

## **CONSTITUTION AND BY-LAWS**

### **Article 1 - Name**

- Section 1. The name of this corporation shall be the KINGSTON UNITED SOCCER CLUB, hereinafter called the Association.

### **Article II - HEAD OFFICE**

- Section 1. The Head Office of the Association shall be in the City of Kingston, in the County of Frontenac, in the Province of Ontario, Canada.

### **Article III - OBJECTS**

- Section 1. The Association is an independent non-profit organization.  
The principal objects of the Association are as follows.
- a) To foster, develop and promote the game of soccer in the city of Kingston.
  - b) To develop and encourage high soccer standards in recreational and competitive play.
  - c) To promote, organize and control team competition at all age levels in both recreational and competitive levels.
  - d) To assist in the development of sportsmanship, good fellowship, and community spirit through involvement in the game of soccer.
  - e) To sponsor and promote such athletic, social and other special activities as may contribute to the finances of the Association.
  - f) To manage and to control the property, both real and personal, of the Association.
  - g) To promote the transition of youth players into adult soccer leagues including divisions up to U21.

### **Article IV - AFFILIATION**

- Section 1. The Association may maintain any affiliation with other organizations if the Board of Directors deems that an affiliation will promote the objects of the Association.

- Section 1. The Association shall be composed of Members as hereinafter set out, and it shall be managed by a Board of Directors constituted as stated in these By-Laws.

## **Article VI - MEMBERSHIP**

- Section 1. The Association shall be composed of the following category of Members:
- a) Active Membership, which shall consist of the Association's Board of Director, its volunteers (team coaches, team assistant coaches, team managers, divisional conveners, and committee members) as determined by the Board of Directors and parents/guardians of registered players.
- Section 2. No person shall be entitled to vote at any meeting who is not a member of the Association at the time notice is given calling such a meeting.

## **Article VII - FISCAL YEAR**

- Section 1. The fiscal year of the Association shall begin on October 1st and terminate on September 30th in each year.

## **Article VIII - MEMBERSHIP YEAR**

- Section 1. The Membership year of the Association shall begin on the day of the Annual General Meeting of a year and conclude on the day of the Annual General Meeting of the following year.

## **Article IX - ANNUAL GENERAL MEETING**

- Section 1. The Annual General Meeting of the Association shall be held during the period from August 15 to October 31 of each year except in cases of extreme emergency when the Board of Directors may change the date of the meeting.
- Section 2. Active Members shall receive fourteen (14) days notice by way of the local print media of the time and location of the Annual General Meeting.
- Section 3. Order of Business at Annual General Meetings:
- i) Roll Call
  - ii) Period of Remembrance
  - iii) Tributes and Introduction of Guests
  - iv) Minutes of the previous Annual General Meeting
  - v) President's Address
  - vi) Officer's Reports
  - vii) Reports from Hired Personnel
  - viii) Auditor's Report
  - ix) Other Reports
  - x) Unfinished Business

- xi) Amendments to the Constitution
- xii) Election of Officers and Directors
- xiii) Any Other Business
- xiv) Adjournment

Section 4. The Chair may, at his/her discretion, introduce any special business for discussion after the approval of the minutes.

#### **Article X - SPECIAL GENERAL MEETINGS**

Section 1. A Special General Meeting may be called by the Board of Directors.

Section 2. A Special General Meeting shall be held twenty-one (21) days following the receipt of a written request signed by not less than fifteen (15) Active Members.

Section 3. Notice of the date, time and place of any Special General Meeting will be placed in the local newspaper along with the location of material. Business to be dealt with at the meeting shall be available to all Members no less than seven (7) days prior to that meeting.

Section 4. Only the business for which a Special General Meeting has been called shall be dealt with, except with the unanimous consent of those present.

Section 5. All costs involved in holding the meeting shall be paid by the Member(s) calling for the meeting. These costs shall include room rental, plus costs for documents and meeting notices (postage, long distance telephone calls, and media advertising).

#### **Article XI - RULES OF ORDER**

Section 1. All meetings of the Association shall be conducted in accordance with Robert's Rules of Order insofar as they may apply.

#### **Article XII - PRESIDING OFFICER**

Section 1. The President shall preside at all General Meetings of the Association and, in his/her absence, the Vice-President shall take the chair. The absence of both of those Officers shall require the selection, by the Executive Committee, of a pro term Presiding Officer.

