

Elgin Middlesex District Soccer League By Laws

Article 1: NAME

1. The name of this League shall be the Elgin Middlesex District Soccer League, hereinafter referred to as the EMDSL, or as the League. The headquarters of the League shall be in Ontario.

Article 2: OBJECTIVES

2. The League shall have the following objective:

- to provide local and district levels of competition, within a structure in accordance with Ontario Soccer (OS) Pyramid for Play
- to ensure a competitive balance within each division in the Pyramid, based on the Terms of League Operation, as approved by the governing body

Article 3: AFFILIATIONS

3.1 The League shall be a member of the Elgin Middlesex Soccer Association and shall follow the published rules of EMSA and Ontario Soccer.

3.2 The League is subject to the published rules, in declining order of authority, of the following governing organizations to which it is affiliated:

- a. Canada Soccer
- b. Ontario Soccer and
- c. Elgin Middlesex Soccer Association

Article 4: MEMBERSHIP

4.1 The League shall approve the applications of Clubs to enter teams in its league based on:

- a. the Club being in good standing with the District and having the required number of youth teams to maintain its youth status
- b. the Club complete team entry forms and pay the set registration fees
- c. the annual registration fees for each level shall be set by the EMDSL and ratified by the membership at a General Meeting of the League

4.2 Members shall be accorded the following rights:

- a. to be governed in accordance with Ontario Soccer's, EMSA's and the League's published rules
- b. to participate in League sanctioned competitions
- c. to attend and vote at all General Meetings called by the League

4.3 A member may be fined, censured, suspended, or expelled from membership for cause, and only after charges have been laid, in accordance with the League's Rules and Regulations, and a hearing held in accordance with the League's Rules and Regulations, EMSA published rules, and Ontario Soccer published policies. A member whose membership has been suspended loses all rights of membership until the suspension has been terminated.

4.4 Membership in the League shall be deemed to have been terminated:

- a. if the member submits a signed letter of withdrawal to the League
- b. if the member is expelled by the League and
- c. if the member fails to renew membership in accordance with the League By Laws

ARTICLE 5: THE BOARD

5.1 The League shall be governed by an elected Board of Directors consisting of:

- a. President
- b. Vice President
- c. Treasurer
- d. Secretary
- e. Referee Director
- f. U13-U18 Director
- g. U8-U12 Director

Note: *Nominees for Board positions shall be required to identify any affiliation with a Club. An affiliation includes, but is not limited to, acting in an executive, or advisory capacity for a Club, or receiving remuneration of any sort, either directly, or indirectly from a Member Club. At no time shall there be three, or more Board members who have identified the same Club affiliation.*

A representative of EMSA shall be accorded the full rights and privileges of a Director of the Board, excluding voting rights.

5.2 A Director may hold more than one position, but may not cast more than 1 vote at meetings.

5.3 A Director will be 18 years of age or older.

5.4 A Director will serve for a term of two years or more until their successor is elected or appointed.

5.5 The following positions will be elected in odd numbered years:

- a. Vice-president
- b. Secretary
- c. U13-18 Director
- d. Director of Referees

5.6 The following positions will be elected in even numbered years:

- a. President
- b. Treasurer
- c. U8-U2 Director

5.7 A Director has the right to resign their position by submitting a signed letter of resignation to the Board

5.8 A vacancy on the Board shall be filled by an appointment by the Board. The appointed person shall fulfill the position until the next General Meeting.

5.9 A Director of the Board shall be removed for any of the following reasons:

- a. the Director is unable to perform the duties expected of the position due to, but not limited to, any of the following reasons:
 - i. if they become incapable of performing their duties and or business of the League
 - ii. if they are absent for three or more consecutive meetings of the Board without satisfactory reason
- b. the Director has compromised the integrity of the League due to, but not limited to, any of the following reasons:
 - i. found guilty of an offence under the Ontario Soccer Harassment Policy
 - ii. found guilty of an offence involving moral turpitude
 - iii. failed to properly account for monies or other property belonging to the League
 - iv. found guilty of a criminal offence, regardless of whether or not the offence directly affected the League; and/or
 - v. found guilty of failing to act in accordance with Ontario Soccer's Conflict of Interest Policy, EMSA's Conflict of Interest Policy, or the EMDSL's Conflict of Interest Policy.

5.10 Any member of the Board may be removed from office, for good and sufficient cause, by a two-thirds vote of the Board, after notice of such a motion has been given to all Board members.

5.11 The Board shall conduct the business of the League during the periods between General Meetings of the League, and in accordance with the By-Laws and the Rules and Regulations of the League.

