

WOODSTOCK SOCCER CLUB CONSTITUTION

(AS PER SEPTEMBER 25, 2016)

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ARTICLE 1 -NAME

The name of the organization shall be the Woodstock Soccer Club.

ARTICLE 2 - HEAD OFFICE

The Head Office of the organization shall be at Cowan Park -895 Ridgewood Drive Woodstock Ontario N4T 0A6.

ARTICLE 3 – SEAL

There shall be a corporate seal for the organization.

ARTICLE 4 - MISSION STATEMENT

The objective of the organization is to promote, develop and provide an opportunity for any person in the City of Woodstock and surrounding area to play organized soccer at the recreational and competitive level and to assist all participants in reaching their potential through the development of players, coaches, referees and administrators.

ARTICLE 5 - DEFINITIONS

5.0 Wherever the word “WSC” is used it shall mean the Woodstock Soccer Club.

- 5.1 Wherever the word “OSA” is used it shall mean the Ontario Soccer Association.
- 5.2 Wherever the word “EMSA” is used it shall mean Elgin-Middlesex Soccer Association.
- 5.3 Wherever the word "EMDSL" is used it shall mean Elgin Middlesex District Soccer League
- 5.4 Wherever the word “AGM” is used it shall mean Annual General Meeting.
- 5.5 Wherever the word “SGM” is used it shall mean Special General Meeting.
- 5.6 Wherever the word “GM” is used it shall mean General Meeting.
- 5.7 Wherever the word “LAWSL” is used it shall mean London and Area Women’s Soccer League.
- 5.8 Wherever the word “WOSL” is used it shall mean Western Ontario Soccer League.
- 5.9 Wherever the word “MMSL” is used it shall mean Middlesex Masters Soccer League.
- 5.10 Wherever the word “WOYSL” is used it shall mean Western Ontario Youth Soccer League.

ARTICLE 6 – ORGANIZATION

The organization shall be divided into 4 divisions:

- a) House League (outdoor and indoor)
- b) Competitive League (outdoor and indoor)
- c) Adult League Recreational (outdoor and indoor)
- d) Over 30 Recreational(outdoor and indoor)

ARTICLE 7 – MEMBERSHIP

7.0 Membership (for the current calendar year) shall be made up of:

- a) Annually registered players
- b) Team and club officials (Referees, Coaches, Convenors, Board Members)
- c) Parent or Guardian of a player under 18 years of age currently registered
- d) Sponsors
- e) Honorary Member
- f) Honorary Life Member

- 7.1 All members, except registered players under the age of 18, shall have voting privileges at every General Meeting, Annual General Meeting, and Special General Meeting.
- 7.2 Honorary membership proposed by the membership at an Annual General Meeting of the organization.

ARTICLE 8 - BOARD OF DIRECTORS

8.0 The Board of Directors shall conduct the business of the organization.

8.1 The board members shall be elected by secret ballot at the WSC's Annual General Meeting.

8.2 The Board shall conduct no less than 10 Board meetings within the fiscal year.

8.3 Each member of the Board of Directors shall have one vote at all Board of Directors meetings except the President who has the deciding vote in the event of a tie.

8.4 If a Board member holds more than one position they are still only entitled to one vote.

8.5 The Past President has no voting power, and is an advisor to the Board of Directors, of past practices and procedures.

8.6A Tenure of Directors shall be for a two- (2) year term in even and odd years respectively. (Unless noted below):

- President – elected even years
- Vice-President – elected odd years
- Director of House League – elected odd years
- Director of Competitive - Youth - elected even years
- Director of Adult League – Recreational – elected odd years
- Director of Finance – elected odd years
- Director of Referees – elected even years
- Director of Coaches – elected odd years
- Director of Soccer Development – elected even years
- Groundskeeper Coordinator– elected even years
- Director of Discipline and Fair play – elected odd years
- Social Media and Events Coordinator - elected even years
- Director at Large (Position #1) - elected even years
- Director at Large (Position #2) - elected odd years
- Chairperson of Cowan Park Project – yearly
- Past President – one year term