#### **Article XIII - QUORUM**

Section 1. At all General Meetings, fifteen (15) Active Members shall form a quorum.

#### **Article XIV - VOTING**

- Section 1. Those who shall be qualified to vote and to take part at General Meetings of the Association shall be the Active Members of the Association as specified in Article VI, Section 1, a.
- Section 2. At all meetings of the Association, voting shall be by a show of hands unless a poll is requested. Decisions shall be reached by a simple majority unless otherwise required by the By-Laws of the Association.
- Section 3. Each Active Member shall be entitled to one vote at any General Meeting.

#### **Article XV - BOARD OF DIRECTORS**

- Section 1. The business of the Association shall be conducted by a Board of Directors, consisting of seventeen (17) Directors, including a President, First Vice-President, Second Vice President, Vice-President Discipline, Secretary, and Treasurer.
- Section 2. Executive Officers: The Executive Officers of the Association shall consist of the President, First Vice-President, Second Vice-President, Vice President Discipline, Secretary, and Treasurer.
- Section 3. The Immediate Past-President shall be an ex-officio non-voting member of the Board of Directors.

#### **Article XVI - TENURE AND ELECTION**

- Section 1. The election of the Executive Officers and Directors shall be by secret ballot at the Annual General Meeting of the Association.
- Section 2. All Executive Officers and members of the Board of Directors shall be elected for a one year term at the Annual General Meeting.
- Section 3. Eligibility for the position of President requires serving at least a one year term on the Board of Directors.

#### **Article XVII - EXECUTIVE COMMITTEE**

- Section 1. The Executive Officers of the Association shall constitute the Executive Committee.
- Section 2. During the intervals between meetings of the Board of Directors, the Executive Committee shall possess, and

may exercise, all the powers of the Board of Directors in the management and direction of the affairs of the Association.

**Article XVIII - MEETINGS OF THE BOARD OF DIRECTORS**

- Section 1. The Board of Directors shall meet not less than six (6) times a year.
- Section 2. A majority of members of the Board of Directors shall form a quorum at all meetings.
- Section 3. No Director shall participate in discussions concerning appeals involving a team in which he/she is involved.

**Article XIX - MEETINGS OF THE EXECUTIVE COMMITTEE**

- Section 1. Meetings of the Executive Committee shall be held at the call of the President.
- Section 2. A majority of the members of the Executive Committee present shall form a quorum.

**Article XX - MEMBERS OF THE BOARD OF DIRECTORS**

- Section 1. President

The President shall:

- a) Preside at all meetings of the Association.
- b) Exercise a general supervision over the affairs of the association.
- c) Represent the Association and act as spokesperson for the Association at all times unless he/she otherwise delegates such responsibility.
- d) Co-ordinate the activities of all the members of the Board of Directors.
- e) Generally perform all matters and acts as are customarily performed by Presidents.
- f) Sit on all Association committees as an ex-officio member.

- Section 2. Vice-President

The First Vice-President shall:

- a) Exercise a general supervision and co-ordinate the activities of the Association's recreation soccer program.
- b) Undertake those duties assigned by the President or the Board of Directors.
- c) Generally perform all acts which further aid and promote the interests of the Association.

- d) Assume the duties of the President under the instructions of the President.
- e) Assume the duties of the President when the office of the President is vacated for any reason.

Section 3. Second Vice President

The Second Vice President shall:

- a) Undertake those duties assigned by the President or the Board of Directors.
- b) Generally perform all acts which further aid and promote the interests of the Association.
- c) Assume the duties of the President under the instructions of the President if the First Vice President is unable to do so.
- d) Assume the duties of the President when the office of the President is vacated for any reason if the First Vice President is unable to do so.

Section 4. Vice-President Discipline

The Vice-President Discipline shall:

- a) Supervise the Association's discipline process.
- b) Undertake those duties assigned by the President or the Board of Directors.
- c) Generally perform all acts which further aid and promote the interests of the Association.

Section 5. Secretary

The Secretary shall:

- a) Keep the minutes of all meetings of the Association and of the Board of Directors in proper books.
- b) Give and send all notices required by law and by these by-laws.
- c) Be the custodian of the Association's records.
- d) Lay before the Directors all communications in regard to the Association.
- e) Attend to all correspondence and perform all duties incident to the office of the Secretary.

