



# Phantom Lake Soccer Club Constitution and By-Laws

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Phantom Lake Soccer Club

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# Constitution

## INTRODUCTION

The Phantom Lake Soccer Club is a voluntary association of members and individuals, designed to promote Soccer in the surrounding areas. The Phantom Lake Soccer Club is a member of Manitoba Soccer Association, Canada Soccer Association, and an associate member of Saskatchewan Soccer Association.

And whereas it is declared that one of the purposes of these Constitutions and By-Laws shall be to confer upon the Phantom Lake Soccer Club Executive and Board of Directors all the powers of a fully self-governing organization;

Now therefore be it enacted:

## ARTICLE 1 - Mission Statement

- 1.1 The mission of the Phantom Lake Soccer Club is to provide participants in our soccer program with a fair and competitive soccer experience that focuses on the development of individual and team soccer skills, the practice of good sportsmanship, fair play, and the opportunity to be challenged while having fun.

## ARTICLE 2 - Purpose

- 2.1 The purpose of the club is to organize, develop and promote soccer for the youth of the Phantom Lake Soccer Club including:
  - a. Promote, govern, and improve organized amateur soccer in Flin Flon and surrounding area as Phantom lake Soccer Club- a division of Manitoba Soccer by the authority of Canada Soccer; and
  - b. Provide the opportunity for all eligible individuals to participate in house league; which will allow a player to participate in an environment for fun, physical exercise, fair play, and attempt to give every player equal field time; and

- c. Ensure the development and participation in representative soccer and provide opportunity to participate at the highest competitive level; and
- d. Foster among its members, supporters, and teams a general community spirit; and
- e. Instill in all players, coaches, managers, and members associated with the Phantom Lake Soccer Club good sportsmanship, correct and proper behavior on and off the field, respect for authority, and team play.

## **ARTICLE 3 - Name**

- 3.1 The name of the club shall be known as the Phantom lake Soccer Club.
- 3.2 For brevity, the letters PLSC shall designate the club.

## **ARTICLE 4 - Banking and Finance**

- 4.1 The fiscal year of the PLSC shall be from September to September.
- 4.2 A bank account shall be opened in the name of the Phantom Lake Soccer Club. Two persons of the following offices will be required to sign cheques: President, Vice-President, or Treasurer and one other officer as nominated by the treasurer and voted in by the board.
- 4.3 All purchases made in the name of the PLSC must have the approval of the Board.
- 4.4 Upon approval from the PLSC, any member traveling to meetings on behalf of the PLSC shall be reimbursed for travel, reasonable hotel accommodations and \$32.00 meal allowance per day, or \$7 (Breakfast), \$9 (Lunch), \$16 (Dinner). A proper expense report along with required receipts must be submitted to the Treasurer 14 days post travel for reimbursement. Every effort to minimize expenses shall be made.
- 4.5 The treasurer will provide financial statements to the board via email a minimum of one day prior to the first executive meeting of each month. This report will be approved by motion.
- 4.6 An external review by an accounting firm or a volunteer that is trained as a Chartered Professional Accountant, will be performed at the end of the fiscal year.

## **ARTICLE 5 - Membership**

- 5.1 The PLSC Board of Directors shall consist of elected representatives.

- 5.2 Membership will be accorded to parents and guardians of registered players at the annual registration upon completion of the PLSC registration form and will be valid until the next registration; hereafter, called a “Member”.
- 5.3 Membership will be accorded to all registered coaches, managers, team officials with the association; hereafter called a “Member”.
- 5.4 All teams, players, managers, coaches and trainers registered with PLSC are subject to the Constitution, By-Laws, Policies and Procedures of the PLSC.
- 5.5 Any member delinquent in their fees shall forfeit membership until full payment of fees.
- 5.6 Any person who fails to abide by the Constitution, Bylaws and Policies of the PLSC shall be ineligible for membership in the PLSC.

