



Ardrossan Soccer Club 2005

Governance Rules and Regulations

Rev: 0

Date: 2019-09-22

Ardrossan Soccer Club Bylaws



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0	D. Mumford C.Stacey May 24, 2019	IFI	C.Stacey	C. Dmytriw	D. Mumford



RULES AND REGULATIONS

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**RULES AND REGULATIONS****ARTICLE 1: THE ORGANIZATION**

- 1.1 The name of the Society is Ardrossan Soccer Club 2005 (“Ardrossan Soccer Club”).
- 1.2 The following articles shall form the bylaws of the Ardrossan Soccer Club.

ARTICLE 2: DEFINED TERMS

- 2.1 In these Bylaws, the following words have these meanings:
 - 2.1.1 Act means the means the *Societies Act* R.S.A. 2000, Chapter S-14 as amended, or any statute substituted for it.
 - 2.1.2 Annual General Meeting means the annual general meeting described in Article 7.1.
 - 2.1.3 Bylaws mean the Bylaws of this Society as amended.
 - 2.1.4 Member means a Member of the Society.
 - 2.1.5 Register of Members means the register maintained by the Registrar containing the names of the Members of the Society.
 - 2.1.6 Society means the Ardrossan Soccer Club 2005 (“Ardrossan Soccer Club”).
 - 2.1.7 Special Meeting means the special meeting described in Article 7.2.
 - 2.1.8 Special Resolution means:
 - a) A resolution passed at an Annual General Meeting of the membership of this Society. There must be twenty-one (21) days’ notice for this meeting. The notice must state the proposed resolution. There must be approval by a vote of 75% of the voting Members who vote in person;
 - b) A resolution proposed and passed as a Special Resolution at a General Meeting with less than twenty-one (21) days’ notice. All the Voting Members eligible to attend and vote at the General Meeting must agree; or
 - c) A resolution agreed to in writing by all the Voting Members who are eligible to vote on the resolution in person at a General Meeting.
 - 2.1.9 Voting Member means a Member entitled to vote at the meetings of the Society.

ARTICLE 3: OBJECTIVES OF THE SOCIETY

- 3.1 The objective of the Ardrossan Soccer Club is to:
 - 3.1.1. Provide community and premier soccer programs for boys and girls from U3 to U19 for Ardrossan and the surrounding community in a team oriented setting for their personal development and enjoyment; and
 - 3.1.2. To create an environment where players learn skill development, sportsmanship, positive attitude and respect for themselves, other participants and officials.

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- 4.1 Ardrossan Soccer Club is affiliated with the Canadian Soccer Association (“CSA”), Alberta Soccer Association (“ASA”) and the Tri-County Soccer Association (“TSA District 10”) and abides by the respective rules of these associations. Ardrossan Soccer Club may ratify additional and supplemental rules and regulations specific to the local environment in which the Ardrossan Soccer Club operates.
- 4.2 Ardrossan Soccer Club shall support and maintain the principles and the laws of the game as established by the Federation International Football Association (FIFA), except as provided hereinafter to accommodate regional differences in age or climatic conditions. Ardrossan Soccer Club teams shall follow the rules of the Ardrossan Soccer Club, the ASA Rules of Soccer and the rules of the league(s) in which Ardrossan Soccer Club participates.

ARTICLE 5: FISCAL YEAR

- 5.1 The fiscal year for the Ardrossan Soccer Club shall be from April 1st to March 31st.

ARTICLE 6: MEMBERSHIP**6.1 MEMBERSHIP CATEGORIES**

There are three categories of Members:

- a) Regular Members: Individuals who have paid the membership fee to become a player or the parent/ legal guardian of the player if the player is a minor.
- b) Active Members: Individuals who regularly participate in the Ardrossan Soccer Club as a coach, manager, team official, unpaid league official, or a member of the Executive Committee.
- c) Honorary Members: An Individual may become an Honourary Member if the Voting Members at a general meeting pass a resolution recognizing the contributions of the Individual to the Ardrossan Soccer Club.

