

East Hants Soccer Club



EHSC By-Laws (Constitution)

2024

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Terms and Definitions

| Term | Meaning |
|-------------|------------------------|
| AGM | Annual General Meeting |
| EHSC | East Hants Soccer Club |
| SFC | Suburban Football Club |
| SNS | Soccer Nova Scotia |

Introduction to East Hants Soccer Club By-Laws

The purpose of this document is to lay out the By-Laws and rules governing the Association. As a Non-Profit organization there are guidelines by which the Association must abide. These and other policies are detailed within. This document is also known as the Constitution.

East Hants Soccer Club (EHSC) policies are in agreement with Soccer Nova Scotia (SNS) By-Laws. Being a smaller association the By-Laws have been tailored to fit the needs of our organization.

ARTICLE 1. NAME

The organization shall be called East Hants Soccer Club, hereinafter referred to as the Association.

ARTICLE 2. OBJECTIVE

The objective of this Association shall be to promote, develop and govern the game of soccer, both indoor and outdoor in the East Hants Region within Nova Scotia as registered with the Association.

ARTICLE 3. HEAD OFFICE

The Association shall be incorporated under the Societies Act for Non-Profit Organizations with the Head Office of:

East Hants Soccer Club
Room 203, East Hants Sportsplex
1076 Hwy 2, Lantz, Nova Scotia
B2S 1M8

ARTICLE 4. AFFILIATION

The Association shall be affiliated with and be under the jurisdiction of Soccer Nova Scotia and will be subject to the rules and regulations of SNS.

The Association is also affiliated with the Suburban Football Club (SFC) which supports Tier 1 player development and technical skill programs.

ARTICLE 5. ORGANIZATION

The Association shall be composed of members as set out in Article 6 and it shall be managed by a Board of Directors constituted as stated in the By-Laws (see Article 14).

ARTICLE 6. MEMBERSHIP AND FEES

The Association shall be composed of the following categories of members;

- a) Active Membership, which shall be open to all members who have registered with the Association and have complied with Article 7: Membership Fees and are in good financial standing with the Association. An active membership is awarded to each family that has a youth enrolled in a soccer program. The membership lasts for 1 year.
- b) Associate Membership which shall be open to organizations operating to promote the game of soccer, such as University, College or School Leagues; Inter-district Leagues; Coaches and Trainer's Associations; Educational Institutions (such as Universities and Colleges); Referees; Clubs in Membership with SNS. The Association in Membership can represent themselves as they see fit.
- c) Honourary Membership which shall be open to person(s) who have made exemplary contributions to the Association. An Honourary Membership may be extended to an individual or a Group. A group may represent themselves as they see fit.
- d) Electoral Membership, for a person who does not have a registered child but is nominated, elected or appointed to the board.

Membership Fees for all categories of membership shall be established by the Board of Directors based on each season of play. The fees will be set as agreed by the Board majority.

ARTICLE 7. MEMBERSHIP AND REPRESENTATION

Section 7.01 Active Membership

An Active Membership of the Association shall be entitled to the attendance at all General Meetings of the Association. There are four ways in which an individual may be granted an Active Membership

- 1) All members of the Executive are considered Active Members
- 2) All members of the District Directors are considered Active Members (1 and 2 effectively cover the Board of Directors see Article 14)
- 3) All Coordinators are considered Active Members
- 4) A household that has paid registration fees for one or more youth is considered an Active Member. The household representation can be any one person of the age of majority.

Section 7.02 Associate and Honourary Membership

These two forms of membership can be represented by any number of individuals related to and associated with the membership in question.

Section 7.03 Electoral Membership

This form of Membership is for a person who does not have a registered child but is nominated, elected or appointed to the board. They represent themselves.

ARTICLE 8. MEMBERSHIP AND VOTING

Section 8.01 Active Membership

An active membership is entitled to one vote at the AGM. The vote must be cast by an individual of the age of majority. If the individual present at the

meeting has an active membership by two means, the individual is still only entitled to one vote. For example, should a member of the Executive (Offices 1-6 inclusive) also be acting in another capacity (Position 7-12) that is normally entitled to a vote, they will only get one vote. The same applies to individuals who may hold more than one coordinator position or representative of a given households who are also holding an Executive or Coordinator position.

