

# **BURNABY DISTRICT YOUTH SOCCER ASSOCIATION**

## **CONSTITUTION**

1. This Association shall be known as Burnaby District Youth Soccer Association.
2. The purpose of the Association shall be to foster, develop and govern the game of Soccer among all youth affiliated with a Team and Club that is in turn affiliated with The Association. This provision is alterable.
3. The Burnaby District Youth Soccer Association is affiliated with the British Columbia Soccer Association and is subject to the rules and regulations of that body. This provision is alterable.
4. The Association shall be carried on without purpose of gain for its members and any profits or other accretions to the Association shall be used solely in promoting the purposes of the Association. This provision is alterable.
5. Upon the winding up or the dissolution of the Association, any assets remaining after payment of all costs, charges and expenses which are properly incurred in the winding up shall be returned to the Clubs in proportion to the number of players associated with each Club. This provision is alterable.

## **BYLAWS**

### **PART I** **Definition of Terms**

- 1) Whenever they appear in these laws:
  - a) The word “Association” and letters “BDYSA” shall mean The Burnaby District Youth Soccer Association.
  - b) The letters “BCSA.” shall mean The British Columbia Soccer Association.
  - c) The word “Board” shall mean the Board of Directors of the Association as elected from time to time by the Members.
  - d) An “Affiliated Team” or “Team” shall mean a youth team from the municipalities of Burnaby or New Westminster, British Columbia, recognized in accordance with the team affiliation and player registration rules of the BCSA.

- e) A “Club” shall mean an association of persons combined together for the purpose of forming Affiliated Teams. A Club must have at least four Affiliated Teams to be recognized as a Club by the Association.
- f) A “Motion” shall mean a formal proposal made verbally before the Association at a meeting.
- g) A “Resolution” shall mean a formal proposal made in writing and received by the Secretary of the Association at least 45 days prior to a meeting of the Association.
- h) Interpretation of the Association Bylaws, Regulations, or of any other Association matters not specifically provided herein shall be referred to the Board whose decision shall be binding on all parties.
- i) Within this document the singular shall include the plural and the masculine and the feminine.

## **PART II** **Membership**

- 2. Membership of the Association:
  - a) Membership of the Association shall comprise the Clubs who have teams affiliated with the BDYSA at the time this resolution takes effect, plus such other Clubs as may be admitted to membership upon application to the Board of Directors.
  - b) Voting members – the individuals designated by each club to represent that club at general meetings of the BDYSA. The number of voting members from each club will be determined in the same manner as the number of Directors, pursuant to Bylaw 23. The voting members may or may not be the same individuals as a Club appoints as Directors
- 3. Every individual affiliated with a Club or the BDYSA shall uphold the Constitution and comply with these Bylaws and those of the BCSA.
- 4. An individual associated with a Club or the BDYSA shall be considered as suspended and not entitled to the privileges of membership during the duration of any suspension administered by The BCSA, The BDYSA, any member Club of the BDYSA or any other affiliated Club, League or Association in turn affiliated with the BCSA.
- 5. An individual shall cease to be affiliated with the BDYSA upon completion of his association with an Affiliated Team or Club, or through being expelled.

## **PART III** **Meeting of Members**

- 6. The Annual General Meeting of the Association and its Members shall be held on or before the first day of June.

7. The Board may, when they think fit, convene a General Meeting of the Association.
8. An Extraordinary General Meeting shall be called within 30 days of receipt when the Secretary receives written notice, including the proposed agenda noting any items to be discussed, from a majority of Club Chairpersons or elected Directors of the Association.
9. Notice of a meeting of the Association shall specify the place, day and hour of the meeting and general purpose of the meeting and be delivered no less than 30 days prior to the meeting either electronically (via e-mail) or in printed form to the Clubs, care of the Club Chairperson, for notification of Voting Members associated with that Club.

**PART IV**  
**Proceedings at General Meetings**

10. A quorum is 10 voting members attending in person. If a quorum is not present within thirty minutes of the specified time, the meeting stands adjourned. No business shall be conducted without a quorum. The Board shall reconvene the meeting within fifteen (15) calendar days of the adjourned meeting at a time and place of its choosing. Clubs shall be given seven days notice in written or electronic form (e-mail) at least seven days prior to the rescheduled meeting. If no quorum is present at the rescheduled meeting, a quorum shall consist of those members present.
11. Business:
  - a) The following business shall be conducted at a General Meeting of the Association:
    - i) adoption of the rules of order;
    - ii) recognition of voting entitlement;
    - iii) special business as seen fit to be conducted by the Chairman of the Board
  - b) The following business shall be conducted at an Extraordinary General Meeting of the Association:
    - i) adoption of the rules of order;
    - ii) recognition of voting entitlement;
    - iii) consideration of the purpose or purposes for calling the meeting as specified in writing by the Club chairman or the Association Directors calling the meeting;
  - c) The following business shall be conducted at an Annual General Meeting of the Association:
    - i) the adoption of the rules of order;
    - ii) recognition of voting entitlement;
    - iii) the reading of the minutes of the last Annual General Meeting of the Association;
    - iv) the consideration of the financial statements;
    - v) the report of the Directors;