6.2 ADMISSION OF MEMBERS

All new member applications are subject to approval by the Executive Committee. All approved members will be entered as a Member under the appropriate category in the Register of Members by the Registrar.

6.3 WITHDRAWAL OF MEMBERSHIP

Any member wishing to withdraw from their membership may do so upon providing written notice to the Secretary or President of the Ardrossan Soccer Club. Once notice is received, the Member’s name shall be removed from the Register of Members. The Member is considered to have ceased being a Member on the date their name is removed from the Register of Members.

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The membership fee for each category is set annually by the Executive Committee and will be based on the following criteria:

- a) Regular Members: a levy on each registered player sufficient to recover the anticipated costs for the playing season.
- b) Active Members: no fee shall apply at this time other than what may apply as a regular member.
- c) Honorary Members: no fee shall apply at this time other than what may apply as a regular member.

6.5 MONIES OWING

- a) All monies owing to Ardrossan Soccer Club shall be due on demand unless otherwise stipulated. Penalties for late payment or non-payment of monies shall be as established by the Executive Committee.
- b) A member who neglects to pay membership fees or fails to negotiate special payment arrangements with the Executive Committee will be in bad standing with Ardrossan Soccer Club and will not be assigned to a team.

6.6 MEMBER IN GOOD STANDING

6.6.1 A Member is in good standing when the Member has paid membership fees or other required fees to the Ardrossan Soccer Club; and the Member is not suspended pursuant to Article 7.3.

6.6.2 Any Member in good standing is entitled to:

- a) Receive notice of meetings of the Ardrossan Soccer Club;
- b) Attend any meetings of the Ardrossan Soccer Club; and
- c) Speak at any meetings of the Ardrossan Soccer Club

6.7 SUSPENSION OF MEMBERSHIP

6.7.1 Members have an obligation to abide by the policies, rules and regulations of Ardrossan Soccer Club and also to act in a manner that evidences their commitment to the principles and intent of the rules, regulations and policies.

6.7.2 The Executive Committee, at a Special Meeting called for that purpose, may suspend or revoke a Member's membership for one or more of the following reasons:

- a) If the Member has failed to abide by the Bylaws;
- b) If the Member has disrupted meetings or functions or has been disloyal to the Ardrossan Soccer Club; or

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- c) If the Member has done or failed to do anything judged to be harmful to the Ardrossan Soccer Club.
- 6.7.3 The affected member will receive written notice of the Executive Committee's intention to deal with whether that Member should be suspended or not. The Member will receive at least two (2) weeks notice before the Special Meeting.
- 6.7.4 The notice will be sent by single registered mail to the last known address of the Member shown in the records of the Society. The notice may also be delivered by a member of the Executive Committee. The notice will state the reasons why suspension is being considered.
- 6.7.5 The Member will have an opportunity to appear before the Executive Committee to address the matter. The Executive Committee may allow another person to accompany the Member.
- 6.7.6 The Executive Committee will determine how the matter will be dealt with, and may limit the time given the Member to address the Executive Committee.
- 6.7.7 The Executive Committee may exclude the Member from its discussion of the matter, including the deciding vote
- 6.7.8 The Executive Committee may, at its complete discretion, vote to:
- a) Suspend membership of the Member;
 - b) Fine the Member;
 - c) Forfeit any membership fees paid by the Member;
 - d) Expel the Member; or
 - e) Any combination thereof.
- 6.7.9 The decision of the Executive Committee is final, regardless of the attendance of the Member, parent or legal guardian of the Member at the Special Meeting.
- 6.7.10 On passage of the Special Resolution, the name of the Member is removed from the Register of Members. The Member is considered to have ceased being a Member on the date his name is removed from the Register of Members.
- 6.7.11 Although a Member ceases to be a Member by resignation or otherwise, the Member is liable for any debts owing to the Ardrossan Soccer Club at the date of ceasing to be a Member.
- 6.7.12 No right or privilege of any Member is transferable to another person. All rights and privileges cease when the Member is expelled from the Society.

