



# Sooke Soccer Club

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## Constitution and Bylaws

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### Constitution

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### Bylaws

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**Article 1      Name**

The name of the organization shall be: Sooke Soccer Club. Heir in called the Club.

The club shall be a branch of the Sooke Athletic Association.

**Article 2      Purpose**

- a. The purpose of the Club is to promote, develop, maintain, and co-ordinate all soccer activities within that portion of Vancouver Island represented by its membership and supporters.
- b. To foster a general community spirit among its members and supporters.

**Article 3      Affiliation**

The Club shall be affiliated with the Canadian Soccer Association, B.C. Soccer Association, B.C. Youth Soccer Association, Lower Island Youth Soccer Association, Lower Island Soccer Association, Lower Island Womens Soccer association and Lower Island Girls Soccer Association; and is subject to the constitution and bylaw of these bodies.

**Article 4      Profits**

The Association is to operate without purpose or gain or profit to its members, and any profit or accretions to the Association should be used in promoting its purpose. This provision is unalterable!

**Article 5      Dissolution**

On the winding up or dissolution of the Association, the assets of the Association shall not be distributed among any of its members, but after all debts have been paid, or provisions for payment have been made, the remainder shall be transferred or delivered to a Sooke non-profit organization. This provision is unalterable!

## **Bylaws of the Sooke Soccer Club**

### **Part 1- Interpretation:**

1. In these Bylaws, unless the context otherwise requires;
  - a. "directors" means those persons who have been elected by the membership. Directors may be elected at the Annual General Meeting, at a Special Meeting called for that purpose, or appointed by the Executive Officers.
  - b. "Society Act" means the Society Act of the Province of British Columbia from time to time in force and all amendments to it.
  - c. "registered address" of a member means his address as recorded in the register of members.
2. The definitions in the Society Act on the date these Bylaws become effective apply to these Bylaws.  
Words importing the singular include the plural and vice-versa, and words importing a male person include a female person and a corporation.
3. Youth Player – Means a soccer player under 20 years of age as of January 1 of the current playing season who is registered with Sooke Soccer Club.
4. A quorum of transaction of business at General Meetings of the Club, shall consist of not less than twelve (12) of the voting Directors.
5. The Constitution of the Sooke Soccer Club shall not be altered except at an Annual General Meeting, or Special Meeting, with notice of the proposal given in writing to the Directors thirty (30) days prior to the date of the meeting.

### **Part 2 – Membership:**

6. The members of the Club shall consist of coaches, managers, officials, registered players, parents of registered players and others designated by the directors.
7. A person may apply to the directors for membership in the Society and on acceptance by the directors shall be a member.
8. Every member shall uphold the constitution and comply with these bylaws.
9. The amount of the first annual membership dues shall be determined by the directors and after that the amount of the annual membership dues shall be determined at the Annual General Meeting of the Club.
10. A person shall cease to be a member of the Club;
  - a. by delivering his resignation in writing to the Secretary of the Club or by mailing or delivering it to the address of the Society.
  - b. on his death or in case of a corporation on dissolution

- c. on being expelled, or
  - d. on having been a member not in good standing for 12 consecutive months
11. a. A member may be expelled by a special resolution of the members present at a special meeting.
- b. The notice of the special resolution for expulsion shall be accompanied by a brief statement of the reason or reasons for the proposed expulsion.
- c. The person who is the subject of the proposed resolution for expulsion shall be given an opportunity to be heard at the special meeting before the special resolution is put to vote.
12. All members are in good standing except a member who has failed to pay his current annual membership fee or any other subscription or debt due and owing by him to the Club and he is not in good standing so long as the debt remains unpaid.

### **Part 3 – General Meetings:**

13. General meetings of Directors shall be once a month during the season and at least two meetings in the off season or as required.
14. Every General meeting, other than an Annual General meeting is an Extraordinary General meeting.
15. The Directors may, when they think fit, convene a Special Meeting.
16. a. Notice of a Special meeting shall specify the place, day and hour of the meeting and in case of special business, the general nature of that business.
- b. The accidental omission to give notice of a meeting to, or the non-receipt of a notice by any of the members entitled to receive notice does not invalidate proceedings at that meeting.
- c. At a Special meeting no subject shall be discussed or considered except that specified in the notice.
- d. A Special meeting shall be called by the President at the request of three (3) of the Directors.
17. The Annual General meeting of the Club shall be held prior to a new season.

