



NIAGARA FALLS SOCCER CLUB INC.

By-Law or Club Constitution

10/18/2023



Niagara Falls Soccer Club Inc.

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Niagara Falls Soccer Club Inc.

By-Law or Club Constitution

Article 1: NAME

The name of this Club shall be the **Niagara Falls Soccer Club Inc.**, hereinafter referred to as **the Club**. The headquarters of the Club shall be located within the District Boundaries of the **Niagara Soccer Association**, hereinafter referred to as the **District Association**.

Article 2: OBJECTS/MISSION

The Club shall have the following objects:

1. To foster, encourage, promote, and perpetuate soccer within its boundaries.
2. Strive to provide opportunities for all participants to play in a welcoming environment where the calibre of play is equal to their ability or interest, providing a wholesome, safe environment, and experience for personal growth.

Article 3: AFFILIATIONS/GOVERNANCE

The Club shall be a member of the **Niagara Soccer Association (NSA)** and shall follow the published rules of the **District Association, Ontario Soccer**, hereinafter referred to as **OS** and Canada Soccer, hereinafter referred to as **CS**. **The Club** is subject to the published rules in declining order of authority of the following governing organizations to which it is affiliated: **1) CS**

2) **OS 3) The District Association**

4) **The Club**

Article 4: MEMBERSHIP

There are three classes of membership, Namely, **Regular Member**, **Honorary Member**, and **Life Member**.

Article 4.1: Regular Member

A **Regular Member** is either:

- A registered Player/Parent or Guardian
- A registered Club Coach/Assistant Coach/Manager
- A registered Club Game Official
- A registered Club Administrator or Staff

An individual may qualify for, and be registered under, more than one of the above categories, each individual holds one Membership in **the Club** per position, and is entitled to one vote per membership at Annual General meetings.

A player/parent/guardian shall become a regular Member when approved by the Club's Registrar/District/**OS**.

At anytime a player may be suspended indefinitely from soccer as per **CS/OS/District/Club** policy.

Upon registration, a Coach/Assistant Coach/Manager shall become a Regular Member upon acceptance by the Board of Directors of **the Club**. A Coach/Assistant Coach/Manager is an individual who is registered with the **OS** to teach, instruct, train and guide players to play the game of soccer.

A Game Official shall become a Regular Member upon acceptance by the Director of the Club. A Game Official is an individual who is registered with the **OS** to officiate soccer games.

An Administrator/Staff shall become a Regular Member upon appointment of the President of the Club. An Administrator is an individual who is registered with the **OS** to be responsible for one or more of the functions required to operate the Club.

All members are welcome and will be treated fairly and with respect and that the Niagara Falls Soccer Club is equally accessible to all.

Members will not be confronted with discrimination whether by reason of gender, sexual orientation, marital status, race, nationality, ethnic origin, colour, religion or belief, financial status, ability or disability and will be offered equal opportunities.

Article 4.2: Honorary Member

The Board of Directors may designate an individual as an Honorary Member for a specific period of time.

An Honorary Member is afforded all rights of Membership, including the right to attend and speak at Members' meetings, but is not entitled to vote.

Article 4.3: Life Member

The Board of Directors may designate an individual as a Life Member.

A Life Member is afforded all rights to the Membership, including the right to attend and speak at Members' meetings, but is not entitled to vote.

A Life Member however is entitled to vote at an Annual General Meeting.

Article 4.4: Fees

Membership fees for Regular Members shall be set annually by the President and/or Vice President after consultation with the Administrative Lead to set yearly budgets.

Article 4.5: 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 Club's** published rules and a hearing held in accordance with the **District Association** and **OS's** published rules. An individual whose Membership has been suspended loses all rights of Membership until the Suspension has been terminated.

Player, team, and team officials' discipline for game infractions is governed in accordance with the procedures published by the **CS, OS, District Association, Club** and affiliated leagues.

