



# Section 3.0 ORGANIZATIONS

## APPENDIX A: District Model Constitution

October 2018

# APPENDIX A: MODEL CONSTITUTION (DISTRICT ASSOCIATIONS)

1.1 A District Association shall have a Constitution or By-Law which includes, but is not limited to, the following:

- a) The name of the District Association and a statement that: "hereinafter referred to as the District Association"
- b) the location of the District Association's headquarters
- c) the objects or objectives of the District Association
- d) a statement which encompasses the following:

The District Association shall be a Member of Ontario Soccer and shall follow the published rules of the provincial governing body. The District Association is subject to the published operational procedures in declining order of authority of the following bodies:

- i. Canadian Soccer
- ii. Ontario Soccer
- iii. The District Association

1.2 A statement which encompasses the following:

**a) MEMBERSHIP**

There are four (4) classes of Membership:

**1. Active Membership**

Active Membership shall be open to clubs that meet the following criteria:

- I. are properly constituted soccer clubs
- II. have their headquarters in the District
- III. operate within defined boundaries as set out in the Rules and Regulations
- IV. any other membership criteria approved by the membership of the District Association

As a condition of Active Membership in the District Association, each Club shall agree to the following requirements of membership:

- a) Have a Constitution which meets the minimum requirements for a Club Constitution in accordance with Ontario Soccer's published operational procedures.
- b) Follow the published rules of the District Association and Ontario Soccer. The Club is subject to the published operational procedures in declining order of authority of the following governing organizations to which it is affiliated:
  - I. Ontario Soccer
  - II. The District Association
  - III. The Club

c) Agree to abide by the following Ontario Soccer discipline procedures:

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



Player, team and team official discipline for game infractions is governed in accordance with the operational procedures published by Ontario Soccer.

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 Board of Directors of the Club at which hearing the Member is entitled to attend.

- d) Agree to abide by the Ontario Soccer's Conflict of Interest Policy;
- e) The financial statements of the Club shall be:
  - i. Audited, as defined by CPA Canada, by a public accountant if the Club's annual gross revenue is greater than or equal to \$100,000 or the Club has greater than or equal to 1000 registered players; or
  - ii. A Club can exempt itself from the requirement for an audit if the Club's annual gross revenue is greater than or equal to \$100,000 IF at a scheduled meeting of the members an Extraordinary Resolution is presented and 80% vote in favour of doing so. If the members vote in favour of the Extraordinary Resolution, then the annual financial reporting requirements are as follows; Reviewed by a Public Accountant, through a Financial Review Engagement, as defined by CPA Canada, if the Club's annual gross revenue is less than \$100,000 but greater than or equal to \$75,000, or the club has less than 1000 but greater than or equal to 500 registered players; or Signed with a Notice to Reader prepared by a Public Accountant, if the Club's annual gross revenue is less than \$75,000 but greater than or equal to \$10,000
  - iii. Completed by the Treasurer or designate, if the Club's annual gross revenue is less than \$10,000.

**NOTE: Clubs are still required to follow applicable legislation related to filing income tax returns. Incorporated Clubs are always required to follow guidelines in accordance with current legislation.**

If an auditor is required:

- i) At each Annual General Meeting, the Members will appoint an auditor to audit the books, accounts and records of the Club who will report to the Members at the next Annual General Meeting. The Auditor will hold office until the next Annual Meeting. If an auditor is not appointed, the auditor in office will continue in office until a successor is appointed;
  - ii) The members may, by special resolution passed by at least two-thirds of the votes cast at a general meeting of which proper notice has been provided, remove any auditor before the expiration of the auditor's term of office;
  - iii) The auditor will not be a director, officer or employee of the club or any affiliated club or who is a partner, employer or employee of any such director, officer or employee;
  - iv) The auditor will report to the members at the annual general meeting the auditor's financial statement which presents fairly the financial position of the Club and the results of its operations for the period under review in accordance with generally accepted account principles; and
  - v) The auditor's report will be open for inspection by any member of the Club.
- f) The Club shall adhere to the Dispute Resolution process as published and approved by Ontario Soccer from time to time.

The Club shall make available to any Member, Ontario Soccer's Dispute Resolution process when requested.



- g) The Club shall adhere to the Harassment policies and procedures as published and approved by Ontario Soccer from time to time.

The Club shall make available to any Member, Ontario Soccer's Harassment Policies and Procedures when requested.

- h) The Club shall adhere to the Appeal process as published and approved by Ontario Soccer from time to time.

The Club shall make available to any Member, Ontario Soccer's Appeal process when requested.

A Club which meets Ontario Soccer's definition of:

- I. Club which operates professional and/or semi-professional team(s) only
- II. Club which operates both amateur teams and professional and/or semi-professional team(s)
- III. Social Club
- IV. Service Club
- V. Club operated by a municipality
- VI. Club operated by a facility
- VII. Club running a senior recreational league

May apply in writing for an exemption from any minimum requirement for a Club Constitution, subject to the approval of the Board of Directors of both the District Association and Ontario Soccer.