ARTICLE 7: ARDROSSAN SOCCER CLUB MEETINGS**7.1 THE ANNUAL GENERAL MEETING**

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7.1.1. The Annual General Meeting shall be held each year on or before the last day of April by the Executive Committee.

7.1.2. The Annual General Meeting will be held each year to:

- a) Elect an Executive Committee;
- b) Table the financial statements for the previous year and present the budget for the upcoming season; and
- c) Report on the affairs of Ardrossan Soccer Club for the previous year's operations.

7.1.3. Advanced Public Notice of the Annual General Meeting

Members will be provided with at least 21 days' notice of the Annual General Meeting through local media outlets. Such notice shall include advertisements in a newspaper in general circulation in Ardrossan and area, Ardrossan Soccer Club website, and Ardrossan Soccer Club Facebook page and will include the date, time and location of the scheduled Annual General Meeting, and any business requiring a Special Resolution.

7.1.4. Order of Business at the Annual General Meeting

The Order of Business at the Annual General Meeting will be as follows:

- a) Call to order
- b) Minutes of the previous meeting
- c) Business arising out of the minutes
- d) Reports
- e) Goals and work plans
- f) Unfinished business
- g) Budget
- h) New Business
 - I. Amendments to the Rules and Regulations
 - II. Election of Executive Committee
 - III. Adjournment

7.2 SPECIAL MEETINGS

7.2.1 A Special Meeting may be called at any time by:

- a) The President;

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- b) A majority of the Executive Committee; or
- c) On the written request of at least 5% of the Regular Members in good standing. The request must state the reason for the Special Meeting and the motion intended to be submitted at the Special Meeting.

7.2.2 Advanced Public Notice of Special Meetings

Notice of the Special Meeting shall be published in the same manner as the Annual General Meeting as outlined in Article 8, except for a Special Meeting called by 5% of the Regular Members which requires 45 days notice.

7.2.3 Order of Business at the Special Meeting

Only the matter(s) set out in the notice for the Special Meeting are considered at the Special Meeting, except with the unanimous consent of those present.

7.3 REGULAR MEETINGS

- 7.3.1. The Executive Committee shall meet at the discretion of the President to complete active business at least every three (3) months. During preparations for the start of a season, meetings may become bi-weekly if required.

7.4 PROCEEDINGS AT ANNUAL, SPECIAL AND REGULAR MEETINGS**7.4.1 Rule of Order**

All meetings of Ardrossan Soccer Club shall be conducted in accordance with internationally recognized standards of conducting a meeting as described in the book titled "Robert's Rules of Order" insofar as they may apply.

7.4.2 Minutes of Meetings

The Secretary shall prepare minutes of all meetings which will include a record of those in attendance, motions considered and their disposition; reports received either explicitly or as attachments, and details regarding action items.

7.4.3 Agenda Items

Agendas will be distributed seven (7) days prior to the meeting. Minutes shall be distributed within seven (7) days following the meeting. Meeting minutes shall be kept on file with the Secretary of Ardrossan Soccer Club and will be available for review by any member in good standing upon request.

7.4.4 Attendance by the Public

General Meetings of the Ardrossan Soccer Club are open to the public. A majority of the Members present may ask any persons who are not Members to leave.

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- a) The President may adjourn any General Meeting with the consent of the Members at the meeting. The adjourned General Meeting conducts only the unfinished business from the initial Meeting.
- b) Any submission to the Executive Committee must be received in writing at least seven (7) days prior to the scheduled meeting. The Executive Committee, in its complete discretion, has the right to waive this condition.

c) Member Privileges

Any Member shall have the privilege of proposing motions for consideration. Each Member has the right to propose amendments to the motion, providing it enhances the intent of the original motion and is accepted by the proposer.