Section 6. Treasurer

The Treasurer shall:

- a) Have the care and custody of, and be responsible for, all funds and securities in the name of the Association, in the bank or banks as the Board of Directors may designate.
- b) Present a statement of financial condition of the Association at each regular meeting of the Board of Directors and at other meetings as shall be required of

the Treasurer. The Treasurer shall forward a full financial report to the Board of Directors at least two (2) weeks prior to the Annual General Meeting.

Section 7. Immediate Past-President

The Immediate Past-President shall:

- a) Refer to the individual who served as the Association's President immediately prior to the current President.
- b) Undertake those duties assigned by the President or the Board of Directors.
- c) Be an ex-officio non-voting member of the Board of Directors.

Section 8. Directors

A member of the Board of Directors shall:

- a) Have duties as prescribed.
- b) Be an official representative of the Association and shall conduct himself/herself in a manner befitting that responsibility at all relevant soccer functions.

Section 9. Registrar

The Registrar shall:

- a) Be responsible for all aspects of team and player registrations.
- b) Be selected by the Board of Directors from among their members.

**Article XXI - VACANCIES**

Section 1. If a vacancy occurs for any reason on the Association's Executive Committee, the Board of Directors shall appoint a person to fill the vacancy until the next Annual General Meeting.

Section 2. If a vacancy occurs for any reason on the Association's Board of Directors, the Board of Directors may appoint a person to hold office until the next Annual General Meeting.

**Article XXII - FINANCIAL REVIEW**

Section 1. The accounts of the Association shall be reviewed annually, and the correctness of the Financial Statement ascertained by two individuals appointed by, but not members of, the Board of Directors.

Section 2. The accounts shall be reviewed within two months of the end of the fiscal year.

**Article XXIII - HIRED PERSONNEL**

Section 1. The Board of Directors may hire individuals to attend to the Association's administrative affairs and appropriate maintenance of the Association's equipment and designated playing fields.

Section 2. The Association's Hired Personnel shall be paid such remuneration as determined by the Board of Directors and shall have such duties as prescribed by the Board of Directors.

**Article XXIV - COMMITTEES**

Section 1. The Board of Directors may constitute Standing or other Committees as it deems necessary for the administration of its affairs.

Section 2. The President shall be an ex-officio member of all Association committees except any nominating committee.

**Article XXV - OTHER REGULATIONS**

Section 1. The Association may make such miscellaneous rules and regulations as may be deemed necessary to promote and develop the game of soccer within its jurisdiction.

**Article XXVI - AMENDMENTS TO THE CONSTITUTION**

Section 1. All proposed amendments to the Constitution shall be made at an Annual General Meeting of the Association.

Section 2. All proposed amendments to the Constitution shall be forwarded in writing by Active Members no later than thirty (30) days prior to the Annual General Meeting.

Section 3. Copies of the proposed amendments to the Constitution shall be made available to Active Members not less than fourteen (14) days prior to the Annual General Meeting.

Section 4. Proposed amendments to the Constitution shall require a two-thirds (2/3) majority vote of Active Members present and voting at the Annual General Meeting.

Section 5. Amendments to the Constitution shall become effective immediately upon approval at the Annual General Meeting.

**Article XXVII - DISSOLUTION OF THE ASSOCIATION**

Section 1. Upon the dissolution of the Association and after the payment (or making provisions for the payment) of all

debts and liabilities, the Board of Directors shall dispose of the remaining assets and property of the Association to an organization (or organizations) which is dedicated to the promotion and enjoyment of soccer among youth in Kingston and surrounding area.

**Article XXVIII - MATTERS NOT INCLUDED**

Section 1. All matters not included in the By-Laws and the Association's Rules and Regulations shall be judged in accordance with the Constitution of the Kingston and District Soccer Association.

Revised Constitution  
October 30, 2002  
Kingston, Ontario

**Amendments September, 2001 Page 2 of 9**  
**Article VII - Fiscal Year, Section 1.**  
**Article IX - Annual General Meeting, Section 1.**

**Amendments October, 2002 Page 1 of 9**  
**Article III - Objects, g) added.**

**Amendments October, 2004 for the following:**  
**Amend Section 1, Article 1: the name to be changed to Kingston United Soccer Club.**

**Amend Section 1, Article III, sub-para a)**

**From:** "To foster, develop and promote the game of soccer among the youth of Kingston."  
**To:** "To foster, develop and promote the game of soccer in the city of Kingston."

