



The Bylaws of
Morinville Minor Soccer Club
(MMSC)

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Morinville Minor Soccer Club (MMSC)

P.O Box 3244

Morinville, Alberta T8R 1S2

The Bylaws of Morinville Minor Soccer Club (MMSC)

Article 1: General

1.1 These Bylaws are written for administrative governance with no paid positions. The Executive Board Members manage and organize the Club.

1.2 The name of this non-profit organization shall be known as the “Morinville Minor Soccer Club”, (hereinafter referred to as the MMSC or Club).

1.3 The Governance Documents of MMSC in order of precedence are:

- a. Societies Act, as amended from time to time
- b. Bylaws
- c. Code of Conducts
- d. General Rules and Regulations
- e. Objectives

Article 2: Affiliation

2.1 The MMSC shall be affiliated with and under the jurisdiction of the Tri-County Soccer Association District 10 (TCSA), Alberta Soccer Association (ASA), and Canadian Soccer Association (CSA), in the following manner. And shall be subject to the Rules and Regulations of those bodies and the Societies Act.

2.2 The MMSC is affiliated directly with TCSA and is governed by their Bylaws and Rules and Regulations.

2.3 The TCSA is affiliated directly with the ASA and is governed by their Bylaws and Rules and Regulations.

2.4 The ASA is affiliated directly with the CSA and is governed by their Bylaws and Rules & Regulations.

2.5 The CSA is affiliated directly with the CONCACAF and is governed by their Bylaws and Rules and Regulations.

2.6 The CONCACAF is affiliated directly with the IFAB and is governed by their Bylaws and Rules and Regulations.

Article 3: Members

Section 1: Membership

3.1.1 MMSC has one (1) class of membership called Regular Members. A Regular Member is defined as a registered player, including minors, parent, guardian, and coach.

3.1.2 Admission to MMSC as a Regular Member is approved by the Board of Directors on a first come, first served, per season basis.

3.1.3 All teams will be assumed mixed gender, unless there are enough enrollment for equal opportunity.

3.1.4 A Member of the MMSC shall have the following rights and privileges:

- a. to receive notice of all AGM's.
- b. provided they are in good standing on the last regular business day prior to said meeting.
- c. for the purpose of Article 3.1.4.b. a Member shall be in good standing if all accounts payable by the Member to MMSC are current (not past due) and there are no other disciplinary sanctions against the Member that result in the Member being in not good standing.
- d. to exercise all other rights arising from the Governance Documents of MMSC that pertain to Regular Members.

3.1.5 A Member of the MMSC shall have the following obligations:

- a. to comply with the Governance Documents of MMSC always.
- b. to meet all financial obligations to MMSC as required, including the payment of registration fees.

3.1.6 Violations of the obligations set out in Article 3.1.4 by any Member may lead to sanctions by the Board of Directors.

Section 2: Expulsion or Suspension of a Member

3.2.1 The Executive Board of Directors at a special meeting may expel a Member by majority vote if:

- a. the Member fails to fulfill its financial obligations towards MMSC.
- b. the Member seriously or repeatedly violated the Governance Documents or Directives of MMSC.

3.2.2 Membership is terminated by expulsion. Loss of membership due to expulsion, does not relieve the Member from its financial obligations towards MMSC, but shall lead to cancellation of all rights in relation to MMSC.

3.2.3 The MMSC Executive Board of Directors may suspend a Member when a Member has seriously breached the Governance Documents, in a manner that seriously undermines the integrity of the organization. The suspension shall be effective immediately once the Board has agreed by majority vote.

3.2.4 A suspended Member shall have the right to appeal a suspension to the Board at an AGM or special meeting, where the Board of Directors shall determine the issue by two-thirds (2/3) votes.

Section 3: Process of Suspending and Expelling a Member

3.3.1 Suspension of a Regular Member:

- a. in the event the Board of Directors is presented with an allegation of a serious and/or repeated violation by a Regular Member of the Bylaws, Governance Policies, Code of Conducts.
- b. the Board of Directors shall review the allegations. Should the Board of Directors determine that the Member should be suspended, the Board of Directors shall notify the Member in writing that they have been suspended and shall provide reasons for the suspension.

Section 4: Resignation of a Member

3.4.1 Any Regular Member can resign if accounts are in good standing with MMSC. Written notice one (1) month prior to the commencement of current season to the Secretary and President.

