

LASALLE STOMPERS SOCCER CLUB



CONSTITUTION

Adopted March 2006

Amended December 2023

LASALLE STOMPERS SOCCER CLUB

CONSTITUTION

List of Amendments

- General formatting including table of contents, punctuation, etc.
- Article 2 – Updated acronym of OS, removed WADSL and SWOSL as not applicable, updated Executive Board members to remove treasurer, added ECSA defined
- Article 6 – Updated definition of a regular member and updated wording for disciplinary representative
- Article 7 – The number of Directors indicated removed, treasurer wording added to allow for designated professionals not on the board to be appointed to the role, voting format to include a vote from the current BoD, electronic file requirement
- Article 8 – Updated date of AGM
- Article 13- Updated to reflect audit report timing and financials to be presented at AGM

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LASALLE STOMPERS SOCCER CLUB

ARTICLE 1. INTERPRETATION

In this Constitution and these Rules of Operation, and in all other Rules of Operation, Policies or Directives of the Club hereafter passed, unless the context otherwise requires, words imparting the singular number of the masculine gender shall include the plural number and / or the feminine gender as the case may be, and vice versa. As well, any and all references to persons shall include firms, corporations and other legal entities.

ARTICLE 2. DEFINITIONS (Amended December 2023)

In this Constitution and Rules of Operation and all other Rules of Operation and Resolutions of the Club, unless otherwise stated:

- 2.1. **AGM** means the Annual General Meeting of the Club
- 2.2. **BOARD** means the Board of Directors for the LSSC
- 2.3. **BoD** means the Board of Directors for the LSSC
- 2.4. **CONSTITUTION** means a body of laws and fundamental principles which govern the Club
- 2.5. **CSA** means the Canadian Soccer Association
- 2.6. **CLUB** means the LaSalle Stompers Soccer Club (or other such name as the Club may in future legally adopt)
- 2.7. **DIRECTOR** means an individual who has been elected to the Board of Directors of the Club
- 2.8. **ECSA** means the Essex County Soccer Association
- 2.9. **EXECUTIVE OFFICER** means an individual who has been elected to the Board of Directors and holds the position of President, Vice-President, or Secretary
- 2.10. **FIFA** means Federation International Football Association

LSSC CONSTITUTION

2.11. **LSSC** means the LaSalle Stompers Soccer Club

2.12. **OS** means the Ontario Soccer Association

2.13. **POLICIES** mean a series of statements that show the general direction of the Club. These statements are expressions of the wishes of the Club but are not considered laws as are the statements that are part of the Constitution and Rules of Operation.

2.14. **RULES OF OPERATION** mean a set of Directives, Regulations and Orders that give direction as to how the laws and principles stated in the Constitution are carried out on a day-to-day basis.
They contain the secondary laws of the Club that are not considered to be main rules.

2.15. **SGM** means a Special General Meeting of the Club

2.16. **ECSL** – means the Essex County Soccer League

ARTICLE 3. NAME

The name of the organization shall be the “LASALLE STOMPERS SOCCER CLUB” hereinafter referred to as the Club or LSSC. The Head Office of the LSSC shall be located within the District Boundaries of the Essex County Soccer Association, hereinafter referred to as the District Association.

ARTICLE 4. OBJECTIVE

The Club shall have the following objectives:

4.1. To promote and develop the game of soccer within its boundaries.

4.2. To help individuals to develop their character as resourceful and responsible members of their community by providing opportunities, through the game of soccer, for their mental, physical, social and leadership development.

ARTICLE 5. GOVERNANCE AND AFFILIATION

- 5.1. The Club shall be a Member of the ECSA and shall follow the published rules of the District Association and the Ontario Soccer Association.
- 5.2. The Club is subject to the published rules in declining order of authority of the following governing organizations to which it is affiliated:
 - a) the OS
 - b) the District Association
 - c) the Club
- 5.3. The BoD of the LSSC may from time to time choose to affiliate itself with other soccer clubs in the spirit of positive growth and development of the game of soccer for its members.

ARTICLE 6. MEMBERSHIP (Amended December 2023)

There shall be three (3) classes of Member, namely, regular Member, honorary Member and life Member.

