



Strathroy United Futbol Club Constitution & Bylaws

Article 1: NAME

The name of this Club shall be the Strathroy United Futbol Club (SUFC), hereinafter referred to as the Club, which is a not-for-profit organization.

Article 2: OBJECTIVE

- To provide opportunities for Club members to play recreational and competitive soccer at a level appropriate to their skills and interests.
- To develop the soccer skills of all Club members in all divisions while stressing teamwork, sportsmanship and an appreciation for the game of soccer.
- To promote the game of soccer in the community, in the region, and in the province.
- To promote the continual development of coaches, players, and game officials.
- To promote and develop a wholesome team sport for all participants, (players, coaches, volunteers, officials & spectators), both indoor & outdoor.

Article 3: AFFILIATIONS

The Club shall be a member of the Elgin Middlesex Soccer Association (EMSA) and shall follow the published rules of the District Association and Ontario Soccer (OS).

Article 4: MEMBERSHIP

Members are:

- Registered players,
- Parents and guardians of registered players,
- Registered coaches, assistant coaches, and managers,
- Club administrators or directors of the Club.

Although an individual may qualify for, and be registered under, more than one of the above categories, each individual holds only one membership in the Club, and is entitled to one vote as a member, where he is entitled to a vote.

Every member shall have the right to attend and speak at the members' meetings of the Club.

Only members 16 years of age, or older, are entitled to vote at the Annual General Meetings.

Only members of the Board of Directors are entitled to vote at Board of Directors Meetings.

Proxy votes are not allowed.

Conduct and Discipline of Members

Members of the Club shall at all times conduct themselves in a civil and courteous manner. Any member who infringes on the Constitution, or the Rules and Regulations, or conducts themselves in a manner that brings the reputation of the Club into disrepute, may be disciplined by a disciplinary panel of three board members to hear the case and report to the board their recommendations.

Members of the discipline committee will be appointed for the next season at the inaugural meeting after the Annual General Meeting.

The member who is the subject of such a discipline matter is entitled to attend such a hearing to represent themselves. A member may be reprimanded, censured, suspended, or expelled from membership for cause. An individual whose membership has been suspended loses all rights of membership until the suspension has been terminated.

Player, team, and team official discipline for all game related infractions is governed by the procedures of Ontario Soccer.



Termination of Membership

A member shall be deemed to have terminated his or her membership in the Club if the member:

- submits a signed letter of resignation to the Club;
- is expelled by the Club's Board of Directors;
- is no longer registered with the Club.

Appeals

Any member of the Club directly affected by a decision of the Club may appeal such a decision.

A non-member may appeal the denial or termination of membership in the Club.

A decision of the Club may be appealed to the District Association with which the Club is affiliated. The appeal shall be conducted in accordance with the OS's and District Association's published rules.

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.

Article 5: BOARD OF DIRECTORS

A Board of Directors shall govern the operation of the Club. The Board shall consist of individuals holding the following positions:

- President
- Vice-President
- Secretary
- Treasurer
- Registrar
- Directors at large (maximum of 10) that will include the following positions:
- Club Head Referee
- Club Technical Director/Head Coach
- Club Equipment Director
- ~~Youth Program Director~~
- ~~Adult Program Director~~
- Facilities Director

A Director may hold more than one position.

A Director shall be 18 years of age or older.

A Director shall serve for a term of two years, or until his/her successor is elected or appointed.

After an initial Board of Directors has been selected, the positions of President, Secretary, & Club Technical Director/Head Coach, ~~Youth Program Director~~, shall be elected in even numbered years; while the positions of Vice-President, Registrar, Treasurer, ~~Adult Program Director~~, & Club Equipment Director shall be elected in odd numbered years.

Director Vacancy

A Director has the right to resign her/his position by submitting a signed letter of resignation to the President or Secretary.

Any vacancies on the Board of Directors occurring during the term of office of a director, shall be filled by a majority vote of the Board of Directors at any meeting of the Board of Directors. The succeeding Director shall hold his/her predecessor's position for the remainder of the term being filled.

A member of the Board of Directors may be removed from office by the Board of Directors for cause by a 2/3 vote of the Board of Directors present, provided notice to remove the Director has been given to all Directors of the Club. If the Board of Directors removes a Director, the Board of Directors may appoint a successor to fill that position for the remainder of the term being filled.

