

CDMFA



Capital District Minor Football Association

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Bylaws

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1. **GENERAL PROVISIONS**

- 1.1. The third person masculine gender, when used throughout this document, shall be understood to mean the third person masculine and feminine genders.
- 1.2. Where anywhere in this document the meaning of a word, phrase, sentence, or clause is unclear or otherwise ambiguous, the Executive shall interpret the meaning of said word, phrase, sentence or clause.
- 1.3. When such an interpretation is conducted by the Executive, it shall be done in a reasonable fashion and effect shall be given to the intent of the words.
- 1.4. The following definitions shall apply, except when the context of the word, words, acronym, or phrase is such that an alternative meaning of same is obvious.
 - 1.4.1. The word "Club", or phrases "Member Club", "Member Association" or "Participating Association" shall mean an association that is duly recognized as a participant in the CDMFA and has met the criteria set forth in the CDMFA By-Laws for membership.
 - 1.4.2. The word "Team" or phrase "Member Team" shall refer to the players, coaches, and team officials of a single team which plays under the authority of a Club and CDMFA.
 - 1.4.3. The initials "CDMFA" shall mean the Capital District Minor Football Association.
 - 1.4.4. The word "Board" and the phrase "Board of Directors" shall mean the Board of Directors of the CDMFA, including the elected members of the Executive and the individual representatives of each Participating Association.
 - 1.4.5. The word "Executive" shall mean the elected officers of the CDMFA, as defined in the bylaws.
 - 1.4.6. The word "family" shall mean one parent who is the legal guardian of one or more players participating in the football program of a Participating Association, or two parents (whether married or common-law), at least one of which is the legal guardian of one or more players participating in the football program of a Participating Association.
 - 1.4.7. The word "football" shall mean the game of Canadian football, played under the rules established in the current version of the Canadian Rule Book for Tackle Football, as modified by the CDMFA.
 - 1.4.8. The acronym "RPP" shall mean the rules, policies, and procedures as set forth by the document entitled "CDMFA RPPs".
 - 1.4.9. The term "By-Laws" shall mean the By-Laws of the CDMFA.
 - 1.4.10. The word "Level" shall mean the age level of competition.
 - 1.4.11. The word "Division" shall mean a number of teams within a Level that

shall be placed in a group for scheduling and tiering purposes, in accordance with directives set forth by Football Alberta.

- 1.4.12. The word “import” shall mean a released player.
- 1.4.13. The phrase “recruitment boundary” shall mean the limit of a recruitment zone.
- 1.4.14. The phrase “recruitment zone” shall mean that area that is assigned to a Club or Team within which they shall have player recruitment rights, as defined within this Document.
- 1.4.15. The phrase “released player” shall mean a player who has been released by a Club or by the CDMFA to play on another team, when the player’s primary place of residence lies within the releasing Club’s recruitment boundaries.
- 1.4.16. The phrase “primary residence” shall refer to a main residence where an individual normally resides, and in the case of a player or parent/guardian shall be the residence that is entered into the CDMFA registration system.

2. **MEMBERSHIP (Individuals)**

- 2.1. The Capital District Minor Football Association will have two (2) classes of membership defined as follows:
 - 2.1.1. Standard Members
 - 2.1.2. Individuals who participate in amateur football programming in the Greater Edmonton Area, and areas north
 - 2.1.2.1. Player/Athlete
 - 2.1.2.1.1. Parents or Guardians of players and all players registered to participate in the current football season shall automatically become members of the CAPITAL DISTRICT MINOR FOOTBALL ASSOCIATION (CDMFA) upon acceptance of that player’s registration.
 - 2.1.2.2. Coaches, Trainers and Administrators
 - 2.1.2.2.1. Upon acceptance of the member team’s registration, all coaches registered to participate in the current football season with “Member Teams” shall automatically become members of the CDMFA.
 - 2.1.3. Associate Members
 - 2.1.3.1. Individuals not actively participating with a registered amateur football club, who have a genuine interest in the sport of football and growth of amateur programming
 - 2.1.3.2. Businesses and organizations that wish to support, sponsor, or promote football
- 2.2. Members in Good Standing
 - 2.2.1. A Member of the Association will be in good standing provided that the Member

