

# KDMSC Constitution (as Amended 2023)

---

## Article 1 **Name**

- 1.1 The name of the organization shall be the Kincardine District Minor Soccer Club, hereinafter referred to as KDMSC, which shall be affiliated with The Ontario Soccer Association.

## Article 2 **Objectives**

- 2.1 To foster and improve soccer in Kincardine and District
- 2.2 To develop healthy attitudes towards both competition and co-operation.
- 2.3 To promote leadership, sportsmanship, enjoyment and good conduct and the interests of the members of KDMSC.

## Article 3 **Organization**

- 3.1 Members as hereinafter set out shall compose the Organization and it shall be managed by an Executive Council as stated in the By-Laws/Policies.

## Article 4 **Membership**

- 4.1 Membership in KDMSC shall be open to all parents/guardians of children registered, provided they are in good standing.
- 4.2 Non-parent coaches/administrators and referees shall be members.
- 4.3 Members in good standing, meet the following criteria
  - 4.3.1 Fees are paid
  - 4.3.2 Agree to abide by and comply with the Constitution, By-Laws/policies and playing rules of KDMSC.

## Article 5 **Meetings**

- 5.1 Special General Meeting
  - 5.1.1 A Special General Meeting may be called by the Executive Council by its own motion.
  - 5.1.2 A Special General Meeting shall be called within thirty (30) days following the receipt of a written request signed by members representing not less than one third (1/3) of the Members as defined in Article 5 - Membership.
  - 5.1.3 Notice of the Special General Meeting will appear in local media.

5.1.4 Only the business for which the Special General Meeting has been called will be dealt with, except with the unanimous consent of the Members present.

## 5.2 Annual General Meeting

5.2.1 All interested persons are eligible to attend the General Meeting of the KDMSC.

5.2.2 The Annual General Meeting (A.G.M.) will be held in October each year.

5.2.3 Notice for the Annual General Meeting will appear in the local media.

5.2.4 Order of Business for Annual General Meeting will at least include:

- Roll Call and confirmation of Quorum
- Minutes of previous Annual General Meeting
- Presidents' Address
- Secretary's Report
- Treasurer's Report
- Committee Reports
- Unfinished business, Correspondence, and Constitutional Amendments
- Election of Executive Council
- Adjournment

5.2.5 Meetings shall be conducted in accordance with Robert's Rule of Order insofar as they apply.

## 5.3 Meetings

5.3.1 Meetings shall be conducted in accordance with Robert's Rules of Order insofar as they apply.

5.3.2 Board Meetings - Meetings of the Board will be closed to Members and the public except by invitation of the Board. At an Executive Meeting, only the Executive can vote. Executive Meetings will be held monthly or as the discretion of the Executive.

5.3.3 In Camera Meetings - The Board may, by Ordinary Resolution, consider business in-camera if the business deals with:

- Discipline of any Director or Member
- Expulsion or suspension of any person from any office of KDMSC, or of any organization from membership in KDMSC
- Recruitment and employment of personnel
- Acquisition of property or other contractual agreements; or

- Preparation or planning for the presentation of a competitive bid, quote, or similar activity.

5.3.4 Meetings by Telecommunications - A meeting of the Board may be held by telephone conference call or by means of other telecommunications technology. Directors who participate in a meeting by telecommunication technology are considered to have attended the meeting.

## Article 6 **Voting**

6.1 The Executive has voting rights at the General Meetings and Special General Meetings.

6.2 Any one member in good standing will have only one vote.

6.3 A recorded vote will be taken.

## Article 7 **Quorum**

7.1 Quorum for Executive Meetings will consist of one half of the Executive plus one.

7.2 Quorum for Special General Meetings will consist of one third (1/3) of Membership. Quorum for Annual General Meeting will consist of one half of the executive plus one, and one member in good standing.

7.3 A quorum is the number needed to transact business. The presiding officer at a meeting should not take the chair until a quorum is present unless there is no hope of a quorum attending. Then no business can be transacted except to adjourn. If no one objects, debate may continue, but the only vote take is the one for adjournment.

## Article 8 **Constitutional/By-Law Adjustments**

8.1 Any Constitutional Amendment at an Annual General Meeting must:

- be presented in written form to the Secretary two weeks prior to the Annual General Meeting with a supporting rationale for the change being suggested.
- be ratified by a simple majority of those attending the Annual General meeting. Notice of the Annual General Meeting will appear in the media.