A member of the Board of Directors may also be removed from office at a meeting of the members of the Club, provided notice to remove the Director has been given to persons entitled to attend the members' meeting. If a Director is removed at a members' meeting, the members entitled to vote may elect a successor to fill that position for the remainder of the term being filled.



Duties and Responsibilities of Board of Directors

The Board of Directors shall conduct the business of the Club during the periods between the Annual General Meetings of the Club, and in accordance with the authority granted to it in the published rules of the Club.

The Board of Directors shall be responsible for the appointment and renewal of appointments of all positions within the Club, except for those positions elected by the membership of the Club; this shall include the appointment of volunteer and paid positions for coach and administrator positions within the Club's operations. The selection process and appointments shall be based upon procedures outlined in the Club's published rules. Each director is responsible to be involved in one sub-committee as determined by the Board at their inaugural meeting following the Annual General Meeting. A Director may have their position revoked throughout the year if they fail to attend three meetings within the year without **proper notification providing notice 48 hours in advance** or failing to contribute to the Board of Director's meetings, sub-committee meetings or communication set out by members of the Board of Directors

Mandatory attendance at the Annual General Meeting.

Duties of Directors

President

- Preside at the Annual General Meeting of the Club and meetings of the Board of Directors as required, and be a member of all sub-committees as required.
- The President cannot nominate Board Members at the Annual General Meeting.
- Appoint all chairs and members of sub-committees, subject to ratification by the Board of Directors.
- Coordinate all duties of the Board of Directors, and be the spokesperson for the Club.
- Attend or designate representation of the Club at EMSA, OS, and any other board meetings required.
- Provide a **year-end year end** report at the Annual General Meeting.
- Act as a signing officer.

Vice-President

- Act in the absence of the President, and exercise any other powers as assigned by the Board of Directors.
- Act as a signing officer.

Treasurer

- Ensure that full and accurate records are kept of the financial affairs of the Club.
- Ensure that bills and expenses incurred by the Club, or by anyone acting on, or authorized to act upon the Club's behalf, are paid in a timely **matter manner**.
- Prepare a written financial report at each scheduled meeting of the Club, as well as provide a **year-end year end** financial report for the Annual General Meeting.
- Act as a signing officer.

Secretary

- Maintain a record of the minutes of all Board of Directors meetings, Annual General Meetings, and any Special Meetings.
- Prepare the minutes of the previous meeting and distribute in electronic format within a week of such meeting, and provide one (1) written copy at each meeting of the Club.
- Collect new business items and add to the agenda to be sent out in electronic format seventy-two (72) hours before each monthly meeting.
- Receive the general correspondence on behalf of the Club to share at each meeting and prepare appropriate responses based on the direction from the Boards of Directors.
- Distribute any correspondence requiring urgent response in electronic format to the chair of that sub-committee, as well as a copy shared with the Club President.
- Maintain copies of all committee reports.

Strathroy United FC will be the leader in Soccer Development in our Community by providing above average programming, as determined by its membership, in the areas of player, coach and referee advancement.



- Record the results of the election or appointment of members to the Board of Directors and notify officers and committee members of their election or appointment.
- Sign all certified copies of acts on behalf of the organization.
- Maintain an up to date record of the Constitution and the Rules and Regulations.
- Arrange to publish notices of upcoming general meetings.
- Provide a ~~year end~~ **year end** report at the Annual General Meeting.
- Act as a signing officer.

Registrar

- Register all players, coaches and administrators of the Club, with the District Association, for indoor and outdoor seasons.
- Maintain a record of all player, coach and administrator registrations.
- Attend and represent the Club at EMSA and any other board meetings as required.
- Report to the Board at each Club meeting, and provide a ~~year end~~ **year end** report at the Annual General Meeting.

Club Head Referee

- Ensure that all game officials are qualified and properly registered with Ontario Soccer.
- Arrange appropriate clinics to develop and upgrade game officials.
- Ensure that game officials are scheduled for all Club home games.
- Provide a ~~year end~~ **year end** report at the Annual General Meeting.