6.1. Regular Member

A regular Member is either:

- a) a registered player
 - b) a registered Club coach
 - c) a registered Club game official
 - d) a registered Club administrator
 - e) a parent or guardian of a registered youth player
 - f) a member of the BoD
- 6.1.1 Although an individual may qualify for, and be registered under, more than one of the above categories, each individual holds only one membership of the Club and is entitled to one vote at member's meetings.
 - 6.1.2. A player shall become a regular member when approved by the club registrar.
 - 6.1.3. Upon application, a coach shall become a regular member upon acceptance by the Directors of the Club. A coach is an individual who is registered with the OS to teach, instruct, train and guide players to play the game of soccer.
 - 6.1.4. Upon application, a game official shall become a regular member upon acceptance by the Directors of the Club. A game official is an individual who is registered with OS to officiate soccer games.

6.1.5. An administrator shall become a regular member upon election or appointment by the BoD. An administrator is an individual who is registered with the OS to be responsible for one or more functions required to operate the Club. For the purposes of this definition, a team manager and Director shall be classified as an administrator.

6.2. Honourary Member

- 6.2.1. The BoD may designate an individual as a Honourary member for a specific period of time.
- 6.2.2. A Honourary member is afforded all rights of membership, including the right to attend and speak at member's meetings, but is not entitled to vote.

6.3. Life Member

- 6.3.1. The BoD may designate an individual as a life member.
- 6.3.2. A life member is afforded all rights of membership, including the right to attend and speak at member's meetings, but is not entitled to vote.

6.4. Discipline of a Member

A member may be fined, censured, suspended or expelled from Club membership for cause and only after charges have been laid in accordance with the Club's published rules and hearing held in accordance with the Club's and OS's published rules. An individual whose membership has been suspended loses all rights of membership until the suspension has been terminated.

- 6.4.1. Player, team and team official discipline for game infractions is governed in accordance with the procedures published by the OS.
- 6.4.2. Any member who infringes the articles or rules of the Club or brings the Club into disrepute may be reprimanded, suspended or expelled from the Club after a hearing by the BoD and disciplinary representative at which the member is entitled to attend.

6.5. Termination of Membership Membership of the Club shall

be deemed to have been terminated:

- a) if the member submits a signed letter of resignation to the Club.
- b) if the member is expelled by the Club BoD.
- c) if the member is no longer registered with the Club.
- d) if the member has been removed from his/her position as a director of the Club by the BoD.

ARTICLE 7. BOARD OF DIRECTORS (Amended December 2023)

The club shall be governed by a Board of Directors which shall consist of at least three individuals and no more than sixteen (16), as may be amended from time to time in accordance with the Clubs by-laws. If the maintenance of three Executive Officers is unattainable, the Club shall be dissolved.

These individuals shall hold the positions of:

- President
- Vice President
- Secretary
- Treasurer
- Registrar
- Directors-at-large at the discretion of the current BoD

Note: the current BoD may elect to have a non-board member as Treasurer

7.1. A Director may hold more than one position.

7.2. Term of Office

7.2.1. The term of office for all members of the BoD shall be effective the first day after the AGM at which that Director is elected.

7.2.2. The length of term of office for all members of the BoD shall be two years.

7.3. Nomination and Election of the Board of Directors

7.3.1. To be nominated for the position of Director, a person must be 18 years of age or older, shall not be an undischarged bankrupt, and shall not have been previously removed from the position of Director with the Lasalle Stompers SC. The current BoD can refute or object to a nomination of any member that is not in good standing with the club.

7.3.2. Only regular members of the club in good standing and defined in Article 5 shall be eligible to nominate and vote for members of the BoD. No proxy or absentee ballots shall be allowed.

7.3.3. Voting shall be by secret ballot and scrutineers shall be appointed by the President to count the ballots and report the result to the membership.

7.3.4. The offices of President, Vice President, Secretary, Treasurer and Registrar shall be nominated and voted on separately and in that order when up for re-election. Each will be completed before nominations for the next position

are opened. Election in each case shall be by absolute majority (50% plus one of the ballots cast). The person that has been voted in by absolute majority must then be voted on by the current board. To be appointed, the nominee must receive 50% plus one votes from the current board members.

- 7.3.5. The offices of the President, Secretary, and Directors at Large shall be elected during odd numbered years.
- 7.3.6. The offices of Vice President, Treasurer, Registrar, plus five (5) Directors at Large shall be elected in even numbered years.
- 7.3.7. Where several candidates stand for election to one position, the candidate receiving the fewest votes will be dropped after each ballot until a candidate receives the required majority.
- 7.3.8. All Directors other than those named in Articles 7.3.5. and 7.3.6 will be nominated and voted on as a group. Those receiving the highest number on a single ballot shall be declared elected. This must be accompanied by 50% plus one vote from current Board members.

