



SASKATOON ADULT SOCCER INC.

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SASKATOON ADULT SOCCER INCORPORATED

No. 207218

By-Laws of the Association and General Rules Amended Feb 25th, 2009

I. NAME [4.0 & 13.0]

The name of the Association shall be Saskatoon Adult Soccer Incorporated (hereinafter referred to as SAS) [4.0], and the territory over which the Association has jurisdiction shall be the City of Saskatoon. [13.0]

The Association shall be affiliated with and under the jurisdiction of the Saskatchewan Soccer Association, and subject to the rules and regulations of that body. [13.0]

II. OBJECTS [6.0]

The objects of the Association are: to promote, foster, develop, and govern the game of soccer, both indoor and outdoor, and to take such steps as deemed necessary or advisable for preventing infringements of the rules of the game, or other improper methods and practices in the game, and for protecting it from abuse. [6.0]

III. MEMBERSHIP [7.0 & 18.0]

The Association shall be composed of members as set out below, all of whom must be approved by the Board of Directors of the Association. [7.0]

(1) Voting members including: [7.0 (a) (i)]

- (a) All amateur senior leagues, senior clubs and senior teams.
- (b) Professional or non-amateur senior leagues operating within the area of jurisdiction.
- (c) Professional or non-amateur senior teams operating within the area of jurisdiction involved in inter-provincial league.

(2) No employee of any soccer league, association or zone (excluding SDSRA referees) shall be eligible on behalf of a team on, the Board of Directors. [18.1 (d) i.]

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(3) Associate members, including SAS affiliated youth teams; school, college and university teams; leagues; referees', coaches', and trainers' associations and others approved by the Board of Directors. [7.0 (a) (ii)]

(4) The Association, at its annual meeting, may elect persons as life members for service to the Association. Such members are entitled to attend all general meetings, and shall receive notice of same, but shall have no vote. [7.0 (b) (iii) a]

IV. FEES [11.0]

Each member shall affiliate and pay such fees at such time and in such amount as may be provided for in the general rules. [11.0]

V. SANCTION OF CLUBS OR TEAMS [17.0 and 10.0]

(1) Clubs or teams shall submit a copy of their by-laws and regulations to this Association for approval, and must submit future amendments for approval.

(2) Teams forming a competition, in which all of the teams are within the area of this district association, shall make application for sanction to and the competition shall be sanctioned by, and under the jurisdiction of this Association. [17.0 (b)]

(3) Competitions must not be conducted by any team, club, league, or combination thereof, without the prevision permission of the Association. [17.0 (c)]

(4) To be in good standing a member must be in compliance with the By-laws, Rules and Regulations of the Association. A member may be declared by the Board of Directors to be not in good standing because of non-compliance with the By-laws, Rules and Regulations of the Association or non-payment of monies due to the Association. [10.0 (a)]

(5) Teams, clubs or Individuals who have criminal or civil charges naming the SAS as a defendant (must be in the form of written legal notice) are not eligible as "members in good standing" until such time as the legal matters are resolved. [10.0 (b)]

(6) Teams which are members of the SAS and form a competition with teams from other district associations shall make application to this Association and the competition, when sanctioned shall be under the jurisdiction of the provincial association. [17.0 (b)]

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(7) Leagues or teams under the jurisdiction of this Association, desiring to play against district associations or leagues or teams coming under the jurisdiction of another provincial association, must first obtain the consent of this Association. [17.0 (e)]

(8) General rules of this Association and the Saskatchewan Soccer Association shall be followed. [17.0 (f)]

(9) The competitions sanctioned by this Association shall observe by-laws and rules of the Saskatchewan Soccer Association. [17.0 (g)]

(10) Names of officials of each affiliated club and/or team, including the address and telephone number of the contact person, must be submitted to this Association by the date(s) set forward in the general rules.