Any Member, who infringes the articles rules of the Club or brings the Club into disrepute, may be reprimanded, suspended or expelled from the Club after a hearing by the Discipline Committee at which hearing the Member is entitled to attend. The person or persons shall be deemed Member/Members in Bad Standing.

Article 4.6: Termination of Membership

Membership in **the Club** shall be deemed to have been terminated:

- 1) If the Member submits a signed letter, text, or email of resignation to **the Club**;
- 2) If the Member is expelled by the Discipline Committee (Bad Standing)
- 3) If the Member is no longer registered with **the Club**

Article 5: Board of Directors

The Club shall be governed by a Board of Directors and may be amended from time to time in accordance with the Club's By-Laws. (Please see **APPENDIX A**) These Volunteer positions shall consist of:

PRESIDENT

(5 year term)

NOTE: Position will expire in 2023

DIRECTORS

(2 year term)

NOTE: Positions will expire in 2023

- 1) Secretary/Treasurer
- 2) PSL/Varsity 3) Canteen
- 4) Fields

VICE PRESIDENT

(5 year term)

NOTE: Position will expire in 2024

DIRECTORS

(2 year term)

NOTE: Positions will expire in 2022

- 1) PVSL/045 REC
- 2) U11/12 Program Director
- 3) Fundraising/Sponsorship
- 4) Statistician/U13 and Up HL

Office Administrator

Christina Stranges (Lead)
Joshua Lemire
Emily Fernando

Technical Staff

Technical Lead & Director of High Performance

Paul O'Rourke

Legal Council

Rocco Vacca

Grassroots Technical Director

Vince Stranges

Honorary Members

Michael Daniele
Lorenzo Leone

Soccer Operations and OPDL Wellness Officer

TBD

Keeper Development

Vince Lepiane

Last Amended: October 18, 2023

- A Director shall be a regular member of the Club and a member in good standing. (see Article 4 in the NFSC Constitution and By-Laws)
- A Director may hold more than one position and is entitled to one vote per position.
- A Director shall be 18 years of age or older
- A Director shall not be confronted with discrimination whether by reason of gender, sexual orientation, marital status, race, nationality, ethnic origin, colour, religion or belief, financial status, ability or disability and will be offered equal opportunities.
- A Director shall not be undischarged bankrupt and shall be a Regular Member of the Club.
- A Director shall serve for a term of two years or until his or her successor is elected or appointed.
- A Director shall not be a Board Member of, or a coaching staff of, or an employee of another Soccer Club/Organization, Soccer Academy or program.

A MEMBER MUST SERVE A MINIMUM OF TWO YEARS AS A DIRECTOR BEFORE HE/SHE/THEY IS ELIGIBLE TO RUN FOR THE POSITIONS OF PRESIDENT OR VICE-PRESIDENT (5 YEAR TERMS). Provided that this mandatory requirement shall be waived in the event that no Member meeting this requirement runs for the positions of President or Vice-President”;

After an initial Board of Directors has been elected for the positions of **President, Secretary/Treasurer, PSL/Varsity, Canteen, Fields**, shall be elected for the term in odd numbered years while the positions of **Vice President, PVSL/O45 Rec, U11/12 Program Director, Funding/Sponsorship, Statistician/U13 and Up**, shall be elected for the term in even numbered years.

Article 5.1: Director Vacancy

A Director has the right to resign her/his/their position by submitting a signed letter, email or text, of resignation to **the Club**.

A vacancy on the Board of Directors and their respective position(s) held, caused by death, or resignation which has been accepted by the President, shall be filled by the President and accepted by the Board of Directors. The successor Director(s) shall hold his/her/their incumbent's position(s) for the remainder of the term being filled.

In the event that the position of President becomes vacant then the Vice-President shall be elevated to the position of President for the remainder of the President's term and shall fill the position of Vice-President as accepted by the Board of Directors for the remainder of the Vice-President's term."