7.5 QUORUM

- 7.5.1. A quorum for the Annual General Meeting or a Special Resolution Meeting shall consist of one member more than 50% of the elected members of the Executive Committee.
- 7.5.2. A quorum for any other meeting is the majority of all members in attendance.
- 7.5.3. Vacant positions are excluded for purposes of calculating quorum requirements

7.6 VOTING**7.6.1. Members Eligible to Vote**

Members eligible to Ardrossan Soccer Club members in good standing are eligible to vote and take part in any meeting of Ardrossan Soccer Club. No Members shall be entitled to vote at any meeting unless all monies due by the Member have been paid.

7.6.2. Conflict of Interest

Any Member with a perceived conflict of interest shall disclose the conflict and may be excluded from voting. The interests of Ardrossan Soccer Club shall always prevail over the interests of an individual or team.

7.6.3. Manner of Voting

At Annual General Meetings and Special Resolution meetings, voting shall be by a show of hands unless a vote by ballot is requested. Decisions shall be governed by Ardrossan Soccer Club Rules, Regulations, Policies and Procedures.

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If a vote by ballot is required, the chair shall appoint scrutinizers who shall total the votes and report the total to the presiding officer, who shall announce the results to the assembly.

7.6.4. Number of Votes

- a) Regular Members will have only one vote. Any Regular Member who is under the age of 18 shall be represented by their parent or guardian. Only one parent or guardian representing the minor aged player may vote for the family.
- b) Active members will have only one vote, regardless of the number of positions held.
- c) Each member of the Executive Committee shall have a voice and a vote. Members must be in attendance to vote, with the exception of circumstances that would permit an email or social media vote.
- d) The Past President shall be a non-voting member of the Executive Committee.

7.6.5. A majority of the votes of the Voting Members present decides each issue and resolution.

7.7 URGENT MATTERS**a) URGENT AND TIME-SENSITIVE ISSUES**

If, at the complete discretion of the President, an urgent issue exists that is time sensitive and requires an immediate decision, the President, on behalf of the Ardrossan Soccer Club, shall have the right to make that decision.

b) URGENT NON TIME SENSITIVE ISSUES

For all other urgent but not non-time sensitive issues requiring an expedited vote, such a vote may be conducted via email or social media platforms that keep a log. Votes cast by the Executive Committee shall be counted and considered as if they had been cast in-person during a meeting of the Executive Committee. The email votes and social media votes are to be ratified at the next regular meeting of the Executive Committee for entry into the minutes.

ARTICLE 8: THE GOVERNANCE OF THE ORGANIZATION

8.1 The Executive Committee shall be responsible to the members of Ardrossan Soccer Club. The Executive Committee shall implement and control the policies, finances, and general affairs of Ardrossan Soccer Club in discharging its responsibilities to the Members and Affiliated Associations in full compliance with approved rules, regulations, policies and procedures.

8.2 The powers and duties of the Executive Committee include:

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- 8.2.1. Promoting the objects of the Society;
 - 8.2.2. Promoting membership in the Society;
 - 8.2.3. Maintaining and protecting the Society's assets and property;
 - 8.2.4. Approving an annual budget for the Society;
 - 8.2.5. Paying all expenses for operating and managing the Society;
 - 8.2.6. Paying persons for services and protecting persons from debts of the Society;
 - 8.2.7. Investing any extra monies;
 - 8.2.8. Financing the operations of the Society, and borrowing or raising monies;
 - 8.2.9. Making policies for managing and operating the Society;
 - 8.2.10. Approving all contracts for the Society;
 - 8.2.11. Maintaining all accounts and financial records of the Society;
 - 8.2.12. Appointing legal counsel as necessary;
 - 8.2.13. Making policies, rules and regulations for operating the Society and using its facilities and assets; and
 - 8.2.14. Selling, disposing of, or mortgaging any or all of the property of the Society.
- 8.3 The Executive Committee shall consist of the:
- a) President;
 - b) Vice President;
 - c) Registrar;
 - d) Treasurer;
 - e) Secretary;
 - f) Equipment Manager; and
 - g) A minimum of two (2) Directors at Large
- 8.4 The list of Directors at Large may be added to as necessary. Additions must be made by a duly approved motion at an Executive Committee meeting.
- 8.5 The election of the Executive Committee shall be by a show of hands at the Annual General Meeting.
- 8.6 No elected members of the Executive Committee shall be paid for any services rendered.
- 8.7 Conflict of Interest