3.4.2 Membership is terminated by resignation. Loss of membership due to resignation does not relieve the Member from its financial obligations towards MMSC but shall lead to cancellation of all rights in relations to MMSC.

3.4.3 MMSC will not issue a player or coaches release without a valid reason until the end of the season if you are registered in the current season and wanting to go to another local organization.

Section 5: Membership Fees & Refunds

3.5.1 Membership fees shall be determined by the Executive Board Committee when doing the budget and presented at a general meeting, to be voted on.

3.5.2 Seasonal membership fees for each youth age group category for registered players of membership, shall be established in writing by MMSC Executive Board of Directors.

3.5.3 Membership fees are due at the time of registration; unless on a contract payment plan, or subsidy program. Fees must be paid prior to season start or any sanction event, whichever comes first.

3.5.4 Government issued identification (health card, passport, birth certificate, learners or driver's license) is required at the time of registration to verify age.

3.5.5 Refunds schedule shall be established by the Board of Directors per season.

Article 4: Board of Directors

Section 1: The Board of Directors

4.1.1 All members of the Board shall be referred to as Executive Board Committee, Board of Directors Committee, Board Members or Board, shall mean the Board of Director of MMSC.

4.1.2 The Board of Directors is composed of:

- a. Executive Board Committee
- b. A Past President, if they are appointed by the Board
- c. Board of Directors Committee

4.1.3 The Executive Board Committee of MMSC are:

- a. President
- b. Vice President
- c. Director of Admissions
- d. Treasurer
- e. Secretary
- f. Head Referee

4.1.4 The Board of Directors Committee of MMSC are:

- a. U3 Director
- b. U5 Director
- c. U7 Director
- d. U9 Director
- e. U11 and up Director
- f. Sponsorship Coordinator
- g. Equipment Manager
- h. Directors at Large

4.1.5 In order to run the Board efficiently three (3) Executives and six (6) Board of Directors is needed as a minimum.

4.1.6 The Board shall, subject to the Bylaws or directions given by majority vote at any meeting properly called and constituted, have full control and management of the affairs of MMSC. Meetings of the Board shall be held often as may be required, but at least once every three (3) months and shall be called by the President.

Section 2: Election to the Board

4.2.1 The terms of the Board of Directors are:

- a. Three (3) serving years for the Executive Board Committee.
- b. Two (2) serving years for the Board of Directors Committee.

4.2.2 The election of the Executive Board Committee shall be done by secret ballot, if there are multiple applicants, otherwise a show of hands is required.

- a. To be elected to the MMSC's Executive Board or Board of Directors Committee, a candidate must have a majority of valid votes.
- b. If no person receives a majority of valid votes cast, there shall be another ballot, from which the name of the person with the least number of votes in the previous election is removed; Where more than three (3) persons have applied for the Executive position, this process may be repeated, until you have a majority vote.

4.2.3 To be elected to the MMSC Board a candidate must have submitted, in writing, a declaration of interest to the Board a minimum of one (1) week in advance of the scheduled AGM.

- a. Candidates can nominate themselves or be nominated by any persons, including the MMSC Board at the AGM.
- b. If the candidate nominated themselves in writing and is not present at the time of the AGM election, written notice of acceptance of the position prior to AGM is required or nomination is declined.

4.2.4 Candidates nominated from the floor will be accepted when there are no other candidates presented to the Board in accordance to Article 4.2.3.b.

- a. Nominees from the floor must be present and accept the nomination in order to stand for election to the Board Members.

Article 5: Duties of the Board

5.1 See Appendix B.

Article 6: Authority and Powers of the Board

6.1 No Board Member, regardless of position, has the authority to veto Board Members and discussions. In the event of a tie, the President would have an honest vote.

6.2 No Board Member has more authority than another, even if they hold multiple positions.

6.3 We as MMSC work as a team, we contribute to meetings, events and the duties that are required of us.

6.4 In addition to the authority granted to the Board elsewhere in these Bylaws:

- a. The Board shall have authority over and responsibility for the conduct of the affairs of MMSC and is accountable for all decisions made by MMSC.

- b. The Board shall govern the affairs of MMSC in accordance with the provisions of the Bylaws, Rules and Regulations, Code of Conducts, and other Policies of MMSC.
- c. The Board shall have the authority to delegate powers to Special Committees to assist it in carrying out its responsibilities.
- d. The Board shall ensure compliance with the Bylaws, Rules and Regulations, Code of Conducts, and other Policies of MMSC, and with all applicable legal statutes and regulations.