## 2. Associate Membership

Associate Membership shall be open to:

- I. Leagues governed by the District Association including:
- II. District Recreational Leagues and District Competitive Leagues (both Senior and Youth)
- III. Leagues mandated by Ontario Soccer published operational procedures including:
  - a. Regional 4 Leagues (both Senior and Youth)
- IV. Other organizations which operate soccer programmes including, but not limited to:
  - a. Soccer camps, schools or academies
  - b. School boards
  - c. Colleges
  - d. Universities
  - e. Referee Associations
  - f. Coach Associations

Which support the objectives of, and operate within, the boundaries of the District Association.

In order to be eligible for Associate Membership in a District Association, a League must have a By-law or Constitution which is in full compliance with the minimum requirements for a League By-Law as defined in League Procedure 5.3.



### 3. Honourary Membership

The Board of Directors may confer an Honourary Membership upon an organization or a person for a period of time.

Honourary Members are afforded all rights of Membership and shall have a voice but no vote at a general meeting of the District Association.

### 4. Life Membership

The Board of Directors may confer a Life Membership upon a person.

Life Members are afforded all rights of Membership and shall have a voice but no vote at a general meetin of the District Association.

#### b) MEMBERSHIP FEES

Except where mandated by Ontario Soccer published operational procedures, the annual Membership fees shall be set by the Board of Directors and ratified by the Membership at a general meeting of the District Association.

#### c) PLAYER REGISTRATION FEES

Members shall be required to pay player registration fees which shall be set by the Board of Directors and ratified by the Membership at a general meeting of the District Association.

#### d) APPROVAL OF NEW MEMBERS

A Club shall be accepted into Active Membership upon:

- I. Submitting an application form along with the other required documents and Membership fees
- II. Obtaining the approval of the District Association Board of Directors

An organization shall be accepted into Associate Membership upon:

- I. Submitting an application form along with the other required documents and Membership fees
- II. Obtaining the approval of the District Association Board of Directors, where applicable

#### e) MEMBERSHIP RENEWAL

Active Members shall annually apply for renewal of their Membership by:

- I. Submitting an application form together with a copy of the applicant's current constitution, a list of current Officers, and an audited Financial Statement along with the Membership fees to the District Association prior to the Annual General Meeting and as set out in the Rules & Regulations.
- II. Payment of an amount equal to fifty percent (50%) of the Membership fee for the year ending at the Annual General Meeting,
- III. Payment of the balance of the Membership fee after the Annual General Meeting when invoiced by the District Association, and
- IV. Signing an annual agreement that the Active Member agrees to:



- a. have a Constitution which meets the minimum requirements for a Club Constitution in accordance with Ontario Soccer's published operational procedures;
- b. follow the published rules of the District Association and Ontario Soccer. The Club is subject to the published operational procedures in declining order of authority of the following governing organizations to which it is affiliated:
  - I. Ontario Soccer
  - II. The District Association
  - III. The Club
- c. to abide by Ontario Soccer's discipline policies and procedures;
- d. to abide by Ontario Soccer's Conflict of Interest Policy;
- e. have the financial statements of the Club audited as per Ontario Soccer's Club Policy and Procedures;
- f. to abide by Ontario Soccer's Dispute Resolution process;
- g. to abide by Ontario Soccer's Harassment Policies and Procedures; and
- h. to abide by Ontario Soccer's Appeal process,
- i. complying with any restrictions on its scope of soccer operations which had been previously approved by the Board of Directors. Any expansion or a change in a renewing member's scope of operations will require the approval of the Board of Directors.

Associate Members shall annually apply for renewal of their Membership prior to the Annual General Meeting and pay the entire Membership fee required for the year ending at the Annual General Meeting.

Subject to the above conditions, renewal of Active and/or Associate Membership shall be automatic and does not require the approval of the Board of Directors.

#### f) RIGHTS OF ACTIVE AND ASSOCIATE MEMBERS

Active Members shall be accorded the following rights:

- I. To be governed in accordance with Ontario Soccer and the District Association's published operational procedures,
- II. To register players, administrators, team officials and match officials with Ontario Soccer and the District Association,
- III. To be a Member of, and register their teams with, Ontario Soccer sanctioned Leagues,
- IV. To enter teams in Ontario Soccer sanctioned competitions,
- V. To participate in Ontario Soccer sanctioned programs such as player, coach and match official development,
- VI. To participate in District Association sanctioned programs,
- VII. To attend and vote at all general meetings called by the District Association,
- VIII. To operate Club Leagues in accordance with Ontario Soccer published rules and operational procedures
- IX. To operate Player, Coach and Match Official Development Programs, and
- X. To participate in Ontario Soccer's Insurance Plan

Associate Members shall be accorded the following rights:



Play. Inspire. Unite.



