

Tri-County Soccer Association



Bylaws

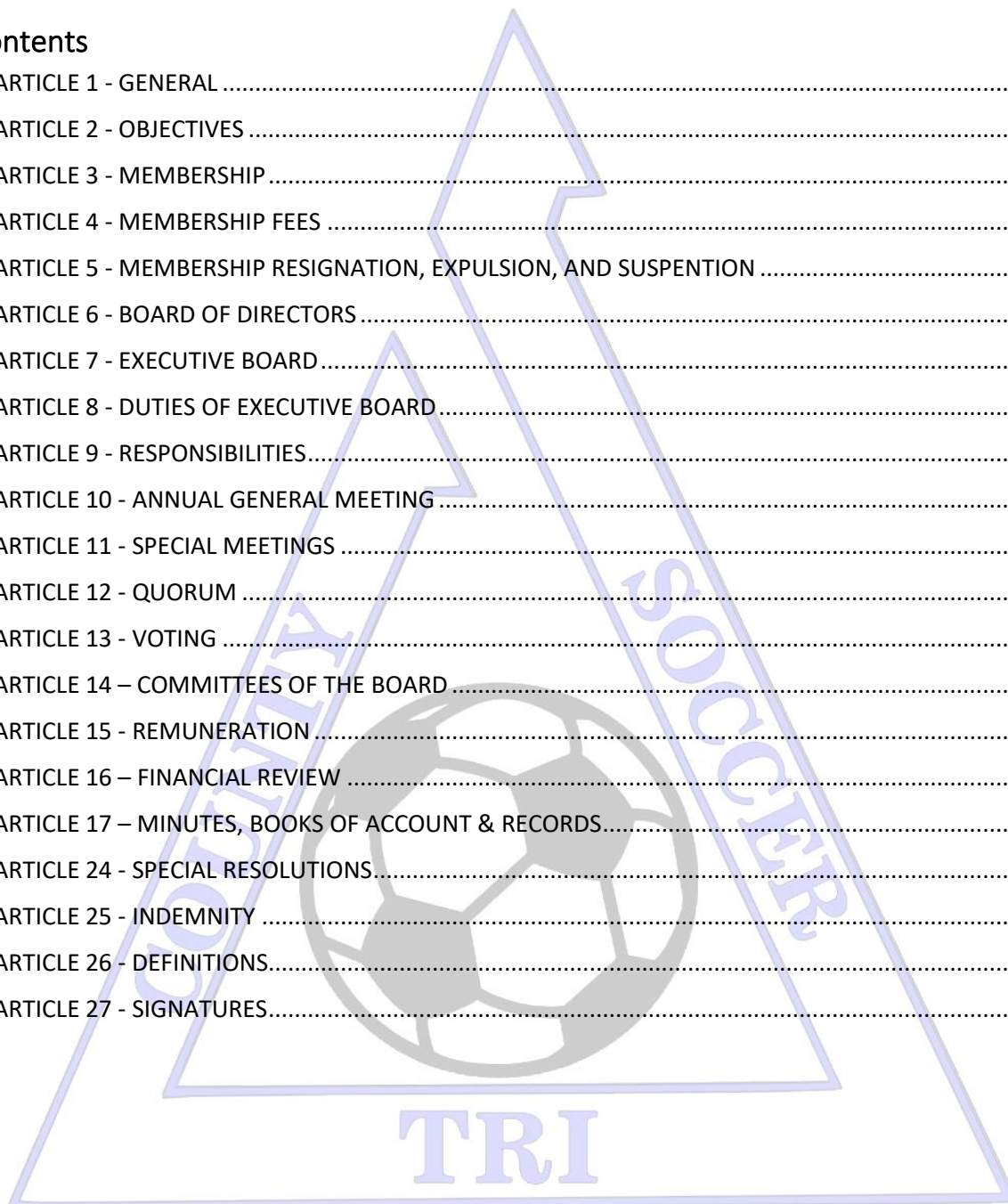
Approved March 27, 2022

Tri-County Soccer Association

BYLAWS

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ARTICLE 1 - GENERAL

- 1.1. The name of this organization shall be the “Tri-County Soccer Association”, herein after referred to as “TCSA” or “The District”
- 1.2. The TCSA shall be affiliated with, and under the jurisdiction of the “Alberta Soccer Association” herein after referred to as “ASA”
- 1.3. The TCSA shall have jurisdiction to govern the sport of Soccer within the boundaries referred to as District Number Ten (10) by the ASA.
- 1.4. Any person residing within The District boundaries who wishes to register outside The District may do so.
- 1.5. Any player from out of district wishing to play within The District may do so.

