SOCIETIES ACT

Bylaws of

KOOTENAY EAST YOUTH SOCCER ASSOCIATION

Here set forth, in numbered clauses, the bylaws providing for the matters

referred to in section 6(1) of the Societies Act and any other bylaws.

Part 1 - Interpretation

1.1. In these bylaws, unless the context otherwise requires:

(a) "directors" means the directors of the society for the time being;

(b) "Societies Act" means the Societies Act of British Columbia from time to

time in force and all amendments to it;

(c) "registered address" of a member means his address as recorded in the

register of members.

(d) "District", "District Association" or "KRYSA" shall mean the Kootenay

Regional Youth Soccer Association;

(e) "Board" shall mean the Board of Directors of the Kootenay East Youth

Soccer Association;

(f) "Club Association" shall mean any soccer organization operating within

the District, affiliated with BCSA, under the jurisdiction of the District;

(g) "Ordinary Resolution of the Board" shall mean a resolution passed by

a simple majority of the appointed directors of the board, in attendance

at any meeting of the Board;

(h) "Special Resolution of the Board" shall mean a resolution passed by a

two-thirds majority of the appointed directors of the board, in

attendance at any general meeting of the Board, provided that notice

specifying the intention to propose the resolution as a special

resolution has been duly given as provided herein.

(I)”club” shall mean Kootenay East Youth Soccer Association or KEYSA

(j)”registered member” shall mean any registered player within KEYSA

1.2. Interpretation of these bylaws, competition rules and regulations or other District

matters not provided for herein, shall be referred to the board whose decision shall

be binding on all parties.

The definitions in the Societies Act on the date these bylaws become effective apply to

these bylaws.

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1.3. Words importing the singular include the plural and vice versa, and words importing

a male person include a female person, a corporation, and any other organization or

association, whether incorporated or un-incorporated, as the context may require.

Part 2 - Membership

2-1. The members of the society are the applicants for incorporation of the society, and

those persons who subsequently become members, in accordance with these bylaws

and, in either case, have not ceased to be members.

2-2. A person may apply to the directors for membership in the society and on acceptance

by the directors is a member.

2-3. Every member must uphold the constitution and comply with these bylaws.

2-4 There are two classes of Membership (Voting and Non Voting):

VOTING MEMBERSHIP- Voting Membership shall be open to the following individuals, as approved by the Board at its discretion: a) One parent or legal guardian of a minor aged player(s) duly registered with this Association. b) Appointed (officially carded) team officials. C)registered volunteers d) Board of Directors. Each voting Member shall be entitled to receive notice of, to attend and to vote at all meetings of the members of the Association. Each voting Member shall be entitled to one (1) vote at each meeting of the members.

HONORARY MEMBERSHIP- The Board may confer an Honorary Membership upon a person who has rendered valuable service to the Association. Honorary Members are afforded all rights of Membership and shall have a voice but no vote at meetings of the members of the Association

2-5. The amount of the first annual membership dues must be determined by the directors

and after that the annual membership dues must be determined at the annual general

meeting of the society.

2-6. A person ceases to be a member of the society

(a) by delivering his or her resignation in writing to the secretary of the

society or by mailing or delivering it to the address of the society;

(b) on his or her death, or in the case of a corporation, on dissolution;

(c) on being expelled; or

(d) on having been a member not in good standing for 12 consecutive

months.

2-7. (1) A member may be expelled by a special resolution of the members passed at a

general meeting.

(2) The notice of special resolution for expulsion shall be accompanied by a brief

statement of the reason or reasons for the proposed expulsion.

(3) The person who is the subject of the proposed resolution for expulsion must be

given an opportunity to be heard at the general meeting before the special

resolution is put to a vote.

2-8. All members are in good standing except a member who has failed to pay his or her

current annual membership fee or any other subscription or debt due and owing by the

member to the society, and the member is not in good standing so long as the debt

remains unpaid.

2-9. Honorary members may be appointed by resolution of the Board, on the basis of

outstanding contribution to youth soccer in the district of Kootenay East. Honorary

members will be recognized as non-voting members.

Part 3 - Meetings of Members

3-1. General meetings of the society must be held at the time and place, in accordance with

the Societies Act, that the directors decide.

