

RICHMOND YOUTH SOCCER ASSOCIATION

CONSTITUTION

Article 1 (Name)

This Society shall be Richmond Youth Soccer Association, operating as Richmond Football Club (Richmond FC), hereinafter referred to as the Association.

Article 2 (Purposes)

The Purposes of the Association are:

- (a) To foster, develop and govern the game of soccer among those Players residing within the city of Richmond.
- (b) To develop a sportsmanlike attitude at all time.
- (c) To raise funds for the Association by donations or otherwise, and to invest any funds so raised.
- (d) To create a capital fund to accumulate funds to be invested in capital facilities such as fields, buildings, and permanent equipment for use in furthering the purposes of the Association.

Article 3 (Locality)

The operations of the Association are to be chiefly carried on within the City of Richmond in the Province of British Columbia. This clause is alterable.

Article 4 (Dissolution)

In the event of dissolution of the Association, the assets of the Association remaining after satisfaction of its liabilities and the proposed dissolution costs would become the property of the City of Richmond (Leisure Services Department) to be disbursed of as they see fit. This clause is alterable.

BYLAWS

PART 1 - INTERPRETATION

1. In these Bylaws, unless the context otherwise requires:

"Association" means Richmond Youth Soccer Association;

"Coach" means the individual appointed by, and registered with, the Association as the head coach of a team;

"Director" includes a trustee, officer, member of an executive committee and a person occupying any such position by whatever named called, when that person has been elected or appointed by the Board of Directors;

"Ordinary Resolution" means a resolution passed in general meeting by a majority of not less than seventy-five(75%) percent of the votes cast by those members of the Association present who, being entitled to do so, vote in person;

"Soccer Season" means the twelve consecutive month period commencing on the first day of August of a calendar year and expiring on the thirty-first day of July of the next following calendar year;

"Team" means a group of players, officials, parents and/or guardians affiliated with the Association.

2. Words imparting the singular include the plural and vice versa; and words imparting a male person shall include a female person.
3. Interpretation of the Association Bylaws, Conditions of Operations, or any other Association matters not provided for herein shall be referred to the Board of Directors whose decision shall be binding on all parties.

PART 2 - MEMBERSHIP

4. The members of the Society are the applicants for incorporation of the Society and those persons who subsequently have become members in accordance with the Bylaws of the Association and, in either case, have not ceased to be members.
5. Honorary Life Membership may be granted to persons who, in the opinion of the Board of Directors of the Association have contributed their services in such a manner as to warrant such recognition.
6. The following shall be voting members:
 - (a) the applicants for incorporation of the Society;
 - (b) members of the Board of Directors of the Association;
 - (c) Honorary Life Members;
 - (d) up to two person per Team, one of whom may be the Coach of the Team, who are appointed by the Coach of the Team, in accordance with this paragraph, to be the representatives of the Team for the Soccer Season. Each Coach shall appoint the representatives for the Coach's Team and notify the Association, in writing, of the names and addresses of the representatives appointed by no later than January 31 of the Soccer Season. If any Team representatives ceases to be a member during the Soccer Season, the Coach may appoint another representative in that person's place.

Persons qualifying as voting members pursuant to more than one of the above mentioned categories shall only be entitled to one vote at a meeting of members.

7. Every member shall uphold the constitution and comply with the Bylaws of the Association.

8. A person shall cease to be in good standing and cease to be a member of the Association:
 - (a) on his death;
 - (b) on being expelled; or
 - (c) on having ceased to be active in the Association.
9.
 - (a) A member shall only be expelled by a Special Resolution of the members passed at a general meeting.
 - (b) A member may be expelled for not complying with the Constitution of Bylaws, or for bringing dishonour to the Association.
 - (c) The Notice of Special Resolution for expulsion may be accompanied by a brief statement of the reason or reasons for the proposed expulsion.
 - (d) The person who is the subject of the proposed resolution for the expulsion shall be given an opportunity to be heard at the general meeting before the Special Resolution is put to a vote.