Article 7: Minutes, Books of Accounts, and Records

7.1 The Secretary of MMSC shall be responsible for:

- a. Attending all meetings and preparation and custody of the minutes of all meetings in the minutes book of MMSC and shall have a copy of all the minutes from every meeting.
- b. Keeping up to date information of Board Members (full name, occupation, email, phone number and address).
- c. Sending all notices of the various meetings as required.
- d. The preparation, maintenance, and custody of all other records of the Club.

7.2 The Treasurer of MMSC shall be responsible for:

- a. Collection of all monies, all banking and deposits for our bank account.
- b. The preparation, maintenance and custody of all books of accounts, and records.
- c. Completing the annual return with all proper documents to file the return. Following the last day of the month and anniversary month sending a copy to the Secretary.
- d. Keeping accurate records to MMSC books and records.
- e. Getting the books and records audited internally once a year by two (2) Board appointed Members.

Article 8: Banking, Borrowing, Investing, and Spending

8.1 The Treasurer has the authority to do the banking for MMSC. They are responsible for paying bills, deposits, withdrawals or anything related to the account. In the absence of the Treasurer the second signee on the account can conduct business.

8.2 The Treasurer has full access and authority to accept Electronic Transfers on behalf of MMSC as one of the signers.

8.3 Any additional expenditures that were not part of the budget approved by the Board Members shall require written approval by the Board Members by any means necessary by majority vote.

8.4 For the purpose of carrying out its objects, the Club may borrow, raise, or secure the payment of money in such a manner as it sees fit. This power shall be exercised only under the authority of MMSC.

Debentures can only be issued by special resolution of the members, majority vote is required by the Board Members, with three (3) to sign for approval.

8.5 For contracts requiring signatures, two (2) to sign are needed same as the bank account.

8.6 Any loan or large purchase over \$20,000 requires three (3) to sign for approval with majority vote of the Board Members.

Article 9: Grants, Fundraisers, and Sponsorship

9.1 All grants must have a majority vote from the Board Members, recorded by the Secretary, and received by the Treasurer.

9.2 All Sponsorship funds are non-refundable once received. All Sponsorship will be picked and approved by the Board.

9.3 If MMSC's name is being used for fundraising, all fundraising applications must be approved by the Board. Allocation and spending must be submitted to the Secretary. Once the fundraiser is complete the funds raised must be disclosed to the Board.

9.4 All fundraising must be conducted in accordance of MMSC, TCSA, ASA, CSA and AGLC (Alberta Gaming, Liquor and Cannabis).

Article 10: Fees, Penalties, and Interest

10.1 All monies for fees owing to the MMSC by the Registered Members and associated agencies shall be due and payable within thirty (30) days of the date they registered on at sign up, unless otherwise stipulated in a written agreement.

10.2 Penalties for late payments or non-payments of monies for fees due shall be established by the Board.

Article 11: Audit of Financial records

11.1 The fiscal year of the MMSC shall be the first day (1st) of September to the last day (31st) of August following.

11.2 A copy of the annual financial statement, with the dated and signed auditor's report, and copies of the minutes book must be available to all Members at the AGM.

11.3 The books, accounts, and records of the Secretary and Treasurer shall be audited at least once per year by approved Members for audit at the AGM.

11.4 The Board is responsible for appointing two (2) Board Members for an internal audit and/or a qualified accountant to audit the books and records once a year.

11.5 Members of the Board and Regular Members may request to view the financials of the account. A location, date, and time to be determined with a minimum of two (2) weeks written notice must be given to receive the most current update on the account.

Article 12: Code of Conducts and Confidentiality

12.1 See Annex A.

Article 13: Rules and Regulations, Discipline, and Appeals

13.1 See Tri-County Soccer Association Rules and Regulations, Discipline and Appeals.

Article 14: Conflict of Interest and Remuneration

14.1 No Executive Board Member can hold another Executive Board position with another soccer organization.

14.2 All Board Members of MMSC shall declare a conflict of interest and abstain from voting on any discussion matter relating specifically to their involvement with another soccer organization.

14.3 A volunteer Board Member of MMSC shall receive no compensation or remuneration for their services on behalf of the Board, except for out of pocket expenses incurred in the performance of their duties on behalf of MMSC.

