SQUAMISH UNITED FOOTBALL CLUB
(Squamish Youth Soccer Association)

BYLAWS

PART 1 - INTERPRETATION

1.1 Definitions

In these Bylaws, unless the context otherwise requires:

a) "BCSA" means the British Columbia Soccer Association.

b) "Directors" means the Board of Directors of the Society.

c) "Family Member" means a legal guardian or a person related by blood, marriage, or common-law relationship.

d) "Registered Address" means the address of a member as recorded in the Register of Members.

e) "Society Act" means the applicable legislation governing societies in British Columbia and any amendments thereto.

f) "Society" means the Squamish Youth Soccer Association.

g) "Application" means the annual registration form submitted on behalf of a youth player.

1.2 Statutory References

Definitions contained in the Society Act apply to these Bylaws unless otherwise provided.

1.3 Rules of Interpretation

Words importing the singular include the plural and vice versa. Words importing one

gender include all genders, and references to persons include corporations where applicable.

PART 2 - MEMBERSHIP

2.1 Membership Eligibility

Membership in the Society consists of:

a) Current volunteer coaches;

b) Referees;

c) Team managers; and

d) Up to two (2) designated family members of each player currently registered with the Society.

All members must be admitted in accordance with these Bylaws and must not have ceased to be members.

2.2 Membership in Good Standing

To remain in good standing, a member must:

a) Submit an annual application for membership in a form approved by the Directors;

b) Have that application accepted by the Directors; and

c) Meet all financial obligations owed to the Society.

2.3 Rights of Members

Each member is entitled to:

a) Receive, upon request and without charge, a copy of the Constitution and Bylaws of the Society;

b) Participate in meetings and activities of the Society as permitted by these Bylaws; and

c) Vote where otherwise qualified under these Bylaws.

2.4 Member Responsibilities

Every member must:

a) Uphold the Constitution of the Society;

b) Comply with these Bylaws; and

c) Support the purposes and objectives of the Society.

2.5 Registration Fees

Player registration fees shall be established annually by the Directors.

2.6 Cessation of Membership

A person ceases to be a member by:

a) Delivering a written resignation to the Secretary;

b) Death or dissolution, where applicable;

c) Expulsion in accordance with these Bylaws; or

d) Remaining not in good standing for six (6) consecutive months.

2.7 Expulsion of Members

A member may be expelled by Special Resolution passed at a General Meeting.

Notice of the proposed Special Resolution shall include the reasons for the proposed expulsion.

Before a vote on expulsion:

a) The member must be given an opportunity to be heard; and

b) Applicable BCSA disciplinary procedures must be followed.

Where an expulsion is approved, the Directors shall report the decision to the BCSA within five (5) working days.

2.8 Financial Standing

A member is not in good standing if:

a) The member owes money to the Society; or

b) A family member has failed to pay required player registration fees.

The member remains not in good standing until all outstanding obligations have been satisfied.

PART 3 - MEETINGS OF MEMBERS

3.1 General Meetings

General Meetings shall be held at such times and places as determined by the Directors in accordance with applicable legislation.

3.2 Annual General Meeting

The first Annual General Meeting shall be held within fifteen (15) months of incorporation.

An Annual General Meeting shall thereafter be held:

a) At least once in every calendar year; and

b) Not more than fifteen (15) months after the previous Annual General Meeting.

3.3 Extraordinary General Meetings

Every General Meeting other than an Annual General Meeting shall be deemed an Extraordinary General Meeting.

The Directors may convene an Extraordinary General Meeting at any time.

Upon receipt of a written request signed by three (3) or more members, the Directors shall convene a General Meeting within thirty (30) days.

3.4 Notice of Meetings

Notice of a General Meeting shall include:

a) The date;

b) The time;

c) The location; and

d) The general nature of any special business.

The accidental omission of notice or failure of a member to receive notice shall not invalidate proceedings.

PART 4 - PROCEEDINGS AT GENERAL MEETINGS

4.1 Ordinary Business

Ordinary business at an Annual General Meeting includes:

a) Adoption of rules of order;

b) Presentation of financial statements;

c) Reports of Directors;

d) Auditor's report, where applicable;

e) Election of Directors and Officers;

f) Appointment of an auditor, where required; and

g) Other business properly brought before the meeting.

4.2 Special Business

All other business shall be considered Special Business.

4.3 Quorum

A quorum shall consist of:

a) A majority of Directors; and

b) Fifty percent (50%) of members, plus five (5) additional members.

4.4 Failure to Achieve Quorum

If quorum is not present within thirty (30) minutes:

a) Meetings requisitioned by members shall be terminated; and

b) Other meetings shall stand adjourned to the same day and time in the following week.

4.5 Chair of Meetings

The President shall chair General Meetings.

