



## CONSTITUTION OF BRYST FOOTBALL ACADEMY

### Article 1: NAME

The name of this Club shall be the BRYST, hereinafter referred to as the Club. The headquarters of the Club shall be located within the District Boundaries of the York Region Soccer Association, hereinafter referred to as the District Association.

### Article 2: OBJECTIVES

The Club shall have the following objectives:

1. To promote and develop the game of soccer for players of all ages and skill levels.
2. To help individuals to develop their character as resourceful and responsible members of their community by providing opportunities, through the game of soccer, for their mental, physical, social and leadership development.
3. To pursue and then maintain status as a license holder in the Ontario Player Development League (OPDL) for both boys and girls as well as League 1 Ontario, Men's, Women's and Reserve Divisions and any other leagues or licenses in the future. All High Performance teams will be branded as BRYST, but will operate as per Operations Rules for OPDL, League 1 or future High Performance league License Holders.

### Article 3: AFFILIATIONS

The Club shall be a Member of the Canadian Soccer Association and shall follow the published rules of the District Association and The Ontario Soccer Association, hereinafter referred to as The OSA. The Club is subject to the published rules in declining order of authority of the following governing organizations to which it is affiliated:

1. The OSA
2. The District Association
3. The Club

#### Article 4: MEMBERSHIP

An associate Member shall be defined as individual being paid by the Club for services (excluding Referees). These individuals will be considered to have a vested interest and to avoid any conflict of interest they will not have a voting right.

#### Fees

Membership fees for regular Members shall be set annually by the Board of Directors.

The membership fee for the children of a member of the Board of Directors will be 100% of the registration fees for that fiscal year.

#### Discipline of 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 Club's and OSA'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 official discipline for game infractions is governed in accordance with the procedures published by The OSA.

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.

#### Termination of Membership

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

1. If the Member submits a signed letter of resignation to the Club;
2. If the Member is expelled by the Club's Board of Directors
3. If the Member is no longer registered with the Club
4. If the Member no longer fits the requirements of Article 4

## Article 5: BOARD OF DIRECTORS

The Board of Directors shall be comprised of the following positions:

### Executive Board Member Positions

President

Vice-President

### Conflict of Interest and Standards of Conduct

The Directors shall be subject to Conflict-of-Interest Policy: Appendix A in Ontario

Soccer Published Rules:

[http://assets.ngin.com/attachments/document/0129/4278/Ontario\\_Soccer\\_Policies\\_\\_ApprovedJun.25.2017\\_Updated\\_July.21.2017\\_.pdf](http://assets.ngin.com/attachments/document/0129/4278/Ontario_Soccer_Policies__ApprovedJun.25.2017_Updated_July.21.2017_.pdf)

### Duties of Board of Directors

The Board of Directors shall conduct the business of the Club and in accordance with the authority granted to it in the published rules of the Club.

The Board of Directors shall be responsible for the appointment and renewal of appointments of all positions within the Club. This shall include the appointment of volunteer and paid positions for coach and administrator positions within the Club's operations.

The selection process and appointments shall be based on procedures outlined in the industry's Human Resources Policy and Procedures.

The Board of Directors may also revoke, for cause, any appointment of hiring, providing that it has followed the procedures for the revoking an appointment as outlined in the Club's published rules, or Employment Standards Act, as it applies to the clubs paid employees.

### Duties of Directors

President

Except:

1. As provided for in the Dispute Resolution Policy of Ontario Soccer and
2. Where the President delegates the responsibility to another person, The President shall

preside over all general meetings of the Club and of the Board of Directors. The President shall be ex officio a member of all committees, except any nominations committee; shall appoint all chairs of standing and special committees subject to ratification by the Board; coordinate all duties of the Board, committees, staff; and shall be the spokesperson for the Club.

#### Vice-President

The Vice President shall act in the absence of the President and shall have other powers as assigned by the Board of Directors.

#### Treasurer

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.

#### Secretary

The Secretary shall maintain a record of all minutes of the organization; maintain copies of all committee reports; notify officers and committee Members of their election or appointment; furnish committees with those documents required to perform their duties; sign all certified copies of acts of the organization, unless otherwise specified in the Club's published rules; maintain record books in which bylaws, published rules and minutes are entered and have the current record books available at each meeting; send to the Board of Directors notices of each meeting; conduct the general correspondence of the organization that is not the proper function of another office or committee; prepare, prior to each meeting in consultation with the presiding officer, an order of business; and, in the absence of the president and vice-president.

2. Minutes of Previous Annual General Meeting

3. President's Address

4. Officers' Reports

5. Treasurer's Report

6. Budget

7. Auditor's Report

8. Appointment of Auditors
9. Other Reports
10. Unfinished Business
11. Amendments to the By-Laws
12. Credentials Report (Registration Desk)
13. Any Other Business
14. Adjournment

#### Board of Directors Meeting:

Meetings of the Board of Directors shall be held a minimum of 10 times per calendar year. Fourteen days notice must be given by the President and Secretary of the exact date, at such place and time as the Board of Directors may determine. Meetings shall be conducted according to Robert's Rules of Order, in so far as, they may apply.

#### Article 6: MEETINGS

Meetings of the Board of Directors shall be held a minimum of 10 times per calendar year.

#### Article 7: COMMITTEES

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 Club.

#### 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 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
  - f) Voting at General Meeting: format for the proxy, and the issue, or issues, for which the proxy may be cast. 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
- Conflict of Interest and Standards of Conduct

The Directors shall be subject to Conflict-of-Interest Policy: Appendix A in Ontario Soccer Published Rules:

[http://assets.ngin.com/attachments/document/0129/4278/Ontario\\_Soccer\\_Policies\\_\\_ApprovedJun.25.2017\\_Updated\\_July.21.2017\\_.pdf](http://assets.ngin.com/attachments/document/0129/4278/Ontario_Soccer_Policies__ApprovedJun.25.2017_Updated_July.21.2017_.pdf)

#### 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 always 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 wilful neglect or default.

#### Article 12: FINANCE

The accounts of the Club shall be audited annually by a Chartered Accountant.

The fiscal year of the Club shall be January 1st-December 30th of each year, and that the accounts of the Club shall be recorded and accounted for using the accrual accounting

system (moving from a cash reporting system).

#### Article 13: DISPUTE RESOLUTION

The Club shall adhere to the Dispute Resolution process as published and approved by The OSA from time to time.

Any Member of the Club may initiate the Dispute Resolution process by communicating in writing to The OSA, with a copy to the Club 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.

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

#### Article 14: HARASSMENT

The Club shall adhere to the Harassment Policy as published and approved by The OSA 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, 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 The OSA'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 The OSA in its

letters patent, By-Laws, and published rules.