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- a) No member of the Executive Committee shall enter into any business arrangement in which the member of the Executive Committee has a direct interest with Ardrossan Soccer Club.
 - b) An Executive Committee member of the Ardrossan Soccer Club shall not permit their own interest to conflict in any way with their fiduciary responsibility to the Ardrossan Soccer Club.
- 8.8 Ardrossan Soccer Club will continue to operate if some positions are unoccupied. Unoccupied positions are not to exceed 50% of the positions on the Executive Committee.
- 8.9 The Executive Committee shall have the power to make rules, regulations, policies and arrangements as to all matters of business, duties, management, regulations or otherwise, insofar as it is not herein expressly provided for. In keeping with their duty to enforce all the rules and regulations all the time, and without waiting for official protest or appeal, the Executive Committee shall immediately inquire into the circumstances of any alleged irregularity which may be brought to take appropriate action without delay. This in no way shall enable the complainant to derive or gain any personal benefit.
- 8.10 The Executive Committee shall not be responsible for any expenditure made or any obligations assumed in the name of the Ardrossan Soccer Club by any member unless the Executive Committee thereto has previously given consent.
- 8.11 The Executive Committee shall have the power to deal with all protests and appeals and all cases of discipline of any nature whatsoever arising out of games played under its jurisdiction and empowered to use if necessary, its authority in the preservation and enforcement of good order.

ARTICLE 9: TENURE AND ELECTION

- 9.1 Executive Committee members who are elected at the Annual General Meeting will take office at the end of the meeting.
- 9.2 The President, Equipment Manager and Registrar shall be elected in odd-numbered years for a two-year term. The role of President may only be filled by a member in good standing who has served on the Executive Committee for a minimum of one year.
- 9.3 The Vice President, Treasurer and Secretary shall be elected in even-numbered years for a two-year term.
- 9.4 The following Directors at Large positions will be elected for two year terms at the Annual General Meeting:
- a) Timbit Coordinator U3-U7 (elected even numbered years).
 - b) Youth Coordinator U9-U19 (elected odd numbered years).
 - c) Member at large (elected even numbered years).

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- d) Member at large two (elected odd numbered years).
- 9.5 A Director at Large may recruit assistants (e.g. Timbit coordinator assistant), as the workload requires assistance to help them with their duties throughout the season. All assistant appointments must be approved by the Executive Committee and are non-voting positions.
- 9.6 Voting shall take place by secret ballot if any position is contested. To be elected to the Executive Committee a person must receive the majority of valid votes cast. There shall be successive ballots from which the name of the person receiving the least number of votes in the previous ballot is deleted if no person received a majority of the valid votes cast.
- 9.7 If an Executive Committee Member is unable to attend the Annual General Meeting, they must submit their intentions in writing to the President. If any Executive Committee Member is not in attendance and has not submitted their intentions in writing, their position will be put up for re-election.
- 9.8 People who wish to fill an executive position may be nominated or may include their name by self-declaration. The Members in good standing shall hold a vote at the AGM for executive positions which are open for election and that have more than one (1) nominee.
- 9.9 Any Executive member may be removed from office for failing to abide by, and adhere to, the Rules & Regulations or Code of Conduct & Ethics as defined by your executive position of Ardrossan Soccer Club by a majority vote consisting of fifty percent plus one of the Executive Committee present at a duly convened meeting,
- 9.10 An Executive Member may be removed from their position by a fifty percent plus one majority vote by any established communications (email/social media platform) of the Executive Committee, if the Executive Member is not performing the duties for which they have been elected.
- 9.11 Any member of the Executive Committee may resign from office by giving one (1) month's notice in writing. The resignation takes effect at the end of the month's notice, or on the date the Board accepts the resignation.