In the President's absence:

a) The Vice-President shall chair; or

b) Another Director designated by those present.

4.6 Adjournment

Meetings may be adjourned from time to time.

Only unfinished business from the original meeting may be considered at the adjourned

meeting.

4.7 Voting

A member who is:

a) Nineteen (19) years of age or older;

b) In good standing; and

c) Present at the meeting;

is entitled to one vote.

Voting by proxy shall not be permitted.

4.8 Resolutions

A motion need not be seconded.

In the event of a tie vote, the motion shall be defeated.

4.9 Rules of Order

Meetings shall be governed by Robert's Rules of Order unless otherwise determined by the Society.

PART 5 - DIRECTORS AND OFFICERS

5.1 Authority of Directors

The Directors shall manage the affairs of the Society and may exercise all powers of the Society that are not required by law or these Bylaws to be exercised by the membership.

The exercise of these powers shall be subject to:

a) Applicable legislation;

b) These Bylaws; and

c) Rules adopted by the membership that are not inconsistent with these Bylaws.

No rule adopted by the membership shall invalidate a decision of the Directors that was validly made prior to the adoption of such rule.

5.2 Composition of the Board

The Board of Directors shall consist of:

a) President;

b) Vice-President;

c) Secretary;

d) Treasurer; and

e) Such additional Directors as may be determined by the membership.

5.3 Number of Directors

The Society shall have not fewer than five (5) Directors.

The membership may increase the number of Directors by Ordinary Resolution at a General Meeting.

5.4 Terms of Office

Directors shall serve for a term of two (2) years.

Directors shall retire from office at the conclusion of the Annual General Meeting at which their successors are elected.

5.5 Elections

Separate elections shall be conducted for each office.

Elections may be conducted:

a) By acclamation; or

b) By vote.

A secret ballot shall be conducted where requested by at least three (3) members present at the meeting.

Where no successor is elected, the incumbent Director shall remain in office until a successor is elected.

5.6 Vacancies

The Directors may appoint a member to fill a vacancy occurring on the Board.

A Director appointed to fill a vacancy shall hold office until the next Annual General Meeting and shall be eligible for election.

5.7 Removal of Directors

The members may remove a Director prior to the expiration of the Director's term by Special Resolution.

Members may elect a replacement Director to serve the remainder of the term.

5.8 Remuneration

Directors shall not receive remuneration for acting as Directors.

Directors may be reimbursed for reasonable and necessary expenses incurred while conducting Society business.

PART 6 - DIRECTORS' PROCEEDINGS AND BOARD MEETINGS

6.1 Board Meetings

The Directors may meet at such times and places as they determine appropriate.

Board meetings shall be held not less than once every three (3) months.

6.2 Quorum

The Directors may establish quorum requirements by resolution.

Where no such resolution exists, quorum shall consist of a majority of Directors then holding office.

6.3 Chair

The President shall preside at all meetings of the Directors.

In the President's absence:

a) The Vice-President shall preside; or

b) The Directors present shall elect one of their number to act as Chair.

6.4 Calling Meetings

Any Director may call a meeting of the Directors.

The Secretary shall convene a meeting upon the request of a Director.

6.5 Member Attendance

Members may attend meetings of the Directors.

Members may participate in discussion but shall not vote.

6.6 Committees

The Directors may create committees and delegate authority as they consider appropriate.

Committees shall:

a) Follow any terms of reference established by the Directors;

b) Report their activities to the Directors; and

c) Operate in a manner consistent with these Bylaws.

Each committee shall elect its own Chair.

6.7 Notice

Notice of meetings is not required for newly elected or appointed Directors attending their first Board meeting, provided quorum is present.

A Director may waive notice of any meeting in writing, including by electronic means.

6.8 Voting

All questions before the Directors shall be decided by majority vote.

The Chair shall vote only in the case of a tie.

A motion need not be seconded.

6.9 Written Resolutions

A resolution signed or approved electronically by all Directors shall have the same force and effect as a resolution properly adopted at a Board meeting.

PART 7 - DUTIES OF OFFICERS

7.1 President

The President shall:

a) Preside at meetings of the Society and the Directors;

b) Act as chief executive officer of the Society; and

c) Supervise the activities of the officers and Directors.

7.2 Vice-President

The Vice-President shall perform the duties of the President during the President's absence or inability to act.

7.3 Secretary

The Secretary shall:

a) Conduct the correspondence of the Society;

b) Issue notices of meetings;

c) Record and maintain minutes;

d) Maintain the records and documents of the Society;

e) Have custody of the Society seal, if any; and

f) Maintain an accurate Register of Members.