Article 5.2: Removal of Director

No Member of the Board of Directors shall be removed for arbitrary reasons but may be removed if:

- 1) The Director is unable to perform the duties expected of the position due to, but not limited to, any of the following reasons:
 - If she/he/they becomes incapable of performing the business of **the Club**
 - If she/he/they is absent from two or more meetings of the board without satisfactory reason.
 - If she/he/they no longer resides in reasonable proximity to **the Club**.
 - If she/he/they becomes, or is discovered to be, an undischarged bankrupt; or
- 2) The Director has compromised the integrity of **the Club** due to, but not limited to, any of the following reasons:
 - If she/he/they has been found guilty of an offence under the harassment policy of **OS**.
 - If she/he/they has been found guilty of an offence involving violence under the Discipline Policy of **OS**.
 - If she/he/they has been found guilty of a criminal offence regardless of whether or not the offence directly affected **the Club**.

A Member of the Board of Directors holding his/her/their respective position(s), as Director or other position(s) may be removed from office by the Board of Directors for good and sufficient cause by a majority vote of the Board of Directors present provided notice to remove the Director has been given to all Directors of the Club. If a Director is removed by the Board of Directors, the President may appoint a successor to the position(s) for the remainder of the term(s) being filled.

Article 5.3: Conflict of Interest and Standards of Conduct

Board of Directors, Committee members, and Staff members of Niagara Falls Soccer Club are bound to act honestly, in good faith, be inclusive and welcoming to all providing a safe environment, and, to work in the best interest of the Niagara Falls Soccer Club, its members, partners and supporters. Consistent with such standards of conduct, conflicts of interest and the appearance of conflicts of interest are to be avoided where possible and acted upon openly and appropriately when encountered.

This is to provide for the “unconditional loyalty” of Directors and Staff, which is to keep the Niagara Falls Soccer Club and its members best interests first in their decision-making. This includes any situation in which;

Directors, Committee members, or Staff who have a private or personal interest sufficient to appear to influence the objective exercise of his/her/their official duties.

Decision-Making Process when Conflict of Interest is present when a potential conflict of interest is relevant to a decision being considered by the Directors and Staff, the following process shall occur:

1. The interested party shall call it to the attention or fully disclose (within 30 days) the nature and extent of such interest to the Board, Committee, or General Membership
2. Such person shall not be allowed to vote or speak in debate on such matter/contract/transaction
3. Refrain from influencing the decision on such matter/contract/transaction
4. In some cases, the Board can request and have a majority vote to determine if such person should leave the room and shall not participate in the final deliberation. However, prior to their exiting, questions may be asked of her/him.
5. A contract or transaction shall be considered binding if the interest is disclosed and the Board approves, authorizes or ratifies the action in good faith by a majority of directors (not counting the interested board member) at a meeting where a quorum is present.

After this action, the official Minutes shall reflect that these requirements have been met.

The Directors shall be subject to the ***Conflict of Interest Policy 12.0*** in OS’s published rules

Article 5.4: Duties of Board of Directors

The Board of Directors shall conduct the business of **the Club** during the periods between general meetings of **the Club** and in accordance with the authority granted to it in the published By-Laws of **the Club**.

The Board of Directors shall be responsible for the appointment and renewal of appointments of all positions within the club except for those positions elected by the Membership of the Club at the Annual General Meeting. This shall include the appointment of volunteer and paid

positions for Coaches/Technical and Administrator/Staff positions within the Club's operations. The selection process and the appointments shall be based on an application process.

The Board of Directors may also revoke, for cause any appointment providing that it has followed the procedures for revoking an appointment as outlined in the rules of **the Club**.