14.4 Any deviation from these conflict of interest rules shall be acted on only if reported, in writing to the Executive Board Committee.

Article 15: Meetings

Section 1: Annual General Meetings (AGM)

15.1.1 The Annual General Meeting of the MMSC shall normally be held in the month of September, said date to be determined by the Board and is open to the public.

15.1.2 At least two (2) weeks notice in writing, shall be given to our Registered Members and all Members of the Board of MMSC with the date, time, and location of the meeting.

15.1.3 If within fifteen (15) minutes from the time appointed for the AGM if a quorum is not present, the meeting shall stand adjourned for a further fifteen (15) minutes. After the fifteen (15) minutes adjournment, if a quorum is not present, the persons entitled to vote who are present shall constitute a quorum.

15.1.4 The order of business at the AGM shall be as follows:

- 1) Role call
- 2) Adoption of agenda
- 3) Adoption of minutes for last AGM
- 4) Old business
- 6) Presidents report
- 7) Directors report
- 8) Treasures report with audit
- 9) New business
- 10) Amendments of Bylaws, Rules and Regulations, Code of Conduct
- 11) Election of Executives Committee
- 12) Election of Board of Directors Committee
- 13) Other business
- 14) Adjournment

Section 2: Special meetings

15.2.1 A special meeting may be called by the Board by its own motion:

- a. A special meeting shall be called with minimum twenty-four (24) hours notice.
- b. All Members shall receive written notice by email, with a minimum of twenty-four (24) hours notice.
- c. Only the business for which a special meeting has been called will be dealt with except with the unanimous consent of those present.

15.2.2 Any Member can request a special meeting with approval of the Board and can be called up by the President or Secretary upon receipt. Written notice by email will be sent out five (5) days prior to the meeting.

Section 3: Board meetings

15.3.1 Power to call Board meetings shall be held on the call of:

- a. The President.
- b. The Executive Board Committee.
- c. A majority vote of the Board Members, who have signed a demand for a meeting.

15.3.2 Notice of Board meetings:

- a. The President shall provide notice to each Member of the Board of the time, date, and location of the meeting.
- b. The notice referred to in 15.3.2.a. shall be in writing and delivered at least twenty-four (24) hours before the set meeting.
- c. Notice of meetings may be provided to the Board via email and/or verbally at the previous meeting.

15.3.3 Meetings of the Board:

- a. The Board shall meet in person or by teleconference that permits all persons participating in the meeting to communicate with each other.
- b. The Board must meet for meetings at least five (5) times in a year.
- c. All Board meetings are closed to the public, unless invited to the meeting. All information discussed is private and to be kept confidential.

15.3.4 A motion or vote is as valid as if it had been passed at a Board meeting if it is:

- a. in writing,
- b. is provided to all Board Members; and
- c. approved by a majority vote of Board Members entitled to vote.

Section 4: Presiding Officer

15.4.1 The President shall preside over all regular Board meetings, AGM's and special meetings for MMSC. In the absence of the President, the Vice President shall take the chair. The absence of both these officers shall require the Secretary to chair until the new President is elected, or the Members present choose one (1) of the Members to chair.

Article 16: Vacancy, Removal, Suspension, and Resignation of Board Members

16.1 Board vacancy shall occur if a Board Member:

- a. resigns.
- b. is removed.
- c. suspended.
- d. is deceased.

16.2 The resignation of a Member of the Board of Directors becomes effective with the date written on the resignation letter and is received by MMSC or at the date specified in the resignation, whichever is later.

- a. All remaining rights or privileges are revoked effective by the resignation date.
- b. The Member has no continuing obligation, except for existing responsibility debts to MMSC.

16.3 Should a vacant position exist on the MMSC Board, the Board may appoint a person to fill the vacancy until the next AGM or post the vacant position to fill the position before the AGM and if interested, hold a special meeting.

16.4 A Board Member may be suspended or removed if they:

- a. Have committed fraud.
- b. Failure to follow Code of Conducts, Rules and Regulations.

- c. Failure to follow Confidentiality Agreement.

16.5 The process of suspension or removal of a Board Member shall be:

- a. A special meeting to discuss affected Members actions.
- b. A majority vote by the Board of Directors.
- c. A written notice of termination or suspension is given to the Member.