5.12 The Board shall be responsible for the appointment and renewal of appointments of all positions within the League, except for those positions elected by the Membership of the League. This shall include the appointment of ex-officio members,

of volunteer and paid positions, for coach and administrator positions within the League's operations. The selection process and the appointments shall be based on procedures outlined in the League's Rules and Regulations.

5.13 The Board may also revoke, for cause, any appointment providing that it has followed the procedures for revoking an appointment as outlined in the League's Rules and Regulations.

Article 6: BOARD MEMBER RESPONSIBILITIES

6.1 President

The President shall preside at all General Meetings of the League and of the Board; shall be ex officio a member of all committees, except any nominations committee; shall appoint all chairs of standing and special committees, subject to ratification by the Board; shall coordinate all duties of the Board, committees, staff, delegates responsibilities; and shall be the spokesperson for the League.

6.2 Vice-President

The Vice-president shall act in the absence of the President; shall preside at all operations committee meetings and be responsible for ensuring that EMDSL competitions are operated in accordance with published rules, and shall be responsible for any other duties as assigned by the Board.

6.3 Treasurer

The Treasurer shall preside at all administrative committee meetings; shall ensure that full and accurate records are kept of the accounts of the League; shall ensure that full and accurate corporate records are kept; shall ensure that all activities related to meetings are undertaken in a timely and efficient manner; shall report to the Board at least once per quarter; and shall submit an audited annual financial report to the Membership at the Annual General Meeting.

6.4 Secretary

The Secretary shall be responsible for all correspondence on behalf of the League; shall record detailed minutes of all meetings, including the recording and follow up procedure of action items; shall maintain the website and email database for the League, ensuring all correspondence is dealt with in a timely fashion; shall maintain all documents in electronic format accessible by the Board; and shall attend League related meetings as requested.

6.5 Director at Large U-13-U-18

The U13-U18 Director shall provide advice to the Board on behalf of the membership; shall oversee schedules and cup draws for their divisions; shall oversee registration for their divisions; shall oversee any sub committees as required and report to the Board; shall oversee tournaments and or festivals for their divisions; shall be available for correspondence as needed to support the growth with the clubs, coaches, or team managers; and shall attend league related meetings as required.

6.6 Director at Large U8-U12

The U8-U12 Director shall provide advice to the Board on behalf of the membership; shall oversee schedules and cup draws for their divisions; shall oversee registration for their divisions; shall oversee any sub committees as required and report to the Board; shall oversee tournaments and or festivals for their divisions; shall be available for correspondence as needed to support the growth with the clubs, coaches, or team managers; and shall attend League related meetings as required.

6.7 Director of Referees

The Director of Referees shall provide advice to the Board on behalf of members; shall oversee schedules and cup draws for referees; shall oversee any sub committees as required and report to the Board; shall oversee tournaments and or festivals for referees; shall be available for correspondence as needed to support the growth with the clubs, coaches, or team managers; and shall attend League related meetings as required.

All Directors and Ex-Officio Members may be given additional operational duties, as requested by the President, or the Board.

Board Honorariums and or Allotments:

The League designates that in any given year the maximum that can be paid as honorariums, in total, to the Board is \$24,000.00.

The base honorarium for each board member is to be set annually by the Board.

This base amount shall represent a reasonable amount to cover expenses and incidentals incurred while performing the duties of the respective office. Any amounts paid over and above the base honorarium shall be considered as fees for services and reported to the Canada Revenue Agency as required on an annual basis.

Deductions from the base honorarium may be made, subject to the approval of the Board, using the following guidelines:

- \$100 for 1 missed meeting
- \$300.00 for 2 missed meetings
- \$500.00 for 3 missed meetings
- if 4 or more meetings are missed, the entire base honorarium will be forfeited
- missed League Festival \$250.00 per occurrence
- missed League District Cup event \$250.00 per occurrence
- U8-U12, and U13-U18 Directors, \$100.00 per day deduction for schedules not submitted to the Board, or designated for distribution to Clubs, by the due dates designated by the Board

The Board reserves the right to prepay the President's cell phone, (which will be the main contact number for the League, and will be the property of the League), and the Director of Referees cell phone.