8.6B DUTIES OF THE BOARD OF DIRECTORS:

a) President shall:

- Preside over all meetings of the Board of Directors, AGM and SGM of the WSC and select a meeting place
- Prepare and approve the Board meeting agendas and minutes prior to the meetings, approving content, presentations and or delegations

- Represent the WSC at all official functions unless he/she delegates that responsibility to another Board member of the WSC
- Oversee and ensure the efficient day-to-day operations of the Club
- Prepare a report for presentation at the AGM of the WSC
- Appoint committees and chairperson whenever necessary
- Audit and approve financial expenditures as incurred during the day-to-day operation of the club.
- Be a signing officer
- Make financial decisions on behalf of the club, ensuring those decisions fall within the Constitution of the WSC
- Approve prior to publication ALL soccer club correspondence which will be made public
- Serve as an exofficio member of all sub-committees as determined by the board
- Serve as a member of the Appeal's Discipline Committee
- Serve as a member of the Cowan Park committee
- Oversee all adult competitive league activities
- The President is the only person to authorize purchases over \$500.

The following duties shall apply to all of the below Board of Director positions:

- Attend all WSC Board of Directors meetings
- Report to the President
- Perform duties as prescribed by the President
- Prepare a report for presentation at the AGM of the WSC

b) Vice-President shall:

- Preside over all meetings of the Board of Directors, AGM and SGM of the WSC and select a meeting place in the absence of the President
- In the absence of the President, all responsibilities will be assigned to the Vice President
- Serve as a member of the Cowan Park committee (if in place)
- Serve as a member of the Discipline committee
- Be a signing officer

c) Director of House League shall:

- In the absence of the President and/or Vice-President, preside over all meetings of the Board of Directors, AGM and SGM of the WSC
- Organize a pre-season meeting of all house league coaches
- Attend all meetings related to House League play
- Report to WSC Board of Directors on House League activities
- Co-ordinate field scheduling with Directors of Referees, Convenors and Facilities
- Be an advisor and aide to all members of the WSC as requested
- Head a committee to organize the indoor and outdoor Championship Days
- Be a signing officer

d) Director of Competitive – Youth shall:

- Chair a selection committee to oversee and interview all competitive team coaches. Coaches selection committee must include the Director of Coaches, Director of Player Development.
- Be responsible for all competitive coaching advertisements
- In the absence of the President and/or Vice-President preside over all meetings of the Board of Directors, AGM and SGM of the WSC
- Attend all meetings relating to Competitive League play
- Report to WSC Board of Directors on competitive league activities
- Co-ordinate field scheduling with Directors of Referees, Convenors and Facilities
- Be an advisor and aide to all members of the WSC as requested
- Represent the WSC at all EMSA/EMDSL/OSA scheduled meetings
- Be a signing officer

e) Director of Adult League – Recreational shall:

- Attend all meetings relating to Adult Recreational League play
- Report to WSC Board of Directors on adult recreational league activities
- Co-ordinate field scheduling with Directors of Referees, Convenors and Facilities
- Be an advisor and aide to all members of the WSC as requested

f) Director of Finance (Treasurer) shall:

- Keep full and accurate records of all revenue and expenditures from the financial accounts of the WSC
- Deposit all monies in the name of the WSC and to the credit of the WSC
- Provide monthly financial statements at WSC Executive Meetings.

g) Director of Referees shall:

- Oversee the WSC referees/officials
- Set up and prepare all training clinics for referees within the WSC
- Organize and publicize all levels of referee clinics for WSC
- Work with the Directors of Competitive, House League and Adult League to determine referees required
- Set up referee schedules in conjunction with Directors' of House, Competitive and Adult leagues
- Organize and oversee an evaluation committee to regularly assess and provide feedback for further development of individual referees
- Co-ordinate the distribution of referee pays
- Receive and report all referee complaints/compliments to the WSC Board of Directors

h) Director of Coaches shall:

- Create and oversee a soccer development program in the WSC with assistance from appropriate executive members, Convenors and Director of Player Development
- Organize a competitive coaches' pre-season meeting in conjunction with Registrar and Directors of Competitive, Sponsorship, Referees and Discipline and Fair Play
- Set up and organize required coaching clinics for House League, Select, Intermediate and Competitive coaches.
- Ensure competitive coaches have appropriate coaching level credentials deemed appropriate by the OSA and WSC
- Advise the President of concerns regarding coaching selection
- Provide an evaluation form with set criteria to assist the coaches in evaluating their players at the end of the current season

Any person nominated for the Director of Coaches shall at a minimum hold the following Coaching Certificates:

- FUNdamentals
- Learn to Train
- Soccer for Life
- Making Ethical Decisions
- Respect in Sport

i) Director of Soccer Development shall:

- Create and oversee a soccer development program for the WSC with the assistance of the Director of Coaches, Director of Referees and other appropriate executive members along with sub committees.
- Work closely with the House, Adult and Competitive Leagues Directors to plan player development programs, referee and development programs for the WSC along with the Directors of Coaches.
- Oversee a committee if required to deal with Player Development, Referee Development, League Development and any other Development programs in regards to the WSC.

j) Groundskeeper Coordinator shall:

- Procure, evaluate and ensure maintenance of all soccer fields (pitches) used by the members of the WSC for games, practices and development clinics or other special events
- Co-ordinate and schedule grass cutting, line painting and goal net maintenance of all fields used by WSC
- Recommend to the executive board purchases of over \$500.00 for equipment required for field use or maintenance and operation of the building facility. Any purchases under \$500.00 does not require Board approval only notification
- Administer preventative maintenance programs for all WSC assets

k) Director of Discipline and Fair Play shall:

- Be responsible for viewing and proper storage of police record checks and applications of potential coaches of the WSC
- Ensure the proper secure storage of these documents at the WSC
- Head up the Discipline committee and schedule meetings whenever necessary in a timely manner
- Prepare and administer documents of decisions rendered by the Discipline Committee
- Receive written documentation pertaining to all issues and complaints as it relates to the WSC

l) Social Media and Events Coordinator shall:

- Work with appropriate executive members and be the contact for all WSC tournaments.
- Oversee a committee if required to run WSC tournaments.
- Work with appropriate executive members to run Championship Day.
- Assist club administrator in giving notice of all meetings of the WSC Board of Directors, AGM and SGM to persons entitled. Keep accurate records of said meetings and submit such minutes for the records.
- Shall tend to all correspondence in conjunction with the Club Administrator, President and directors of their respective divisions.
- Shall assist directors of the board as required with any official correspondence addressing complaints and concerns as they relate to the day to day functions of the club. This may also involve any official complaints directed at specific divisions of play.
- Ensure all minutes of discipline hearings are kept on file and in a secured location at the club.
- Responsible for the communication of the club to the general public and media, in conjunction with webmaster club administrator.
- Approve all newsletters, ads and promotional information in regards to the WSC, with assistance of the club President, executive and club administrator.
- Act as the liaison between outside organizations, newspapers and press releases

m) Director at Large (Position #1) shall:

- Assist the Director of House League with duties
- Assist Club Administrator with equipment and uniform management
- Work with appropriate executive members in regards to Championship Day

n) Director at Large (Position #2) shall:

- Assist the Director of Coaches with duties
- Organize and oversee volunteer recruitment with help from Club Administrator

o) Chairperson of Cowan Park Project:

- Represent the WSC at all official Cowan Park functions
- Oversee the building operation and fund raising efforts of the Cowan Park Project
- Approve prior to publication all official press releases relating to Cowan Park
- Act as a liaison with the WSC, the City of Woodstock and with Cowan Insurance Group members and sponsors of the project
- Make appropriate recommendations concerning day-to-day business and facility operations

p) Past President:

- Serve as a member of the Cowan Park Board of Directors.
- Be the Official Liaison with the city of Woodstock as a member of the Cowan Park Board.
- Be an advisor and aide to all members of the WSC as requested

8.7 AUTHORITY OF THE BOARD OF DIRECTORS:

The Board of Directors for the WSC shall have the authority to:

- a) Conduct all affairs of the WSC, including without restricting the generality of this Constitution
- b) Liaise with the OSA, EMSA, EMDSL, LAWSL, WOSL, MMSL, WOYSL and any other soccer governing body
- c) Approve all Convenors, coaches, assistant coaches, managers, trainers, referees and volunteers
- d) Discipline parents and spectators in a manner consistent with the regulations of the WSC/OSA and the principles of good sportsmanship. Discipline when necessary all committee members, members of the Board of Directors.
- e) Raise funds on behalf of the WSC
- f) Decide and set fees for House, Competitive and Adult leagues
- g) Recommend to the members of the WSC any additional fees, which may be considered necessary
- h) Appoint independent auditor(s) to audit the financial records of the WSC.
- i) Call a SGM with public notification of a minimum of fourteen days notice
- j) Appoint a person to fill any vacancy of the Board of Directors until the next AGM.
- k) Amend the Rules and Regulations as deemed necessary by the Board of Directors.

8.8 TERMINATION OF THE BOARD OF DIRECTORS:

A member of the Board of Directors shall be relieved of their duties after ratification of a majority vote of the board during their term of office for:

- a) Missing three (3) consecutive monthly meetings without notification to the President or Secretary/Director of Communications
- b) Missing six (6) of the ten (10) board meetings.
- c) Failure to complete duties as stated under his/her duties
- d) Failure to uphold the objectives of the WSC

ARTICLE 9 – MEETINGS

9.0 General Meetings:

An official notice of each meeting shall be given to all members at least 14 days before the meeting is to be held as determined by the Board of Directors. Notification of meetings shall be by any of the following methods:

- public notice
- newspaper announcement
- website notice
- fax
- email
- posting at club office
- any other method determined by the members.

9.1 Annual General Meeting:

The AGM must be held on or within 120 days of the fiscal year end of the club. The order of business of the AGM shall include:

- Recorded attendance
- Acceptance of minutes of previous AGM – copies to be made available
- President's Address
- Directors' reports
- Director of Finance report – copies to be made available
- Auditor's report – copies to be made available
- Election of board members
- Other business
- Adjournment

After the AGM, but not later than two (2) weeks following this meeting, a final retiring Board of Directors meeting shall be held. At the termination of this meeting all outgoing directors shall cease to hold office. The newly elected directors shall take the responsibility of office.

9.2 Special General Meeting:

A SGM may be called by the President and Board of Directors or upon receipt of a written and signed request submitted to the club. The only subject for discussion shall be items submitted in writing.

9.3 All meetings of the club shall be conducted in accordance with the Robert's Rules of Order.

ARTICLE 10 – QUOROM

10.0 A majority of the board of directors shall constitute a quorum at the AGM, SGM and Board of Director meetings.

10.1 If after 30 minutes of the appointed meeting time there is no quorum the recording secretary shall record the names of all those present and the meeting shall be adjourned until the date of the next regular or special meeting.

ARTICLE 11 – VOTING

11.0 Each member is entitled to one (1) vote at any AGM or SGM.
Proxy voting is not permitted by the WSC.

11.1 Only Board of Directors are entitled to vote at Board of Directors meetings, except President (see 8.3), and Past President.

11.2 Nominations and Elections:

Nominations for positions on the Board of Directors may be made by any Member at the A.G.M or at a S.G.M called for that purpose. Nominations and elections for positions open shall be held in order of the positions listed in the Constitution.

Elections shall be by secret ballot.

A majority of the votes cast shall be required to elect Directors. In the event no candidate receives a majority, the candidate with the least votes shall be dropped from the ballot and another vote shall be held.