- I. the Director is found by a competent jurisdiction to be a mentally incompetent person or becomes of unsound mind.
- II. the Director becomes bankrupt or suspends payment of his/her/their debts generally, or compounds with his/her/their creditors, or makes an authorized assignment to his/her/their creditors, or is declared insolvent; or III. the Director dies

Duties of Directors

President

1. Chair all Executive Committee meetings of the club.
2. Act as spokesman for the club unless he/she delegates the responsibility.
3. Not have voting powers at Executive meetings, except in case of a tie vote.
4. The President shall preside at all General Meetings of the Club and of the Board of Directors. The President shall be ex officio member of all committees, and shall appoint all chairs of standing and special committees.

The President shall coordinate all duties of the Board, committees, and staff; and shall be the sole spokesperson for the Club. Co-sign with the secretary/treasurer all cheques. Unless a conflict of interest is made, or in the absence or incapability of the President, the Vice President shall sign in his/her place.

Vice President

1. Assume full powers of the President in his/her absence.
2. Undertake those duties as assigned by President.
3. Maintain and be responsible for all liaisons with the local media concerning publicity and advertising for the club, including the approval of all advertising bill, which are passed to the Treasurer for payment.
4. Be responsible for the distribution of information to the Executive and Club officials concerning publicity and insertions in the local press.
5. Chair the Discipline Committee and act as sole club arbiter concerning ineligibility of volunteer due to police check.

The Vice President shall act in the absence of the President and shall oversee all Representative Teams, preside at all Coach's meetings, have authorization to sign all Travel Permits, and assign duties to Boys and Girls Rep Directors and Technical positions. The Vice President also has authorization to co-sign all cheques regarding Club Business only in the event of the absence or incapability of the President or Secretary/Treasurer.

Secretary/Treasurer

1. Give notice of all meetings of this club to those involved by way of notice, said notice to be via message distributed in mail out of previous minutes of meeting.
2. Keep the President and Executive Committee informed as to the business at hand, and as to its disposition for action.
3. Submit all information required by the N.S.A within 14 days of holding the Annual General Meeting.
4. Be responsible for recording accurate minutes of all meetings of this club.
5. Write and co-sign all cheques and keep accurate records of all monies going out.

The Treasurer shall ensure that full and accurate records are kept of the accounts of the Club; shall report to the Board of Directors at least once per quarter; and shall submit an Annual Report to the Annual General Meeting. Co-sign all cheques with the President for all Club Business. Unless a conflict of interest is made, or in the absence or incapability of the Secretary/Treasurer, the Vice President shall sign in his/her place.

Field Coordinator

1. To be in constant contact with the Supervisors and Head of Parks and Recreation for Field openings/closings, maintenance, and daily operations for the fields
2. Ensure that Fields are prepared in the Spring time for opening (set up of goals and mesh, proper lining measurements) and the closing of fields at the end of the seasons.
3. Attend annual meetings for fields arranged for various City organization
4. Submit all permits for Club Insurance
5. Scheduling

Fundraising/Sponsorship

1. Coordinate ways to do Club fundraising
2. Solicit new sponsors annually
3. Ensure Sponsors receive annual Thank you and team photo.

Canteen

1. Ensure Canteen is stocked and operational on all NFSC events
2. Provide Healthy options

PVSL/PSL/O45 Director

1. Attend league AGM/Meetings
2. Responsible for recruitment of Coaches

3. Responsible for keeping PVSL/PSL coaches informed of any upcoming meetings
4. Responsible for the recruitment of players for O45 Men's Recreational league
5. Organization of schedules, rosters, and season.

House League Director

1. Responsible for the recruitment of Coaches/Volunteers.
2. Responsible for coaching development and support, including organization and promotion of clinics and schools for coaches.
3. Responsible for the distribution of information on coaching development and training to all coaches.
4. Liaison with the Office regarding Rosters/Coaches/Schedules/Photo Days and end of year events.

Article 5.5: Nominations and Elections

Nominations for positions on the Board of Directors may be made by any Member at the Annual General Meeting or at a Special General Meeting called for that purpose.

Nominations and elections for positions open shall be held in the order of the positions listed in the constitution.