- 2.2.1.1. Has not ceased to be a Member
- 2.2.1.2. Has not been suspended or expelled from membership, or had other membership restrictions or sanctions imposed
- 2.2.1.3. Has completed and remitted all documents as required by the Association
- 2.2.1.4. Is not subject to a disciplinary investigation or action by the Association, or if subject to disciplinary action previously, has fulfilled all terms and conditions of such disciplinary action to the satisfaction of the Board; and
- 2.2.1.5. Has paid all all outstanding accounts including membership fees
- 2.2.2. Cease to be in Good Standing: members who cease to be in good standing will have privileges suspended which may include; hosting events, participation in programs and loss of all voting privileges as a members, or be entitled to the benefits and privileges of membership until such time as the Board is satisfied that the Member has met the definition of good standing as set out above.
- 2.3. Withdrawal and Termination of Membership
 - 2.3.1. Membership in the Association is terminated when
 - 2.3.1.1. The Member fails to submit the information required for renewal
 - 2.3.1.2. The Member fails to maintain any of the qualifications or conditions of membership
 - 2.3.1.3. The Member resigns from the Association by giving written notice to the Board, in which the resignation becomes effective on the date specified in the resignation. The Member will be responsible for all fees payable until the resignation becomes effective;
 - 2.3.1.4. The Member fails to pay membership dues or monies owed to the Association by the deadline dates prescribed
 - 2.3.1.5. The Member's team of membership expires;
 - 2.3.1.6. The Member is liquidated or dissolved
 - 2.3.1.7. Player/Athlete Membership shall cease when the child or legal ward of a member becomes ineligible for participation in the CDMFA's program. Notice of Resignation from any member wishing to withdraw their membership must be given in written notice to the CDMFA President or Registrar.
 - 2.3.1.8. Membership may be suspended and a member expelled upon a vote approved by seventy-five percent (75%) of the Board of Directors of the CDMFA, for any reason deemed reasonable and in the best interests of the CDMFA. Such suspension will not require refund of the annual registration fee(s), or any other fees assessed.

3. **STANDARD MEMBERS: PARTICIPATING ASSOCIATIONS AND MEMBER TEAMS OF THE CDMFA (Voting)**

- 3.1. All member teams of the CDMFA must exist within a Participating Association.
- 3.2. All Participating Associations of the CDMFA must establish an identity separate from that of the CDMFA by registering under their own name under the terms of the “Societies Act of Alberta”.
- 3.3. Any Registered Society desiring to become a Participating Association of the CDMFA for the first time must apply in writing to the Board, requesting acceptance as a Participating Association by October 31 of the year preceding in which it wishes to participate. Such an application must include full payment of the Performance Bond Fee(s) for that year. Upon acceptance as a Participating Association, that Society will also be then subject to all Fees, Rules, Directives, Policies, and Procedures of the CDMFA which are then in effect. Any acceptance of a first time Participating Association must be approved by a seventy-five percent (75%) vote of the Board.
- 3.4. Upon acceptance as a Participating Association for the first time, that Society must supply the Board with a list of eligible players

3.4.1.

	Minimum to start season	Minimum to play game	Recommended to play game	Maximum to begin thinking of alternative options
Touch 5	7	5	7	7
Touch 7	9	7	9	9
Flag 5	7	5	7	7
6-a-side	9	8	10	10
9-a-side	17	13	15	15
12-a-side	30	24	28	45

- 3.4.2. no later than February 28th for Spring Seasons or June 30 for Fall Seasons of the first year of participation. It will be the responsibility of each Participating Association to thereafter provide the Registrar with confirmation of any changes to the membership list for that Participating Association.
- 3.5. Each new Participating Association, upon acceptance into the CDMFA, will advise the CDMFA President in writing of the Director for that Participating Association. The Director will thereafter be entitled to one vote for the Participating Association at all duly constituted meetings of the CDMFA Board, regardless of the number of Member Teams involved in that Participating