ARTICLE 10: DUTIES OF THE OFFICERS

10.1 The President shall:

- Supervise the affairs of the Executive Committee and the affairs and operations of the Ardrossan Soccer Club;
- When present, chairs all meetings of the Ardrossan Soccer Club and the Executive Committee;
- Act as a spokesperson for the Ardrossan Soccer Club;
- Chairs the Executive Committee;

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- Be an ex-officio member of all Committees; and
- Be the Premier Director.

10.2 The Past President shall:

- Provide advice and leadership to the President and Executive Committee regarding past practices and other matters to assist the Executive Committee in governing the Ardrossan Soccer Club; and
- Support the President and the Executive Committee for one year on an as-needed basis.

10.3 The Vice President shall:

- Be the community director and senior officer of Ardrossan Soccer Club and upon authorization of the President, shall make day to day decisions next to or on behalf of the President;
- Preside at all meetings in the President's absence; and
- Carry out all other duties as designated by the President.

10.4 The Registrar shall:

- Plan, coordinate, oversee and maintain records of the seasonal registration process as well as book facilities based on number of teams registered within Ardrossan Soccer Club;
- Maintain an accurate registration list of all Members; and
- Respond to any and all questions regarding the registration process.

10.5 The Treasurer shall:

- Make sure all monies paid to the Ardrossan Soccer Club are deposited in a chartered bank, treasury branch or trust company chosen by the Executive Committee;
- Make sure a detailed account of revenues and expenditures is presented to the Executive Committee as requested; and
- Make sure a statement of the financial position of the society is prepared and presented to the Annual General Meeting, including a full accounting of receipts and disbursements;

10.6 The Secretary shall:

- Keep accurate minutes of all meetings of the Ardrossan Soccer Club and Executive Committee;
- Make sure all notices of various meetings are provided;

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- File the annual return, amendments to bylaws and other incorporating documents with the Corporate Registry; and
 - Manage the Ardrossan Soccer Club email account.
- 10.7 The Equipment Manager shall:
- Be responsible for the soccer equipment and shed including: distributing and collecting the equipment for each season and making recommendations to the Executive Committee for purchasing and disposing of any equipment; and
 - Be responsible for preparing and maintaining an annual inventory for submission to the Executive Committee and the Ardrossan Soccer Club.
- 10.8 The Director-at-Large (Youth Coordinator) for U9 to U19 Programs with oversight from the Vice President shall:
- Be responsible for the Ardrossan Soccer Club community programs for these age groups and obtain prior approval of the Executive Committee for any program details; and shall be reported to the Executive Committee.
- 10.9 The Director-at-Large (Timbits Coordinator) for U3-U7 Programs with oversight from the Vice President shall:
- Be responsible for the Ardrossan Soccer Club community programs for these age groups and obtain prior approval of the Executive Committee for any program details shall be reported to the Executive Committee.
- 10.10 The Member at Large positions shall conduct Ardrossan Soccer Club business as required or as requested by the President or Vice President.

ARTICLE 11: MEETINGS OF THE EXECUTIVE COMMITTEE

- 11.1. Meetings of the Executive Committee are open to Members but only members of the Executive Committee may vote. Members are only permitted to participate in a discussion when invited to do so by the Executive Committee. A majority of the members of the Executive Committee present may ask any other Member or other person present, to leave.
- 11.2. All members of the Executive Committee may agree to and sign a resolution. This resolution is valid as one passed at any meeting of the Executive Committee. It is not necessary to give notice or call a meeting of the Executive Committee. The date on the resolution is the date it is passed.
- 11.3. A meeting of the Executive can be held via any social media platform with a logging capability or by video conference.
- 11.4. Each member of the Executive Committee has one (1) vote at the committee meeting. A majority of the members of the Executive Committee is quorum.
- 11.5. The office of a member of the Executive Committee may be vacated:

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- a. Upon the members resignation.
- b. If the member is removed by a fifty percent plus one majority vote of the Executive Committee for good and sufficient cause such as a violation of the rules, regulations, or polices of the organization or an affiliate.
- c. If the member has missed three (3) consecutive Executive Committee meetings without reasonable excuse and without informing the President or Vice President beforehand. Failure to attend the third meeting will be deemed resignation, and the position considered vacant by the Executive. The Executive Committee may appoint an interim person to fill the vacancy until the next Annual General Meeting. Such appointments shall include full voting rights.