ARTICLE 2 - OBJECTIVES

The objectives of this Society shall be:

- 2.1. To promote the growth and development of players, coaches, game officials and volunteers.
- 2.2. To provide an atmosphere of comradeship and sportsmanship, in all participants, through the principles of fair play.
- 2.3. To foster and encourage good character and uphold the honor of the game.

ARTICLE 3 - MEMBERSHIP

- 3.1. Membership shall be restricted to Community, Club, or Associations recognized by the Board of Directors.
- 3.2. Any Community, Club or Associations seeking membership shall apply in writing to The District.
 - a) Each application shall include the names and addresses of representatives empowered to bind the prospective member with respect to any decision that must be made by the District at the Annual General Meeting or at any Special General Meeting.
 - b) All applications for membership are subject to approval of the Board of Directors.
- 3.3. Membership in The District is a privilege not a right.
- 3.4. Only Members in good standing as per the TCSA Rules and Regulations may vote at any meeting of The District.
- 3.5. The District shall not be held responsible for liabilities of any Member.

- 3.6. All Members shall ensure that their Bylaws, Rules and Regulations, and Policies are not in conflict with The District. In the event of any conflict, The District Bylaws, Rules and Regulations, and Policies shall prevail.
- 3.7. Membership in the District is not transferable.
- 3.8. Member organizations may, at any time, change their representative upon giving written notice to The District by submitting the name and address of their new representative.
- 3.9. Each recognized member shall have the right to send one (1) voting representative of their choosing to sit as a Director on the Board of Directors.
- 3.10. Member Organizations are responsible to the Association for the actions of their Elected Board, Team Officials, Registered Players, and/or Spectators, and are required to take all precautions necessary for the maintenance and control of discipline among their own members.
 - a) The District and its Members reserve the right to decline the services of any individual who offers to be a volunteer. Notwithstanding any other provision of these Bylaws and the Rules & Regulations, these decisions shall not be subject to any right of appeal.

ARTICLE 4 - MEMBERSHIP FEES

- 4.1. Annual Membership fees shall be established by the Board of Directors at each Annual General Meeting of the TCSA.
- 4.2. The Executive Board shall establish;
 - a) Team registration fees for both outdoor and indoor soccer programs
 - b) A schedule of administration fees for all registered players.
 - c) A surcharge for all cheques returned to the Association for any cause.
 - d) An annual interest rate, to be calculated monthly, for overdue payment of any monies owing.

ARTICLE 5 - MEMBERSHIP RESIGNATION, EXPULSION, AND SUSPENSION

- 5.1. Resignation of a Member
 - a) Any Member wishing to resign from The District may do so by hosting a Special General Meeting of their members and upon a Two-Thirds (2/3) vote in favor of resigning, deliver its written resignation to The District along with a copy their Special General Meeting minutes
 - b) Notification of intention to resign must reach The District no later than thirty (30) days prior to The District Annual General Meeting.

- c) Loss of Membership due to resignation does not relieve the Member from its financial obligations toward The District but shall lead to cancellation of all rights in relation to The District.
- 5.2. Any Member, upon a vote of the Board of Directors of The District present and entitled to vote, may be expelled from membership for any reasonable cause after that Member has been given reasonable opportunity to address the Board of Directors on the allegations forming the basis for the reasons for expulsion.
- 5.3. Any Member in arrears for fees, fines, or other monies owing to The District shall:
- a) After sixty (60) days of date of invoicing, be considered as not in good standing.
 - b) After ninety (90) days of date of invoicing, be automatically suspended and shall not be entitled to any Membership privileges or powers in The District until reinstated.
- 5.4. Any Member who, through their actions or behavior, violates any Bylaw, Rule and Regulations, and/or Policies in part or in whole or who is acting in a manner detrimental to the objectives of The District, may be:
- a) Suspended and/or penalized financially for a period of time as determined by a Discipline Committee or Executive Review Panel and/or;
 - b) Expelled from membership by a two-thirds (2/3) majority vote of the members present, and entitled to vote, at a Special General Meeting called for that purpose.