PART 3 - PROCEEDINGS AT GENERAL MEETING

10.
 - (a) The Annual General Meeting shall be held in the month of May each year subsequent to the year end, within the boundaries of Richmond at a place designated by the Chairman. The Association shall forward written notice of the annual General Meeting to all members twenty-one (21) days prior to the meeting. The main purpose of this meeting will be to hold elections and to receive, consider and approve annual reports, financial statements, and the Association's proposed Preliminary Budget for the upcoming fiscal year.
 - (b) The Association shall hold an Annual Organizational Meeting in September of each year. The main purpose of this meeting shall be to receive, consider and approve the Association's Final Budget for the current fiscal year as well as to conduct all other relevant business pertaining to the organization of the current season.
11. General meetings may be called by the Chairman at any time upon fourteen (14) clear days' notice, in writing, being given to all members, notice of meeting shall also be placed in the local paper fourteen (14) days prior to the meeting.
12. All meetings shall be run under the Roberts Rule of Order. No proxy voting shall be allowed.
13. A quorum shall consist of thirty (30) registered voting members at any Annual General or General meeting. No business other than adjournment or termination of the meeting shall be conducted unless a quorum is present.
14. Notice of all meetings given to the Association teams shall include an agenda. Notice of meetings placed in the paper do not require an agenda, but agendas shall be available to any member upon request.

15. An audited financial statement shall be available for examination at the Annual General Meeting.
16. Dissolution of the Association shall be requested of the Registrar upon passage of an ordinary resolution at a meeting called for that purpose.

PART 4 - GOVERNMENT

17. The Club shall be a Member of Richmond Soccer Association, which is a member of the British Columbia Soccer Association and shall be subject to the published Bylaws, Rules and Regulations in declining order of authority of the following governing organizations: 1. FIFA 2. The Canadian Soccer Association 3. British Columbia Soccer Association ("BCSA") 4. Richmond Soccer Association 5. Richmond Adult Soccer Association.

PART 5- BOARD OF DIRECTORS

18. The Board of Directors shall consist of sixteen members, who shall each hold office for a two year term, save and except that, for the purposes of continuity, the members shall designate eight of the directors of the initial Board of Directors as holding office for a term of one year (for the first term only), with terms to expire in odd numbered calendar years, and the remaining eight directors as holding office for two years with terms to expire in even numbered calendar years, such that commencing with the 2009 annual general meeting of the Association the number of directors whose terms then expire in accordance with these bylaws, and the term of each director elected at such annual general meeting shall be two years.
19. Should a vacancy occur on the Board, the Board is empowered to appoint from the membership a replacement, who shall hold office until the full term of the elected member has expired. This replacement will be appointed within a period of forty (40) days from the said vacancy.
20. Any member of the Board of Directors absenting himself without just cause from three (3) consecutive meetings of the association or willfully neglecting his duties to the Association, shall be deemed to have forfeited his position.

PART 6 - DUTIES OF THE BOARD OF DIRECTORS

21. The Board shall:
 - (a) appoint a Chairman, Vice-Chairman, Secretary and Treasurer from its members, with no one member or his/her family being appointed concurrently to the Chairperson and Treasurer positions;
 - (b) operate or delegate all Youth and Mini competitions approved by the Association which are within the City of Richmond in accordance with the Constitution and Bylaws of this Association;
 - (c) approve all expenditures and purchases prior to any cheques being issued or any purchase being ordered;
 - (d) meet at least three (3) times during playing season and addition meetings shall be called

when necessary;

- (e) ensure that there is presented to the Annual General Meeting a properly audited financial statement consisting of the following documents: (i) a statement of income and expenditure; (ii) a statement of surplus; (iii) a statement of source and application of funds; and (iv) a balance sheet;
 - (f) ensure that Conditions of Operations are in place before the start of the soccer season by preparing same.
22. The Board of Directors shall only transact business when a quorum of Directors is present.
23. The Chairman shall:
- (a) preside at all meetings, and enforce order and strict observance of the Constitution and Bylaws;
 - (b) exercise general supervision and co-ordinate over Association affairs;
 - (c) call Board Meetings and General Meetings, as the need arises; and
 - (d) form committees as required.
24. The Vice-Chairman shall:
- (a) assist the Chairman at all times, and
 - (b) assume the duties of the Chairman in his absence.
25. The Secretary shall:
- (a) keep an accurate record of all meetings;
 - (b) bring all correspondence before the Board and act on same as the Board directs;
 - (c) give notice of all meetings in accordance with these Bylaws; and
 - (d) allow inspection of the books and records of the Association by a member upon receiving reasonable notice of the request.
26. A Recording Secretary may be appointed annually at the discretion of the Board of Directors. The Recording Secretary shall not have a vote.
27. The Treasurer shall:
- (a) maintain an accurate account of all financial transactions;
 - (b) issue proper receipts where applicable for monies received and deposit such monies in a

