



## Durham Soccer League Constitution

Changes made at the 2011 AGM are identified in Bold Italic print

### **Article 1 – Name**

- 1) This League shall be known as the Durham Soccer League (hereinafter referred to as the DSL).
- 2) The DSL shall be affiliated with the Durham Region Soccer Association (hereinafter referred to as the DRSA).

### **Article 2 – Objects**

- 1) To promote and foster an appreciation for the game of soccer and to encourage sportsmanship and fair play.
- 2) To organize soccer competition for registered teams entered by member clubs as defined in Article 4 below.

### **Article 3 – Affiliations**

- 1) The DSL shall be a Member of the Durham Region Soccer Association and shall follow the published rules of the District Association and The Ontario Soccer Association, hereinafter referred to as the OSA. The DSL is subject to the published rules in declining order of authority of the following governing organizations to which it is affiliated:
  - a) The OSA
  - b) The DRSA
  - c) The DSL

### **Article 4 – Membership**

- 1) Membership will consist of two types of members:
  - a) Voting Members:
    - i) The Voting Members of the league shall consist of properly constituted clubs within the geographic boundaries of the Regional Municipality of Durham, with one or more teams playing in the league and provided they are in good standing with the DRSA.
    - ii) Clubs from outside the jurisdiction of the DRSA that are in good standing within their regions and participated in the DSL during the current season shall be eligible for membership in the DSL as a voting member
  - b) Non Voting Members
    - i) Teams that play in the DSL through affiliation with a member club are considered Non-Voting members.
- 2) Acceptance into Membership
  - a) A Club that resides in Durham Region
    - i) Must pay Membership Fees to the League.
  - b) A Club outside the Durham Region
    - i) Must apply for membership, including the submission of a duly signed playing out permit from their region.
- 3) Membership Fee
  - a) League entry fees, membership or any other fees deemed necessary for the responsible operation of the League by the Executive shall be determined and set prior to each playing season by the Executive.
- 4) Approval of Membership

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- a) A club shall become eligible to be a new Member if one or more of its teams become eligible to play in the League based on the OSA's Pyramid for Play in accordance with the OSA's Published Rules.
- b) The Membership application must be approved by the League's Board of Directors.
- 5) Membership Renewal
  - a) A Club will renew its Membership by completing the required forms for Membership renewal, providing that it still has a team eligible to play in the League based on the OSA's Pyramid for Play.
- 6) Rights of Members
  - a) Members shall be accorded the following rights:
    - i) To be governed in accordance with the OSA and the League's Published Rules,
    - ii) To participate in League sanctioned competitions,
    - iii) To attend and if a Voting Member, vote at all general meetings called by the League
    - iv) To enter teams in the league in accordance with The OSA's Published Rules.
- 7) Discipline of Member
  - a) A Member may be fined, censured, suspended or expelled from Membership for cause and only after charges have been laid in accordance with the DSL published rules and a hearing held in accordance with the DSL and the OSA's Published Rules. An individual whose Membership has been suspended loses all rights of Membership until the suspension has been terminated.
- 8) Termination of Membership
  - a) Membership in the DSL shall be deemed to have been terminated if the Member:
    - i) Submits a signed letter of withdrawal to the DSL;
    - ii) Is expelled by the DSL;
    - iii) Fails to renew their Membership in accordance with the Constitution.

### Article 5 – Board of Directors

- 1) Members of the Board of Directors
  - a) The DSL shall be governed by a Board of Directors. This may be amended from time to time in accordance with the DSL's Constitution. No one Club may hold the majority of positions of sitting members. The Board of Directors shall consist of:
    - i) President
    - ii) **Vice-President**
    - iii) Secretary
    - iv) Treasurer
    - v) Director – Match Secretary – Boys
    - vi) Director – Match Secretary – Girls
    - vii) Director – Discipline
  - b) A Director shall be 18 years of age or older and shall not be an undischarged bankrupt.
  - c) A director shall serve for a period of 2 years with elections to be held each year as follows
    - i) The position of President, Secretary, Match Secretary – Girls shall be elected in odd years
    - ii) The position of **Vice President**, Treasurer, Match Secretary – Boys, Director of Discipline shall be elected in the even years
  - d) A Director may hold more than one position
- 2) Director Vacancy
  - a) A Director has the right to resign her or his position by submitting a signed letter of resignation to the DSL.
  - b) A vacancy on the Board of Directors and their respective position held, caused by death, or resignation which has been accepted by the Board of Directors, shall be filled by a majority vote of the Board of Directors. The successor shall hold the incumbents position until the next AGM at which time an election will be held to fill the position for the remainder of the original term.