Note: *Meetings include a minimum of 8 Board meetings, AGM, SGM's, and Coaches meetings. For the President they also include the EMSA AGM, and EMSA Presidents Meeting*

Honorariums shall be paid out in two installments;

- 1st installment April 01
- 2nd installment October 01

Article 7: NOMINATIONS AND ELECTIONS

7.1 A nomination must be made by an active Club Member, or an existing Board Member.

7.2 Each nomination must be in writing, and submitted by the Member. All nominations must be received no later than 14 days prior to the applicable General Meeting. Following this date, a report of all nominations will be published, on the EMDSL web site. Nominations from the floor, at the applicable General Meeting, may only be made if no nomination for a specific position was made in accordance with section 7.2.

7.3 Election shall be by secret ballot, but in the event only one candidate is nominated, no vote is required and the nominated candidate shall be declared acclaimed.

7.4 The person who receives the most votes in an election will be declared the winner of the pertinent nominated position.

Article 8: GENERAL MEETINGS

8.1 An official notice of each meeting, stating the date, location, and time shall be given to all Members at least 14 days before a General Meeting. Such notification shall be by email and published on the EMDSL web site.

8.2 A majority of the voting Membership shall form the quorum at all General Meetings of the League. Any motion shall be decided by a simple majority, unless otherwise required within these By Laws.

8.3 The League shall hold its Annual General Meeting on the third Saturday of October of each year. In case of conflict with scheduled meetings of the governing bodies, or other extenuating circumstances, the Board may reschedule the Annual General Meeting to another Saturday between November 15 and December 15 of the same year.

8.4 The agenda of the Annual General meeting shall include:

- a. Roll call
- b. Minutes of previous Annual General Meeting

- c. President's address
- d. Officers' reports
- e. Treasurer's report and annual budget
- f. Auditor's report
- g. Appointment of auditors
- h. Other reports
- i. Unfinished business
- j. Amendments to the By Laws & Rules and Regulations
- k. Roll call
- l. Election of Officers and Directors
- m. Any other business
- n. Adjournment

8.5 A Special General Meeting of the League may be called by:

- a. the Board or
- b. the Board upon receipt of a written request, submitted to the League by registered mail, certified mail, trace mail, courier service, hand delivery, fax or e-mail, signed by not less than 50% of the voting membership, setting out the items of business to be conducted at the Special General Meeting. The Special General Meeting shall be held within 30 days of receipt of the written request from the Members. Only the business set out in the notice of the Special General Meeting shall be considered.

8.6 At all General Meetings each Member in good standing is entitled to one vote.

8.7 Proxy voting at General Meeting:

Every Member in good standing, who is entitled to vote at a meeting of Members, may by means of a proxy, appoint another Member, or a person as the Member's nominee to attend and act at the meeting in the manner, to the extent, and with the power conferred by the proxy.

A Member and/or its delegate may only hold one (1) proxy.

The formats for the proxy, and the issue, or issues, for which the proxy may be cast, are as defined in the Rules and Regulations.

8.8 Only a Member in good standing is entitled to have a vote cast on their behalf.

8.9 Voting shall be by a show of hands unless a secret ballot is requested. A simple majority, (fifty percent (50%) plus one) of the eligible votes present shall carry all decisions, except for amendments to the By Laws, which shall be decided in accordance with Article 12.

8:10 Attendance at all General Meetings is mandatory. Any Member who fails to attend, or leaves before the meeting is adjourned, will be fined as per the Fees & Fines Appendix.

Article 9: BOARD MEETINGS

9.1 The Board shall meet at least 4 times per year, upon 14 days' notice given by the President and the Secretary, at such place and time as the Board may determine.

9.2 A majority of the Members of the Board shall form a quorum at all meetings of the Board. Questions arising at any meeting shall be decided by a majority of votes, where each director is entitled to cast one vote, except the President, who may only vote if their vote is required to break a tie.

9.3 Ex-officio members are not entitled to vote at meetings of the Board

Article 10: COMMITTEES

10. The membership at any General Meeting, or the Board at any meeting of the Board, may establish a standing committee, or special committee, to carry out specific business or programs of the League.

Article 11: PROCEDURES GOVERNING MEETINGS

11. All meetings of the League shall be conducted in accordance with the most recently published Robert's Rules of Order Newly Revised, except as may be otherwise stipulated in these By Laws, or other Rules and Regulations of the League.

Article 12: AMENDMENTS TO THE BY LAWS

12.1 Proposed amendments to the By Laws must be forwarded, in writing, on Club letterhead, to the Secretary no later than October 1st of each year, or at least 30 days before the date of a Special General Meeting. Copies of the proposed amendments to the By Laws shall be sent to all Members, with the notice of the Annual or Special General Meeting.

12.2 A two-thirds (2/3) majority vote of the Members present is required to adopt an amendment to the By Laws.

12.3 The By Laws and any amendments thereto must conform to Ontario Soccer Published Rules, and to the approved Terms of League Operations for each competition.