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

A majority of the votes cast shall be required to elect Directors. In the event no candidate receives a majority, the candidate with the least votes shall be dropped from the ballot and another vote shall be held. (3 or more people nominated)

Article 6: MEETINGS

Article 6.1: Directors General Meetings

An official notice of each meeting shall be given to all Members at least 7 days before the meeting is to be held, at such place, and at such date as the President may determine. 25% of the Directors shall be in attendance to form a Quorum. Such notification shall be either by:

- Club website notice
- Posting at the Clubhouse
- Email

Note: Emergency meetings may be called at any time by the President. 25% of the Directors shall be in attendance to form a Quorum.

Article 6.2: Annual General Meeting:

The Club shall hold its Annual General Meeting not later than NOVEMBER 31st. The agenda of the Annual General meeting shall include:

- 1) Roll Call
- 2) Minutes of Previous Annual General Meeting
- 3) President's Address
- 4) Treasurer's Report
- 5) Auditor's Report
- 6) Director's Report
- 7) Appointment of Auditors
- 8) Other Reports
- 9) Unfinished Business
- 10) Amendments to the Constitution By-Laws
- 11) Roll Call
- 12) Election of Officers and Directors
- 13) Any Other Business
- 14) Announcements
- 15) Adjournment

Article 6.3: Special General Meeting

A Special General Meeting of **the Club**:

- a) May be called by the President, or
- b) Shall be called by the Board of Directors upon receipt of a written request submitted to the Club by registered mail, certified mail, trace mail, courier service, hand delivery, fax or e-mail, signed by not less than 25 Members or 25% of the voting Membership, whichever is less, 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.

Article 6.4: Voting at General Meeting

Every regular Member aged 16 and over shall have the right to attend, speak and cast one vote at Members' meeting of **the Club**.

Every regular Member under the age of 16 shall have the right to attend and speak at Members' meetings, but any vote must be cast by a parent or guardian who shall also have the right to attend and speak on behalf of that Member at Members' meetings.

Article 6.5: Board of Directors Meetings

The Board of Directors shall meet at least 4 times per year, upon 7 days notice given by the President or Vice President, at such place and time as they may determine.

A majority of the Members of the Board of Directors 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.

Article 7: Committees

The Niagara Falls Soccer Club (NFSC) Board may, from time to time, and for such periods of time as it sees fit, establish and empower committees of any type to help carry out its duties.

These Committees shall have no powers, authority or discretionary decision-making ability, other than that which shall have been specifically stated and delegated by the Board in its sole discretion. All committees are required to bring all finding, proposals and or recommendations to the BOD for approval. No committee can proceed on any findings or proposals/recommendation without BOD approval. All committees of the Board shall be responsible, directly or indirectly, to the Board and shall keep records of their proceedings at meetings or otherwise. Such records and any actions as they may take shall be reported regularly, or upon demand, in writing, to the Board. There shall be established the following Standing Committees, which shall be appointed by the Board to hold office during the pleasure of the Board and shall have such duties and responsibilities as the Board may determine.

Standing Committees may be composed of any persons who are members of NFSC and their respective Chairperson shall be ratified as such by the Board, and may be prescribed by the Board. The President shall be an ex-officio member of all Standing Committees. All Standing Committees may be chaired by a Board Member with the exception of the Discipline & Appeals Committee.

Standing Committees are;

1. Finance Committee 2. Governance Committee 3. OPDL & Regional Committee 4. Discipline Committee

1. Finance Committee

- a) It shall be the duty of this committee to oversee the fiscal involvements of the Club.
- b) This Committee shall be chaired by the Treasurer.

2. Governance Committee

- a) To assist the Board in developing, implementing and reviewing the By-laws and governance policies of **the Club**.
- b) Develops, reviews and updates the CSC Governance Policies for the approval of the Board, and other policies as assigned by the Board.
- c) Committee Chair must be a member of the Board.