7.4. Vacancies

- 7.4.1. A Director has the right to resign his or her position by submitting a signed letter of resignation to the Club.
- 7.4.2. Should a vacancy occur during the term of office of one or more of the Executive officers, the BoD shall have the authority to appoint another person to fill the vacancy for the remainder of the term for which that officer was elected.
- 7.4.3. In the event that two (2) or more people wish to stand for the vacant position, then the board decision on appointment shall be arrived at by secret ballot.

7.5. Removal of a Director

No member of the BoD may be removed for arbitrary reason, but may be removed if:

- 1) the Director is unable to perform the duties expected of the position due to, but not limited to, any of the following reasons;
 - a) missing 3 consecutive monthly meetings without excuse or notification to the President, Vice President or Secretary.
 - b) missing 6 of the 10 monthly BoD meetings within a fiscal year.

- c) failure to complete the duties as stated in the Rules of Operation.
 - d) failure to uphold the objectives of the Club
 - e) if he/she becomes or is discovered to be an undischarged bankrupt.
- 2) the Director has compromised the integrity of the Club due to, but not limited to, any of the following reasons:
- a) if he/she is found guilty of an offence under the harassment policy of the OS.
 - b) if he/she is found guilty of an offence involving violence under the discipline policy of the OS.
 - c) if he/she failed to properly account for monies or other properties belonging to the Club
 - d) if he/she has been found guilty of a criminal offence regardless or not whether the offence directly affected the Club.

7.5.1. A member of the BoD holding his or her respective position (s), as Director or other position may be removed from office by the BoD for good and sufficient cause, by a 2/3rds vote of the Directors present, provided that notice to remove has been given to all Directors of the Club. If a Director is removed by the BoD, the BoD may appoint a successor to the position (s) for the remainder of the term (s) being filled.

7.5.2. A member of the BoD may also be removed for good and sufficient cause at a meeting of the member's of the Club, provided that notice to remove the Director has been given to persons entitled to attend member's meetings. If a Director is removed at a member's meeting, the member's entitled to vote may elect a successor to fill the position(s) held by the removed Director for the remainder of the term(s) being filled.

7.6. Duties of the Board of Directors

7.6.1. The BoD shall conduct the business of the Club during the periods between general meetings of the Club and in accordance with the authority granted in it by the published rules of the Club.

7.6.2. The BoD shall be responsible for the appointment and renewal of appointments of all positions within the Club except for those positions elected by the membership of the Club. This shall include the appointment of volunteer and paid positions for coach and administrator positions within the Club's operations. The selection process and the appointments shall be based upon procedures outlined in the Club's published rules.

7.6.3. The BoD may also revoke, for cause, any appointment providing it has followed the procedures for revoking an appointment as outlined in the Club's published rules.

7.7. Duties of Directors

7.7.1. President

except:

- a) as provided for in the Dispute Resolution Policy of the OS, and
- b) where the President delegates the responsibility to another person,

the President shall:

- a) preside at all general meetings of the Club and the BoD
- b) be an ex officio member of all committees, except any nominations committees
- c) shall appoint all chairs of standing and special committees subject to ratification by the board
- d) coordinate all duties of the Board, committees, staff and
- e) shall be the spokesperson of the Club

7.7.2. Vice President

the Vice President shall:

- a) act in the absence of the President; and
- b) shall have other powers as assigned by the Board as stipulated in the Rules of Operation.

7.7.3. Treasurer

the Treasurer shall:

- a) ensure that full and accurate records are kept of the accounts of the Club
- b) report to the BoD at each scheduled Board meeting
- c) submit an annual report to the AGM

7.7.4. Secretary

the Secretary shall:

- a) keep a record of all minutes of the Club
- b) keep on file all committee reports
- c) notify officers and committee members of their election or appointment
- d) furnish committees with those documents required to do their duties

- e) sign all certified copies of acts of the club, unless otherwise specified in the clubs published rules.
- f) maintain record books in which the constitution, published rules and minutes are entered and to have the current record books available at each meeting whether in paper or electronic format:
- g) send out to the Membership a notice of each general meeting
- h) send out to the Board notice of each meeting
- i) conduct the general correspondence of the club that is not the proper function of another office or committee
- j) prepare, prior to each meeting in consultation with the presiding officer an order of business and
- k) in the absence of the President or Vice President to preside until the immediate election or appointment of a chair pro tem

7.7.5. Registrar

the Registrar shall

- a) Register all teams within the LSSC
- b) Bear overall responsibility for the selection of House League (Recreational) teams and assignment of coaches
- c) be the liaison with any on-line registration company selected to conduct on-line registration on behalf of the LSSC

7.7.6. Other Director Positions

The duties and titles of the other Director positions shall be determined by the BoD and shall be listed in the Club's Rules of Operation.

