



# Valley Soccer Association

## Official Bylaws

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### **1.0 BYLAW: Name**

1.1 The name of this organization shall be Valley Soccer Association (hereinafter cited as VSA).

### **2.0 BYLAW: Affiliation**

2.1 VSA shall be affiliated with the Saskatchewan Soccer Association and the Canadian Soccer Association.

2.2 These bylaws shall be interpreted and applied in a manner consistent with the bylaws of the Saskatchewan Soccer Association and the Canadian Soccer Association.

### **3.0 BYLAW: Territorial Limits**

3.1 VSA has jurisdiction in the following Saskatchewan cities and towns, (See Appendix 1) and in an area extending 25 kilometers beyond the limits of each, excluding those areas which are governed by a recognized Saskatchewan Soccer Association District Association.

3.2 The Territory shall be divided into a minimum of one zone per town or city. Each zone will be administered by a Zone Association. Each zone is responsible for the administration of soccer programs within their designated town or city and surrounding area.

3.3 Additionally, at its discretion, the VSA may sanction an unlimited number of non-zone associations. Non-zone associations will be wholly governed by the VSA, and draw their membership from VSA zones, but will participate in soccer events outside of the VSA boundaries. [Appendix 2: list of non-zone associations]

3.3.1 Non-associations require approval of a simple majority of VSA board members.

### **4.0 BYLAW: Objectives**

4.1 The objectives of VSA are:

4.1.1 To foster and support the development of soccer within our Territory.

4.1.2 To govern the sport of soccer within our Territory.

4.1.3 To foster the development of qualified soccer coaches to serve the sport.

4.1.4 To work together with the other soccer districts in the province and in concert with the objectives of the Saskatchewan Soccer Association as those apply.

### **5.0 BYLAW: Membership**

5.1 **Classes of Members:** The VSA shall be composed of the following classes of Members:

5.1.1 Zone Association Members, being the official minor soccer association for each municipality within the VSA territory.

**5.1.2** Non-zone association members, shall be consisting of such organizations and individuals who are properly registered through a Zone Association Member or directly with VSA as approved by the VSA Board. These members would be considered Entity Members and are referred to in the policy and procedures as such.

## **5.2 Rights of Members:**

**5.2.1** Each zone association member, in good standing, shall be entitled to 2 delegates at the Annual General Meeting and any Special General Meeting, each of whom shall have a voice and one vote.

**5.2.2** Each non-zone association member, in good standing, shall be entitled to 2 delegates at the Annual General Meeting and any Special General Meeting, each of whom shall have a voice and one vote.

**5.2.3** Each voting delegate must be in attendance at the Annual General Meeting and any Special General Meeting to vote; votes are not transferable.

**5.2.4** Each voting delegate must be appointed by the appropriate member, and notice of the member's appointment, provided by a duly authorized member representative, must be filed with the President (or designate) of the VSA at or before each Annual General Meeting or any Special General Meeting. Once the meeting has been called to order there may be no substitutions of delegates.

## **5.3 Conditions of Members:**

**5.3.1** Association Members must fulfill the following requirements to be in good standing:

**5.3.1.1** Affiliate with VSA by paying such levies, bonds, and fees at such time and in such amount as determined by the VSA.

**5.3.1.2** Abide by the rules, regulations, policies, and bylaws of the VSA.

**5.3.1.3** Shall submit the requested organizational information to the VSA in order to maintain a current town association file.

## **6.0 BYLAW: Board of Directors**

### **6.1 Board Composition**

**6.1.1** The Board shall consist of no less than five Directors and/or Officers and no more than twelve (hereinafter cited as The Board of Directors). The Board must be supplied from the member associations.

**6.1.2** There shall be three Board Officers: President, Vice-President, and Treasurer. These Officers shall also serve as Directors.

**6.1.3** The Administrator shall serve as an ex-officio non-voting member of the Board.

**6.1.4** The Board shall consist of no more than two members from a single zone member association board.

## **6.2 Nominations and Elections**

**6.2.1 a)** The Board shall present a list of nominees for the Officer and Director positions to the Annual General Meeting. This list will be supplied as per Schedule 1 and from the general membership. Nominees must be a member in good standing, be serving as an active participant, and their nominations must be submitted in writing to the President of the Board of Directors at least 30 days prior to the set date of the Annual General Meeting.