- Association. The appointment by the Participating Association of any new Director, must be confirmed to the CDMFA President, in writing, before taking effect.
- 3.6. The voting power of a Participating Association will be adjusted in accordance with the number of registered members of the participating association on:
 - 3.6.1. July 1st following Spring Seasons;
 - 3.6.2. January 1st following the Fall Seasons.
 - 3.7. All Participating Associations of the CDMFA will confirm their participation by completing online registration and remitting payment of an annual registration fee(s),
 - 3.7.1. the amount of which will be determined by the Board
 - 3.7.2. Deadline for fee payment will be established by the Board.
 - 3.8. All Participating Associations or Member Teams must indemnify themselves with an insurance policy, by purchasing the required insurance as part of their annual registration with CDMFA.
 - 3.9. Any Participating Association or Member Team of the CDMFA may be suspended or expelled by a seventy-five percent (75%) vote of the Board of Directors. Such suspension will not require refund of the annual registration fee(s), or any other fees assessed. Participating Associations or Member Teams which violate eligibility regulations may be suspended or expelled from participation in CDMFA program(s) at the discretion of the Board.
 - 3.10. The Board may waive any section of this Bylaw (No. 3) by a unanimous vote of the Board of Directors.

4. ASSOCIATE MEMBERS: ASSOCIATIONS & TEAMS (Non-Voting)

- 4.1. Individuals, teams or associations that have not completed or met the criteria of a Voting Member. Associate members have a genuine interest in amateur football and the development and promotion of the sport of football.
- 4.2. Entities submitting teams to play in the CDMFA
 - 4.2.1. must apply in writing to the Board, requesting acceptance as a Participating Association
 - 4.2.2. For teams or clubs who wish to participate in the CDMFA schedule of play, such an application must include full payment of the Performance Bond Fee(s) of \$500 for that year
 - 4.2.3. Upon acceptance as an Associate Member Club, that Association will also be then subject to all Fees, Rules, Directives, Policies, and Procedures of the CDMFA which are then in effect. Any acceptance of a first time Participating Association must be approved by a seventy-five percent (75%) vote of the Board.
 - 4.2.4. All Participating Associations or Member Teams must indemnify themselves with an insurance policy by purchasing the required insurance as part of their annual registration with CDMFA.

4.2.5. For teams or clubs who wish to participate in the CDMFA schedule of play, upon acceptance as a Participating Association for the first time, that Society must supply the Board with a list of eligible players

4.2.5.1.

	Minimum to start season	Minimum to play game	Recommended to play game	Maximum to begin thinking of alternative options
Touch 5	7	5	7	7
Touch 7	9	7	9	9
Flag 5	7	5	7	7
6-a-side	9	8	10	10
9-a-side	17	13	15	15
12-a-side	30	24	28	45

4.2.5.2. no later than February 28th for Spring Seasons or June 30 for Fall Seasons of the first year of participation. It will be the responsibility of each Participating Association to thereafter provide the Registrar with confirmation of any changes to the membership list for that Participating Association.

4.3. Entities not submitting teams to play in the CDMFA

4.3.1. Businesses and organizations that wish to support, sponsor, or promote amateur football in partnership with CDMFA

4.3.1.1. must apply in writing to the Board, requesting acceptance as an Associate Member.

4.3.1.2. Upon acceptance as an Associate Member, that Society will also be then subject to all Fees, Rules, Directives, Policies, and Procedures of the CDMFA which are then in effect. Any acceptance of a first time Participating Association must be approved by a seventy-five percent (75%) vote of the Board.