ARTICLE 6 - BOARD OF DIRECTORS

- 6.1. Each Member in good standings shall have the right to appoint one representative to the Board of Directors (usually the Community President). In the event of this Director's absence any other designated representative of that Community Association may vote, by proxy, that Director's vote.
- 6.2. Any person appointed to the Board of Directors shall be empowered to;
- a) participate wholly in any action to be taken, or decision to be made, by the Board of Directors on behalf of The District.
 - b) Nominate and elect the Executive Board.
- 6.3. The Members representative to the Board of Directors shall be considered vacated if they:
- a) Resign by writing sent to, The District.
 - b) Is absent from three consecutive meetings of the Board of Directors without prior notification to the Board and the Board of Directors resolves at its subsequent meeting that their appointment is to be vacated.

- c) Becomes of unsound mind or mentally incompetent or is the subject of a Certificate of Incapacity issued under the Dependent Adults Act, or any Act passed in substitution therefor.
 - d) Is convicted of an indictable offence.
 - e) Is refused bonding, at a reasonable premium, by a recognized bonding institution.
 - f) Becomes an employee of The District; or
 - g) Dies.
- 6.4. Any person Appointed to the Board of Directors shall not:
- a) Hold more than one position on the Board.
 - b) Sit as a voting delegate at any Annual General Meeting or Special General Meeting of The District.

ARTICLE 7 - EXECUTIVE BOARD

- 7.1. The day-to-day affairs of The District shall be administered by an Executive Board elected each year at the Annual General Meeting by the Board of Directors.
- 7.2. The Executive Board shall consist of the President, Vice President, Secretary, Treasurer, Discipline Chair, Competitions Director, and Past President. The Executive Members shall have a vote at Executive Board Meetings only. A person may occupy more than one Executive position.
- 7.3. The Executive Board terms are as follows.
- a) President, Secretary and Treasurer shall hold office for a period of two years ending in (April) on an even numbered year.
 - b) Vice President, Discipline Chair and Competitions Director shall hold office for a period of two years ending in (April) an odd numbered year.
 - c) The balance of the Executive shall hold office for a period of one year.
 - d) The term of the office shall be determined from Annual General Meeting to Annual General Meeting.
- 7.4. The President, Vice-President, Treasurer, Secretary, Discipline Chair and Competitions Director shall not be entitled to also occupy the position of a Director representing any member Community Association.
- 7.5. Meetings of the executive shall be held as required when called for by the President or a majority of the Executive with a minimum notice of 7 days' notice unless otherwise unanimously agreed.
- 7.6. To constitute a quorum for Executive Board Meetings a Two-Thirds (2/3) of the elected Executive Board is required.

- 7.7. All decisions regarding changes to The District Rules and Regulations, and Policies made by the Executive must be ratified by the Board of Directors at the next regular meeting.
- 7.8. Should a vacancy exist on the Executive Board. The Executive Board may appoint a person to fill the vacancy until the next Annual General Meeting.
- 7.9. If the President's position becomes vacant the Vice President shall perform the duties of the President until a new president is elected at the next Annual General Meeting
- 7.10. Any Executive wishing to resign may do so upon written notice (30 days) to the Board of Directors.

ARTICLE 8 - DUTIES OF EXECUTIVE BOARD

- 8.1. The President shall preside over all meetings and shall be responsible for coordinating the organization of league objectives through delegation and leadership. They shall be The District's delegate at A.S.A. meetings unless otherwise appointed. They shall pursue a commitment stressing good conduct to all actively involved and contributing to athletic progress in the game of soccer.
- 8.2. The Vice-President at the request of the President or in their absence or disability shall perform any of the duties of the President and shall pursue the goals or objectives of the President as applicable. It shall be the duty of the Vice-President to attend all meetings of The District. The Vice-President shall oversee the activities of the Board of Directors ensuring the Bylaws, Rules & Regulations are adhered to. They shall encourage and assist the development of, and adherence to, goals and policies of The District.
- 8.3. The Treasurer shall present an account of receipts and disbursements to the Board of Directors at District meetings and will furnish the updated Banking Statement of Accounts/disbursements for each District meeting as required. The Treasurer is also responsible to file an annual return each year that must be approved by the financial review that will be sent to the Corporate Registry in order to remain active for the Society Act.
- 8.4. The Secretary shall maintain a record of the names of all Coaches, Community Association Executive, District Executive, and the Board of Directors. The Secretary shall forward each year any altered, rescinded, or new by-laws in the form of a special resolution to the President or Vice-President for submission to the Corporate Registry.
- 8.5. The Discipline Chair shall be responsible for coordinating and investigating all hearings/appeals for The District. The Chairperson will Organize committee members for any upcoming hearing/appeals in accordance with the Rules and Regulations of the District.
- 8.6. The Competitions Director shall be responsible for Indoor and Outdoor District Competitions at various levels as well as support for Provincial League Competitions.
- 8.7. Signing Authority for cheques is given to the President, Vice-President, Treasurer, and Discipline Chair; all cheques shall be signed by two individuals. A cheque may not be signed by the payee nor signed by a family member