7.7.7. All Directors shall report to the President and shall attend all LSSC meetings as required.

7.8. Conflict of Interest

The Directors shall be subject to the Conflict of Interest Policy 21.0 in the OS's published rules.

ARTICLE 8. MEETINGS (Amended December 2023)

8.1. Meetings of the Board of Directors

- 8.1.1. The BoD should meet at least 10 times per year on a monthly basis. The day, time and pre-determined venue of these meetings shall be decided by the BoD.
- 8.1.2. Meetings of the BoD may be held on the call of the President, or in his/her absence the Vice President upon 14 days notice given to all members of the BoD by proper means i.e.; LSSC website.
- 8.1.3. All items to be discussed at the BoD meetings shall be on a prepared agenda. Items to be included on the agenda must be given to the Secretary no later than forty eight (48) hours prior to the meeting.
- 8.1.4. At any meeting of the BoD, a majority (50% plus one) of the board members, being in attendance shall constitute a quorum.
- 8.1.5. Members of the BoD are to notify the Club President, Vice President or Secretary no later than twenty four (24) hours prior to the start of the meeting if they are unable to attend. Attendance records shall be kept by the secretary.
- 8.1.6. Questions arising at any meeting of the BoD shall be decided by a majority of votes, where each Director has one vote. Should there be a tie the President or in his/her absence the Vice President shall have the casting vote.

ORDER OF BUSINESS

- 1 Roll Call
- 2 Review of the Previous Meeting Minutes
- 3 Adoption of the Previous Meeting Minutes
- 4 Correspondence
- 5 Unfinished Business
- 6 Board Member's Reports
- 7 New Business
- 8 Adjournment

8.2. Meetings of the General Membership

- 8.2.1. There shall be a minimum of one meeting of the General Membership which includes the AGM held each year. A quorum for such a meeting shall be twenty (20) members.
- 8.2.2. The date, time and predetermined venue of these meetings shall be selected by the BoD with no less than fourteen (14) days notice given by proper means i.e.; the LSSC Website.

8.3 The Annual General Meeting

- 8.3.1. The AGM shall be held in January of the following calendar year last unless otherwise directed by the BoD.
- 8.3.2. The date, time and predetermined venue of these meetings shall be selected by the BoD with no less than thirty (30) days notice given to all members by proper means i.e.; the LSSC Website.
- 8.3.3. All Members of the Club may attend the AGM.
- 8.3.4. With prior approval of the BoD, non-members of the Club may attend and/or make presentations to the AGM, but in no case will such person (s) be permitted to vote on any matter.
- 8.3.5. The AGM shall be chaired by the President or his/her designate and attended by all members of the BoD if possible.
- 8.3.6. The agenda of the AGM may include the following:

- 1 Roll Call
- 2 Credentials Report
- 3 Minutes of previous AGM
- 4 President's address
- 5 Officers' reports
- 6 Treasurer's report
- 7 Auditor's report
- 8 Appointment of Auditors
- 9 Other reports
- 10 Unfinished business
- 11 Amendments to the Constitution
- 12 Election of Officers and Directors
- 13 Any Other Business
- 14 Adjournment

8.4. Special General Meetings

8.4.1. A SGM meeting may be called

- a) by the President at any time.
- b) by the BoD upon written request submitted to the Club by registered mail, certified mail, trace mail, courier service, hand delivery, fax or e-mail signed by not less than 20 members of the voting membership, setting out the items of business to be discussed at the SGM. The SGM shall be held within thirty (30) days of receipt of the written request from the members. Only business set out in the notice of the SGM will be considered.

8.5. Voting at General Meetings

8.5.1. Every regular Member aged 16 and over shall have the right to attend, speak and cast one vote at members meetings of the Club.

8.5.2. Every regular member under the age of 16 shall have the right to attend and speak at members meetings, but any vote must be cast by a parent or guardian who shall also have the right to attend and speak on behalf of that member at members meetings.

ARTICLE 9. RULES OF PROCEDURE

The rules contained in the most current edition of “Procedures for Meetings and Organizations” by M.K. Kerr and Hubert W. King shall govern the rules and procedures to be used in conducting all meetings and affairs of the Association in all cases to which they are applicable and in which they are not inconsistent with the Constitution or other governing documents or laws affecting the LSSC.