**c) A vacant position on the Board will reduce the number of voting members therefore the quorum criteria will be reflected in the minutes of the next Board meeting.**

3) Removal of Director

- a) No Member of the Board of Directors shall be removed for arbitrary reasons but may be removed if:
- i) the Director is unable to perform the duties expected of the position due to, but not limited to, any of the following reasons:
    - (1) if he/she becomes incapable of performing the business of the DSL
    - (2) if he/she is absent from two or more meetings of the Board without satisfactory reason
    - (3) if he/she no longer resides in reasonable proximity to the DSL
    - (4) if he/she becomes, or is discovered to be an undischarged bankrupt.
  - ii) the Director has compromised the integrity of the DSL due to, but not limited to, any of the following reasons:
    - (1) if he/she has been found guilty of an offence under the Harassment Policy of The OSA
    - (2) if he/she has been found guilty of an offence involving violence under the Discipline Policy of The OSA
    - (3) if he/she has failed to properly account for monies or other property belonging to the DSL
    - (4) if he/she has been found guilty of a criminal offence regardless of whether or not the offence directly affected the DSL.
    - (5) if he/she has been found guilty of failing to act in accordance with the Conflict of Interest Policy of The OSA
- b) A Member of the Board of Directors holding his or her respective position, as Director or other position may be removed from office by the Board of Directors for good and sufficient cause by a 2/3's vote of the Board of Directors present provided notice to remove the Director has been given to all Directors of the DSL. If a Director is removed by the Board of Directors, the Board of Directors may appoint a successor to the position for the remainder of the term being filled.

4) Conflict of Interest and Standards of Conduct

- a) The Directors shall be subject to the Conflict of Interest Policy 21.0 in The OSA Published Rules.

5) Duties of Board of Directors

- a) The Board of Directors shall conduct the business of the DSL during the periods between general meetings of the DSL and in accordance with the authority granted to it in the published rules of the DSL. The Board of Directors shall be responsible for the appointment and renewal of appointments of all positions within the DSL except for those positions elected by the Membership of the DSL. This shall include the appointment of volunteer and paid positions for coach and administrator positions within the DSL's operations. The selection process and the appointments shall be based on procedures outlined in the DSL's published rules. 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 DSL's Published Rules.
- b) The President shall:
- i) Preside at all meetings of the DSL.
  - ii) Act as spokesperson for the DSL at all times, unless the incumbent delegates such responsibilities.
  - iii) In case of a tied vote at any executive meetings, cast the deciding vote.
  - iv) Prepare a report for the Annual General Meeting.

