine who you're voting for. So, it has been on the website. When the meeting's announced, anyone interested in running for a Board position please send an e-mail through the secretary of which I received none. However, in also the change of accepting the nominations in advance, should that incident or occurrence happen again, we would still accept nominations from the floor. It just gives us a little better chance to get organized, get our agenda set and provide the bio in the package. So, that is basically what Constitution Item #1 is about. And, it is in your package as to what the change is, which is Article 9.

Do we have any questions, concerns? If anyone has no questions or concerns, just motion to accept the change in the Constitution.

Discussion ensued regarding the amendment.

Zalina Maharaj motioned to accept the amendment pertaining to the acceptance of nominations from the floor in the Constitution.

Moved: Eddie Roberts
Seconded: Frank Capicotto
Abstained: 3
Against: 4
Carried

Propose Change 2

ARTICLE IX – Nominations of Directors , Section G 1 Directors

To add a qualifier for any member looking to join the board of Directors. They must have been with the club for three years through player registration or volunteering.

1. Directors

3. Minimum three (3) years of being a participant in the Club, whether through player registration, or volunteerism;

Carried

2016 - no amendments

2017 – 4 amendements

Proposed Change 1

To change the wording regarding the Budget to have it prepared for the AGM and be presented to the membership at that time.

ARTICLE XII – Club Finances

1. The Budget

A) ~~"The Board is responsible for the preparation and approval of an annual budget no later than thirty (30) days after the October AGM".~~ "The Board is responsible for the preparation of an annual budget that is required to be presented to the Club membership at the AGM. This proposed budget is to be reviewed during the AGM at which time, members can provide feedback and seek clarification from the Board. After taking into consideration the feedback from members by reviewing the AGM Minutes, the Board is responsible for approving the final annual budget no later than thirty (30) days after the October AGM".

Carried

Proposed Change 2

ARTICLE VII – MEMBERSHIP

8 Discipline of a Member

C ~~"Any member who infringes the Bylaws, rules or regulations of the Club and brings the Club into disrepute maybe 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".~~ Any member(s) who obstructs or hinders the operation of the Club by infringing upon the bylaws or rules or regulations of the Club therefore bringing the Club into disrepute maybe reprimanded, suspended or expelled from the Club after a hearing by the Board of Directors of the Club that which hearing the member is entitled to attend.

Carried

Proposed Change 3

Add the following Text to Article XII, under 13. Club Assets

Article XII

13 Club Assets

Add the following:

All property of the Club that is entrusted to employees, Board members or the membership; this may include, but not limited to, electronic transmissions, that is, e-mail, contracts, electronic or otherwise, coaching sessions, equipment, cell phones, computers or any intellectual property, remains the property of the Club and may not be misused, abused, deleted, destroyed, used for personal gain or given to a third-party without strict written consent of the Club. Non-compliance to this may result in discipline or suspension, expulsion from membership.

Carried

Proposed Change 4

Add text regarding contracts

ARTICLE XII Article XIII, Section 7.

Any services rendered by a third-party to the Club solicited by a Board member or any member of the Club greater than \$10,000, must have a written contract outlining services rendered, penalties, payments and dates.

Carried