Club Technical Director/Head Coach

- Ensure that all coaches, assistant coaches, trainers and managers are properly trained and registered with Ontario Soccer, and that they are suitable for their positions by conducting appropriate background checks.
- Provide a ~~year end~~ **year end** report at the Annual General Meeting.
- Oversee the development and delivery of ongoing training programs, for players and coaches, for the continued growth and development of soccer skills and knowledge in the Club.
- Liaise with members of Ontario Soccer, The Canada Soccer Association, EMSA and any other organizations for that purpose.
- Arrange appropriate clinics to develop new and upgrade existing personnel.
- Manage any reference material for that purpose on behalf of the Club.
- Provide a ~~year end~~ **year end** report at the Annual General Meeting.

Club Equipment Director

- Maintain an inventory of uniforms, equipment and other supplies required for the Club to conduct its operations.
- Update the Board of Directors on any additional requirements, and arrange, subject to board approval, for the purchase of any new, or any replacement uniforms, equipment, and other supplies, as required.
- Ensure that all Club teams are provided with uniforms, game balls, training equipment and first aid supplies as required.
- Maintain a spending allowance of up to \$1000.00 per season without board approval (this does apply for members of the equipment sub-committee) and all purchases must be communicated via email as well as communicated at the next Board of Director's meeting. Copies of the invoice must be submitted to the Treasurer within 48hrs of the purchase.
- Provide a ~~year end~~ **year end** report at the Annual General Meeting.

Adult Program Director

- ~~Oversee the development of the Adult program within the Club.~~
- ~~Ensure that all of the Adult teams are properly registered and provided with uniforms, game balls, training equipment and first aid supplies as required.~~
- ~~Attend and represent the Club at all recognized Adult League Meetings.~~
- ~~Provide a year end report at the Annual General Meeting.~~

Youth Program Director

- ~~Oversee the development of the youth program within the Club.~~

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- ~~• Ensure that all of the youth teams are properly registered and provided with uniforms, game balls, training equipment and first-aid supplies as required.~~
- ~~• Attend and represent the Club at all recognized Youth League Meetings.~~
- ~~• Provide a year-end report at the Annual General Meeting.~~

Nominations and Elections

Nominations for positions on the Board of Directors may be made by any member, except the President, at the Annual General Meeting, or at a special general meeting called for that purpose. Nominations and elections for vacant positions shall be held in the order of the positions listed in this Constitution.

Election shall be by a show of hands, unless the President, at his or her discretion, decides that a secret ballot is required. In the event only one candidate is nominated, no vote is required and the nominated candidate shall be declared elected by acclamation.

A majority of the votes cast shall be required to elect Directors.

Article 6: MEETINGS

Quorum

A majority of the Board of Directors shall constitute a quorum for Board of Directors meetings.

A minimum of ~~15~~ 10 members in good standing shall constitute a quorum for any Annual General Meeting.

Annual General Meeting

The Club shall hold its Annual General Meeting not later than November 30th of each year.

The Secretary of the Club shall schedule the meeting and publish notice at least twenty-one (21) days prior to the meeting, by posting it on the Club Website, Social Media, and a reminder notice with attached Agenda sent via Electronic Correspondence to all members 72hrs prior to the meeting.

The President shall preside at the AGM.

Voting shall be by show of hands, unless the President, at his/her discretion, decides that a secret ballot is required.

The agenda of the Annual General meeting shall include:

- 1) Roll Call (Board of Directors)
- 2) Minutes of Previous Annual General Meeting
- 3) President's Address
- 4) Vice President Report
- 5) Secretary Report
- 6) Registrar Report
- 7) Club Head Referee Report
- 8) Club Technical Director/Head Coach Report
- 9) Treasurer's Report
- 10) Sub-Committee Reports
- 11) Unfinished Business
- 12) Amendments to Constitution and the Rules & Regulations
- 13) Election of Officers and Directors
- 14) Any New Business
- 15) Adjournment

Special General Meetings

A special general meeting of the Club may be called by the Board of Directors when they deem necessary, or upon receipt of a written request submitted by not less than 20 voting members setting out the items of business to be conducted at the special general meeting. The special general meeting shall be held within 30 days of receipt of the written request from the members.

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Only the business set out in the notice of the special general meeting shall be considered.

Board of Directors Meetings

The Board of Directors shall meet at least 4 times per year, upon 14 days' notice given by the President and Secretary, at such place and time as the Board of Directors may determine.

A majority of the members of the Board of Directors shall form a quorum at all meetings of the Board. Questions arising at any meeting shall be decided by a majority vote of the directors present, where each director is entitled to cast one vote, with the exception of the President. The President is only entitled to cast a vote, on any issue, in the event of a tie vote.