**b)** The Board shall inform that nominee's member association of their nomination, and the member association will have 14 days to endorse or object that nominee. The endorsement or objection by the member association will be taken into consideration by the board.

**c)** In the event that the Association fails to secure the required nominations to satisfy the bylaws, including Schedule One, by the 30 day deadline, any member in good standing who is physically present can be nominated at the AGM prior to the vote.

**6.2.2** Directors shall be ratified by secret ballot. A simple majority is required for ratification.

**6.2.3** The Membership shall elect its officers at the Annual General Meeting. The election of officers will include the President (elected every even year), Vice-President (elected every odd year), and Treasurer (elected every odd year).

**6.2.4** Should a member association be unable to provide board representation as per Schedule 1, that member is required to secure a replacement member from the remaining membership, otherwise that association runs the risk of being deemed not in good standing, at the discretion of the VSA board.

**6.2.5** Should the VSA be unable to fill a board of five members soccer operations will be fully suspended until such a time as membership is secured.

## **6.3 Terms of Office**

**6.3.1** The term of office for Officers shall be two years, commencing after the meeting at which they are ratified.

**6.3.2** The term of office for Directors nominated via Schedule 1 shall be two years, commencing after the meeting at which they are ratified. The term of office for Directors not nominated under Schedule 1 shall be one year.

**6.3.3** Terms of office for new members begin at the close of the Annual General Meeting at which they are ratified.

**6.3.4** Terms of office for sitting members expire at the close of the Annual General meeting at which new members are ratified.

**6.3.5** In the case of the death, resignation or removal of the President, Vice-President, or Chair of the Treasurer, the remaining Directors shall elect one of their number to fill the vacancy to complete the term. The board will have 30 days to fill the vacancy before ceasing to operate.

## **6.4 Disciplinary Procedures**

**6.4.1** In the event that a Director or Officer is absent from three meetings of the Board in a 12 month period, a majority of the remaining Directors may remove such Director from the Board effective immediately.

**6.4.2** The Board shall have authority to deal with all cases of misconduct or violation of the rules and regulations of VSA on the part of any Director, employee or volunteer of VSA.

## **7.0 BYLAW: Duties of the Board of Directors**

**7.1** The directors are charged with the responsibility to govern the activities and affairs of the corporation in accordance with *The Non-Profit Corporations Act* and with the articles and bylaws of the corporation.

**7.2** Every director and officer is required:

**7.2.1** To act honestly and in good faith with a view to the best interests of the corporation.

**7.2.2** To exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.

**7.3** The Board shall ensure that there are sufficient and appropriate human, organizational and financial resources for VSA to accomplish its work and shall approve the management structure of the organization.

**7.4** The Board shall ensure that VSA meets all legal requirements, including all requirements of incorporation.

**7.5** The Board of Directors shall maintain, and if required develop, the policies and procedures of the VSA

**7.6** The Board of Directors may establish any such committees and sub-committees as it deems advisable.

**7.7** All committees of the Board of Directors shall report to the Board and shall include the President as an ex-officio member.

## **8.0 BYLAW: Meetings**

### **8.1 Meetings of the Board**

**8.1.1** The Board shall have a minimum of four meetings per year. Meetings shall be at the call of the President or upon written request of a majority of the Directors.

**8.1.2** At all Board meetings, a quorum shall consist of 50% of those eligible to vote.

**8.1.3** The Board meetings shall be chaired by the President. In the President's absence, the Vice-President shall serve as chair. The chair shall not have a vote, except in the case of a tie when the chair shall cast the tie-breaking vote.

### **8.2 Annual General Meeting**

**8.2.1** The Annual General Meeting shall be held after no later than ninety (90) days after the fiscal year end.

**8.2.2** Notice of the time and place of the Annual General Meeting shall be sent to each Member and Director no less than sixty (60) days before the meeting and will include a call for nominations.

**8.2.3** The Annual General Meeting shall be open to all interested persons. A quorum shall consist of a minimum of ten (10) voting delegates.

**8.2.3.1** Current Board of Director members shall be individual delegates with voting privileges and may also serve as one of the two zone/non-zone association delegates as permitted by Bylaw 5.2.

**8.2.4** The President shall chair the Annual General Meeting. In the President's absence, the Vice-president shall serve as chair. The chair shall not have a vote, except in the case of a tie when the chair shall cast the tie-breaking vote.