3. OPDL & Regional Committee

- a) Take prime responsibility for all OPDL & Regional team/program matters within NFSC
- b) To conduct regular Coach meetings and provide the coaches with information they may require to be successful throughout the season.
- c) Provide progress reports for the BOD and the membership at large

4. Discipline Committee

- a) Take prime responsibility for overseeing all discipline and harassment related matters pertaining to any player, team, coach, parent or spectator within the NFSC programs or any player, team, Coach, parent or spectator representing NFSC in league play or tournament outside NFSC programs
- b) Be certified.
- c) The Board will appoint a Committee Chair who is not a Board member

(Please see **APPENDIX B**)

Article 8: Procedures Governing Meetings

All meetings of **the Club** shall be conducted in accordance with the most recently published Robert's Rules of Order Newly Revised except as may be otherwise stipulated in this By-Law or other Rules and Regulations of **the Club**.

Article 9: By-Laws and Amendments

Article 9.1: By-Law Amendments

By-Law amendments may be proposed by the Board of Directors, or submitted by a Member to **the Club** in writing at least 21 days prior to a (AGM) general meeting of **the Club**; and must be approved by a majority vote of the Board of Directors, and by a majority vote of the Membership voting in person at a meeting of the Club duly called for that purpose.

Article 9.2: Notification to Membership

All Members entitled to vote shall be notified by either via website, club posting or Email.

Article 10: Rules and Regulations

The Club shall have Rules and Regulations which shall include, but is not limited to the following:

- a) Discipline of a Member: summary of charges regarding misconduct
- b) Discipline of a Member: procedures for discipline hearing
- c) Duties of Board of Directors: authority granted to Board regarding the business being conducted
- d) Duties of Board of Directors: selection process and appointment process for the appointment and renewal of appointments to the League's paid and volunteer positions
- e) Duties of Board of Directors: process for revoking appointments

The Board of Directors may approve and publish Rules and Regulations which are not inconsistent with this By-Law and are not inconsistent with the Rules and Regulations of a higher-level governing organization.

Amendments to the Rules and Regulations may be made by a majority vote of the Board of Directors or the Members at a General Meeting.

Article 11: Indemnity

Members of the Board of Directors or other servants to **the Club**, their heirs, executors, administrators and estate and effects respectively shall be indemnified and saved harmless at all times by **the Club** 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 12: Finance

The financial statements of **the Club** shall be presented providing the Accounting Firm has completed in full detail;

- a) Presented annually subject to the minimum requirements as defined in d);
- b) Based on a defined fiscal year end as September 30th
- c) Presented to the members at the Annual General Meeting;
- d) (Select the applicable clause below based on the gross revenue of your Club)

\$150,000 or **the Club** has greater than or equal to 1000 registered players

- Reviewed by Public Accountant, Certified General Accountant or a Certified Management Accountant through a Financial Review Engagement, as defined by CICA, if **the Club's** annual gross revenue is less than \$150, 000 but greater than or equal to \$100,000, or **the Club** has less than 1000 but greater than or equal to 500 registered players.
- Signed with a notice to reader prepared by a Public Accountant, Certified General Accountant or a certified Management Accountant less than \$100,000 but greater than or equal to \$10,000.00
- Completed by the Treasurer or designate, if **the Club's** annual gross revenue is less than \$10,000

e) If an auditor is required:

- 1) At each Annual General Meeting, the President will appoint an auditor to audit the books, accounts and records of **the Club**. The Treasurer will report to the Members at the next Annual General Meeting.
- 2) 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;
- 3) The Treasurer 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
- 4) The auditor's report will be open for inspection by any member of **the Club**.
- 5) The fiscal year of **the Club** shall end on **SEPTEMBER 30th** of each year, unless otherwise ordered by advice of the Auditor.

Article 13: Dispute Resolution

Procedure 1.0 - General

As a member of Ontario Soccer, The Niagara Falls Soccer Club fully supports and hereby aligns NFSC's Dispute Resolution process to the one published and approved by the OS Policy 15.0 in respect to Dispute Resolution.