ARTICLE 9 - RESPONSIBILITIES

The responsibilities of The District are to:

- 9.1. Organize leagues taking into account individual player concerns such as travel and balancing these concerns with the good of all soccer players of The District and soccer as a whole.
- 9.2. Pursue the development of coaches, players, referees and volunteers.
- 9.3. Review the registered players and make sure the registration complies with the A.S.A. guidelines.
- 9.4. Organize and guide leagues.
- 9.5. Schedule games with an interlocking schedule if applicable.
- 9.6. Provide medals and maintain records.
- 9.7. Govern matters pertaining to protests and grievances.
- 9.8. Select representative teams with Certified Coaches for Play Down/Provincial Competition.
- 9.9. Liaison with other soccer associations.
- 9.10. Encourage continuity at the District and Community Association levels by requesting others to volunteer, attend meetings and stand for elections.
- 9.11. Promote fair play and good sportsmanship.

ARTICLE 10 - ANNUAL GENERAL MEETING

- 10.1. The District shall hold an Annual General Meeting in April on or before April 30th each year. All Annual General Meetings are posted on The District website at least Twenty-one (21) calendar days prior to the day of the meeting advising the time, date, and location of the meeting.
- 10.2. In the event a Member Organization is unable to attend, such member may appoint a proxy to represent them. (Proxy holders must be eighteen (18) years of age or older.)

The Order of Business at the Annual General Meeting shall be as follows:

- 1) Roll Call & Certification of Proxies
- 2) Adopt Agenda
- 3) Adopt Minutes of last Annual General Meeting
- 4) Treasurer's Report
- 5) Appointment of Financial Review Committee
- 6) Executive Board Reports
- 7) Unfinished Business
- 8) New Business
- 9) Amendments to Rules & Regulations

- 10) Appointment of Committee Members
- 11) Election of Officers
- 12) Adjournment

10.3. Each Director or proxy is required to fill during the year at least one of the following positions:

- a) As a Member of the Governance Committee
- b) As a Member of the Discipline Committee
- c) As a Member of the Competitions Committee
- d) As a Member of an Appointed Standing or Special Committee

10.4. A regular Board of Directors meeting may be run concurrently with the Annual General Meeting separate from the Elections.

ARTICLE 11 - SPECIAL MEETINGS

11.1. A Special Meeting may be called by the Executive Board by its own motion

11.2. A Special 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 Board of Directors

11.3. All Members shall receive at least Twenty-one (21) days' notice of the date, time, and location of any Special Meeting.

11.4. Only the business for which the Special Meeting has been called will be dealt with.

ARTICLE 12 - QUORUM

12.1. Shall be a minimum of twenty (20%) percent of the total number of eligible Directors, in good standing shall form a quorum at the Annual General Meeting and Special Meetings of the TCSA.

12.2. If, at the appointed time for the meeting of The District, a quorum is not present, the meeting shall stand adjourned for fifteen (15) minutes and if, after the fifteen (15) minute adjournment, a quorum is not present, the persons entitled to vote who are present shall constitute a quorum.

ARTICLE 13 - VOTING

13.1. All voting for any meeting shall be done by a show of voting cards supplied by the Executive Board Members unless otherwise decided.

13.2. In the event a member is unable to attend any Annual General Meeting or Special Meeting, then such member may appoint a proxy to represent them. A proxy can represent only one (1) member.