3-2. Every general meeting, other than an annual general meeting, is an extraordinary

general meeting.

3-3. The directors may, when they think fit, convene an extraordinary general meeting.

3-4. (1) Notice of a general meeting must specify the place, day and hour of meeting,

and, in case of special business, the general nature of that business.

(2) The accidental omission to give notice of a meeting to, or the non-receipt of a

notice by, any of the members entitled to receive notice does not invalidate

proceedings at that meeting.

3-5. The first annual general meeting of the society must be held not more than 15 months

after the date of incorporation and after that an annual general meeting must be held at

least once in every calendar year and not more than 15 months after the holding of the

last preceding annual general meeting.

Part 4 - Proceedings at General Meetings

4-1. The person acting as Chair shall only be able to vote in the case of a tie

4-2 No voting member of KEYSA which is in arrears of their fees, or indebted

to the District or the BCSA in any way shall be eligible to vote or participate in the

Annual General Meeting.

4-3. No voting member who is under suspension by the District or the BCSA shall be

eligible to vote or participate in the Annual General Meeting.

4-4. Voting members must be notified in writing of the time, date and venue for the

Annual General Meeting no less than thirty days prior to the meeting.

4-5. The order of business at the Annual General Meeting shall be as follows:

a) Roll Call

b) Minutes

c) Business Arising

d) Correspondence

e) Director's Reports

f) Executive Reports

g) Approval of Financial Statements

h) Bylaw Amendments

i) Election of Executive

j) Appointment of Auditor

k)Adjourn

4-6. The voting members shall have the authority to call a Special General Meeting upon

the request of a majority of the voting members.

4-7. Notice of the Special General Meeting shall be notified in writing of the time, date,

and venue of the meeting, no less than 14 days prior to the meeting.

4-8. Only such business as described in the published notice of the Special General

Meeting shall be dealt with at that meeting.

Part 5 - Directors and Executive

5-1. The Board shall consist of no less than eight (8) or no more than twelve (12) voting

members who shall conduct the business of the KEYSA. The Board will be made up

of the following positions:

i) 8-12 elected Directors who will hold the positions of:

President

Vice president/judicial chair

Secretary/treasurer

Remaining directors will be assigned active job titles at the AGM each year

ii) The term of office for the Board member shall commence on the first day of

the month following the KEYSA Annual General Meeting and shall continue

until the next Annual General Meeting.

5-2. There shall be at least five meetings annually plus an AGM.

5-3. At all meetings of the Board, a majority of the elected/appointed directors shall

constitute a quorum for the transaction of business.

5-4. Any member of the Board absenting himself without cause from three consecutive

Board meetings, or willfully neglecting his duties to the board, will be determined to

have forfeited his position on the Board. Such determination shall be made by a

majority vote of the Board.

5-5. No member of the Board shall vote on any matter that may result in a conflict of

interest with family, business or team affiliation.

5-6. The board may appoint Committees to carry out specific duties as directed by the

Board. The Board shall delegate tasks to committees. Directors of the Board shall

chair committees. Such committees shall act to advise the Board.

5-7. A director must not be remunerated for being or acting as a director but a director must

be reimbursed for all expenses necessarily and reasonably incurred by the director

while engaged in the affairs of the society.

Part 6 - Seal

6-1. The directors may provide a common seal for the society and may destroy a seal and

substitute a new seal in its place.

6-2. The common seal must be affixed only when authorized by a resolution of the directors

and then only in the presence of the persons prescribed in the resolution, or if no

persons are prescribed, in the presence of the president and secretary or president

and secretary treasurer.

Part 7 - Borrowing

7-1. In order to carry out the purposes of the society the directors may, on behalf of and in

the name of the society, raise or secure the payment or repayment of money in the

manner they decide, and, in particular but without limiting that power, by the issue of

debentures.

7-2. A debenture must not be issued without the authorization of a special resolution.

7-3. The members may, by special resolution, restrict the borrowing powers of the directors,

but a restriction imposed expires at the next annual general meeting.

Part 8 - Auditor

8-1. This Part applies only if the society is required or has resolved to have an auditor.