ARTICLE 10. DISPUTE RESOLUTION

- 10.1. The Club shall adhere to the Dispute Resolution process as published and approved by the OS from time to time.
- 10.2. Any member of the Club may initiate the Dispute Resolution process by communicating in writing to the OS, with a copy to the Club and District Association, the nature and facts of the dispute. The OS, at its discretion, may proceed with the Dispute Resolution process by assigning one or more neutral persons to the dispute.
- 10.3. The Dispute Resolution process shall not be used for game discipline which follows the normal discipline and appeals process.
- 10.4. The Club shall make available to any Member the Dispute Resolution process when requested.

ARTICLE 11. HARASSMENT

- 11.1. The Club shall adhere to the Harassment Policy as published and approved by the OS from time to time.
- 11.2. The Harassment Policy shall apply to all employees, directors, officers, volunteers, coaches, game officials, administrators, players, members and registrants of the Club.
- 11.3. Harassment is defined as any comment, conduct or gesture directed toward an individual or group of individuals which is intimidating, insulting, humiliating, malicious, degrading or offensive. It includes, but is not limited to, sexual harassment.
- 11.4. The Club shall make available to any member the Harassment Policy when requested.

ARTICLE 12. APPEALS

- 12.1. Any Member or registrant of the Club directly affected by a decision of the Club may appeal such decision. The denial or termination of Membership in the Club may be appealed by a non member.
- 12.2. A decision of the Club may be appealed to the District Association with which the Club is affiliated. The appeal shall be conducted in accordance with the OS's and District Association's published rules.
- 12.3. An individual shall not appeal a decision made by the BoD regarding the appointment, non-appointment, re-appointment or revocation of an appointment of an individual to any coach or administrator position within the Club's operations, except where the selection, appointment and revocation process outlined in the Club's published rules has not been followed.
- 12.4. An individual shall not appeal a decision made by the Club regarding a player's team assignment.

ARTICLE 13. FINANCE (Amended December 2023)

- 13.1. The accounts of the Club shall be audited annually.
- 13.2. The audit shall be presented at the AGM for acceptance by the membership.
- 13.3. At the AGM of the Club, an auditor shall be appointed to perform the audit. If the previous year's audit is not completed by the date of the AGM, financial statements will be presented, and the audited statement must be shared when available.
- 13.4. The fiscal year of the Club shall end on Dec 31st of each year, unless otherwise ordered by the BoD.
- 13.5. All money owing to the Club shall be due and payable within thirty (30) days of invoicing, unless otherwise stated.

ARTICLE 14. RULES AND REGULATIONS (Rules of Operation)

- 14.1. The BoD may approve and publish rules and regulations which are not inconsistent with the Club Constitution and are not inconsistent with the Rules and Regulations of a higher level governing organization.
- 14.2. Amendments to the Rules and Regulations may be made by a majority vote of the BoD, or the Members at a General Meeting. If the Rules and

Regulations are amended by the BoD, the amendment shall be presented for ratification at the next Annual General Meeting or Special General Meeting called for that purpose. If the amendment is not ratified, it is of no effect and the previous Rules and Regulations are then in effect.

- 14.3. New and amended rules and regulations shall be published on the Club website, no later than thirty (30) days from the day they were approved by the BoD and/or the Membership at a General Meeting.
- 14.4. The Club may impose such regulatory measures and policies as it deems necessary for the efficient administration of the playing structure of the game within the Club.

ARTICLE 15. PAYMENTS

- 15.1. All money owing to the LSSC shall be due and payable within thirty (30) days of invoicing unless otherwise stated.
- 15.2. Penalties for late payments or non-payments of monies due shall be as established by the BoD.

ARTICLE 16. CONSTITUTIONAL AMENDMENTS

- 16.1. Amendments to the Constitution shall only be made at a General Meeting of the LSSC.
- 16.2. Constitutional amendments may be proposed by the BoD or submitted by a voting Member of the Club.
- 16.3. All proposed amendments to the Constitution shall be forwarded in writing to the Club Secretary not less than thirty (30) days prior to the date of the General Meeting. If received in time, they shall be placed before the next AGM, along with the BoD recommendations concerning them.
- 16.4. All Members entitled to vote shall be notified with the Club's notice of the said Members' meeting about proposed Constitutional amendments. Such notification shall be by website notice or e-mail.
- 16.5. Amendments to the Constitution shall require a two thirds (2/3) majority of the votes cast and shall take effect immediately.

ARTICLE 17. DISSOLUTION

Upon the dissolution of the club, its property and assets, after payment of all debts and liabilities, shall be distributed to such charitable organization(s) beneficial to the community of Lasalle as the Board of Directors may decide.

End.