- vi) unfinished business from the last Annual General Meeting;
  - vii) the election of Directors;
    - viii) amendments to the Association Constitution and Bylaws in the form of a Resolution;
    - ix) The other business that, under these bylaws, ought to be transacted at an Annual General Meeting, or business, which is brought under consideration by the report of the Directors, issued with the notice convening the meeting.
12. The Chairman of the Association, the either Vice-chairman or in absence of the Chairman and both Vice-Chairmen, one of the Directors present, shall preside as chairman of a General Meeting of the Association. If at General Meeting of the Association there is no Chairman, Vice-chairman or other Directors present, or none of these are willing to chair the meeting, then the Members shall elect a chairman.
13. Each Voting Member is entitled to one vote. Voting entitlement shall be recognized when a Voting Member presents himself to the Secretary at the appointed time before the meeting.
14. Proxy voting is not permitted.
15. No Member of the Board shall vote on any matter directly affecting himself, or any Team or Club in which he is holding any office.
16. The Chairman is not entitled to vote unless there is an equality of votes in which case the Chairman shall vote.
17. At the discretion of the Board voting shall be by a show of hands or by secret ballot.
18. Changes to this Constitution and Bylaws may be made at an Annual General or Extraordinary General Meeting of the Association, upon an affirmative vote of 75% of those Voting Members present. Notice of Resolution of any changes to the Constitution and Bylaws must be made in writing to the Secretary not later than 45 days before an Annual General Meeting or a Special General Meeting and the Secretary shall give notice of the changes when notice of the Annual or Special General Meeting is given to the Clubs.

#### **PART V** **Officers**

19. The Board may exercise all the powers and do all the acts and things that the Association may exercise and do, and which are not by these Bylaws or by Statute or otherwise lawfully directed or required to be exercised or done by the Association in a meeting of the Association, but subject, nevertheless to:
- i) all laws affecting the Association;
  - ii) these By-laws; and
  - iii) Rules, not being inconsistent with these Bylaws, which are made from time to time by the Association in a meeting of the Association.

20. No rule, made by the Association in a meeting of the Association, invalidates a prior act of the Board that would have been valid if that rule had not been made.

21. The Chairman, Vice-chairman, Secretary, Treasurer, Registrar and at least six other persons shall form the Board of Directors of the Association.

(a) Each Club affiliated with the Association shall nominate at each AGM at least one Member of their Club to serve on the District Board.

(b) Each Club affiliated with the Association shall be entitled to at least one voting member to be represented on the Board. Should any Club fail to appoint one of their members to the BDYSA Board at an AGM, the Board shall appoint one member of the Club in Question to sit as a voting member of the Board.

22. The Chair of the Association will be elected at large by the voting members of the Association at the Annual General Meeting.

23. The secretary shall by April 15th of each year, notify all the Clubs of the number of Directors they will appoint by the following formula/policy:

(a). There shall be 14 Directors (in addition to the Chair) appointed by the member clubs.

(b). No one Club shall hold a simple majority of the Directors

(c). The Formula starts with all clubs receiving 1 Director each

(d). The following formula will be used to determine the balance of remaining Directors for each Club:

(Number of registered players divided by total District registered player times 14 then minus 1). The resulting number is rounded down to the nearest whole number.

(e). After all Directors have been allotted, if the totals for each club added together does not equal 14 Directors, then the club with the highest 0.0 fractional number will be allotted 1 extra Director. If the total still does not equal 14 Directors, then the Club with the second highest 0.0 fractional number will be allotted 1 extra Director, and so forth, until 14 total Directors has been reached. No one Club can go over the simple majority rule as per 23(b).

24. If any one club, under the above formula, is calculated to be allotted a simple majority of Directors, then that Club's allotment will be reduced to less than a simple majority. The extra directors will be allotted 1 to each remaining Club under the rule of 23 (e). *Furthermore, no one Club can pass any motion solely based on its own Directors votes.*

25. Each Director shall be appointed by their respective Club at the BDYSA AGM. The names of those Directors, in good standing, must be submitted in writing to the District Secretary no less than 14 days prior to the BDYSA AGM.