### **Part 4 – Proceedings at Annual general Meetings:**

18. Special Business is:
- a. All business at an Extraordinary General meeting except the adoption of rules of order and;
  - b. All business transacted at an Annual General meeting except:
    - i. the adoption of the rules of order
    - ii. the consideration of the financial statements
    - iii. the report of the directors

- iv. the report of the auditor, if any
  - v. the election of Directors
  - vi. the appointment of the Auditor, if required
  - vii. 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 with the notice convening the meeting.
19. a. No business other than the election of a chairman and the adjournment or termination of the meeting, shall be conducted at a General meeting at a time when a quorum is not present.
- b. If at any time during a General meeting there ceases to be a quorum present, business then in progress shall be suspended until there is a quorum present or until the meeting is adjourned or terminated.
- c. A quorum is twelve (12) members present or a greater number that the members may determine at a General meeting.
20. If within thirty (30) minutes from the time appointed for a General meeting a quorum is not present, the meeting, if convened on the requisition of members shall be terminated, but in any other case, it shall stand adjourned to the same day in the next week, at the same time and place, and if, at the adjourned meeting a quorum is not present within thirty (30) minutes the members present constitute a quorum.
21. Subject to Bylaw 19, the President of the Club, the Vice President or in absence of both, one of the other directors present, shall preside as chairman of a General meeting.
22. If at a General meeting:
- a. there is no president, Vice President or other director present within 15 minutes after the time appointed for, holding the meeting, or
  - b. the President and all the other directors present are unwilling to act as chairman; the member present shall choose one of their number to be chairman.
23. a. A General meeting may be adjourned from time to time and from place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
- b. When a meeting is adjourned for ten (10) days or more, notice of the adjourned meeting shall be given as in the case of the original meeting.
- c. Except as provided in this Bylaw, it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned General meeting.
24. a. No resolution proposed at a meeting need be seconded and the Chairman of a meeting may move or propose a resolution
- b. The Chairman shall not normally vote, but in case of an equality of votes the Chairman shall have a vote which will be the deciding vote.
25. a. A member in good standing present at a meeting of members is entitled to one vote.
- b. Voting is by show of hands
  - c. Voting by proxy is not permitted.

26. At the General meeting the following shall be eligible to vote:
  - a. The president of Sooke Athletic Association
  - b. Members of the Sooke Soccer Club
  - c. Executive Officers
  - d. Elected and appointed officials
  
27. At Regular monthly meetings the following shall be eligible to vote:
  - a. Directors of the Sooke Soccer Club
  - b. The president of Sooke Athletic Association
  
28. The President of the Sooke Soccer Club shall vote only un the event of a tie.
  
29. Regular Attendance of meetings of Sooke Soccer Club shall be required to maintain voting privileges.

**Part 5 – Directors and Officers:**

30. The Executive Officers shall consist of the President, Past President, Vice President, Secretary, Treasurer, and Registrar. There shall be a minimum of twelve (12) Directors.
  
31. The Executive Officers shall be elected or appointed at the annual General meeting.
 

President and Secretary	2 year term	elected in even numbered years
Past President	2 year term	appointed at end of term of office
Vice President and Treasurer	2 year term	elected in odd numbered years
Registrar	3 year term	elected in 1985 and each 3 years after
General Directors	1 year term	
  
32. a. The Directors may exercise all the powers and do all the acts and things that the club 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 club in general meeting, but subject, never less, to:
  - i. all laws affecting the Club;
  - ii. these bylaws, and;
  - iii. rules not being inconsistent with these bylaws, which are made from time to time by the Club in a General meeting.
 b. No rule, made by the society in General meeting, invalidates a prior act of the Directors that would be valid if that rule had not been made.
  
33. a. The president, Vice President, Secretary and Treasurer shall be Directors of the Club  
 b. The number of Directors shall be twelve (12) or a greater number determined from time to time at a General Meeting.
  
34. a. Separate elections shall be held for each office to be filled.  
 b. An election may be by acclamation; otherwise it shall be by ballot.  
 c. If no successor is elected the person previously elected or appointed continues to hold office.
  
35. a. The Directors may at any time and from time to time appoint a member as a director to fill a vacancy in the directors.  
 b. A director so appointed holds office only until the conclusion of the next following Annual General meeting of the society, but is eligible for re-election at the meeting.

36. a. If a director resigns his office or otherwise ceases to hold office, the remaining directors shall appoint a member to take the place of the former director.
- b. No act or proceeding of the directors is invalid only be reason of there being less than the prescribed number of directors in office.
37. The members may by special resolution remove a director before the expiration of his term of office, and may elect a successor to complete the term of office.
38. No director shall be remunerated for being or acting as a director but a director shall be reimbursed for all expenses necessary and reasonably incurred by him while engaged in the affairs of the Club.