ARTICLE 12: STANDING COMMITTEES

12.1. There are three Standing Committees:

12.1.1 Disciplinary Sub=Committee:

- Shall consist of three members of the Executive Committee including the Vice President plus two other members. The Vice President shall be the Chairperson.

12.1.2 Finance Sub-Committee:

- Shall consist of the President, Vice President, and Treasurer.
- It shall be the duty of this Sub-Committee to oversee the financials of Ardrossan Soccer Club. Including preparing the annual budget for approval and recommend the membership fees.
- This Sub-Committee shall enforce the Ardrossan Soccer Club's Policy to ensure players are not assigned to teams unless all fees are paid in full or special payment arrangements have been made.

12.1.3 Governance Sub-Committee:

- Comprised of the President, Vice President and other Executive Members as required.
- It shall be the duty of this Sub-Committee to oversee and review the Rules, Regulations, Policies and Procedures and amendments of Ardrossan Soccer to ensure all are kept current.
- All revisions are to be approved at the Annual General Meeting or a Special Resolution Meeting called for that purpose.
- This committee may submit/create/propose new policies that elaborate on but, are not limited to these rules and regulations

12.2. The Executive Committee may establish sub-committees to facilitate the operation and governance of the Ardrossan Soccer Club, as required. The Executive Committee may,



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at any meeting, appoint any special Sub-Committee, name a chairperson, prescribe the terms of reference and dissolve any special Sub-Committee.

- 12.3. The Chairperson of each Sub-Committee shall be a member of the Executive Committee, and if so empowered under the terms of reference given, can select the members of said Sub-Committee from the Members in good standing. The Chairperson shall report to the Executive Committee. Any Chairperson who ceases to be a member of the Executive Committee will cease to be a chairperson of any Sub-Committee. The Chairperson of a Sub-Committee's term of office will end when the Sub-Committee is dissolved; the Chairperson may be re-appointed to the new Sub-Committee.
- 12.4. Each Sub-Committee, including Standing Sub-Committees, will be dissolved following the Annual General Meeting and reformed by the new Executive Committee.
- 12.5. The powers of any Sub-Committee are limited to bringing forward recommendations for the approval of the Executive Committee. No Sub-Committee or member of a Sub-Committee, on its own has the authority to give final approvals.
- 12.6. No Sub-Committee or member of a Sub-Committee has the authority to commit the Executive Committee of Ardrossan Soccer Club to any financial obligations or purchases.
- 12.7. Unless otherwise determined by the Executive Committee, each Sub-Committee shall have the power to fix its quorum at not less than the majority of its members, to regulate its procedures, and to select its members from the Executive Committee and the Members in Good Standing, if so empowered under the terms of reference given.

ARTICLE 13: FINANCIAL POLICY, MANAGEMENT AND AUDIT

13.1. Accounting

The Treasurer shall prepare and administer an adequate system, which shall, in accordance with approved accounting procedures, assure correct measurement and control of revenues and expenditures of Ardrossan Soccer Club operations.

13.2. Keeping and Inspection of the Books and Records of the Ardrossan Soccer Club

13.2.1 Unless deemed confidential by the Executive Committee, all records of Ardrossan Soccer Club may be inspected by a Member in good standing.

13.2.2 Member wanting to review any records must provide written notice of the request to the Secretary. The records are to be inspected at a mutually agreeable date and location during normal business hours within seven (7) business days, unless the Secretary is unavailable due to work or vacation commitments at which time alternate arrangements are to be made.

13.3. Audit - Financial records will be audited from within Ardrossan Soccer Club or by a third-party auditor if so, approved by a majority of the Executive Committee.