- I. To be governed, where applicable, in accordance with Ontario Soccer and the District Association's published operational procedures,
- II. To register, where applicable, administrators and teams with Ontario Soccer and the District Association,
- III. To enter teams, where applicable, in Ontario Soccer sanctioned competitions,
- IV. To participate in Ontario Soccer and District Association sanctioned programs, and
- V. To attend and vote at all general meetings called by the District Association

#### **g) DISCIPLINE OF A MEMBER**

A Member may be fined, censured, suspended or expelled from Membership for cause and only after charges have been laid in accordance with the District Association's published rules and a hearing held in accordance with the District Association's and Ontario Soccer's published rules and operational procedures. A Member whose Membership has been suspended loses all rights of Membership until the suspension has been completed.

#### **h) TERMINATION OF MEMBERSHIP**

Membership in the District Association shall be deemed to have been terminated:

- I. If the Member submits a signed letter of withdrawal to the District Association
- II. If the Member is expelled by the District Association
- III. If the Member fails to renew Membership in accordance with the By-Law.

1.3 A statement that the District Association shall be governed by a Board of Directors:

- i. which shall consist of at least three individuals;
- ii. specify the Position Titles of the Directors;
- iii. the length of term for each position must be defined;
- iv. a definition of when each position is elected;
- v. define how to fill a vacancy on Board of Directors;
- vi. the grounds and the procedure for the removal of a Directors must be specified;
- vii. statements about the general responsibilities of the Board and the specific duties of each position
- viii. procedures for nominations and elections must be clearly specified; and
- ix. a statement which encompasses the following:

The Directors shall be subject to the Conflict of Interest Policy and Procedures in The Ontario Soccer's Governing Documents.

1.4 a statement that there shall be General Meetings of the District Association based on the following inclusions in the By-Law or Constitution:

- i) procedure for official notice including the minimum time required for, and the method of, notification of meeting;
- ii) definition of quorum;
- iii) statement that there must be an Annual General Meeting held in a specified month with a specified agenda including the presentation of a financial statement;
- iv) procedure for a Special General Meeting including the process for requesting the meeting and calling the meeting; and
- v) define the voting rights for each member.

1.5 a statement that there shall be Board meetings which shall include:



- i) the number of meetings per annum;
  - ii) notice procedure including the minimum time required and the method of notification;
  - iii) specification of quorum; and
  - iv) clearly defined voting rights.
- 1.6 a statement regarding how committees are formed (i.e., by the Membership and/or by the Board of Directors)
- 1.7 identify the Parliamentary Procedure for conducting meetings
- 1.8 a statement that defines the process for amending the By-Law or Constitution including:
  - i) who can propose amendments;
  - ii) timelines for proposing amendments;
  - iii) notification of proposed amendments to members including timelines and method; and
  - iv) approval process.
- 1.9 statements covering the process for creating, approving, amending and publishing the rules and regulations
- 1.10 a statement which encompasses the following:

#### **INDEMNITY**

Members of the Board of Directors or other servants to the District Association, their heirs, executors, administrators and estate and effects respectively shall be indemnified and saved harmless at all times by the District Association 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.

- 1.11 a statement that the financial accounts of the District Association shall be:
  - i) audited annually;
  - ii) based on a defined fiscal year end;
  - iii) presented to the Annual General Meeting; and
  - iv) audited by an auditor appointed by the Members at the previous Annual General Meeting.
- 1.12 a statement which encompasses the following:

#### **DISPUTE RESOLUTION**

The District Association shall adhere to the Dispute Resolution process as published and approved by Ontario Soccer from time to time.

Any Member of the District Association may initiate the Dispute Resolution process by communicating in writing to Ontario Soccer, with a copy to the District Association, 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.

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

The District Association shall make available to any Member the Dispute Resolution process when requested.





- 1.13 a statement which encompasses the following:

#### **HARASSMENT**

The District Association shall adhere to the Harassment Policy and Procedures as published and approved by Ontario Soccer from time to time.

The Harassment Policy and Procedures shall apply to all employees, directors, officers, volunteers, coaches, game officials, administrators, players, Members and registrants of the District Association.

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.

The District Association shall make available to any Member the Harassment Policy and Procedures when requested.

- 1.14 a statement which encompasses the following:

#### **APPEALS**

- a) Any Member or registrant of the District Association directly affected by a decision of the District Association may appeal such decision. The denial or termination of Membership in the District Association may be appealed by a non-Member.
- b) A decision of the District Association may be appealed to Ontario Soccer. The appeal shall be conducted in accordance with Ontario Soccer's Governing Documents.
- c) An individual shall not appeal a decision made by the Board of Directors regarding the appointment, non-appointment, re- appointment or revocation of an appointment of an individual to any coach or administrator position within the District Association's operations, except where the selection, appointment revocation process outlined in the District Association's published rules has not been followed.

- 1.15 a provision for the:


- i) payment of all debts and liabilities; and
- ii) the distribution or disposal of the District Association's property in the event that the District Association is dissolved.

- 1.16 A District Association shall annually submit its District Association By-Law or District Association Constitution to Ontario Soccer which shall be responsible for ensuring compliance with District Association Procedure 1.2 by each District Association.

- 1.17 A District Association shall be required to submit any amendments to its District Association Constitution or District Association By-Law to Ontario Soccer within 60 days after the District Association's General Meeting at which the amendments were approved.



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