## **ARTICLE 6 - Board of Directors**

- 6.1 The Executive Officers shall consist of the Past-President, President, Vice-President, Secretary and Treasurer.
  - a. The term of office for Executive Officers shall be for two (2) years, with the exception of the Past-President.
  - b. The Executive Officers will be elected at the AGM, and in order to provide continuity of membership on the Board the President and Secretary will be elected on odd years and the Vice-President and Treasurer will be elected on even years.
  - c. The Immediate Past-President will remain a non-voting member of the Executive officers for one year post-presidency.
  - d. The newly elected board will take office immediately upon election.
- 6.2 The Executive Directors shall consist of the Registrar, Technical Director, Technical Coordinator, Field Manager, and Communication Director.
  - a. The term of office for Executive directors shall be for one (1) year.
  - b. The Executive Directors will be elected at the AGM.
  - c. If the Executive Director(s) holds two positions, they will only be allotted one vote.
- 6.3 Shared positions are accepted on the board. If both parties are present at a meeting, they only count as one vote.
- 6.4 Filling of Vacancies - In the event that the President is unable to perform the required duties, the Vice-President will assume the position of President for the balance of the term or until the next General Meeting(AGM) of the PLSC, whichever event first occurs. In the event that any other Member of the Board withdraws, is removed, or should a position not be filled by an election of the general membership at the Annual General Meeting of the

PLSC, the elected board will be able to fill the vacant positions on the board from interested parties, after two weeks of advertising.

- 6.5 All Executive Officers and Directors must undergo an official Criminal Record Check, and complete Respect in Sport for Leaders(RIS) before being certified to sit on the PLSC board of directors. These checks must be renewed every three (3) years or at the request of the PLSC board.
- 6.6 All Executive Officers and Directors must sign a PLSC Code of Conduct.
- 6.7 A board member who is absent for three (3) consecutive meetings, unless excused by the President or designate, may be so revoked by majority vote of a duly constituted board meeting.

## **ARTICLE 7 - Board of Directors Meetings**

- 7.1 PLSC will hold regular board meetings monthly during the months of January, February, March, July/ August, September, and November; Bi-Weekly April, May, June .
- 7.2 A duly constituted board meeting shall be a meeting:
  - a. For which a quorum shall consist of 50% + 1 of elected members of the board and only executive officers and directors shall have a vote at regular meetings; and
  - b. The President or designate shall preside over Board of Directors Meetings of the PLSC and, having due regard for the Roberts Rules of Order, conduct the meeting.
- 7.3 A meeting of directors may be convened at any time by the president or any two directors and the secretary.
- 7.4 The minutes of all PLSC meetings shall be posted on the PLSC website.
- 7.5 A vote on any matter to come before a duly constituted Board or General Meeting shall be carried by majority vote of those present and eligible to vote.
  - a. There shall be no votes by proxy.
  - b. The President, in all meetings, of the Board of Directors, Executive, Committee and General meetings will participate in a vote only to break a tie.
- 7.6 The Board may establish Ad Hoc Committees to perform certain tasks, appoint the members, prescribe the duties of the Ad Hoc Committee and delegate to any Ad Hoc Committee any of its duties and functions, except where prohibited by the Constitution and By-Laws. Such Ad Hoc Committees shall be dissolved upon completion of their tasks or upon being discharged from the Board.

## **ARTICLE 8 - Conflict of Interest and Confidentiality**

- 8.1 Board members are required to notify the Board of situations where a conflict of interest might exist in the execution of duties related to PLSC. This includes, but is not limited to, potential financial gain or personal involvement to an extent that judgment could be influenced. Personal involvement includes, but is not limited to, a team that his or her child plays on, a team or division on which a family member is part of the coaching staff, or any situation with which they or members of their immediate families are involved.
- 8.2 The Board shall decide whether or not the member should be excluded from discussion and/or voting.
- 8.3 In cases in which conflict of interest arises, the Board member in conflict will excuse him/herself from the Board of Directors or Committee meeting until the issue has been resolved.
- 8.4 Every Director and Officer of the Association must respect the confidentiality of matters brought before the Board for consideration.

## **ARTICLE 9 - Annual General Meetings of the PLSC**

- 9.1 The President shall call an Annual General Meeting (AGM):
  - a. each year by the third Wednesday of October.
  - b. at his or her discretion; or
  - c. upon the written request of any 25% members of the PLSC.
- 9.2 A duly constituted Annual General Meeting shall be a meeting:
  - a. for which notices have been posted to the PLSC website and published at least three (3) weeks prior to the Annual General Meeting; and
  - b. the President or Designate, shall preside over Annual General Meetings of the PLSC and, having due regard for the Roberts Rules of Order, conduct the meeting.
- 9.3 The Annual General Meetings' purpose is to ensure that all Members having an interest in the PLSC have the opportunity to vote on the following:
  - a. proposed amendments to the PLSC's Constitution and By-Laws; and
  - b. election of the Board of Directors.