4.4. These associations & teams will not have a vote in CDMFA Board Meetings

5. SUSPENSIONS AND EXPULSIONS:

- 5.1. Any Director, Executive Officer, Coach, Player or Member may be suspended or expelled for any reason deemed reasonable and in the best interest of the CDMFA.
 - 5.2. A Disciplinary Committee duly established by the Board of the CDMFA will rule on all Suspensions and Expulsions.
 - 5.3. Suspensions and Expulsions will take effect immediately, subject to an appeal as described in Bylaw 6.
 - 5.4. Any player, coach or volunteer who has been determined to have physically abused an official will be suspended for a minimum of 12 months, with no opportunity for appeal.
6. **APPEALS:**
- 6.1. Any Director, Executive Officer, Coach, Player or Member that has been suspended under the provisions of Bylaw 5, sections a, b or c, shall have the right to appeal that decision to the Board of Directors of the CDMFA.
 - 6.2. Application to appeal a suspension or expulsion must be submitted in writing to an Executive Officer within seven (7) days of receipt of notice of suspension or expulsion. The President must be immediately notified of such an application.
 - 6.3. The Board will hear appeals of Suspensions and/or expulsions at its next meeting.
 - 6.4. The Board's decision shall be final and binding.
7. **BOARD OF DIRECTORS:**
- 7.1. The Board of Directors shall, subject to the by-laws, have full control and management of the Affairs, Operations, Directives, Rules, Policies and Procedures of the CDMFA.
 - 7.2. Composition: The Board of Directors shall consist of:
 - 7.2.1. the Elected Executive Officers of the CDMFA
 - 7.2.2. one (1) Director, either elected, selected or appointed from each Participating Association in the CDMFA. This Director will assume office upon receipt by the CDMFA President of written notification of that Director's appointment from the Participating Association. Any changes of said Director must be given in writing to the CDMFA President before taking effect.
 - 7.2.3. Each Participating Association may also nominate an Alternate Director who may cast the vote(s) of that Participating Association in absence of the designated Director. Notice of such Alternate Director or changes of Alternate Director must also be given in writing to the CDMFA President before taking effect.

8. EXECUTIVE OFFICERS:

- 8.1. The Executive of the CDMFA shall consist of the President and Four (4) to Six (6) Directors, voted upon by the Board.
 - 8.1.1. The President of CDMFA should not be currently affiliated with any club (passed Jan 9/2019)
- 8.2. Director titles and delegation of duties may be reassigned, with approval of the Board, as deemed necessary for the continued growth and promotion of the Association.
- 8.3. Elected Executive Positions would include, but are not limited to:
 - 8.3.1. President Elect/Past President
 - 8.3.2. Vice President, Community Development
 - 8.3.3. Vice president, Coaching Development
 - 8.3.4. Secretary
 - 8.3.5. Executive Director (staff position, not elected & non voting)
 - 8.3.6. Technical Director (staff position, not elected & non-voting)
- 8.4. Nominations for election of Executive Officers will be presented and voted on yearly at the Annual General Meeting of the CDMFA. The term of office will be from the end of the AGM until the end of the following AGM with the exception of the President & President Elect/Past President. A President Elect will be elected in odd years at the AGM, will become President the following year for a term of two years and then hold the office of Past President for 1 year.
- 8.5. Nominations for election to the position of Executive Office(s) must be made by current members of the CDMFA; nominees may be non-members who have agreed to serve on the Executive Committee. Assumption of Executive Office includes automatic Membership in the CDMFA
- 8.6. No one person may occupy more than one Elected Executive Officer position; and Members of any one Participating Association shall hold no more than one position on the Elected Executive.
- 8.7. Any Executive Officer's position that becomes vacant may be filled on an interim basis. This interim appointment must be approved by a seventy-five percent (75%) vote of the Board and shall be in effect until the next Annual General Meeting of the CDMFA.

9. AUDITING & SIGNATORIES

- 9.1. The books, accounts and records of the Treasurer shall be audited at least once each year by a firm of external auditors. A complete and proper statement of the status of the books for the previous year, as evaluated by the external auditors will be submitted to the membership at the Annual General Meeting of the CDMFA.
- 9.2. The fiscal year of the CDMFA will be from January 1 to December 31.