Article 7: COMMITTEES

The membership, at any general meeting, or the Directors, at any meeting of the Board of Directors, may establish a sub-committee to carry out specific business or programs of the Club.

Article 8: PROCEDURES GOVERNING MEETINGS

All meetings of the Club 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 the Rules and Regulations of the Club.

(a copy of the rules can be made available upon request)

Article 9: RULES AND REGULATIONS

The Board of Directors may approve and publish Rules and Regulations that are inconsistent with this Constitution, or inconsistent with the rules of a higher level governing organization.

Article 10: AMENDMENTS

No alterations, deletions, or amendments to this Constitution shall be made, except at an AGM, and then only by a two-thirds majority vote of the eligible members present. Proposed amendments shall be delivered to the Secretary of the Club, not less than 60 days prior to the AGM. The Secretary of the Club shall publish all proposed amendments not less than fourteen (14) days prior to the AGM, by posting them on the Club Website.

Article 11: INDEMNITY

Members of the Board of Directors, or other servants to the Club, their heirs, executors, administrators and estate, 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 12: FINANCIAL ADMINISTRATION

The Board of Directors shall have the sole power and authority to enter into contracts, agreements, and affiliations on behalf of the Club.

The Board of Directors shall be responsible for all of the Club's financial transactions, and shall be empowered to take whatever action it deems necessary to meet the Club's obligations.

The financial accounts of the Club shall be maintained by the Treasurer, who shall, at each meeting of the Board of Directors, submit for approval, a statement of the Club's financial position. The Treasurer shall also prepare and present a ~~year-end~~ ~~year end~~ report at the Annual General Meeting.

Cheques prepared for the payment of expenses shall be signed by two authorized members of the Board of Directors.

The fiscal year of the Club shall end on October 31st of each year, unless otherwise ordered by the Board of Directors. Ensure all expenses and income ~~is~~ ~~are~~ submitted before October 31st.

The Board of Directors may, whenever it deems necessary, authorize the accounts of the Club to be audited by an independent qualified auditor.

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Article 13: HARASSMENT

The Club shall adhere to the Harassment Policy as published and approved by Ontario Soccer

The Harassment Policy shall apply to all employees, directors, officers, volunteers, coaches, game officials, administrators, players, members and registrants of the Club.

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.

The Club shall make available to any member the Harassment Policy when requested.

Article 14: DISSOLUTION

In the event of dissolution of the Club, and after payment of all debts and liabilities, its remaining property shall be distributed or disposed of by the Board of Directors to one or more not-for-profit soccer related organizations that operate solely in Strathroy, Ontario, Canada.

Article 15: INDIVIDUAL TEAM FUNDRAISING

Any team whether indoor or outdoor that is under the Strathroy United FC jurisdiction that organizes, runs or obtains revenue from a Fundraising or Sponsorship event or activity must submit a complete financial statement from that event or activity to the SUFC Board of Directors upon completion of that event or activity.

A letter of intent prior to any fundraising activity must be submitted to the Club for approval prior to the event or when the donation is to be expected outlining what the money for Fundraiser is being used for or what the expected donation will be.

Once the Fundraising Event has been completed, all money~~s~~ must be collected by the Board and Teams will submit the SUFC Team Fundraising Form for the Board of Directors to review. No Receipts or Funds will be used or issued to Teams until both the Letter of Intent has been approved and the SUFC Fundraising Form has been submitted.

Article 16: RICCO FOODS SOCCER CENTRE HALL RENTAL

All past (within 5 years of service and in good standing) or present SUFC Board members will have access to the Ricco Foods Soccer Centre hall at no cost for events involving immediate family members only. All other rentals will follow the established rental payment structure and application process.

The Board of Directors will have the option to allow the use of the Ricco Foods Soccer Centre for all soccer related activities first as well as limit the amount of usage of the building as per the needs of the Club.

Article 17: REGISTRATION SUBSIDY

Five percent (5%) of yearly profits, if any, will be designated to a Registration Subsidy Fund to help assist Members from all age groups under the age of 18 to play soccer for the club. The total amount allocated will not exceed three thousand dollars (\$3,000.00) in any given year. The Board of Directors will then review any outstanding fees, as well as communications from its members applying for assistance to allocate these funds.