- c) **Vice President** shall

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- i) Act in the absence of the President and shall have other powers as assigned by the Board.
  - ii) Act as Chairperson for Cup Day
  - iii) Will be responsible for overseeing team placement in the league
- d) Secretary shall:
- i) Give notice of all meetings of the DSL.
  - ii) Attend the Annual General Meeting and Executive Meetings recording minutes of such meetings. Minutes shall be distributed to all member clubs within 2 weeks.
  - iii) Handle all league correspondence and administration affairs.
  - iv) Keep the Executive informed as to the business on hand and its disposition for action.
  - v) Prepare a report for the Annual General Meeting.
- e) Treasurer shall:
- i) ensure that full and accurate records are kept of the accounts of the League,
  - ii) report to the Board of Directors at least once per quarter
  - iii) Prepare and submit all financial reports for the Annual General Meeting
- f) Director – Match Secretary – Boys shall:
- i) Prepare a schedule of games for all male divisions at the start of each season.
  - ii) Maintain up to date records for each age division.
  - iii) Compile final team standing and submit to DRSA as season's end.
  - iv) Prepare a report for the Annual General Meeting.
  - v) Prepare a schedule of games for any League controlled tournaments
- g) Director – Match Secretary – Girls shall:
- i) Prepare a schedule of games for all female divisions at the start of each season.
  - ii) Maintain up to date records for each age division.
  - iii) Compile final team standing and submit to DRSA as season's end.
  - iv) Prepare a report for the Annual General Meeting.
  - v) Prepare a schedule of games for any League controlled tournaments
- h) Director – Discipline shall:
- i) Be chairperson of the Discipline Committee.
  - ii) Carry out such other duties deemed necessary or desirable by the Executive.
  - iii) Prepare a report for the Annual General Meeting
- 6) Nominations and Elections
- a) 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.
  - b) Nominations and elections for positions open shall be held in the order of the positions listed in the Constitution.
  - c) Election shall be by secret ballot, but in the event only one candidate is nominated, no vote is required and the nominated candidate shall be declared elected by acclamation.
  - d) A simple majority vote cast by the eligible members present is 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.

### **Article 6: MEETINGS**

- 1) General Meetings:
- a) An official notice of each meeting shall be given to all Members at least 14 days before the meeting is to be held, at such place, and at such date as the Board of Directors may determine. Such notification shall be by:
    - i) Email
    - ii) website notice
    - iii) any other method determined by the Members
  - b) All eligible members present shall form a quorum at the general meetings of the League. Any question shall be decided by a simple majority of the votes cast by the eligible members present unless otherwise required by this By-Law or other law.

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- 2) Annual General Meeting:
  - a) The League shall hold its Annual General Meeting not later than December 31. The agenda of the Annual General meeting shall include:
    - i) Roll Call
    - ii) Credentials Report
    - iii) Minutes of Previous Annual General Meeting
    - iv) President's Address
    - v) Officers' Reports
    - vi) Treasurer's Report
    - vii) Auditor's Report
    - viii) Appointment of Auditors
    - ix) Other Reports
    - x) Unfinished Business
    - xi) Amendments to the By-Laws
    - xii) Roll Call
    - xiii) Election of Officers and Directors
    - xiv) Any Other Business
    - xv) Adjournment
- 3) Special General Meeting:
  - a) A Special General Meeting of the League:
    - i) May be called by the Board of Directors, or
    - ii) Shall be called by the Board of Directors upon receipt of a written request submitted to the League by registered mail, certified mail, trace mail, courier service, hand delivery, fax or e-mail, signed by 25% of the voting Membership setting out the items of business to be conducted at the Special General Meeting. The Special General Meeting shall be held within 21 days of receipt of the written request from the Members.
    - iii) Only the business set out in the notice of the Special General Meeting shall be considered.
- 4) League General Meeting:
  - a) A League General Meeting shall be called by the Board of Directors to deal with the regular business of the league.
- 5) Board of Directors Meeting:
  - a) The Board of Directors shall meet at least 4 times per year, upon 14 days notice given by the President and Secretary, at such place and time as the Board of Directors may determine.
  - b) 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. The President only votes in the event of a tie vote.

### **Article 7: COMMITTEES**

- 1) The Membership at any general meeting, or the Board of Directors at any meeting of the Board, may establish a standing committee or special committee to carry out specific business or programs of the League.

### **Article 8: PROCEDURES GOVERNING MEETINGS**

- 1) All meetings of the League 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 League.

### **Article 9: BY-LAWS AND AMENDMENTS**

- 1) By-Law amendments may be proposed by the Board of Directors, or submitted by a Member to the League in writing at least 21 days prior to a general meeting of the League; and must be approved by a majority vote of the Board of Directors, and by a 2/3's vote of the

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eligible Membership voting in person or by proxy at a meeting of the League duly called for that purpose.