Section 8.02 Associate and Honourary Membership

These two forms of membership do not have voting rights. However, members are welcome and encouraged to attend meetings.

Section 8.03 Electoral Membership

This form of Membership entitles the Member to the rights associated with the position for which they are elected.

Section 8.04 Voting Methods

At all meetings, voting for motions shall be by show of hands (physical, for in-person participation or electronic, for virtual /online participation) unless a poll is requested. Decisions shall be reached by simple majority unless otherwise required by the by-Laws of the Association or Corporate Law.

Voting for elections of Officers is covered under Section 17.02 and is conducted differently

The President/Chair of the Association is only entitled to vote when there is the need to break a tie.

Section 8.05 Motions

Topics for which motions are required should be presented to a Board member in advance of a meeting so that it may be reviewed and entered into the Agenda.

After an issue has been discussed at length, it may be addressed by a Motion. If the item has not come to a resolution a motion may be made to table it for later discussion at which point it will become a part of old outstanding business.

A motion must be presented by a member of the Board.

A motion must be seconded by a different member of the Board.

ARTICLE 9. ANNUAL GENERAL MEETING (AGM)

- a) The AGM of the Association shall be held by no later than 120 days after the end of the fiscal year. All reports for the AGM shall be submitted to the President at least one week prior to the AGM.
- b) A Public Notice of the time and location of the AGM shall be posted at least 14 days prior to the meeting. Notification shall be as a minimum by way of the EHSC Website and possibly other media.
- c) The Order of Business at the AGM shall be as a minimum
 - i. Roll Call Report
 - ii. Tributes and Introduction of Guests
 - iii. Minutes of Previous AGM
 - iv. President's Report
 - v. Financial Reports
 - vi. Other Reports

- vii. Unfinished Business (Old business)
- viii. Amendments to the Constitution (By-Laws)
 - ix. Amendments of the Rules and Regulations (Policy)
 - x. Election of Officers
 - xi. New Business
 - xii. Adjournment
- d) At the discretion of the Chair, any special business for Discussion may be introduced after the approval of the minutes of the previous meeting (Item iii).

ARTICLE 10. SPECIAL GENERAL MEETING

- a) A Special General Meeting may be called by either the Board of Directors or by the Executive Committee on it's own motion.
- b) A Special General Meeting may be called following the receipt of a written request signed by not less than one-third (1/3) of the Directors or Executive Committee.
- c) Upon agreement that a SGM is to be called, notification shall be issued to all members who shall receive not less than seven (7) days clear notice of the date, time and location of any Special General Meeting. Notification will be by a minimum of the EHSC Website and possibly other media.
- d) Only the business for which the Special General Meeting has been called shall be discussed.

ARTICLE 11. RULES OF ORDER

All meetings of the Association shall be conducted in accordance with Robert's Rules of Order insofar as they may apply.

See also Section 8.04 for EHSC policy regarding handling of motions during meetings.

ARTICLE 12. PRESIDING OFFICER

The President shall preside at all General Meetings of the Association. In the absence of the President, the Vice-President shall take the Chair. The absence of both of these Officers shall require the selection, by the Executive Committee, of a pro-term presiding officer for a period as defined by the absence of the Chief Officers.

ARTICLE 13. QUORUM

Unless otherwise agreed Quorum at the various levels of meetings is defined as follows:

Section 13.01 Executive Quorum

A simple majority of the current members of the Executive are required to form quorum.

Section 13.02 Board of Directors Quorum

A simple majority of the current number of Board members are required to form a quorum.

Section 13.03 Annual General or Special Meeting

No business shall be transacted at a General or Special Meeting unless a quorum is present at the commencement of such business. A quorum shall comprise the quorum for the Executive and Board of Directors plus 7 members in good standing. Members in good standing are those Active

Members who have met the financial responsibilities or requirements related to their youth or position, respectively.

If within one-half hour from the time appointed for the meeting a quorum is not present, the meeting, if convened upon the requisition of persons entitled to vote at a General or Special Meeting, shall be called to order, at the discretion of the presiding officer, with the Members present qualifying as a quorum.

ARTICLE 14. BOARD OF DIRECTORS

- a) The business of the Association shall be conducted by a Board of Directors which shall comprise of the Executive Committee, District Directors (see article 16).
- b) The Executive Committee of the Association shall be constituted in accordance with Article 15 of these by-Laws.
- c) The Board of Directors shall meet not less than five (5) times a year. An official Board of Directors meeting must consist of a quorum of Board Members (as defined above).