## **Part 6 – Proceedings of Directors**

39. a. The directors may meet together at the places they think fit to dispatch business, adjourn and otherwise regulate their meeting proceedings, as they see fit.
- b. The directors may from time to time fix the quorum necessary to transact business, and unless so fixed the quorum shall be a majority of the directors then in office.
- c. The President shall be chairman of all meetings of the directors, but if at a meeting the President is not present within thirty (30) minutes after the time appointed for holding the meeting, the Vice President shall act as chairman at that meeting.
- d. A director may at any time, and the secretary, on the request of a director, shall, convene a meeting of the directors.
40. a. The directors may delegate any, but not all, of their powers to committees.
- b. A Committee so formed in the exercise of the powers so delegated shall conform to any rules imposed on it by the directors, and shall report every act or thing done in exercised of those powers to the earliest meeting of the directors to be held next after it has been done.
41. A Committee shall elect a chairman of its meeting but if no chairman is elected or if at any meeting the chairman is not present within thirty (30) minutes after the time appointed for holding the meeting the directors present who are members of the committee shall choose one of their number to be chairman of the meeting.
42. The members of the Committee may meet and adjourn as they think fit.
43. For a first meeting of directors held immediately following the appointment or election of a director or directors at an annual or other general meeting of members of for a meeting of the directors at which a director is appointed to fill a vacancy in the directors, it is not necessary to give notice of the meeting to the newly elected or appointed director or directors for the meeting to be constituted, if a quorum of directors is present.
44. a. Questions arising at a meeting of the directors and committee of directors shall be decided by a majority of votes
- b. The chairman does not normally vote, however in a case of an equality of votes the chairman casts his vote as the deciding vote.
45. No resolution proposed at a meeting of directors or committee need be seconded and the chairman of the meeting may vote or propose a resolution.

46. A resolution in writing and signed by all the directors and placed with the minutes of the directors is as valid and effecting as if regularly passed at a meeting of directors

## **Part 7 – Duties of Officers**

### 47. President

- a. Shall, within the jurisdiction of the Club, have all the powers of the President
- b. Shall Preside, whenever possible at all meetings of the Club
- c. Shall be a signing officer of the Club
- d. Prepare the agenda for all the meetings of the Club
- e. Sit on all committees as an Ex-Officio voting member
- f. Represent the Club as a Director of the Sooke Soccer Association
- g. Exercise the powers of the executive in case of an emergency

### 48. Vice-President

- a. Shall carry out the duties of the President in his absence
- b. Shall be a signing officer of the Club

### 49. Secretary

- a. Shall keep and accurate record of the proceedings of the Club
- b. Shall notify the Executives and Directors of the time and place of the meetings
- c. Shall publish the notice of the Annual General meeting
- d. Shall perform such other duties as may be nessassary.

### 50. Treasurer

- a. Shall ensure that financial records are kept and banking business is transacted
- b. Shall ensure that financial statements are provided to the Directors and others as required
- c. Shall be a signing officer of the Club.

### 51. Registrar

- a. Shall organize the registration of soccer players prior to the start of each season, in cooperation with the Executive, and Lower Island Representatives.
- b. Shall compile lists of available players, in age groups, to assist the formation of teams.
- c. Shall coordinate the submission of team lists, money, Birth Certificates, and registration forms as required to the Lower Island Soccer association.

52. In the absence of the Secretary from a meeting, the directors shall appoint another person to act as secretary at the meeting.

## **Part 8 – Borrowing**

53. The members may by special resolution allow the directors borrowing powers, but this right to borrow expires at the next annual general meeting.

54. When it has been permitted, the directors may, on behalf of and in the name of the society, raise or secure the payment, or re-payment of money in the manner they decide, and, in particular but without limiting the foregoing, by the issue of debtures.

## **Part 9 – Auditor**

55. The Club is not required to have an auditor on the Board of Directors
56. An independent auditor shall be appointed to do the financial audit at the end of the term of office of treasurer, or at other times as decided by the Board of Directors.
57. No director and no employee of the society shall be auditor.
58. The auditor may attend the General meetings

#### **Part 10 – Notices to Members**

59. A notice may be given to a member, either personally or by mail to him at his registered address.
60. A notice sent by mail shall be deemed to have been given on the second day following that on which the notice is posted, and in proving that notice has been given is sufficient to prove the notice was properly addressed and put in a Canada Post office receptacle.
61. Notice of a General meeting shall be given by at least 2 advertisements in a local newspaper, for at least two (2) weeks before the general meeting.

#### **Part 11 – Bylaws**

62. On being admitted to membership, each member is entitled to and the society shall give him without charge, a copy of the constitution and bylaws of the Club.
63. These Bylaws shall not be altered or added to except by special resolution.

#### **Part 12 – Local Bylaws**

- A. In case where more than the maximum youth players are registered to play with a specific team, a fair decision will be made between all interested persons. Where team selections are to be made, the Executive shall implement selection as outlined in the Selection Policy Statement. In cases where agreement cannot be reached, the decision of the executive shall be final.
- B. All Youth players shall play a minimum of %50 (fifty percent) with the exception of players under the disciplinary action. Discipline guidelines shall be as outlined in the Discipline Policy Statement. Each year the Executive shall appoint a Discipline Committee to oversee the review and implementation of this statement.
- C. It will be the responsibility of coaches and managers to display proper conduct and set an example for players, and parents of the players.
- D. All discipline cases will have the right to appeal the Executive of Sooke Soccer Club. The decision of the Executive shall be final.
- E. Sooke Soccer Club teams, and teams using the field administered by Sooke Soccer Club shall consist of at least 66 and 2/3% (sixty-six and two-thirds percent) current residents of Sooke, or former Sooke Soccer Club registered players.