8-2. The first auditor must be appointed by the directors who must also fill all vacancies

occurring in the office of auditor.

8-3. At each annual general meeting the society must appoint an auditor to hold office until

the auditor is re-elected or a successor is elected at the next annual general meeting.

8-4. An auditor may be removed by ordinary resolution.

8-5. An auditor must be promptly informed in writing of the auditor's appointment or

removal.

8-6. A director or employee of the society must not be its auditor.

8-7. The auditor may attend general meetings.

Part 9 - Notices to Members

9-1. A notice may be given to a member, either personally or by mail to the member at the

member's registered address.

9-2. A notice sent by mail is deemed to have been given on the second day following the

day on which the notice is posted, and in proving that notice has been given, it is

sufficient to prove the notice was properly addressed and put in a Canadian post office

receptacle.

9-3. (1) Notice of a general meeting must be given to

(a) every member shown on the register of members on the day notice is

given; and

(b) the auditor, if Part 8 applies.

(2) No other person is entitled to receive a notice of a general meeting.

Part 10 -Management

10-1. The Board shall draft and distribute annually, guidelines for the conduct of the

KEYSA activities.

10-2. The directors are responsible for conducting the day-to-day affairs of the KEYSA in

an orderly manner while at the same time protecting the rights of all members. The

directors shall have a thorough knowledge of the Constitution and Bylaws and shall

administer the BCSA Rules and Regulations, which govern the game of

soccer amongst the members of the BCSA. The directors will sit as members of the

disciplinary committee.

10-3. The directors shall set and review the policies and goals of the KEYSA. Directors

shall bring members' concerns to the Board and ensure all members carry out Board

decisions. Directors shall promote soccer in their club communities, including the

role of KEYSA as a link between Club Associations. Directors are expected to assist

in the operation of all special events. Extra responsibilities for elected members shall

be carried out by a few of the elected members and the rest shall be named

Members at Large but assist in the day to day running of the KEYSA program.

10-4.KEYSA is committed to supporting and developing officials, and ensuring

that games and tournaments are played in accordance with the FIFA Laws of the

Game and administrated following BC Soccer’ Rules and Regulations. The director responsible must reference

and follow the “Fair Play Documents” prepared by KEYSA.

10-5. Signing authorities include President, Vice-President and Admin. All

accounts shall be paid for by cheque and will be signed by two of any or all of three

signing officers authorized by the Board. Non budgeted expenditures greater than

$250.00 must have board approval. Non budgeted expenditures between $251.00 -

$1000.00 can be approved by Board via email. Non budgeted expenditures greater

than $1000.00 must be approved at Board meetings.

Part 11 -Constitutional Amendments

11-1. Amendments to the constitution may be effected at the KEYSA Annual General

Meeting or at a KEYSA Special General Meeting, convened under Part 3, upon an

affirmation vote of a special resolution to change the Constitution and Bylaws.

11-2. Notice of Motion of proposed Amendments to the Constitution must be made in

writing to the directors. Such notice must be received at least thirty days before the

Special General Meeting or Annual General Meeting.

Part 12 -Player Registration

12-1. All youth within the specified age limits and living in the KRYSA districtareeligible to register with KEYSA unless under suspension.

12-2. All players must be registered annually before taking part in scheduled KEYSA

activities.

12-3. Players registered on defunct teams must be declared to BC Soccer with approval of the district KRYSA and then may opt to be transferred to other teams.

12-4. Players registered with KEYSA may only play on one Club Association Division

Team.

12-5. Players registered with KEYSA may only play on one select or development team.

This does not include school teams.

12-6. Players registered with KEYSA may "guest" on teams, subject to the consent of their

regular coaches under the following circumstances:

a) teams specially assembled for trips;

b) teams specially assembled for house tournaments;

c) temporary replacements for injured players in KEYSA Divisional competition,

subject to the consent of the opposing coaches.

12-7. All players shall play in the Club Associations in which the player's legal guardian

resides with the following exception(s):

a) With the approval of the Club Association releasing the player and the approval

of the association accepting the player.

12-8. Any player not registered with KEYSA is ineligible, and a team using such a player

will forfeit any game played under KEYSA or BCSA rules.