VI. BOARD OF DIRECTORS [18.0]

(1) The Association shall be managed by the Board of Directors consisting of a President, Vice-President, Past-President, Director of Finance, and up to eleven (11) directors. [18.1 (b)]

(2) The term of office for members of the Board of Directors shall be two (2) years. [18.4 (a)] In odd numbered years the Vice-President, Director of Finance, and half of the directors shall be elected. In even numbered years the President and the other half of the directors shall be elected. [18.4 (b)] On expiry of their term of office, members of the Board of Directors are eligible for re-election. [18.4 (c)]

(3) The office of a member of the Board of Directors shall be vacated:

(a) If the member becomes of unsound mind or physically or mentally incapable of performing the business of office bearer.

(b) If the member be absent from three (3) meetings of the Board without special leave of absence.

(c) If the member is removed by resolution of the Association for good and sufficient cause.

(d) If the member shall depart from the area of jurisdiction and take up permanent residence elsewhere. [18.6 (a)]

(4) In the event of a vacancy arising in the Board of Directors by the death or resignation of a Board member or for any reason provided in clause (4), the Board of Directors may arrange for another person to be appointed to fill the vacancy until the next Annual General Meeting. The Board, however, may act notwithstanding any vacancy in its membership. [18.6 (b)]

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(5) In the event that the Past President becomes unable to continue duties, the Board may appoint a Director position to fill the vacancy until next term.

(6) The Board of Directors may employ an Executive Director and such other persons as it deems necessary. Terms of reference and conditions of employment for employees shall be established by written contract. [18.5 (a) (ii) a]

(7) Meetings of the Board of Directors shall be at the call of the President, at such place as shall be decided upon. [19.2 (a)] At all meetings of the Board of Directors, fifty (50) percent of filled positions shall form a quorum. In the event that the number of filled positions is even, a further member will be required to form quorum. [19.1 (a)] Board members attending such meetings shall be entitled to be paid reasonable expenses. [19.3 (a)]

VII. TENURE AND ELECTION OF THE BOARD OF DIRECTORS [18.0]

(1) No team or club shall have more than three (3) voting members on the Board of Directors at any one time. [18.1 (e)]

(2) The Board of Directors, except for the Past-President, shall be elected bi-annually by secret ballot at the Annual General Meeting. Any person may be nominated for the Board of Directors provided they fall into one of the categories outlined in section III.

Membership. [18.1 (f)] If any nominee is absent at the Annual General Meeting, he or she must signify in writing his or her willingness to stand for office before being nominated. [18.3 (a)]

VIII. DUTIES AND POWERS OF THE BOARD OF DIRECTORS [18.0]

(1) The Board of Directors shall establish the following standing committees, whose chairpersons must be a member of the Board and shall report to the Board of Directors:

- (a) Finance/Operations
- (b) Staff Relations
- (c) Technical
- (d) Discipline
- (e) Marketing & Public Relations
- (f) Long Range Planning
- (g) Tournaments

[18.7 (a)]

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- (2) The Board of Directors may establish such other committees as it deems advisable. [18.7 (b)]
- (3) The Board of Directors shall have full power to make changes and additions to the Association's competitions and rules as it may from time to time deem necessary, prior to the start of any competition. [18.5 (a) (i)]
- (4) The Board of Directors may delegate any of its powers to committees, either of its own body or otherwise. [18.7 (c)]
- (5) The President shall preside at all meetings of the Association and shall have casting vote only. The President shall be an ex-officio member of all committees. [18.5 (a) (iv)]
- (6) The Vice-President shall be the senior officer of the Association next to the President, and shall preside at all meetings in the President's absence. The Vice-President shall have such other duties as prescribed. [18.5 (a) (v)]
- (7) The Executive Director/Coordinator shall be responsible for the corporate affairs of the Association. [18.5 (a) (ii) a.]
- (8) The person or persons appointed by the Board of Directors to handle the day-to-day affairs of the Association shall be bonded in the sum of not less than ten thousand (\$10,000.) dollars. [18.5 (a) (ii) b.]
- (9) The Director of Finance shall be the Chairperson of the Finance/Administrative Operations Committee and will oversee the fiscal involvements of the Association. [18.5 (a) (vi)]
- (10) Business may be conducted by mail, facsimile transmission, electronic mail, or telephone, a complete record of which must be preserved.
- (11) Members of the Board of Directors shall have free access to all matches played under the jurisdiction of the Association and (outside the conduct of the game) are empowered to use their authority in the enforcement of good order in accordance with the rules of the Saskatchewan Soccer Association. [18.5 (a) (iii)]
- (12) The Association shall have power to call on any leagues, clubs, teams, or members thereof, to produce any books, letters, or documents or other evidence the Association may desire. [18.5 (a) (vii)]