**Amendments October, 2005 for the following:**  
**Article XV - BOARD OF DIRECTORS**  
**Section 1. The business of the Association shall be conducted by a Board of Directors, consisting of seventeen (17) Directors, including a President, First Vice-President, Second Vice-President, Vice-President Discipline, Secretary, and Treasurer.**  
**Section 2. Executive Officers: The Executive Officers of the Association shall consist of the President, First Vice-President, Second Vice-President, Vice-President Discipline, Secretary, and Treasurer.**  
**Section 3. The Immediate Past-President shall be an ex-officio nonvoting member of the Board of Directors.**  
**Article XX - MEMBERS OF THE BOARD OF DIRECTORS**  
**Section 1. President**  
**The President shall:**  
**a) Preside at all meetings of the Association.**  
**b) Exercise a general supervision over the affairs of the association.**  
**c) Represent the Association and act as spokesperson for the**

Association at all times unless he/she otherwise delegates such responsibility.

d) Co-ordinate the activities of all the members of the Board of Directors.

e) Generally perform all matters and acts as are customarily performed by Presidents.

f) Sit on all Association committees as an ex-officio member.

#### Section 2. First Vice-President

The First Vice-President shall:

a) Exercise a general supervision and co-ordinate the activities of the Association's recreation soccer program.

b) Undertake those duties assigned by the President or the Board of Directors.

c) Generally perform all acts which further aid and promote the interests of the Association.

d) Assume the duties of the President under the instructions of the President.

e) Assume the duties of the President when the office of the President is vacated for any reason.

#### Section 3. Second Vice-President

The Second Vice-President shall:

a) Undertake those duties assigned by the President or the Board of Directors.

b) Generally perform all acts which further aid and promote the interests of the Association.

c) Assume the duties of the President under the instructions of the President if the First Vice President is unable to do so.

e) Assume the duties of the President when the office of the President is vacated for any reason if the First Vice President is unable to do so.

#### Section 4. Vice-President Discipline

The Vice-President Discipline shall:

a) Supervise the Association's discipline process.

b) Undertake those duties assigned by the President or the Board of Directors.

c) Generally perform all acts which further aid and promote the interests of the Association.

#### Section 5. Secretary

The Secretary shall:

a) Keep the minutes of all meetings of the Association and of the Board of Directors in proper books.

b) Give and send all notices required by law and by these bylaws.

c) Be the custodian of the Association's records.

d) Lay before the Directors all communications in regard to the Association.

e) Attend to all correspondence and perform all duties incident to the office of the Secretary.

#### Section 6. Treasurer

The Treasurer shall:

a) Have the care and custody of, and be responsible for, all funds and securities in the name of the Association, in the bank or banks as the Board of Directors may designate.

b) Present a statement of financial condition of the Association at each regular meeting of the Board of Directors and at other meetings as shall be required of the Treasurer. The Treasurer shall forward a full financial report to the Board of Directors at least two (2) weeks prior to the Annual General Meeting.

Section 7. Immediate Past-President

The Immediate Past-President shall:

- a) Refer to the individual who served as Association's President immediately prior to the current President.
- b) Undertake those duties assigned by the President or the Board of Directors.
- c) Be an ex-officio non-voting member of the Board of Directors.

Revised Constitution October 29, 2009

**Amendment October 29, 2009**

**Amend Section 1, Article XV - BOARD OF DIRECTORS**

Section 1. The business of the Association shall be conducted by a Board of Directors, consisting of seventeen (17) Directors, including a President, First Vice-President, Second Vice President, Vice-President Discipline, Secretary, and Treasurer.

And replace it with the following Section:

Article XV - BOARD OF DIRECTORS

Section 1. The business of the Association shall be conducted by a Board of Directors, consisting of twelve (12) Directors, including a President, First Vice-President, Second Vice President, Vice-President Discipline, Secretary, and Treasurer with the other 6 Directors taking on specific roles as designated by the Executive Committee.