8.2 Any Constitutional Amendment at a Special General Meeting must:

- be presented in written form to the Secretary at the time the Special General Meeting is requested (refer to Article 6.1)

- be ratified by a simple majority of those attending the Special General Meeting. Notice of the Special General Meeting will appear in the media.

8.3 The Executive may amend By-Laws/policies throughout the year. Changes passed by simple majority.

## Article 9 **The Executive**

9.1 The Executive of the KDMSC should consist of the following members (one person may hold more than one Executive position):

- President
- Vice President
- Secretary
- Treasurer
- Registrar
- Directors shall be appointed to support the following functions where required:
  - Equipment
  - Referee Coordinator
  - Public Relations
  - Coach Coordinator
  - Field Maintenance
  - Out of Town
  - House League
  - Head Referee
  - Sponsorship
  - Tournaments
  - Media
  - Indoor

9.2 Executive positions will be held on 2 year terms, with alternating election dates, to ensure continuity on the knowledge base of issues and initiatives created by the executive as follows:

- President: Even years
- Vice President: Odd years
- Secretary: Odd years
- Treasurer: Even years
- Registrar: Odd years

- 9.3 No remuneration - All Directors, Officers and members of Committees will serve their term of office without remuneration (unless approved by at a meeting of the Members) except for reimbursement of expenses as approved by the Board. This section does not preclude a Director or member of a Committee from providing goods or services to KDMSC under contract or for purchase. Any Director or member of a Committee will disclose the conflict/potential conflict in accordance with these by-laws/policies.
- 9.4 Conflict of Interest - A Director, Officer or member of a Committee who has an interest, or who may be perceived as having an interest, in a proposed contract or transaction with KDMSC will disclose fully and promptly the nature and extent of such interest to the Board or Committee, as the case maybe, will refrain from voting or speaking in debate on such a contract or transaction, will refrain from influencing the decision on such contract or transaction, and will otherwise comply with the requirements of the Act regarding conflict of interest. All Directors and committee members must comply with the [OSA's Conflict of Interest Policy](#).

## Article 10 **Duties of the Officers**

10.1 The President shall (If the President is unable to attend a meeting, the Vice President or the Secretary or Treasurer shall preside):

- Call and preside at all meetings.
- Countersign cheques.
- Act as spokesperson for the Club.
- Have the authority to inquire into any matter pertaining to the affairs of the Club and ask any representative to attend a meeting.
- Be an ex-officio member of any committee authorized by the Club.
- Delegate tasks.
- Provide an Agenda for all Executive meetings.
- Submit any budget proposals to the Treasurer by December 1st.

10.2 The Vice President shall:

- Carry out the duties of the President in his/her absence.
- Perform other duties delegated by the President.
- Be the liaison with the Convenors and the Executive.
- Establish a liaison with the organizers in other towns playing House League.
- Submit budget proposals to the Treasurer by December 1st.

### 10.3 The Secretary shall:

- Record the minutes of all meetings and forward a copy to the Executive no more than 10 days after the meeting.
- Received and file all correspondence.
- Keep records for annual trophies and their return.
- Circulate information deemed necessary to the Executive no later than 10 days before a Special General Meeting and the Annual General Meeting.

### 10.4 The Treasurer shall:

- Collect and receipt all monies due and maintain proper accounts and records.
- Submit all accounts payable to the Executive for approval.
- Sign, issue and record all cheques: cheques to be co-signed by the President or Treasurer and/or one other Executive member - to be chosen at the start of the year.
- Present a financial report at each Executive and General Meeting.
- Prepare a draft budget for the January meeting from Executive member input.

### 10.5 The Registrar shall:

- Organize registration dates and inform the Recreation Department and media.
- Organize help for Registration.
- Receive and fill all player registrations.
- Ensure the Secretary receives a complete list of all registered players.
- Deliver the appropriate player registrations to the convenor involved as soon as possible after registration is closed.
- Complete Youth Recreational Team registration forms (obtained from EMSA).
- Complete Play-Out Right forms (obtained from EMSA).
- Ensure Out of Town teams get carded.
- Submit budget proposals to the Treasurer by December 1st.

### 10.6 The Equipment Director shall:

- Provide the Treasurer with a needs to estimate for the upcoming season.
- With Executive approval, order the necessary equipment and uniforms for the season.
- Ensure that equipment is stored properly.

- Sign out equipment to the coaches and receive all equipment back from coaches at the end of the season.
- At the end of the season take a complete and itemized inventory of all equipment and uniforms.
- Submit budget proposals to the Treasurer by December 1st.