ARTICLE 15. EXECUTIVE COMMITTEE

- a) The Executive Committee of the Association shall be the President, Vice President, Treasurer, Registrar, Secretary, and Director of Safety and Risk Management.
- b) The Executive Committee shall be vested with the authority to manage the affairs of the Association within the framework of the policies established by the Board of Directors. During the intervals between meetings of the Board of Directors, the Executive Committee shall possess and may exercise all the powers of the Board in approving and

implementing new policies. The Executive Committee shall also carry out all other functions as provided in this Constitution.

- c) The Officers of the Executive Committee shall perform such duties as are specified in the Rules and Regulations of this Constitution.
- d) Contracts, documents, leases or any instruments in writing requiring signatures of the Association shall be approved by the Executive Committee. Such contracts, documents, leases and instruments in writing shall be signed by the approved Signing Officers and shall be binding upon the Association without any further authorization or formality.
- e) The Executives Committee shall cause true accounts to be kept of all receipts, credits, payments, assets and liabilities of the Association.
- f) The Executive Committee shall, as necessary, employ staff.
- g) Meetings of the Executive Committee shall be held at the call of the President. A quorum shall be a simple majority of the current members of the Executive.

ARTICLE 16. TENURE AND ELECTIONS

The following Officers shall be elected by the voting membership at the AGM held in within 120 days of the end of fiscal year. The term of the positions are nominally two years in length. For continuity, the President, Registrar, and Treasurer shall be elected in odd years, and the Vice-President, Director of Safety and Risk Management, and Secretary shall be elected in the even years.

- 1) President
- 2) Vice-President
- 3) Secretary
- 4) Treasurer
- 5) Registrar
- 6) Director of Safety and Risk Management

The following positions may be appointed by the Officers of the Association:

- 1) Communications Lead
- 2) Equipment Lead
- 3) Facilities Lead
- 4) Outreach and Engagement Lead
- 5) Events Lead
- 6) Directors at Large (number as deemed necessary to support club business)

Uncontested positions may be renewed without putting the position to election.

ARTICLE 17. DUTIES OF OFFICERS

The following positions are present in the Association and are accompanied by the description of their duties:

Section 17.01 Positions and Responsibilities

a) President

- Shall preside at all meetings, decide all questions of order and announce the results of voting
- Shall neither move or second any proposals or amendments, nor shall they vote unless there be a tie at which time they may exercise voting rights
- Shall also represent the Association whenever required
- Shall have oversight of all activities and be ex-officio member in all committees
- See the Association job descriptions document for a detailed overview of this position.

b) Vice President

- Shall perform the duties of the President during their absence
- Assist the President in their duties as needed
- See the Association job descriptions document for a detailed overview of this position.

c) Secretary

- Shall keep a record of proceedings and decisions at all meetings of the Association
- Shall ensure the minutes of all General Meetings are sent to all members of the Association and other interested parties, plus any other duties assigned or by virtue of the office of the secretary
- If the Secretary is absent from a meeting, the President may request another member of the Executive fulfill the Secretary's obligations and forward the collected works to the Secretary posthaste for proper dissemination.
- See the Association job descriptions document for a detailed overview of this position.

d) Treasurer

- Shall be responsible for providing financial statements to the Board, including, but not limited to, financial updates at board meetings and financial statements at the AGM
- Will be responsible for coordinating Human Resource, payroll and Request for Proposal activities that may be required by the Association in collaboration with the President
- Shall establish a bank account in a recognized financial institution for the Association, receive all monies owing and be responsible for disbursement of funds on behalf of the Association

- See the Association job descriptions document for a detailed overview of this position.

e) Registrar

- Will report to the Board, registers all players with Soccer Nova Scotia, confirms ages of players
- See the Association job descriptions document for a detailed overview of this position.

f) Director of Safety and Risk Management

- Will report to the Board and advocates for and promotes a safe sport environment
- Will develop, evaluate, and oversee risk management procedures, ensure proper certification, background checks, and related data collection and record keeping. and provide guidance and oversight for reporting on all incidents
- See the Association job descriptions document for a detailed overview of this position.