- 9.3. The books and records of the CDMFA may be inspected by any member at the Annual General Meeting provided for herein. Each member of the Board shall have access to such books and records at any duly constituted Board Meeting.
- 9.4. The President, Treasurer, and the Executive Director shall be signatories for CDMFA accounts. Two signatures shall be required for all accounts.
- 9.5. The previous year's budget shall guide expenditures from January to the AGM in any year.

10. LIMITS

- 10.1. The CDMFA shall not borrow money.
- 10.2. The CDMFA shall not have an official seal.

11. GENERAL MEETINGS

- 11.1. Due notice of any General meeting will be given to all Participating Associations of the CDMFA via e-mail and dated at least twenty days previous to the date of the meeting.
- 11.2. For the purpose voting at General Meetings, each of the following shall be entitled to one vote:
 - 11.2.1. all Elected Executive Officers
 - 11.2.2. Participating (Voting) Associations & Teams in good standing, votes are assigned dependant on number of active members registered as of the dates outlined in **section 3.6**
 - 11.2.2.1. 1 to 100 members = 1 vote
 - 11.2.2.2. 101 to 150 members = 2 votes
 - 11.2.2.3. 151 to 200 members = 3 votes
 - 11.2.2.4. 201 to 250 members = 4 votes
 - 11.2.2.5. 251 to 300 members = 5 votes
 - 11.2.2.6. 301 to 350 members = 6 votes
 - 11.2.3. All votes must be made in person or via electronic means and not by proxy.
 - 11.2.4. The vote of the President at any duly constituted General Meeting will only be cast in the event of a tie vote.
 - 11.2.5. No one person shall have more than one vote at a General Meeting.
- 11.3. A quorum for General Meetings shall consist of:
 - 11.3.1. Fifty percent (50%) of all member teams voters as per **10.2 in good standing; and**
 - 11.3.2. at least four of the elected executive officers
- 11.4. Participation via electronic means shall constitute attendance.
- 11.5. Annual General Meeting (AGM)
 - 11.5.1. The Annual General Meeting shall be held prior to May 31 each year.
 - 11.5.2. The Agenda for the AGM shall be:
 - 11.5.2.1.1. Call to Order

- 11.5.2.1.2. Approval of the Agenda
 - 11.5.2.1.3. Verification of Quorum
 - 11.5.2.1.4. Approval of the minutes of the last AGM and any other General meeting held since the last AGM.
 - 11.5.2.1.5. President's Report
 - 11.5.2.1.6. Approval of the Annual Plan & Budget
 - 11.5.2.1.7. Auditors' Report
 - 11.5.2.1.8. ~~Appointment of Auditor for the coming year~~
 - 11.5.2.1.9. Changes to the Bylaws
 - 11.5.2.1.10. Other Business
 - 11.5.2.1.11. Election of Executive Officers
 - 11.5.2.1.12. Adjournment
- 11.6. Special General Meetings may be called
- 11.6.1. at any time by the Board or President,
 - 11.6.2. Upon receipt of a petition signed by 50 members in good standing representing 50% of the Participating Associations, the President must convene a General Meeting. Such petition must include the reasons for calling such a meeting, which will be included in the Notice of Meeting issued in accordance with these By-laws.

12. BOARD MEETINGS

- 12.1. Meetings of the Board shall be held in
- 12.1.1. January, June and August
 - 12.1.2. Either March or April for the purpose of preparing the Annual Plan
 - 12.1.3. Other times where the President or the Executive needs direction on the Annual Plan
 - 12.1.4. Meetings of the Board shall be called by the President.
- 12.2. Due notice of any Board meeting will be given to all participating associations and elected executive officers of the CDMFA via e-mail and dated at least four days previous to the date of the meeting.
- 12.3. Voting at Board meetings shall be as follows:
- 12.3.1. Each Elected Executive Officer will be allowed one vote at Board meetings.
 - 12.3.2. Participating (Voting) Associations & Teams in good standing, votes are assigned dependant on number of active members registered as of the dates outlined in section 3.6
 - 12.3.2.1. 1 to 100 members = 1 vote
 - 12.3.2.2. 101 to 150 members = 2 votes
 - 12.3.2.3. 151 to 200 members = 3 votes
 - 12.3.2.4. 201 to 250 members = 4 votes
 - 12.3.2.5. 251 to 300 members = 5 votes
 - 12.3.2.6. 301 to 350 members = 6 votes