Article 13: RULES AND REGULATIONS

13.1 The League shall have Rules and Regulations, which include, but are not limited to, the following:

- a. discipline of a Member: procedures for discipline hearing, summary of charges regarding misconduct;
- b. protests, complaints, misconduct;
- c. duties of the Board: authority granted to the Board regarding the business being conducted;
- d. duties of the Board: selection process and appointment process for the appointment and renewal of appointments to the League's paid and volunteer positions; process for revoking appointments;
- e. coach and team officials: qualifications, responsibilities;
- f. player eligibility and verification procedures;
- g. voting at General Meeting: format for the proxy, and the issue, or issues, for which the proxy may be cast.
- h. Cups and Festivals;
- i. schedules and game procedures;
- j. fees and fines.

13.2 The Board shall approve and publish the Rules and Regulations, which are consistent with the By Laws and consistent with the Rules and Regulations of the governing organizations.

13.3 Amendments to the Rules and Regulations may be made by a majority vote of the Board, or the Members at a General Meeting. If the Rules and Regulations are amended by the Board at a Board Meeting, the amendments shall be presented to the membership within fourteen days before coming into effect.

Article 14: INDEMNITY

14. Members of the Board, or other servants to the League, their heirs, executors, administrators and estate and effects respectively, shall be indemnified and saved harmless at all times by the League, against all costs, losses and expenses incurred by them respectively, in or about the discharge of their respective duties, except such as happens from their own respective willful neglect or default.

Article 15: FINANCE

15.1 The accounts of the League shall be audited annually.

15.2 The audit or the financial review engagement statement shall be presented to the Annual General Meeting for adoption.

15.3 The fiscal year of the League shall end on September 30th of each year, unless otherwise decided by the Board.

15.4 The Board will prepare a budget to be presented at the Annual General Meeting. The budget shall not reflect a deficit.

15.5 The EMDSL will carry forward no more than \$10,000.00 operating monies at year end. All monies in excess of that will be credited to the previous year's Clubs accounts, for registration the following year, in an equal per team per Club ratio.

Article 16: DISPUTE RESOLUTION

16.1 The League shall adhere to the Dispute Resolution process as published and approved by Ontario Soccer.

16.2 Any Member of the League may initiate the Dispute Resolution process by communicating, in writing, to Ontario Soccer or the EMSA, (with respect to the operation of the district competition), with a copy to the League, specifying the nature and facts of the dispute. Ontario Soccer at its discretion, may proceed with the Dispute Resolution process by assigning one or more neutral persons to the dispute.

16.3 The Dispute Resolution process shall not to be used for game discipline, which follows the normal discipline and appeals process.

16.4 The League shall post the Dispute Resolution process on its web site.

Article 17: HARASSMENT

17.1 The League shall adhere to the Harassment Policy as published by Ontario Soccer.

17.2 The Harassment Policy shall apply to all employees, directors, officers, volunteers, coaches, game officials, administrators, players, members and registrants of the competitions operated by the League.

17.3 Harassment is defined as any comment, conduct, or gesture directed toward an individual, or group of individuals, which is insulting, intimidating, humiliating, malicious, degrading or offensive. It includes, but is not limited to, sexual harassment.

17.4 The League shall make available to any Member, the Harassment Policy and Procedures when requested. The League shall post its Harassment Policy on its web site.

Article 18: APPEALS

18.1 Any registrant, or registered organization directly affected by a decision of the League may appeal such decision. The denial, or termination of membership, in the League may be appealed by a non-member.

18.2 A decision of the League may be appealed to the Elgin Middlesex District Soccer Association. The appeal shall be conducted in accordance with the EMSA's published rules.

18.3 An individual cannot appeal a decision made by the Board regarding the appointment, non-appointment, re-appointment or revocation of an appointment of an individual to a position within the League's operations, except where the selection, appointment and revocation process outlined in the League's Rules and Regulations has been violated.

18.4 The League shall post information concerning Rights of Appeal on its web site.

Article 19: DISSOLUTION

19. In the event of dissolution of the League, and after payment of all debts and liabilities, its remaining property shall be distributed or disposed of by the Board, following consultation with the membership; to one or more not-for-profit soccer related organization(s), which is (are) registered with Ontario Soccer.

Article 20: DEFINITIONS/TERMINOLOGY

20. Terminology used in these By Laws shall have the same meaning as used by Ontario Soccer in its letters patent, By-Laws and published rules.

(Updated February 2018)