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IX. ANNUAL GENERAL MEETING [16.0]

- (1) The Annual General Meeting (AGM) shall take place before December 31st of each year. [16.1 (a)] All members shall be notified at least 21 days prior to the AGM. [16.4 (a)]
- (2) The AGM shall be open to all interested persons. [16.1 (c)]
- (3) To be in good standing at the Annual General Meeting, a team must have paid it's fees for the year for which the Annual General Meeting is held. [16.1 (g)]
- (4) The Voting shall be as follows:
 - (a) The President shall have a casting vote only. [16.3 (j)]
 - (b) Each indoor senior affiliated team in good standing shall be entitled to one (1) vote. [16.3 (b)]
 - (c) Each outdoor senior affiliated team in good standing shall be entitled to one (1) vote. [16.3 (c)]
 - (d) Professional or non-amateur senior teams shall have one (1) vote each.
 - (e) Each league comprising of unaffiliated teams and sanctioned by the SAS shall have one (1) vote.
 - (f) Associate members shall have a voice, but not a vote. [16.3 (d)]
- (5) At the Annual General Meeting, quorum shall consist of 12 voting members. [16.5 (a)]
- (6) Members of the Board of Directors attending the AGM shall be entitled to such expenses as are approved at the meeting. [16.1 (d)]
- (7) The order of business shall normally be:
 - (a) Presentation of Credentials and Roll Call
 - (b) Reading of Minutes
 - (c) President's Report
 - (d) Auditor's Report and Financial Statement
 - (e) Executive Director/Coordinator's Report
 - (f) Report of Committees
 - (g) Old and Unfinished Business
 - (h) Consideration of Amendments
 - (i) Election of Officers and Directors
 - (j) Appointment of Committees
 - (k) New Business [16.1 (e)]
- (8) No employee of any soccer league, association or zone (excluding SDSRA referees) shall be eligible for, or having voting rights on, behalf of a team at the SAS Annual General Meeting. [16.3 (k)]

X. SPECIAL GENERAL MEETING [16.0]

- (1) A Special General Meeting may be called by the Board of Directors by its own motion. [16.2 (a)]

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- (2) A Special General Meeting shall be called within thirty (30) days following the receipt of a written request signed by not less than one-third (1/3) of the members and associate members. [16.2 (b)]
- (3) All members shall receive fifteen (15) days notice of the date, time, and location of any Special General Meeting, and the business to be considered. [16.2 (c)]
- (4) Only the business for which a Special General Meeting has been called will be dealt with. [16.2 (d)]
- (5) At a Special General Meeting a quorum shall consist of 12 voting members. [16.2 (e)]

XI. RULES OF ORDER [24.0]

All meetings of the Association shall be conducted in accordance with Roberts' Rules of Order, insofar as they may apply. [24.0]

XII. AUDITOR [21.0]

- (1) The accounts of the Association shall be audited annually, and the correctness of the financial statement ascertained by the Auditor. [21.0 (a)]
- (2) The Auditor shall be appointed by the Board of Directors. [21.0 (b)]

XIII. AMENDMENTS [22.0]

In the event of any changes being deemed necessary in the constitution such proposed changes shall be submitted to the Executive Director/Coordinator in writing **21** days prior to the Annual General Meeting and must be circulated to members no later than 7 days before the Annual General Meeting. No change, amendment, or alteration shall be made except at the Annual General Meeting of the Association. Changes not in accordance with this rule may not be considered except with the consent of 75% of those entitled to vote and in attendance at the Annual General Meeting. [22.0]

XIV. DISSOLUTION [23.0]

In the event that liquidation or dissolution of this Association is deemed necessary and proposed by the Directors or a member entitled to vote at an Annual General Meeting of members or a Special General Meeting of members, the method of procedure of liquidation and dissolution shall follow the articles as prescribed in the Non-Profit Corporation Act. [23.0]