Article 17: Quorum

17.1 Two-thirds (2/3) of the Regular Members, in good standing, and having been approved as accredited voting delegates shall form a quorum at the Annual General Meetings and Special Meetings of MMSC.

17.2 To constitute a quorum two-thirds (2/3) of the MMSC Board of Directors is required for Regular Board meetings and special meetings.

Article 18: Voting

18.1 At all meetings of the MMSC, voting shall be done by a show of hands, unless there is a demand for a secret ballot.

- a. If a secret ballot is required, the Chair shall appoint Scrutineers who shall total the votes and report them.

18.2 If a Member is absent for an AGM or special meeting, then that Member cannot appoint a proxy to represent them.

18.3 Any Member who has not withdrawn from membership nor has been suspended or expelled shall have the right to vote at any meeting of MMSC.

18.4 At all meetings of MMSC, the President shall have a tie breaker vote.

18.5 The Past President shall have a voice but no vote at any meetings.

18.6 Board Members can only cast one (1) vote, regardless of how many positions they may hold. If having more than one (1) position, then the higher position is what takes precedence on voting.

18.7 Motions put forward for debate shall be determined by majority vote or unanimous vote.

18.8 All votes for all Board Member meetings shall be done by a show of hands and no proxies shall be permitted.

18.9 All voting Board Members at an AGM can cast one (1) vote per decision.

Article 19: Rules of Order

19.1 All meetings of the MMSC shall be conducted in accordance with Robert's Rules of Order as defined in the Rules and Regulations, insofar as they apply.

Article 20: Change in Legislation

20.1 Any changes in the future to the Societies Act then these changes in MMSC Bylaws will be adopted in order to abide by the Societies Act as a Club.

20.2 Any changes made to TCSA, ASA, CSA, IFAB where we must abide by their Rules and Regulations, then our Bylaws must state those changes.

Article 21: Bylaw Amendments

21.1 All proposed amendments to the Bylaws shall be forwarded, in writing to MMSC, no later than thirty (30) days prior to the AGM or special meeting called for that purpose.

21.2 Changes to the Bylaws can be done by the Board Members of MMSC with majority vote at an AGM or a special meeting.

21.3 Amendments to the Bylaws will require a majority vote of the voting Board of Directors, Members present at the meeting unless required or permitted by the Societies Act.

21.4 Copies of the proposed amendments to the Bylaws shall be sent to all Board of Directors not less than twenty-one (21) days prior to the AGM or special meeting at which they will be considered.

21.5 The Bylaws may be rescinded, altered or added to by a special resolution.

Article 22: Logo and Crest

22.1 The external use of MMSC logo and Crest must be approved by the Board of Directors, for this is the prime use of MMSC only.

- a. The crest and the logo are composed of four (4) distinct components:
 - i. the soccer ball, the word Morinville, the colors orange, black outlined in grey and the letters F and C.
 - ii. The bottom component is half of the soccer ball. The middle component is Morinville in a banner. The left black side with the F, the right orange side with the C, which stands for Football Club outlined in grey.
- b. The emblem, logo and abbreviation shall be legally registered and the property of the MMSC.

Article 23: Laws of the Game

23.1 We follow IFAB, The International Football Association Board, and IFAB Futsal & Law of the Game.

Article 24: Corporate Seal

24.1 MMSC shall have a corporate seal that bears the legal name, Morinville Minor Soccer Club incorporated and the date of incorporation.

24.2 The MMSC shall have a corporate seal which shall be in the custody of the Secretary.

24.3 All documents bearing the seal shall be signed by two (2) properly designated Signing Officers.

Article 25: Indemnity

25.1 Every Officer, Director, or other official Board Member of MMSC shall be indemnified against all costs, losses, and expenses incurred by them respectively, in or about the discharge of their respective duties, except as happens from their own negligence or defaults.

25.2 There is no protection for the Board of Directors for acts of fraud, dishonesty, and bad faith.

25.3 The MMSC shall purchase indemnity/liability insurance for the Board Members to protect each Member and the MMSC if not already provided through ASA.

25.4 No Member of a society is, in the Members individual capacity, liable for a debt or liability of MMSC.

Article 26: Dissolution

26.1 If the MMSC is dissolved, then the assets or non-gaming funds remaining after paying all debts and liabilities will be decided and voted on by the presiding Board.

26.2 Any gaming funds shall be distributed to an eligible charitable organization, or food bank within Morinville, approved by the AGLC, at the discretion of the Board Members.

