



# BY-LAWS

(Enacted October, 2005, Revised December 9, 2014)

## ARTICLE 1: NAME

The name of this organization shall be *Gloucester Dragons Recreational Soccer*, hereinafter referred to as GDRS. The headquarters of GDRS shall be in the Province of Ontario.

## ARTICLE 2: MISSION

The mission of GDRS is to promote the game of soccer while providing all participants with an equal opportunity to play and to develop in an atmosphere of fun, good sportsmanship and respect.

## ARTICLE 3: OBJECTIVES

Within the context of Article 2, GDRS shall have the following objective: To provide a youth house league for teams within the Ottawa Gloucester Soccer Club, hereinafter referred to as (OGSC) as authorized by its governing organization.

## ARTICLE 4: AFFILIATIONS

GDRS shall be a full operating division of The OGSC and shall follow the published rules of The Ontario Soccer Association, hereinafter referred to as the OSA. GDRS is subject to the published rules in declining order of authority of the following governing organizations with which it is affiliated:

- o The Canadian Soccer Association (CSA)
- o The Ontario Soccer Association (OSA)
- o The Eastern Ontario District Soccer Association (EODSA)
- o The Ottawa Gloucester Soccer Association (OGSC)

## ARTICLE 4: MEMBERSHIP

- 1) Members of GDRS are any registered player of legal voting age or parents/legal guardians of any registered playing member who is not of legal voting age, or any volunteer of legal voting age and recognized by the Board of Directors.
- 2) A member in good standing is required to have registration fees paid as required by the Board of Directors and no disciplinary sanctions from governing associations which would prevent participation in GDRS.
- 3) Any member in good standing who is of legal voting age shall be eligible to hold any position on the GDRS Board of Directors.
- 4) Any member who infringes the Articles or rules of GDRS, whose conduct is inconsistent with the Code of Conduct established by the Board of Directors or brings GDRS into disrepute may be reprimanded, suspended or expelled after a hearing by the Board of Directors which the member is entitled to attend.

## ARTICLE 5: BOARD OF DIRECTORS

- 1) The business and affairs of GDRS shall be conducted by a Board of Directors in accordance with the Constitution and such By-laws and Regulations enacted by the (OGSC) and the By-laws and Regulations of GDRS.
- 2) GDRS shall be governed by a Board of Directors which shall consist of at least six individuals, or such number as may be amended from time to time in accordance with GDRS By-Laws.
- 3) These individuals shall hold the positions of:
  - a) Chairperson
  - b) Executive Director Operations



- c) Secretary
  - d) Treasurer
  - e) Past Chairperson
  - f) Secretary
  - g) Treasurer
  - h) Past Chairperson
  - i) Registrar
  - j) Director Coach Development
  - k) Director Equipment and Facilities
  - l) Director Soccer Divisions (number to be determined by Board of Directors)
  - m) Director Marketing and Community Relations
  - n) Head Referee (non-voting member)
- 4) A Director may hold more than one position but not be able to exercise more than one vote.
- 5) All positions on the Board of Directors except that of Past Chairperson and Head Referee shall be elected at the GDRS Annual General Meeting (AGM). In the case where there is no member willing to run for a particular position at the time of elections, the elected members of the GDRS Board of Directors shall be empowered to fill the vacancy by appointment, provided there is approval by a majority of the Board members.
- 6) A member of the Board of Directors shall serve for a term of two years or until his or her resignation takes effect. Each term of office will commence at the AGM when elected and cease at the AGM two years hence. The Past Chairperson's term of office shall be for one year.
- 7) To ensure continuity and to the degree possible in the management of GDRS, the positions of Chairperson, Treasurer, Registrar, Director Coach Development, and Directors Soccer Divisions (half) shall be elected in even numbered years while the positions of Executive Director Operations, Secretary, Director Marketing and Community Relations, Director Equipment and Facilities, and Director Soccer Divisions (half), shall be elected in odd numbered years.
- 8) The procedures for nominations and elections are as follows:
- 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 vacant positions shall be held in the order of the positions listed in the Bylaws.
  - c) Election shall be by majority vote, 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 majority of the votes cast shall be required to elect Board members. 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.
- 9) Should any of the elected posts become vacant, the Board shall be empowered to appoint a replacement to fill the vacancy until the next AGM.
- 10) The Board shall be empowered to appoint a Head Referee and such ex-officio members to the Board as deemed necessary to accomplish the aims and objectives of GDRS.
- 11) No member of the Board of Directors shall be removed for arbitrary reasons but may be removed if:
- a) the member is unable to perform the duties expected of the position due, but not limited, to any of the following reasons:
    - i) if she/he becomes incapable of performing the business of GDRS