- 2) All Members entitled to vote shall be notified by the League of said Members' meeting about By-Law amendments referred to in subparagraph (1) and proposed By-Laws or amendments. Such notification shall be as referred to in Article 6:

### **Article 10 – Rights and Responsibilities**

- 1) The League shall have Right and Responsibilities which shall include, but is not limited to, the following:
  - a) Discipline of a Member: Summary penalties to be imposed for charges regarding misconduct
  - b) Discipline of a Member: Procedures for discipline hearing
- 2) Duties of Board of Directors:
  - a) Outline of authority granted to Board regarding the business being conducted
  - b) Outline of selection process and appointment process for the appointment and renewal of appointments to the League's paid and volunteer positions
  - c) Outline of process for revoking appointments
- 3) The Board of Directors may approve and publish Right and Responsibilities which are not inconsistent with this By-Law and not inconsistent with the Right and Responsibilities of a higher level governing organization.
- 4) Amendments to the Right and Responsibilities may be made by a majority vote of the Board of Directors or the Members at an Annual General Meeting or Special General Meeting. If the Right and Responsibilities are amended by the Board of Directors the amendment shall be presented for ratification at the next Annual General Meeting or a special general meeting called for that purpose. If the amendment is not ratified, it is of no effect and the previous Right and Responsibilities are then in effect.

### **Article 11 – Indemnity**

- 1) Members of the Board of Directors or other servants to the DSL, their heirs, executors, administrators and estate and effects respectively shall be indemnified and saved harmless at all times by the DSL 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**

- 1) The accounts of the DSL shall be audited annually:
  - a) By a Chartered Accountant if the annual Gross Revenue is greater than \$30,000
  - b) Be reviewed annually through a Financial Review Engagement completed by a Certified General Accountant, Certified Management Accountant or Certified Accountant, if the Annual Gross Revenue is \$30,000 or less.
  - c) with the consent of all its Members, be exempt from any audit or Financial Review Engagement if the Annual Gross Revenue is less than \$10,000
- 2) The Audit or the Financial Review Engagement statement shall be presented to the Annual General Meeting for adoption.
- 3) At the Annual General Meeting of the DSL, a Chartered Accountant firm shall be appointed to perform the Audit or the Financial Review Engagement.
- 4) The fiscal year of the DSL shall end on Oct. 31, of each year, unless otherwise ordered by the Board of Directors.

### **Article 13 – Dispute Resolution**

- 1) The DSL shall adhere to the Dispute Resolution process as published and approved by The OSA from time to time.
- 2) Any Member of the DSL may initiate the Dispute Resolution process by communicating in writing to The OSA, with a copy to the DSL and District Association, the nature and facts of the dispute. The OSA, at its discretion, may proceed with the Dispute Resolution process by assigning one or more neutral persons to the dispute.

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- 3) The Dispute Resolution process shall not to be used for game discipline which follows the normal discipline and appeals process.
- 4) The DSL shall make available to any Member the Dispute Resolution process when requested.

### **Article 14 – Harassment**

- 1) The DSL shall adhere to the Harassment Policy as published and approved by The OSA from time to time.
- 2) The Harassment Policy shall apply to all employees, directors, officers, volunteers, coaches, game officials, administrators, players, Members and registrants of the DSL.
- 3) 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.
- 4) The DSL shall make available to any Member the Harassment Policy when requested.

### **Article 15 – Appeals**

- 1) Any Member or registrant of the DSL directly affected by a decision of the DSL may appeal such decision. The denial or termination of Membership in the DSL may be appealed by a non-Member.
- 2) A decision of the DSL may be appealed to the DRSA. The appeal shall be conducted in accordance with The OSA's and District Association's published rules.
- 3) 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 DSL's operations, except where the selection, appointment and revocation process outlined in the DSL's published rules has not been followed.
- 4) An individual shall not appeal a decision made by the DSL regarding a player's team assignment.

### **Article 16 – Dissolution**

- 1) In the event of dissolution of the DSL, 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.