g) Outreach and Engagement Lead

- Will report to the Board and coordinates the interactions of the club within the community
- Will work with other community organizations, businesses, sponsors, and event coordinators to help positively promote EHSC throughout East Hants and recruit participants and volunteers
- See the Association job descriptions document for a detailed overview of this position.

h) Communications Lead

- Will report to the Board and coordinates communication to club members

- Will also be responsible for managing the Club Website and social media presence, as well as mass communications
- See the Association job descriptions document for a detailed overview of this position.

i) Facilities Lead

- Will report to the Board
- Will organize field resources and coordinates with Coaches and other program coordinators to ensure that there are no conflicts in scheduling
- Will build and maintain relationships with contacts and oversight bodies associated with facilities used by the club
- Will maintain a Field Use Matrix for ease of reference
- See the Association job descriptions document for a detailed overview of this position.

j) Equipment Lead

- Will report to the Board
- Is responsible for managing material supplies of the Association and ensuring sufficient supply and access for all teams, training groups, coaches, and volunteers
- Will coordinate with coaches to retrieve team jerseys and be a part of inspection process
- See the Association job descriptions document for a detailed overview of this position.

k) Events Lead

- Will report to the Board
- Coordinates club events, tournaments, and community activities
- See the Association job descriptions document for a detailed overview of this position.

I) Director at Large

- Will report to the Board
- Is responsible for attending Nova Scotia Soccer League meetings and relaying that information to EHSC
- This number of Director at Large positions can vary based on the number needed to support club business at the discretion of the Executive
- See the Association job descriptions document for a detailed overview of this position.

Section 17.02 Electoral Procedure

The procedures for the election of Officers shall be:

- i. In any contested election voting shall be by secret ballot.
- ii. If no person receives a majority of valid votes cast, there shall be another secret ballot, from which the name of the person receiving the least number of votes on the previous ballot shall be omitted. If more than three persons have contest to an office, this process shall be repeated with the candidate receiving the least number of votes in any ballot being omitted from the next ballot.
- iii. If two or more candidates have the least number of votes, the meeting shall determine by separate ballot which of them shall be removed from the next ballot.
- iv. Any member of the Executive Committee desirous of accepting nomination to any other position on the Executive shall first resign his/her current position.
- v. Nominations for elected positions shall be made by members and must be submitted in writing to the Association no later than five (5) days prior to the General Meeting at which that nomination is to be considered. Nominations may also be made from the Floor.

- vi. Any members seeking election to the office shall not be eligible to serve on the Nomination Committee.
- vii. Nominees are strongly recommended to provide a list of qualifications to the Association after nomination, so that their suitability for the position may be assessed. This list could be in the form of a CV, or letters of recommendation etc.

ARTICLE 18. VACANCIES

Section 18.01 Board of Director Vacancy

The office of the Board of Director shall be vacated on any one of the following conditions:

- i. upon providing resignation in writing.
- ii. If the Director becomes of unsound mind otherwise incapable of performing the business of the Association.
- iii. If the Director is removed by resolution of the Association for good and sufficient reason.

Section 18.02 Executive Committee Vacancy

Should a vacancy occur on the Executive Committee, the Executive Committee may appoint a person to fill said vacancy until the next Annual Meeting and the position will be decided by vote.

ARTICLE 19. AUDITOR

The Association will maintain a record of all financial transactions for the fiscal year. A summary of the financial position of the Association will be presented to the membership at the General Meeting. If a significant discrepancy exists between the documentation versus actual bank statements, as determined by a quorum at the General Meeting, an audit will

be requested, to be performed by an auditor as agreed upon by the Board.
All financial records will be saved as per statutory requirements.

ARTICLE 20. STANDING COMMITTEES

The Board may establish Standing Committees: e.g., Discipline and Appeals Committee.

Committees will report to the Board and comprise of no less than 3 people.
All members of a Committee shall be Members in good standing of the Association.

The Terms of Reference for the Standing Committees will be outlined in the Association's documentation. For example, Discipline and Appeals Committee will be able to refer to the Policy on Discipline and Appeals (EHSC-Pol-07). The Committee will be informed of the relevant Association policies to which they will subscribe.