Dispute resolution is defined as "the process of resolving disputes between parties". Formal dispute resolution for matters of "a corporate nature" may be addressed through the Niagara Falls Soccer Club Dispute Resolution Policy.

As the purpose of this procedure is to promote alternatives to litigations, the Niagara Falls Soccer Club may refuse to hear a dispute, or discontinue hearing a dispute that has already commenced, if the party or parties engage in litigation, or send a lawyer's letter threatening litigation that is either directly or indirectly related to the matter in dispute.

Disputes may be brought to the attention of the Club first by way of informal discussions. Only if good faith informal discussions are not successful can a formal complaint be lodged with the Club. If that fails will further steps, such as investigation by club officials; follow-up discussions; provision of education/training be considered.

Procedure 2.0 - Matters Subject to Dispute Resolution

- a) The calling and holding of general meetings
- b) The presentation and approval of financial statements
- c) The nomination and election of Directors and Officers
- d) The removal of Directors and Officers
- e) The acceptance, rejection and removal of members
- f) The calling and holding of Board meetings
- g) Breaches of parliamentary procedure
- h) Other matters of a similar corporate or governance nature

Procedure 3.0 - The Dispute Resolution Process

- a) Communicate directly with the person or persons whose actions is the cause of the dispute. People should reasonably expect to know if their behaviour or their decision is a problem for another person or group.
- b) If the circumstances are such that the person with a dispute is unable or unwilling to communicate directly with the persons or persons whose actions are the cause of their complaint, either for fear of it going badly, or of reprisal, the dispute shall then be forwarded to the Discipline Committee to review.
- c) The Discipline Committee will work to resolve complaints and conflicts that cannot be resolved by those directly involved or their supervisor.
- d) In circumstances where it is the action of the President or Vice President is reason for the conflict, the formed Discipline Committee will address the complaint.
- e) Communication of the dispute shall first be made verbally to the respondent or supervisor (if applicable). If this does not lead to a resolution that is satisfactory to the complainant, the nature of the complaint should then be submitted in writing/ via email. If this fails to result in a resolution the written complaint should be sent to the NFSC office to be forwarded to the Discipline Committee within 30 days of the decision, action, breach or other event relating to the dispute/claim. Disputes which are not based on a specific decision, action, breach or other event can be submitted to the NFSC Office at any time.

Procedure 4.0 - Mediation/Hearings

- a) Third parties, acceptable to all those involved, may be of assistance in helping resolve the conflict in a (1) facilitation or mediation role where the goal is to help the parties

restore a positive working relationship in the future, or (2) a decision-making /arbitration role where they investigate what happened and make a determination of who is responsible for the situation and what the consequences for the parties should be. The choice of these two approaches should be offered to the parties. If a mediated approach fails to resolve the matter, an arbitrated approach can be undertaken.

- b) The parties will refrain from drawing others not directly involved into the process as a way of garnering support or gaining attention. Such actions include “copying” the written complaint by email to others.
- c) Complaints and conflicts shall be dealt with in a confidential manner. Meetings to resolve a complaint shall be open only to the parties and those attempting to resolve the complaint. The parties may have an advocate or supporter present. Meetings may be with the different parties individually, together or both. In the interest of openness, no minutes or written record of what is said in these meetings shall be recorded although, if the parties agree, the outcome of the meetings or a resulting agreement may be documented.
- d) The parties, and those helping to resolve the conflict, should avoid communicating the details of a complaint, making or responding to allegations or giving advice by e-mail. Face-to-face communication, as difficult as it is, should be relied upon. E-mail messages can be used for arranging meetings or communicating details of the resolution process.
- e) The Discipline Committee has an obligation to act immediately in addressing a complaint if the physical and mental health and safety of any of the parties is perceived to be at risk. In doing so one of the parties may be granted a temporary leave of absence with pay until the issue has been satisfactorily resolved or for up to two weeks, whichever is shorter.
- f) If threats to persons are made, or the Discipline Committee perceives a possible danger to a party or to other employees, including the possibility of one party being a danger to themselves, external professional assistance must be sought immediately
- g) Where the parties and or Panel/Discipline Committee are not in close proximity, the panel may choose to conduct the hearing by telephone conference call or via electronic communications.
- h) Panel/Discipline Committee may determine to decide the matter via documentary submissions alone.
- i) A designate may participate in the hearing and will assist the Panel in administrative capacity.
- j) Should any party choose not to participate in the hearing or meeting, the hearing will proceed nonetheless.