- ii) if she/he is absent from two or more meetings of the Board without satisfactory reason, or
  - b) the member has compromised the integrity of GDRS due, but not limited, to any of the following reasons:
    - i) if she/he has been found guilty of an offence under the Harassment Policy of the OSA
    - ii) if she/he has been found guilty of an offence involving violence under the Discipline Policy of the OSA
    - iii) if she/he has failed to properly account for monies or other property belonging to GDRS
    - iv) if she/he has been found guilty of a criminal offence regardless of whether or not the offence directly affected GDRS
    - v) if she/he has been found guilty of failing to act in accordance with the Conflict of Interest Policy of the OSA
  - c) A member of the Board of Directors may be removed from office by the Board of Directors for good and sufficient cause by a two-thirds vote of the Board of Directors present, provided notice to remove the Director has been given to all Directors of GDRS. If a Director is removed by the Board of Directors, the Board of Directors may appoint a successor to the incumbent's position(s) for the remainder of the term being filled.
  - d) A member of the Board of Directors may also be removed from office for good and sufficient cause at a meeting of the members of GDRS provided notice to remove the Director has been given to persons entitled to attend the Members' meeting. If a Director is removed at a Members' meeting, the Members entitled to vote may elect a successor to fill all position(s) held by the removed Director for the remainder of his or her term being filled.

12. Member of the Board of Directors shall be subject to the **Conflict of Interest Policy** in the OSA's published rules.  
<http://soccer.on.ca/Publications/mam.nsf/71526f2c5ac3fee085256a8e00521dda/c40b31905f8fcb2e8525707e006cea75?OpenDocument>

#### **ARTICLE 6: DUTIES OF BOARD OF DIRECTORS**

The Board of Directors shall conduct the business of GDRS during the periods between general meetings of GDRS and in accordance with the authority granted to it in the rules and regulations of GDRS.

The Board of Directors shall be responsible for the appointment and renewal of appointments of all positions within GDRS except for those positions elected by the Membership of GDRS. This shall include the appointment or revocation of appointment of volunteer and paid positions within GDRS operations.

##### *Chairperson*

Except as provided for in the Dispute Resolution Policy of the OSA, and where the Chairperson delegates the responsibility to another person, the Chairperson shall:

- preside over all general meetings of GDRS and of the Board of Directors;
- be an ex officio member of all committees
- appoint all chairs of standing and special committees subject to ratification by the Board;
- oversee all duties of the Board, committees, staff;
- vote only in the case of a tie;
- chair the Discipline and Appeals Committee and nominate members of such committee; and be the spokesperson for GDRS.



#### *Executive Director Operations*

The Executive Director Operations shall:

- act in the absence of the Chairperson;
- co-ordinate GDRS soccer operations including scheduling and field allocation and management;
- oversee program design and development;
- be responsible for maintenance of the GDRS Handbook;
- supervise all paid employees and contract staff; and
- have other powers as assigned by the Board.

#### *Secretary*

The Secretary shall:

- keep a record of all minutes of the organization;
- keep on file all committee reports;
- be responsible for the maintenance of the bylaws, rules and regulations records/documents and have the current record books available at each meeting;
- be responsible for sending out to the membership a notice of each general meeting and to the Board notice of each meeting;
- conduct the general correspondence of the organization that is not the proper function of another office or committee;
- prepare an order of business, prior to each meeting and in consultation with the presiding officer; and
- in the absence of the Chairperson and Executive Director, preside until the immediate election or appointment of a chair pro tem.

#### *Treasurer*

The Treasurer shall:

- prepare a long term financial strategy and an annual operating budget, in conjunction with the Board;
- ensure that modern financial management practices are respected including the keeping of full and accurate records of the accounts of GDRS, that any financial obligations are satisfied and that liaisons with financial institutions are maintained as necessary;
- submit a written report to the Board at each regular Board meeting;
- ensure that financial statements are audited or reviewed as required, on an annual basis; and
- submit an Annual Report to the Annual General Meeting.

#### *Past Chairperson*

The Past Chairperson shall:

- provide advice; and
- perform such duties as designated by the Board of Directors

#### *Registrar*

The Registrar shall:

- organize and direct the registration of all players within GDRS;
- ensure that all players are registered as required with the Eastern Ontario District Soccer Association (EODSA); and
- ensure that all player registration requirements are respected.

#### *Director Coach Development*

The Director Coach Development shall:

- develop and manage a GDRS Coach Development strategy and plan;
- organize the training and development of all coaches, including training clinics;
- ensure the availability of resources for coaches, within budgetary limits;
- co-ordinate the development and maintenance of a Coach and Assistant Coach database;



- ensure that all coaches and assistant coaches are security screened as required by Board direction;
- develop and implement feedback mechanisms for coaches and about coaches; and
- co-ordinate any GDRS-wide communications and activities with coaches.

#### *Director Equipment and Facilities*

The Director Equipment and Facilities shall:

- select and purchase equipment, including all uniforms and trophies as required by GDRS;
- maintain and manage the inventory and storage of all equipment;
- organize and co-ordinate the distribution and collection of all equipment as required during the season;
- develop and manage any GDRS merchandising program;
- work with the Director Marketing and Community Relations in the development and implementation of any sponsorship programs and agreements impacting equipment and uniforms.