ARTICLE 21. LAWS OF THE GAME

- a) The Association shall support and maintain the Laws of the Game as established by the International Football Association Board and as recognized by Soccer Nova Scotia, except as provided therein to accommodate difference in age or climatic conditions.
- b) Changes shall come into effect in the playing season immediately following their adoption.
- c) The Association fully endorses a Fair Play environment. More detail on the meaning of Fair Play can be found in EHSC document EHSC-Con-02.

ARTICLE 22. OTHER REGULATIONS

- a) The Association may make such miscellaneous regulatory measures as deemed necessary to promote, develop and govern the game of soccer.
- b) The Association may make such other regulatory measures, as it deems necessary for the efficient administration of the play structure of the game within its jurisdiction.
- c) No such regulations may violate an individual's right or freedoms except as maybe required to protect the rights and freedoms of any other individual and to ensure the stability of the basic structure of the game.
- d) The Rules and Regulations of the Association maybe added to and/or amended between General Meetings by the Board of Directors, or by the Executive Committees; however, such amendments must be ratified but the eligible voting delegates at the ensuing Annual General Meeting.
- e) The Rules and Regulations of the Association may be amended by a majority vote of those Active Members present at the Annual General Meeting.

ARTICLE 23. MONIES OWING

- a) All monies owing to the Association shall be due and payable within Thirty (30) days of invoicing, unless otherwise stipulated.
- b) Penalties for late payment or non-payment of monies due shall be as established by the Board.

ARTICLE 24. BORROWING POWERS

- a) The Board of Directors may from time to time at their discretion:

- (i) raise or borrow money for the purpose of furthering the objectives of the Association
- (ii) secure the repayment of monies so raised or so borrowed in such manner and upon such terms and conditions as they think fit;
- (iii) approve such action at a vote of seventy-five percent (75%) of the Directors present at the Board meeting is necessary.

ARTICLE 25. FISCAL YEAR

The fiscal year of the Association shall be from December 1st to November 30th of the following year.

Document History

| Rev | Date | Description/Changes |
|-----|------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 0.0 | 2009-05-09 | DJP – Initial Composition – issued for internal review. Numerous corrections to Web sourced By-Laws document, typos, grammar, clarification. Should be reviewed to ensure consistency of meaning and intention of existing agreed upon documentation. |
| 0.0 | 2009-05-24 | DJP – With edits from Ian McKenzie. Still some outstanding areas requiring clarification (in red). |
| 0.1 | 2009-10-11 | DJP – with edits from general comments. Some clarifications (in red) still outstanding. |
| 0.1 | 2009-10-31 | DJP – spellcheck, edits, grammar checks, insert details on Positions and responsibilities, clarify ambiguous and contradictory statements in different articles, clarify Memberships, clarify Quorum, reconcile and clarify voting methods, |
| 0.2 | 2009-11-08 | DJP – Edits received after Executive review of points raised in 10-31 edits. Rep Liaison position inserted, Financial Year amended, Motion rules, new Executive appointed positions, New membership category – Electoral Membership inserted |
| 0.3 | 2011-01-10 | DJP –Update name to East Hants Soccer Club. Insert text and position related to Suburban Football Club relationship (Articles 4,16,17). Text in Article 8.01 corrected to include all members of Eexecutive (Offices 1-6). Minor spelling and formatting corrections. |
| 0.4 | 2016-01-15 | RT – Updated logo to East Hants Soccer Club. Updated Club Head Office address. Finance Coordinator and Treasurer positions inserted (replacing Diretor of Finance), and updated where referenced. Added Communications Coordinator board position. Updated Board of Directors Quorum to be “simple majority” instead of 75%. Minor spelling and formatting corrections. |
| 0.5 | 2016-12-26 | RT – Removed Finance Coordinator position and updated |

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| | | Secretary and Treasurer positions to cover responsibilities of the Finance Coordinator, and updated where referenced. Minor spelling and formatting corrections. |
| 0.6 | 2019-01-10 | RT – Added Director of Outreach/Partnerships position and updated Rep Liaison title to Director of Performance Programs to align with Soccer Nova Scotia terminology. Additionally updated areas in the document where above positions were referenced. |
| 0.7 | 2022-03-13 | RT/LR – Split Treasurer and Secretary roles, formatting and added verbiage for job descriptions |
| 0.8 | 2024-04-01 | RT/FR – Updated Executive and board positions. Adjusted quorum and auditor requirements. Adjusted Membership fee rules. |