13.3. In the event of a tie vote of the Board of Directors, the vote shall be considered a rejection of the resolution.

13.4. The minimum age of a voting delegate or proxy holder shall be eighteen (18) years of age.

- 13.5. The Past President shall have a voice but no vote at any meeting of the district.
- 13.6. Executive Board Members shall have a voice, but no vote, at all Annual General Meetings and Special Meetings.
- 13.7. Executive Board Members shall not sit as a voting delegate or proxy at any Meeting of the District.
- 13.8. Executive Board Meetings of The District, the President shall have a casting vote only.
- 13.9. Unless otherwise required by these Bylaws, or Rules of Order, motions put forward for debate shall be determined by a simple majority of the total votes cast.

ARTICLE 14 – COMMITTEES OF THE BOARD

The Board of Directors may appoint committees to assist in carrying out the functions of The District.

14.1. Standing Committees

The Executive shall have the power to set up standing committees to perform some function or business for The District as necessary. Each committee shall have a minimum of one executive board member as a participant.

Standing committees of The District may, but are not limited to, consist of the following:

a) Governance Committee:

To ensure a continuous re-evaluation of the Bylaws, Rules & Regulations of the Association. To investigate all questions regarding the Bylaws, Rules & Regulations. To make all necessary recommendations to alter or amend the existing Bylaws, Rules & Regulations at the Annual General Meeting.

b) Discipline & Appeals Committee:

To ensure a continuous re-evaluation of the Rules & Regulations of Discipline and Appeals. To rule on matters of discipline. To hear appeals, Protests and Violations from Members, Team Officials, or Registered Players. In addition to Game, League or Tournament as defined in any Rules and Regulations. To rule on such Appeals, Protests and Violations.

c) Competitions Committee:

To administer and select hosts, locations, and dates for any District Tournaments, or tournaments sanctioned by The District. Identify number of participating teams, type of schedule, and rules by which tournaments will be conducted.

14.2. Special Committees:

- a) May be appointed to perform duties as required.

- b) Such Committees will be temporary in nature and will cease to function upon completion of their mandate.

14.3. A member of the Executive Board shall be Chairman of any Standing or Special Committee.

ARTICLE 15 - REMUNERATION

15.1. No Executive of The District shall receive remuneration for time from The District; expenses may be reimbursed for the President, Vice President, Secretary, Treasurer, Discipline Chair and Competitions Director for Expenses incurred while conducting District business as required.

15.2. A District Administrator (or any administrative staff) will be compensated on a Contract basis with terms and rate determined by the Executive Board. Any contracts will be on a yearly basis subject to renewal at the time of the Annual General Meeting.

ARTICLE 16 – FINANCIAL REVIEW

16.1. The books, accounts and records of The District shall be audited at least once a year by an accountant or by (2) two volunteer members of the Society. A complete and proper statement of the standing of the books for the previous year shall be submitted by such auditor at the Annual General Meeting of the Society. The fiscal year of the Society in each year shall be April 1 to March 31.

16.2. The books and records of the Society may be inspected by any member of the Society at the Annual General Meeting provided for herein or at any time upon giving reasonable notice and arranging a time satisfactory to the officer or officers having charge of same. Each member of the Board shall have at all times access to such books and records.

ARTICLE 17 – MINUTES, BOOKS OF ACCOUNT & RECORDS

17.1. The Secretary of the Association shall be responsible for:

- (a) The preparation and custody of the minutes of all meetings of the Association, the Board, and the Executive Committee.
- (b) The preparation, maintenance and custody of all records of members and their addresses.
- (c) The preparation or overseeing of the maintenance and custody of all other records of the Association.

17.2. The Treasurer of the Association shall be responsible for:

- (a) The maintenance and custody of the Books of Account of the Association.

17.3. On application of a Member, or any person authorized by one of them, the Association shall make the Books of Account and all Minutes of the meetings of the Association available for inspection at all reasonable times; and further provide to any Member who

makes specific requests thereof, copies of all minutes of all meetings of the Association and its Boards.

- 17.4. Any Minutes, Books of Account or Records will be stored such that they are preserved, can be retrieved, and where/when required made available to the Board to conduct District duties.