10.7 The Referee Coordinator shall:

- Schedule referees for all games as required.
- Schedule linesmen for games as per league requirement.
- Dispense payments monthly to all referees and linesmen, and keep records thereof.
- Submit financial statement of wages to the board at year end.
- Submit budget proposals to the Treasurer by December 1st.
- Assist the Head Referee as required.

10.8 Public Relations Director shall:

- Promote Minor Soccer and advise media etc. of upcoming events, news items.
- Liaise with the media to promote sponsors e.g. weekly scoreboard.
- Monitor media to ensure write ups are maintained to the proper standard and include sponsors.
- Chair any publicity related function.
- Be a liaison between the Town, the Recreation Department and the Executive.
- Submit proposals to the Treasurer by December 1st.

10.9 The Coach Coordinator shall:

- Recruit and register coaches and assistant coaches for each team.
- Arrange for training of coaches.
- Obtain police check of all coaches and assistant coaches.
- Provide coaching material/books etc.
- Assist with balancing teams to coaches
- Submit budget proposals to the Treasurer by December 1st.

10.10 The Field Maintenance Director shall:

- Make sure all lines are drawn in time for games.
- Check on conditions of fields.
- Maintain good nets.
- Maintain lining machine and keep sufficient paint on hand.
- Liaise with town parks supervisor as required.
- Submit budget proposals to the Treasurer by December 1st.

10.11 The Out of Town Director shall:

- Attend all league meetings for Out-of-Town leagues.
- Assist Registrar to make sure all players are registered/carded and teams have playing-out rights.
- Liaison between League, Coaches and Executive.
- Assist in balancing teams.
- Compile a list of people responsible for each team in their division and give a copy to the Secretary.
- Submit budget proposals to the Treasurer by December 1st.

10.12 The House League Director shall:

- Appoint sub-convenors for each division as necessary.
- Provide schedules for the Division House League.
- Assist in balancing teams.
- Monitor leagues through the season.
- Liaison between coaches and the executive.
- Assist with the set-up for festival.
- Compile a list of people responsible for each team in their division and give a copy to the Secretary .
- Submit budget proposals to the Treasurer by December 1st.

10.13 The Head Referee shall:

- Arrange recruitment and training of referees to required standard.
- Coach, mentor and provide feedback to referees.
- Assist the Referee Co-ordinator as required.

10.14 Sponsorship Director

- Recruit and liaise with sponsors for the sponsorship of:
  - teams
  - tournaments
  - other activities or projects as decided by the executive
- Develop and monitor a sponsor program.

10.15 The Tournament Director shall:

- Issue invitations to out of town teams.
- Set up playing format for each tournament.
- Arrange with Referee-in-Chief for referees and linesmen.
- Arrange for food/drinks sale and workers.



10.16 The Media Director shall:

- Arrange for photographer, date, locations and distribution.

10.17 The Indoor Director shall:

- Arrange indoor gym times and segregate participants into appropriate age groups.
- Organize volunteers/coaches to carry on the appropriate sessions.
- Ensure all indoor equipment is available at the beginning of the indoor season.

## Article 11 **Emergency Measures Addendums**

11.1 In the event of a situation arising that prevents the soccer season from proceeding as scheduled, including but not limited to a health pandemic and/or situations of societal unrest, the executive would then be authorized to make decisions not covered by existing bylaws by implementing the following steps.

- Declaring the implementation of the Emergency Measures Addendum (referred to from here out as the EMA) at the first monthly meeting deemed appropriate, with the declaration carrying the majority support of a quorum of the current voting members of the executive. If an in person meeting is not practical for the EMA to be voted upon, a virtual or email meeting would suffice.
- Ensuring proper minutes of said meeting are taken to reflect the declaration has been enacted, voted on, and passed.
- Each decision made under the EMA will be documented in the meeting minutes, and are voted on and supported by the majority of voting members present under a quorum. Again, the meeting may take place in person or virtually (Zoom, email, or similar) as is deemed appropriate by the executive . Included in the documentation will be a brief outline supporting why the decision is being made outside the scope of the bylaws and why the action being undertaken is in the best interests of the club.
- If a situation arises under the EMA that requires action being taken by the executive board that contravenes guidelines already in place in the constitution and bylaws, ie--full refunds to participants instead of guidelines set out in bylaws to participants, then again, that decision

must be documented and supported, and again carried by a majority of the voting members present under a quorum.

- The EMA shall remain in effect until the mitigating factor which triggered its implementation has been resolved, or the EMA can also be lifted by a majority of voting members present under a quorum.