- 12.3.3. All votes must be made in person or via electronic means and not by proxy.
- 12.3.4. The vote of the President at any duly constituted Board meeting will only be cast in the event of a tie vote on a motion before the Board.
- 12.3.5. Any member of the Elected Executive, who is also simultaneously a Director of a Participating Association, will not have two votes on the Board; his vote will be cast as the Participating Association's vote and there will be no vote counted for the Executive Position simultaneously held.
- 12.4. A quorum for Board Meetings of the CDMFA shall consist of :
 - 12.4.1. a Director or Alternate Director from at least fifty percent (50%) of all **Voting** Participating Associations; and
 - 12.4.2. 60% of the elected executive officers.
- 12.5. Participation via electronic means shall constitute attendance.
- 12.6. Each new item of business brought before the Board pertaining to the Rules, Policies and Procedures of the CDMFA must receive one reading of that motion before being voted on at a subsequent meeting.
- 12.7. The Board may, by majority vote of the Directors and Elected Executive Officers present at a properly constituted Board meeting, institute any Policy, Directive, Regulation or Rule, which it deems necessary for the proper governance of the affairs and operations of the CDMFA, subject to the limitations of these Bylaws (see 11.6 above) and any direction given it by the membership at a properly constituted General Meeting of the CDMFA.

13. EXECUTIVE MEETINGS

- 13.1. The president shall call executive meetings as needed to ensure that the executive can carry out the Annual Plan as presented at the AGM.
- 13.2. Summaries of all executive meetings shall be posted on the CDMFA website and thus be available to all Directors

14. INDEMNITIES to Directors, Officers and Staff

- 14.1. Will Indemnify: The Association will indemnify and hold harmless out of the funds of the Association each Director and Officer, their heirs, executors and administrators from and against any and all claims, demands, actions or costs which may arise or be incurred as a result of occupying the position or performing the duties of a Director or Officer.
- 14.2. Will Not Indemnify: the Association will not indemnify a Director of Officer or any other person for acts or fraud, dishonesty, or bad faith.
- 14.3. Insurance: the Association will, at all times, maintain in force such director and officer's liability insurance as may be approved by the Board.

15. REMUNERATION:

- 15.1. No Elected Executive Officer or member of the CDMFA, with the exception of the Executive Director **and Technical Director**, will receive any remuneration for his/her services unless unanimously agreed by secret ballot vote at a duly constituted Board Meeting, after second reading given of such motion providing for the same.

16. BY-LAWS

- 16.1. These By-laws may be amended at any General Meeting. Notification of the proposed amendments shall be included in the Notice of the General Meeting.
- 16.1.1. *Unless already provided for in other sections of stated Bylaws, the Board will have the authority to interpret any provision of these Bylaws that is contradictory, ambiguous, or unclear, provided such interpretation is consistent with the objects, mission, vision and values of the Association.*
- 16.2. These By-laws are not governed by the Arbitration Act of Alberta.

17. DISSOLUTION:

- 17.1. A "Special Resolution" to dissolve the CDMFA may be made at any General Meeting providing notification of the dissolution is included in the Notice of the General Meeting, which will vote on such Special Resolution.
- 17.2. In the event that the CDMFA is dissolved, all assets will be distributed equally to each of the Participating Associations at the time of dissolution proportionate to the number of teams each participating association represents. The Board for the purpose of selling or otherwise disposing of the assets of the society and distributing the proceeds among the participating associations shall appoint a liquidator.