7.4 Registrar

The Registrar shall:

a) Ensure annual registration of players with the appropriate soccer associations;

b) Maintain registration records and databases;

c) Process registrations and issue receipts;

d) Receive and distribute Society mail; and

e) Support Division Coordinators and the Executive as required.

7.5 Treasurer

The Treasurer shall:

a) Maintain all financial records of the Society;

b) Prepare and present financial reports as required;

c) Ensure compliance with applicable financial reporting requirements; and

d) Arrange for an external financial review or audit at least once every three (3) years.

7.6 Secretary-Treasurer

The offices of Secretary and Treasurer may be combined and held by one individual.

Where one individual holds both offices, the Society shall maintain a minimum of five (5) Directors.

7.7 Alternate Secretary

In the absence of the Secretary at a meeting, the Directors shall appoint a person to act as Secretary for that meeting.

PART 8 - PAID POSITIONS

8.1 Authority to Establish Paid Positions

The Directors may hire employees or independent contractors as necessary to carry out the operations and objectives of the Society.

8.2 Membership Input

The proposed establishment of any paid position shall be reported to a General Meeting to provide members an opportunity for input.

8.3 Employment and Contract Terms

Paid positions shall:

a) Be awarded on a contract basis;

b) Be publicly advertised for not less than two (2) weeks; and

c) Comply with all applicable employment legislation.

8.4 Position Postings

Position postings shall specify:

a) Duties and responsibilities;

b) Criminal Record Check requirements;

c) Required Risk Management documentation;

d) Commencement and completion dates;

e) Compensation; and

f) Reporting relationships.

PART 9 - BORROWING

9.1 Authority to Borrow

The Directors may borrow money and secure repayment for the purposes of carrying out the objectives of the Society.

9.2 Issuance of Debentures

No debenture shall be issued without approval by Special Resolution.

9.3 Security and Financing

The Directors may provide security for borrowed funds in such manner as they deem appropriate.

9.4 Restrictions on Borrowing

The membership may impose restrictions on borrowing by Special Resolution.

Any such restriction shall expire at the next Annual General Meeting unless renewed.

PART 10 - AUDITOR

10.1 Application

This Part applies only where an auditor is required by law or appointed by the Society.

10.2 Appointment of First Auditor

The first auditor shall be appointed by the Directors.

The Directors may fill any vacancy occurring in the office of auditor.

10.3 Annual Appointment

The Society shall appoint an auditor at each Annual General Meeting.

The auditor shall hold office until the next Annual General Meeting.

10.4 Removal of Auditor

An auditor may be removed by Ordinary Resolution.

10.5 Notice of Appointment or Removal

The auditor shall be notified promptly in writing of appointment or removal.

10.6 Auditor Eligibility

A Director or employee of the Society shall not act as auditor.

10.7 Attendance at Meetings

The auditor may attend any General Meeting of the Society.

PART 11 - NOTICES TO MEMBERS

11.1 Public Notice

Notices required under these Bylaws shall be publicly posted for not less than two (2)

weeks.

Notice may be provided through:

a) The Society website;

b) Newspapers;

c) Email;

d) Social media platforms maintained by the Society; or

e) Other communication methods approved by the Directors.

11.2 Notice of General Meetings

Notice of a General Meeting shall include:

a) Date;

b) Time;

c) Location; and

d) Any special business to be conducted.

Notice shall be provided at least two (2) weeks prior to the meeting.

11.3 Notice to Auditor

Where an auditor has been appointed, notice of General Meetings shall also be provided to the auditor.

11.4 Method of Delivery

Notice shall be deemed properly given when delivered through any method authorized by these Bylaws.

PART 12 - BYLAWS AND AMENDMENTS

12.1 Access to Governing Documents

Each member is entitled, upon request and without charge, to receive a copy of the Constitution and Bylaws of the Society.

12.2 Authority to Amend

The Constitution and Bylaws may only be altered, amended, repealed, or added to by Special Resolution.

12.3 Approval of Amendments

Amendments may be approved at an Annual General Meeting or Special General Meeting by the required majority of voting members present.

12.4 Submission of Proposed Amendments

Proposed amendments shall:

a) Be submitted in writing to the Secretary;

b) Be received at least sixty (60) days before the meeting at which they are to be considered; and

c) Clearly identify the proposed amendment.

12.5 Notice of Proposed Amendments

Notice of proposed amendments shall be provided to members at least thirty (30) days before the meeting at which the amendments will be considered.

The notice shall include the complete text of the proposed amendments.

12.6 Effective Date

Unless otherwise specified in the approving resolution, amendments shall take effect

immediately upon approval by the membership.

CERTIFICATION

Certified as a true copy of the Bylaws of the Squamish United Football Club (Squamish Youth Soccer Association).

Approved by Special Resolution on: _____

President: _____

Secretary: _____

Date: _____