No candidate may assume a position by acclamation. In the event of a single candidate, a yes/no vote will be tallied. In the event the single candidate is defeated, that position shall remain open in accordance with the Constitution.

ARTICLE 12 – COMMITTEES

12.0 Committees may be set up for but not limited to: budgets, fund raising, disciplinary, tournament and special events.

12.1 Committees are to meet as required.

12.2 A chairperson is to be appointed by the Board of Directors for each committee to act in the capacity of a spokesperson at the meetings of the Board of Directors.

12.3 All recommendations from committees are to be presented to the Board of Directors.

ARTICLE 13 – FINANCES

13.0 The fiscal year of the WSC shall be from September 1st to August 31st of each calendar year.

13.1 The signing officers shall be the President, Vice-President, Director of Finance, Directors of House and Competitive Leagues.

13.2 All cheques, financial documents including deed(s), licenses, contracts, shall be signed by no less than two (2) of the signing officers, of whom one shall be the President or Director of Finance.

13.3 The Board of Directors shall authorize the payment of expenses incurred in the operation of the Club.

13.4 All bank deposits shall be to the credit of the WSC and the investment of such funds in the most advantageous forms of security shall be made by the Director of Finance as approved by the Board of Directors from time to time.

13.5 Upon dissolution of the WSC, its' property and assets, after payment of all debts and liabilities, shall be distributed to such charitable organization(s) beneficial to the community of Woodstock as decided by the Board of Directors.

ARTICLE 14 – CONFLICT OF INTEREST

14.0 A member of the Board of Directors shall be deemed to be in a conflict of interest where any matter comes before WSC Board of Directors or Discipline which concerns the team for which his/her child is playing or is eligible to play for; which his/her immediate family member is or has applied to be a member of the coaching staff; or with respect to any other matter with which they or members of their immediate family is involved

14.1 Where a conflict of interest arises, the member of the Board of Directors who is in conflict shall first declare the conflict then absent him/herself from the meeting until the issues has been resolved.

14.2 Where a board member declares a conflict of interest but has significant information relating to the specific issue to be discussed, he/she may be permitted to provide that information to the remainder of the Board of Directors before absenting him/herself.

14.3 The President or his/her designate shall have the final authority to decide when a conflict of interest exists.

ARTICLE 15 – LEGAL ACTIONS

Any member of the WSC commencing legal action against the WSC or members of the Board of Directors may be suspended from all WSC activities until such legal action has been resolved.

ARTICLE 16 – INDEMNIFICATION OF THE BOARD OF DIRECTORS

Every member of the WSC Board of Directors and his/her heirs, executors, administrators, estate and effects respectively, shall indemnified and saved harmless at all times from and against:

- All costs, charges, expenses whatsoever that he/she sustains or incurs in or about any action, suit or proceeding that is brought, commenced or prosecuted against him/her for and in respect of any act, deed, matter or thing whatsoever, made, done or permitted by him/her in or about the carrying out of the duties of his/her office
- All other costs, charges and expenses that he/she sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by his/her own willful neglect or default
- In respect of any liability, costs, charges or expenses that he/she is adjudged to be in breach of statute unless, in an action brought against him/her in his/her capacity as a member of the Board of Directors, he/she has achieved complete or substantial success as a defendant. The WSC may purchase and maintain such insurance for the benefit of its Board of Directors as the Board of Directors may from time to time determine is necessary.

ARTICLE 17 – AMENDMENTS TO THE CONSTITUTION AND RULES AND REGULATIONS

17.0 Any member of WSC to the President can submit any proposed amendments in writing and signed at least 30 days prior to a SGM, which must be held at least 30 days prior to an AGM.

17.1 Any late submissions will discussed at the following year's SGM.

17.2 Copies of all proposed amendments will be posted on the WSC website if feasible and provided to all Directors 14 days prior to SGM. All proposed amendments will be discussed and voted on at the SGM.

17.3 Amendments to the Constitution will require a 2/3 majority of the votes cast at the SGM.