26.3 MMSC can consult the Societies Act if needing to dissolve the Club to ensure proper paperwork is filled out.

Article 27: Interpretations

27.1 Other than as specified in the Definitions in Appendix A, words and expressions defined in the Act have the same meanings when used in these Bylaws.

27.2 All Rules and Regulations, Code of Conduct or Policies, which are not covered herein, shall be referred to the Board of Directors who has the responsibility to make decisions.

Article 28: Special Resolutions

28.1 MMSC has the authority to modify or add new Rules or Regulations due to decisions that are made by MMSC, TCSA, ASA, or CSA, IFAB or Societies Act.

28.2 The Board shall have the final decision on any matters not provided for in these Bylaws or in the Articles, Waivers, Rules & Regulations, or Code of Conducts.

Article 29: Definitions

29.1 See Appendix A.

Appendix A: Definitions

Definitions _____ The following definitions shall apply to all parts of these Bylaws: _____

Annual General Meeting: Also known as 'AGM', is the Society's annual meeting which all Members may attend. This is the meeting at which all resolutions are approved, and the applicable election of the Board of Directors occurs.

Appointing: Assign a job or role to someone.

Board or Board of Directors: The MMSC Board of Directors elected, or appointed, pursuant to these Bylaws.

Bylaws: The Bylaws of this Club in force and effect, as amended from time to time.

Director: A member of the Board of Directors. This includes the immediate Past President.

Dissolution: The breaking down or ending of the organization. Or the act of ending, terminating or winding up an organization or situation. For example, when the life of the organization is ended by normal legal means, it is said to be "dissolved". The process of settling the accounts and liquidating the assets of an organization for the purpose of distributing any assets and dissolving the organization.

EMSA: Edmonton Minor Soccer Association.

Expenditures: The action of spending funds.

Fiscal Year: Period of twelve (12) consecutive months chosen by an organization as its accounting period, which may or may not be a calendar year OR the twelve (12) months or, for incorporated charities, a period of up to fifty-three (53) weeks covered by an organization's financial statements.

In Good Standing: A person, organization or corporation that has complied with all statutory and regulatory requirements for filing of documents

Indemnity: Security or protection against loss or other financial burden.

Majority: The number of people who must favor a motion before it can be carried. A "simple majority" is more than half the Members voting, that is, fifty (50) percent plus one (1) additional person.

Member: An individual who applies for membership, is accepted for membership, and pays the required dues to the Club. The terms of membership and application process are determined by the Board of Directors.

Motion: A motion passed by the Members at an AGM, General Meeting or a special meeting. The process and timelines by which resolutions are formulated and submitted the Members are detailed in the Club's Bylaws.

Minor: means any player who has not attained their eighteenth (18) birthday prior to January first (1st) of the playing year.

MMSC: Morinville Minor Soccer Club as incorporated under provisions of the Societies Act and includes all Member Organizations in good standing.

NUANS: (Newly Upgraded Automated Name Search) is a computerized search system that, for the purposes of Corporate Registry, compares a proposed corporate name to a database of existing corporate names.

Policy: A policy is a deliberate decision made by the Board of Directors that provides guidance for addressing identified objectives and concerns.

Preside: to be in the position of authority in a meeting or gathering.

Registered Members: The list of Registered Members retained by the Director of Admissions on behalf of the Board of Directors containing the names and addresses of the Registered Members of the Club. This register is available on request to all Board Members, and it may only be used by Board or Directors for MMSC business in accordance to privacy act and anti-spam law.

Roberts Laws: A guide for conducting meetings and making decisions as a group.

Quorum: The minimum number of people, as specified in the Bylaws, required at each Board meeting, general meeting, or special meeting for business to be legally carried out.

Scrutineers: is a person who observes any process which requires oversight for elections.

Shall: Means imperative.

Signing Officer: An Officer of MMSC who is authorized to sign official records and documents on behalf of MMSC within the limitations as determined by the Board of Directors from time to time.

Special Meeting: The special meeting of the Club called to deal with specific business requiring a special resolution.

Voting Member: A Member entitled to vote at the meetings of the Club

Year End: Final date of a fiscal year or taking place at the close of a fiscal year; e.g. "year-end audit"

Any word not specifically defined in the foregoing shall be defined according to its common usage and definition in the most recent edition of the Oxford English Dictionary.