- (a) If any Club does not appoint their full allotment of Directors to the Board, then the Board, at its discretion by a simple majority vote, may appoint any member in good standing.

26. Directors will be appointed for a one year term. Directors may be re-appointed on an annual basis. If a Director ceases to hold office during a term, then the Club that appointed that Director may provide an immediate replacement within 30 days of receiving and acknowledging written confirmation. If there is no replacement Director within 30 days of acknowledgement from the Club, then the Board, at its discretion, by a simple majority vote, may appoint another member in good standing.

(a) Positions of Chair, Vice Chairmen, Secretary, Treasurer and all other positions will be held for a one year term.

(b) The Five Executive positions cannot be held by any one club simultaneously. No Club Chair shall hold a voting Board Position.

(c) Clubs with a single director may request an alternate person sit in for them during an absence by notifying the secretary 24 hours prior to the meeting with the name of the alternate.

27. No two persons who are related by blood in the first degree, marriage, common law or adoption, (a "related person") may be a voting Director at the same time, or hold a position of financial trust at the same time.

28. The Members may by Resolution at a General Meeting remove a Director before the expiration of his term of office, and the relevant club may appoint a successor to complete that term of office. The Resolution must be accompanied with a written statement of the reason for removal. Any Director subject to such a Resolution for removal shall have the right to address the Voting Members present at said General Meeting for a maximum of ten minutes time prior to any vote to act on such removal.

## **PART VI** **Proceedings of Officers**

29. The Board may meet together at the places they think fit to dispatch business, adjourn and otherwise regulate their meetings and proceedings, as they see fit. Officers of the Board other than the chair shall be elected by a simple majority vote of the Directors.

30. A majority of the Directors may at any time, and the Secretary, on request of the Directors, shall, convene a meeting of the Directors of the Association. Notice of any meeting shall be provided to Directors in any means deemed suitable by the Secretary.

31. The quorum necessary to transact business of the Board shall be seven of the Directors then in office.

32. The Chairman shall chair all meetings of the Board, but if at a meeting the Chairman is not present within 15 minutes after the time appointed for holding the meeting, a Vice-chairman shall act as chairman; if neither of them are present the Directors present may choose one of their number to be chairman at that meeting.

33. Questions arising at a meeting of the Board shall be decided by a majority of votes. The Chairman shall only vote in the case of an equality of votes.

34. The Directors may delegate any, but not all of their powers to committees consisting of a Director, Directors, or Club Members as they think fit.

### **PART VII** **Duties of Officers**

35. The Chairman shall preside at all meetings of the Association and of the Board. The Chairman is the chief executive officer of the Association and shall supervise the other officers in the execution of their duties.

36. The Boys Vice-chairman shall carry out the duties of the Chairman during his absence and will be consulted on all matters by the Chairman.

37. The Secretary shall:

- a) Conduct the correspondence of the Association and maintain a file of all correspondence;
- b) Issue notice of meetings of the Association and Board;
- c) Keep minutes of all meetings of the Association and Board;
- d) Have custody of all records and documents of the Association except those required to be kept by the Treasurer;

38. The Treasurer shall:

- a) Keep the financial records, including books of accounts;
- b) Render financial statements to the Members and Board as required
- c) Handle remuneration of referees and process all required financial payments authorized by the Association. The Treasurer shall not have signing authority on any financial instruments of the Association.

The fiscal year end of the BDYSA shall be March 31.

39. The Registrar, who may or may not be a Director, shall:

- a) Keep all Team and player registration data in a format suitable for compliance with BCSA guidelines.
- b) Be the responsible authority for issuing all Association identification cards.

**PART VIII**  
**Notice to Members**

40. A notice of a meeting shall be delivered to every Club affiliated with the Association the day notice is given. This notice shall be given to each Club in writing or in electronic form (e-mail) by the Secretary of the Board 30 days prior to the meeting. Each Club is responsible for, in turn, notifying all Team Coaches, Managers and Club Board Members associated with that Club by any means at its discretion. Delivery of such notification to the Club shall constitute delivery to all Members associated with that Club.

**PART IX**  
**Bylaws**

41. On being admitted to Membership, each Member is entitled to receive, upon request without charge, an electronic or printed copy of the Constitution and Bylaws of the Association.

These Bylaws shall not be altered or added to except by resolution as defined in these Bylaws.