ARTICLE 18 - CHANGES TO BYLAWS

- 18.1. The by-laws may be rescinded, amended or added to by a Special Resolution Meeting passed by a vote of not less than two thirds (2/3) of the Board of Directors present at any meeting properly called and constituted.
- 18.2. All proposed amendments to the Bylaws shall be forwarded in writing to the Executive Board no later than forty-five (45) days prior to the Annual General Meeting. The Executive Board shall notify Member of any proposed amendments at least twenty-one (21) days prior to the Special Resolution Meeting.
- 18.3. All Bylaws must be registered by the Corporate Registry of Societies prior to becoming in effect.
- 18.4. Changes to District bylaws will where necessary be reviewed by a standing committee formed to evaluate the proposed changes and make recommendations to the Board prior to a vote.

ARTICLE 19 - BORROWING POWERS

- 19.1. For the purpose of carrying out its' objectives, The District may borrow or raise or secure the payment of money in such manner as it thinks fit but this power shall be exercised only under the authority of The District, and in no case shall security be issued without the sanction of a Special Resolution of The District.

ARTICLE 20 - DISSOLUTION OF THE SOCIETY

- 20.1. Upon dissolution of this Society all assets will be divided among the active Community Associations pro-rated according to the previous year's player registration numbers.

ARTICLE 21 – RULES OF ORDER

- 21.1. The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the association in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any Special Rules of order the Association may adopt.

ARTICLE 22 - CHANGE IN LEGISLATION

- 22.1. Should the Societies Act in future change, then these Bylaws shall, in the future, adopt any and all changes to the Act and specifically, adopt those changes to the Act which

are required to be adopted to enable the Association to operate, at all times, within the full power of the Act and to use all remedies available to it pursuant to the Act.

ARTICLE 23 - INTERPRETATIONS

23.1. Interpretation of these Bylaws as well as questions in dispute shall be referred to the Board of Directors. The singular shall include the plural and vice-versa. Masculine shall include the feminine and vice-versa. All matters regarding the Rules & Regulations or policies, which are not covered herein, shall also be referred to the Board who has the responsibility to make decisions.

ARTICLE 24 - SPECIAL RESOLUTIONS

- 24.1. The Executive Board of Directors has the authority to modify or add new rules or regulations due to decisions that are made at the Alberta Soccer Association or Canadian Soccer Association level.
- 24.2. The Executive Board of Directors is empowered to create rules & regulations as needed to organize leagues in all genders and for all ages to participate in provincial competitions, to be amended and approved by the Board of Directors at the next Standard Meeting.

ARTICLE 25 - INDEMNITY

Officers, or any employee of The District, shall be indemnified by the Association against all costs, losses and expenses incurred in or about the discharge of their duties.

The Association shall purchase and maintain liability insurance or such other insurance for the benefit of Officers, staff, and other representatives of the Association, as the Board may from time to time consider appropriate.

ARTICLE 26 - DEFINITIONS

“District” or “Association” or “T.C.S.A” means the Tri-County Soccer Association as incorporated under provisions of the Societies Act and includes all Member Organizations in good standing.

“A.S.A.” refers to the Alberta Soccer Association

“C.S.A.” refers to the Canadian Soccer Association.

“Board” means the Executive Board of Directors elected, or appointed, pursuant to these Bylaws.

“Bylaws” means the Bylaws of this Association as amended from time to time.

“Special Resolution” means a resolution passed at any Annual or Special General Meeting of the Association

“Regulation” means the standard or requirement in place designated for controlling and/or governing the game of soccer.

“Rule” means the procedures in place governing the administration of the Association’s affairs and conduct of its members.

“May” means permissive.

“Must” or “Shall” means imperative.

“Officer” means any person elected or appointed to the Executive Board of the Association.

“Proxy” means a written authorization to act in place of another.

“Member” means any Member Organization, Team Official, Registered Player, Officer, or any person participating in a District Soccer Program.

“Member Organization” means any category of membership as defined in Article 3 (Membership) of these Bylaws.

“Community Association” means a recognized incorporated Society, Club or Association which promotes the development of the sport of soccer within The District. By special resolution of the Board of Directors of the District an unincorporated Community Association may be recognized as a Community Association for an interim period to ultimately allow for the growth and development of that organization.

ARTICLE 27 - SIGNATURES

President: _____

Vice-President: _____

Secretary: _____

Treasurer: _____

Discipline Chair: _____

Competitions Director: _____

Witness: _____

Dated: _____