Part 13 -Divisional Teams

13-1. Guidelines for allocation of KEYSA select and development team players to

divisional teams, and rules for divisional play will be published annually by the

Board.

Part 14 -Select Teams/ Development Teams

14-1. All players registered with KEYSA are eligible to play for select and development

teams.

14-2. KEYSA may field select teams in accordance with the BCSA provincial competition

age categories, as per the guidelines for Select/Development Program and

Player/Coach Development selections.

14-3. KEYSA may field development teams for age categories ineligible for BCSA

provincial competition, as per the guidelines for Select/Development Program and

Player/Coach Development selections.

14-4. Guidelines governing the aims and conduct of the Select/Development Program will

be published annually by the Board.

Part 15 -Discipline

15-1. The Board shall deal with reported cases of misconduct, violations of FIFA Laws of

the Game or violation of KEYSA or BCSA rules and regulations. BC Soccer has jurisdiction to handle certain cases per the Judicial Code and Policies of BC Soccer (e.g. Physical assault)

15-2. Misconduct is construed to include any action tending to jeopardize KEYSA, or

deemed not to be in the best interests of youth soccer in general.

15-3. Disciplinary action may be taken against any player, team, official, parent or

supporter.

15-4. The jurisdiction of the Board in matters of discipline includes all activities connected

with the KEYSA.

15-5. The Board will normally delegate disciplinary action to a committee formed for the

purpose. The committee will comprise three Board members: two directors and the

director responsible for Discipline. It is the responsibility of the director responsible

for Discipline to convene the committee within seven days of receipt of a complaint.

15-6. The Board shall have the authority to suspend an offending party from the KEYSA

for a stated period. Penalties shall be set in accordance with, but not restricted to,

current BCSA "Discipline Guidelines" and must be withing the ranges provided in the Sanctioning Tables of the Judicial Code and Policies of BC Soccer.

15-7. Coaches/Managers shall attempt to control the actions of their players, parents and

supporters and failure to do so will result in disciplinary action.

Part 16 -Appeals and Protests

16-1. A player, team, or Club Association penalized under Part 15 of these Bylaws shall

have the right of appeal. A request for a hearing shall be in writing and directed to

the director responsible for Discipline. A new discipline committee, free of anyone involved in the first committee, will review the appeal of that decision. The hearing will take the form of a personal

appearance at the next scheduled Board meeting.

16-2. A registered player, team, or Club Association may appeal a KEYSA Board decision

to the KRYSA, in accordance with the KRYSA/BCSA constitution.

Part 17 - Bylaws

17-1. On being admitted to membership, each member is entitled to, and the society must

give the member, without charge, a copy of the constitution and bylaws of the society.

17-2. These bylaws must not be altered or added to except by special resolution.

17-3. In the event of dissolution or winding up of the Society, all of its remaining assets, after

payment of liabilities, shall be distributed to one or more charitable organizations

recognized by Revenue Canada as being qualified as such under the provisions of the

Income Tax Act of Canada from time to time in force.

17-4. The Society shall be carried on without purpose of gain for its members and any profits

or other accretions to the Society shall be used in promoting its purposes.

17-5. The directors and officers of the Society shall serve without remuneration and neither

the directors nor the officers shall receive directly or indirectly any profit from the

position in the performance of the duties.

17-6. The Society may invest funds in any or all of the following:

a) Investments authorized by the Laws of Canada for investment of funds of Life

Insurance Companies.

b) Any investments authorized by Section 15 or the Trustee Act of the Province of

British Columbia for the investment of trust funds.

17-7. The operations of the Society are to be chiefly carried on in Kimberley and Cranbrook

and surrounding areas, in the Province of British Columbia. THIS PARAGRAPH IS

ALTERABLE.

17-8. The Kootenay East Youth Soccer Association is affiliated with the Kootenay Regional Youth Soccer Association and the British Columbia Soccer Association (BCSA) and is subject to the rules and regulations of that body and with the British Columbia Soccer Association and the Canadian Soccer Association. THIS PARAGRAPH IS ALTERABLE.

17-9. In accordance with the Societies Act it is hereby stated that paragraphs 17-3, 17-4,

17-5, 17-6, 17-9 of this Constitution were previously unalterable.