### **8.3 Special General Meetings**

**8.3.1** Special General Meetings may be called by the Board or by a signed request of members in accordance with *The Non-Profit Corporations Act, 1995*, or any replacement Act. Notice of the time and place of any Special General Meeting shall be sent to each Member and Director not less than 15 days before the meeting. The notice shall state the purpose for which the meeting is being called. No other business shall be transacted at the meeting. Any meeting to be called at the request of the members must be called by the Board no more than 21 days after receiving the written request.

**8.3.2** The voting procedures and meeting rules used at Special General Meetings shall be those used at Annual General Meetings, as provided for under Bylaws 5.2 and 8.2.

### **8.4 Rules of Order**

**8.4.1** The rules of procedure for all meetings shall be *Robert's Rules of Order*, insofar as they may apply.

In the case where a VSA Bylaw is inconsistent with *Robert's Rules of Order*, the bylaw shall take precedence.

## **9.0 BYLAW: Financial Administration**

**9.1** Signing Officers of VSA shall be one of the following: the President, Vice-President, or Chair of the Treasurer, and the other shall be the Administrator.

**9.2** The fiscal year shall run from September 1 – August 31.

**9.3** The Board shall appoint a reviewer and shall ensure that an annual review of the Financial Statements of VSA is completed within 90 days of the close of the fiscal year.

**9.4** The Financial Statements and the reviewer's report shall be presented for approval to the Annual General Meeting.

## **10.0 BYLAW: Management and Programs**

**10.1** The Board is responsible to provide direction and leadership in the management of the operations of VSA, in accordance with VSA's policies and procedures.

**10.1.1** Policies and procedures must be approved by a majority of the board, and distributed to association members by physical or electronic means.

**10.2** VSA shall employ staff as deemed necessary and approved by the Board.

## **11.0 BYLAW: Indemnity**

**11.1** VSA shall indemnify every Officer, Director, employee and volunteer against all costs, expenses and liabilities which he or she may incur personally in the course of his or her duties, provided that he or she has acted honestly and without malice.

**11.2** To be entitled to indemnification, an individual must inform VSA of the claim or possible claim at the earliest reasonable opportunity after he or she becomes aware of it, and must make a complete report to VSA of the incident giving rise to the claim.

## **12.0 BYLAW: Amendments**

**12.1** Any proposed amendment or change to these bylaws from the membership shall be forwarded to the VSA Board at least 30 days prior to the date by which it must be forwarded to each Member and Director.

**12.2** Amendments to these bylaws may only be made at an Annual General Meeting or a Special General Meeting, by a two-thirds majority of those present and eligible to vote.

**12.3** Notice of any proposed amendment or change to these bylaws shall be sent to each Member and Director, at least 30 days before the meeting at which such amendment is to be considered.