Procedure 5.0 - Decision

- a) The Panel/Discipline Committee may determine such remedy or remedies as it deems appropriate for the matter in dispute.
- b) The Panel/Discipline Committee's decision will be in writing, with reasons, and will be communicated to the parties within 14 days of the conclusion of the hearing. Where timelines are urgent, the Panel may issue a verbal decision or a summary written decision, provided a written decision with reasons is issued within 14 days.
- c) In cases where the parties are able to determine their own remedy or remedies, with the assistance of the Panel/Discipline Committee, such remedies may be reflected in a settlement order endorsed by the Panel/Discipline Committee and having the same binding effect as if it had been the Panel/Discipline Committee's decision.

Any appeals may be made to Niagara Soccer Association, in accordance with their policies or procedures for Dispute Resolution/Appeals.

Article 14: Harassment

The Club shall adhere to the Harassment Policy as published and approved by **OS** from time to time.

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

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

The Club shall make available to any Member the Harassment Policy when requested.

Article 15: Appeals

- a) Any Member or registrant of **the Club** directly affected by a decision of **the Club** may appeal such decision. The denial or termination of Membership in the Club may be appealed by a non-Member.
- b) A decision of **the Club** may be appealed to the **District Association** with which the club is affiliated. The appeal shall be conducted in accordance with **OS's** and **District Association's** published rules.
- 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 Club's** operations, except

where the selection, appointment and revocation process outlined in **the Club's** published rules has not been followed.

- d) An individual shall not appeal a decision made by **the Club** regarding a player's team assignment.

Article 16: Dissolution

In the event of dissolution of **the Club**, and after payment of all debts and liabilities, its remaining property shall be distributed or disposed of by the Board of Directors to one or more not-for-profit soccer related organizations, or any not-for-profit athletic community organizations, which operate solely in Ontario.

Article 17: Definitions/Terminology

Terminology used in this By-Law shall have the same meaning as used by **OS** in its letters patent, By-Laws and published rules.

The Club shall be governed by a Board of Directors and may be amended from time to time in accordance with the Club's By-Laws. These Volunteer positions shall consist of:

PRESIDENT

(5 year term)

NOTE: Position will expire in 2023

DIRECTORS

(2 year term)

NOTE: Positions will expire in 2023

- 1) Secretary/Treasurer
- 2) PSL/Varsity 3) Canteen
- 4) Fields

VICE PRESIDENT

(5 year term)

NOTE: Position will expire in 2024

DIRECTORS

(2 year term)

NOTE: Positions will expire in 2022

- 1) PVSL/O45 REC
- 2) U11/12 Program Director
- 3) Fundraising/Sponsorship
- 4) Statistician/U13 and Up HL

Technical Staff

Office Administrator

Christina Stranges (Lead)
Joshua Lemire
Emily Fernando

Technical Lead & Director of High Performance

Paul O'Rourke

Legal Council

Rocco Vacca

Grassroots Technical Director

Vince Stranges

Honorary Members

Michael Daniele

Lorenzo Leone

Soccer Operations and OPDL Wellness Officer

TBD

Keeper Development

Vince Lepiane

Last Amended: October 18, 2023

APPENDIX B