## **ARTICLE 10 - Changes to Constitution and By-Laws**

- 10.1 The Constitution and By-Laws of the PLSC can only be changed:
- a. on odd numbered years at the AGM, unless significant business operations cannot occur without change; and
  - b. by motion made at a duly constituted General Meeting and carried by a majority of those present and eligible to vote; and
  - c. the notice of General Meeting must state that a motion will be put forth to have the Constitution or By-Laws changed; and
  - d. details of the proposed changes(s) must be made available to any Member desiring to obtain information in advance of the General Meeting called for that purpose; and
  - e. any member wanting to submit changes must do so by October 1 and the President shall circulate notice of said motions to the PLSC Board of Directors a minimum of fourteen (14) days prior to the AGM; and
  - f. there shall be no votes by proxy.

## **ARTICLE 11 - Rules and Regulations**

- 11.1 Where the provisions of the PLSC Constitution are inconsistent with the Canada Soccer Constitution and the Manitoba Soccer Constitution, the constitution of Canada Soccer and Manitoba Soccer shall prevail.
- 11.2 The rules of play and equipment will be in keeping with the Canada Soccer Association including any by-laws incorporated into the Constitution.
- 11.3 Refer to the PLSC Rules and Regulations Manual. This manual may be updated or changed by the Board at their regular meetings by majority vote.
- 11.4 From time to time the Board will find it expedient to adopt rules, regulations and guidelines, other than those contained in the Constitution and By-Laws, which will govern the conduct of players, coaches, referees and others involved in the PLSC.
- 11.5 Such rules, regulations and guidelines may be adopted, rescinded or amended at the discretion of the Board.
- 11.6 A written record of all current rules, regulations and guidelines is to be maintained by the Secretary of the PLSC who will be responsible for updating the rules, regulations and guidelines from time to time as additions, deletions and amendments are made.



- 11.7 A current listing of all rules, regulations and guidelines in force, shall be provided to each coach at the beginning of the season, and shall generally be made available to those individuals that are subject to the rules, regulations and guidelines on the PLSC website.

# BY-LAWS

## **BY-LAW 1 - Board of Directors Authority and Responsibilities**

2.1 The Board shall be responsible for establishing policies, general directing and is empowered to conduct the business of the PLSC on behalf of its Members and, subject to the limitations contained herein, to make such decisions and to carry out such actions as it considers necessary in meeting the objectives of the PLSC as stated in Article 1 and 2 of the PLSC's Constitution.

## **BY-LAW 2 - Executive Authority**

2.1 The Executive shall have the authority, as delegated by the Board of Directors from time to time, to conduct the business of and make decisions regarding, the affairs of the PLSC.

## **BY-LAW 3 - Indemnities to Directors and Others**

3.1 Every Officer or Director of the club, or other person who has undertaken or is about to undertake any liability on behalf of the association and their heirs, executors, administrators and estate, respectively, shall at all times, be indemnified and save harmless, out of the funds of the club from and against:

- a. All costs, charges, and expenses whatsoever which such director, officer or other person sustains or incurs in or about any action, suit or proceedings which is brought about or prosecuted against him for or in respect of any act, deed, matter or thing whatsoever made, done or permitted by him in or about the execution of the duties of their office except such costs, charges, or expenses as are occasioned by his own willful neglect.
- b. All other costs, charges, and expenses, which he sustains or incurs in or about, or in relation to the affairs thereof, except such costs, charges, or expenses as are occasioned by his own willful neglect.

## **BY-LAW 4 - Winding Up**

- 4.1 It is the unalterable provision of this by-law that members of this club shall have no interest in the property and assets of the Club; and that upon dissolution or winding up of the Club, any funds and assets of the Club remaining after satisfaction of its debts and liabilities, shall be distributed to a recognized non-profit Organization in the area whose objectives most closely accord with those of this Club, as determined by its members at dissolution.