**12.4** Any amendment to these bylaws shall be effective immediately unless otherwise specified.

## **13.0 BYLAW: Jurisdiction**

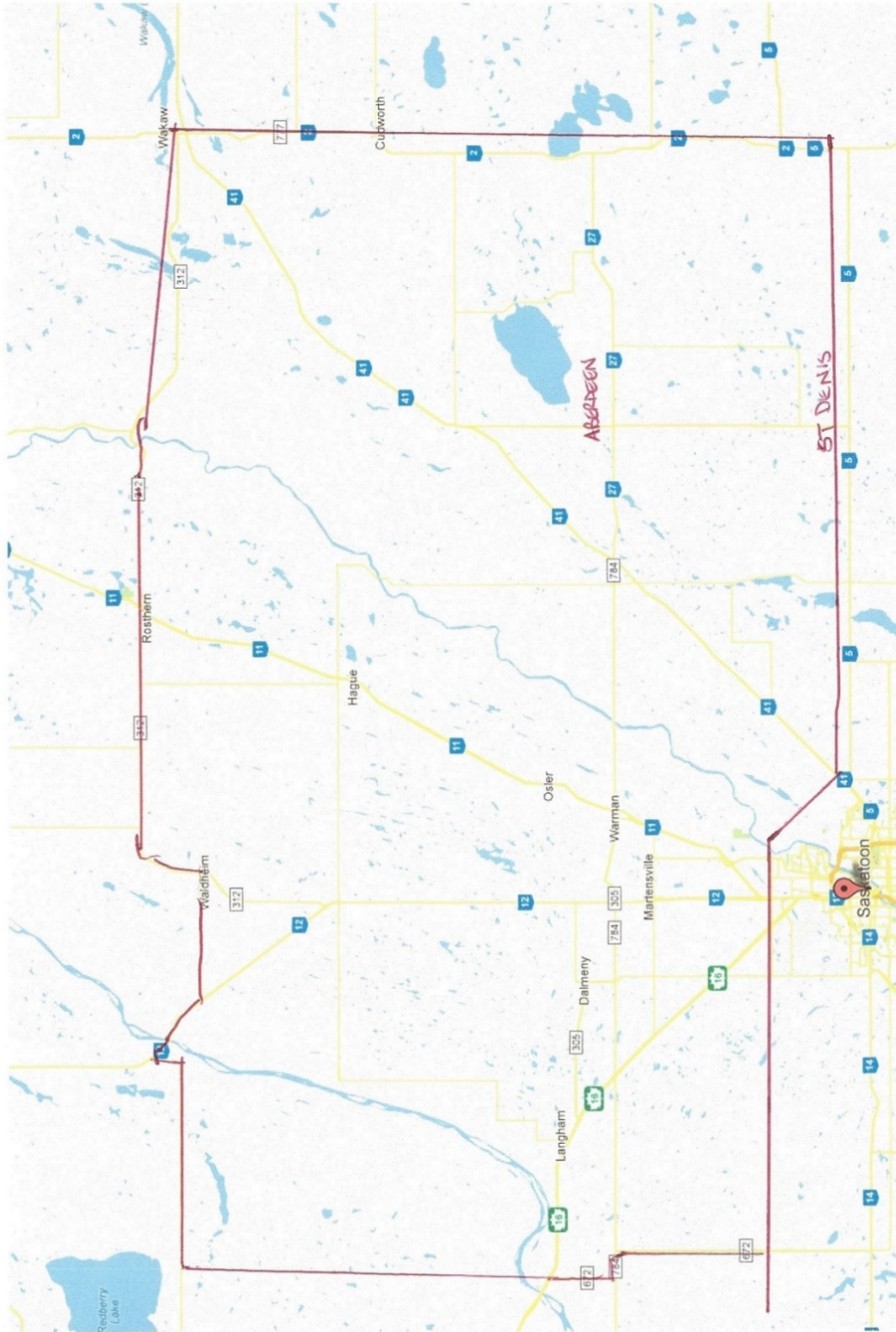
**13.1** Any recourse to the courts of any jurisdiction in a dispute by any member, league, team, manager, coach, player, trainer, referee or individual before all rights of appeal and all the rights and remedies of the bylaws of VSA have been exhausted, shall be deemed a violation and breach of these bylaws, and shall result in automatic indefinite suspension from VSA.

**13.2** Any member, league, team, manager, coach, player, trainer, referee or individual who, in a dispute, has sought court action before exhausting all proper procedures of appeal will be liable for all legal costs and disbursements incurred by VSA.

**13.3** Any member, league, team, manager, coach, player, trainer, referee or individual who, having exhausted all proper procedures of appeal, proceeds with court action, will be liable for all legal costs and disbursements incurred by VSA should the courts rule in favour of VSA prior to reinstatement of said party's membership with VSA.

Appendix 1: VSA District  
Appendix 2: List of Non-Zone Associations  
Schedule 1: Rotation of Member Appointments

APPENDIX 1





## APPENDIX 2

List of Non-Zone Associations:

- Valley United Soccer Club <http://www.valleyunitedsc.com/>

## SCHEDULE 1

### ROTATION OF APPOINTMENTS

2015	MARTENSVILLE	OSLER	ROSTHERN	
2016	LANGHAM	WARMAN	BIG SKY	
2017	VUSC	DALMENY	HAGUE	CUDWORTH
2018	VUSC	WALDHEIM	HEPBURN	MARTENSVILLE
2019	VUSC	OSLER	ROSTHERN	LANGHAM
2020	VUSC	WARMAN	BIG SKY	DALMENY
2021	VUSC	HAGUE	CUDWORTH	WALDHEIM
2022	VUSC	HEPBURN	MARTENSVILLE	OSLER
2023	VUSC	ROSTHERN	LANGHAM	WARMAN
2024	VUSC	BIG SKY	DALMENY	HAGUE
2025	VUSC	CUDWORTH	WALDHEIM	HEPBURN