financial institution which is a member of the Canada Deposit Insurance Corporation or the Credit Union Deposit Insurance Corporation in the name of the Association;

- (c) ensure that all financial records are available as required by the Board of Directors;
- (d) prepare a financial statement for each of the required Board Meetings, including a detailed list of receipts and expenditures.

PART 7 - SIGNING OFFICERS

28. There shall be three (3) signing officers of the Association. Two (2) signing officers shall endorse all cheques, one of whom shall be the Treasurer.

PART 8 - BORROWING POWERS

29. the borrowing powers of the Association shall only be exercised by the Directors following passage of an Ordinary Resolution at a general meeting called for that purpose and shall be limited to the exercise of powers authorized by the Resolution. Debentures shall not be issued without the passing of a Special Resolution.

PART 9 - FINANCES

30. (a) the financial year shall be from April 1st to the last day of March of the following year;
- (b) the Association may do such things as approved by the Board of Directors as may be necessary to raise funds to carry out the objects of the association, and may accept donations for that purpose;
- (c) a Team shall not be allowed to raise funds using the name of the Association unless written consent of the Board of Directors has been given;
- (d) the Board of Directors shall have the power to invest Association funds in a financial institution which is a member of the Canada Deposit Insurance Corporation or the Credit Union Deposit Insurance Corporation. For monies placed in term deposit for special purposes the disbursement of said term deposits shall be passed by a majority vote of the whole Board of Directors.

PART 10 - AUDIT

31. The Association books shall be audited once a year by the independent audit, within 30 days of the Annual General Meeting. The auditor shall be a person who is: (a) a member, or partnership whose partners are members, in good standing, of CPA (Chartered Professional Accountants of Canada) or (b) certified by the Auditor Certification Board established under the British Columbia Company Act.

PART 11 - SEAL

32. The seal of the Association shall be in the custody of the Secretary. The seal shall be affixed only

only pursuant to the resolution of the Board of Directors.

PART 12 - AMENDMENTS

33. (a) Any member wishing to propose a change or amendment to the Constitution and By-Laws must do so by a notice of motion in writing to the Association by April 1st of each year preceding the annual General Meeting. Copies of all proposed amendments or changes shall be circulated to the members at least fourteen (14) days prior to the Annual General Meeting;
- (b) Special General Meeting, a Special General Meeting of the Club: (i) may be called by the board by its own motion, or (ii) shall be called by the Board upon receipt of a written request submitted to the Club by registered mail, certified mail, trace mail, courier service, hand delivery, fax or email, signed by Members representing not less than ten percent (10%) of the voting membership, setting out the items of business to be conducted at the special General Meeting.
- (c) Alterations, amendments or additions to the Constitution and By-Laws shall be made only by a Special Resolution.

PART 13 - RESIDENCY

34. Save and except as provided herein, the Association shall not accept for registration any player who does not reside in the City of Richmond.
35. Notwithstanding the foregoing, a player who does not reside in the City of Richmond may be accepted for registration by the Association so long as the player meets all of the following criteria:
- (a) the player must apply in writing to the Association and comply with the following:
- (i) the player and his possible coach may be required to appear before the Richmond Youth Soccer Association Board, or its designate, to explain the reason why the player should be allowed to transfer to Richmond.
- (b) a vote of the RYSA Board, for each and every out of district player, shall be required with an approval of 75% required to allow the out of district player to transfer to Richmond.
- (c) a maximum of three (3) out of district players may be allowed on any one (1) team.