13.4. Expenses of the Executive Committee

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Members of the Executive Committee shall be entitled to a refund of all reasonable expenses incurred during their performance of approved business of Ardrossan Soccer Club. Expenses must have prior approval of the Executive Committee to be approved for payment. Receipts must be provided to support all claims; no expenses will be refunded without original receipts.

13.5. Extraordinary Expenses

Any extraordinary items dealing with revenues/expenditures not budgeted, including Ardrossan Soccer Club Executive Committee expenses, must be discussed and approved in the form of a majority approved motion by the Executive Committee during regular or special meetings

13.6. Payment of Invoices and Contracts

The President and Treasurer together unless preapproved by the President shall approve and/or sign all invoices of Ardrossan Soccer Club to be paid by the Ardrossan Soccer Club.

13.7. Fundraising

Fundraising may be done for the Ardrossan Soccer Club organization or an individual team. Club fundraising will go to benefit the club as a whole, and individual team fundraising shall benefit that said team. Any fundraising events organized on behalf of the Ardrossan Soccer Club must be preapproved by the Executive Committee majority vote.

13.8. Indemnity

13.8.1 Every member of the Executive Committee or other servant of Ardrossan Soccer Club shall be indemnified by the Ardrossan Soccer Club against all costs, losses, and expenses within the budget and incurred by them respectively in or about the discharge of their respective duties, except those losses arising from their own willful neglect, fraud, dishonesty or bad faith.

13.8.2 No Member of the Executive Committee is liable for any loss due to an oversight or error in judgment, or by an act in their role for the Ardrossan Soccer Club unless the act is fraud, dishonesty or bad faith.

13.8.3 Any Member of the Executive Committee can rely on the accuracy of any statement or report prepared by the auditor. All members of the Executive Committee are not liable for any loss or damage as a result of acting on that statement or report.

**RULES AND REGULATIONS****ARTICLE 14: OTHER REGULATIONS AND PROVISIONS**

- 14.1. The Ardrossan Soccer Club may make other rules, regulations and policies as may be deemed necessary to promote, develop, and govern the game of soccer within its jurisdiction.
- 14.2. Ardrossan Soccer Club may make other regulatory measures as it deems necessary for the efficient administration of the playing structure of the game within its jurisdiction.
- 14.3. No such regulation may violate the individual's rights or freedoms except as may be required to protect the rights and freedoms of any other individual and to ensure the stability of the basic structure of the game.
- 14.4. All equipment and uniforms belong to the Ardrossan Soccer Club and are on loan from and to be returned to the Ardrossan Soccer Club when the season is completed unless otherwise instructed and any defaults or missing equipment may be subject to debt reclamation.

ARTICLE 15: AMENDMENTS TO THE BYLAWS

- 15.1 These Bylaws may be cancelled, altered or added to by Special Resolution, or at any Annual General or Special Meeting of the Ardrossan Soccer Club.
- 15.2 All proposed amendments to the Bylaws shall be forwarded to the Executive Committee in writing at least 30 days prior to the meeting at which they are to be considered.
- 15.3 Proposed amendments to the Rules and Regulations shall be advertised to all members on the Ardrossan Soccer Club website at least 14 days prior to the meeting at which they will be considered.
- 15.4 Amendments to the Rules and Regulations will require a seventy-five percent (75%) majority vote of members present at the meeting.
- 15.5 The amended bylaws take effect after approval at a special meeting or the Annual General Meeting; and are accepted by the Corporate Registry.

ARTICLE 16: DISSOLUTION

- 16.1 If the Ardrossan Soccer Club is dissolved, any funds or assets remaining after payment of all debts are to be held in a trust account approved by the Executive Committee for four (4) years.
- 16.2 If the Ardrossan Soccer Club does not resume operations within the four (4) year period, trust fund account for the disbanded sport for a four-year time period, the funds held in trust will be disbursed to a not for profit organization in good standing with similar objectives to those of the Ardrossan Soccer Club.

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16.3 Members are to select the organization to receive the assets by special resolution. IN no event do any members receive any assets of the Society.