#### *Director Soccer Divisions (number and definition to be determined by Board of Directors)*

The Directors of each Soccer Division shall:

- have primary responsibility for a defined group of players by age and/or gender;
- oversee team formation for the respective division in the context of Board direction, including the co-ordination of any volunteers and the development and management of team lists, in order that teams are formed based on the equitable assignment of registered players;
- oversee the process of engaging coaches and be responsible for liaising on a regular and timely basis with coaches in the respective division throughout the season, including on matters related to performance feedback and discipline;
- be responsible for the development and modification as necessary of any program design within the respective division in the context of Board direction; and
- generally administer the activities of the respective division on behalf of GDRS and in concert with GDRS office management

#### *Director Marketing and Community Relations*

The Director Marketing and Community Relations shall:

- develop and manage the GDRS marketing and sponsorship program;
- develop and promote relations with other community organizations;
- oversee the development and co-ordination of special events;
- ensure the appropriate management and maintenance of the GDRS web site in line with GDRS communications approach and requirements;
- ensure that any advertising and communications respect and leverage sponsorship agreements and partnerships; and
- work with the Director Equipment and Facilities in the implementation and management of any GDRS merchandising program.

#### *Head Referee*

The Head Referee shall:

- be an OSA registered referee in good standing
- have primary responsibility for the training and development of referees within GDRS to ensure that adequate refereeing resources are available for all GDRS games;
- ensure that all referees are familiar with the rules applicable to GDRS games;
- establish and manage the reporting procedure for referees so as to ensure that all matters of importance are brought to the attention of the GDRS Discipline and Appeals Committee in a clear and timely manner;
- develop and maintain a performance management process whereby referees are provided with feedback and support throughout the season;



- ensure that there is a system in place whereby referees are scheduled for games;
- ensure that referees are paid on a regular and timely basis in accordance with appropriate scale of referee fees;
- participate in the development and revision of any rules and handbooks for GDRS so as to ensure consistent and clear direction; and
- co-ordinate any GDRS-wide communications and activities with referees.

## **ARTICLE 7: MEETINGS**

### **General Meetings:**

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 EMAIL and on the GDRS web site.

The quorum for all general meetings shall be set a number of voting members equal to 2/3 of elected Board Members. Any question shall be decided by a majority of the votes unless otherwise required by this By-Law or other law.

### **Annual General Meeting:**

GDRS shall hold its Annual General Meeting not later than November 30. The agenda of the Annual General meeting shall include:

1. Roll Call
2. Minutes of Previous Annual General Meeting
3. Chairperson's Address
4. Directors' Reports
5. Treasurer's Report
6. Financial Auditor's Report
7. Appointment of Auditors or Financial Reviewer
8. Other Reports
9. Unfinished Business
10. Amendments to the By-Laws
11. Election of Officers and Directors
12. Any Other Business
13. Adjournment

### **Special General Meeting:**

A Special General Meeting of GDRS:

- a) may be called by the Board of Directors, or
- b) shall be called by the Board of Directors upon receipt of a written request submitted to GDRS 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.

### **Voting at General Meeting:**

At an Annual General Meeting or at a Special General Meeting, each member is entitled to one vote.

### **Board of Directors Meeting:**

The Board of Directors shall normally meet monthly but at a minimum, at least 4 times per year, upon 14 days' notice given by the Chairperson and/or Secretary, at such place and time as the Board of Directors 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 8: COMMITTEES**

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 GDRS.

#### **ARTICLE 9: PROCEDURES GOVERNING MEETINGS**

All meetings of GDRS 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 GDRS.

#### **ARTICLE 10: BY-LAW AMENDMENTS**

By-Law amendments may be proposed by the Board of Directors, or submitted by a member to GDRS in writing at least 21 days prior to a general meeting of GDRS; and must be approved by a majority vote of those present and voting at a Board of Directors meeting, and by a majority vote of the membership voting at a meeting of GDRS duly called for that purpose.

All members entitled to vote shall be notified with the GDRS notice of the said members' meeting about By-Law amendments

#### **ARTICLE 11: RULES AND REGULATIONS**

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

- a) discipline of a member
- b) duties of Board of Directors: authority granted to Board regarding the business being conducted
- c) duties of Board of Directors: selection process and appointment process for the appointment and renewal of appointments to GDRS paid and volunteer positions
- d) duties of Board of Directors: process for revoking appointments

The Board of Directors may approve and publish Rules and Regulations which are consistent with this By-Law and consistent 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 an Annual General Meeting or Special General Meeting. If the rules and regulations 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 Rules and Regulations are then in effect.

The Board of Directors may make such miscellaneous rules and regulations as may be deemed necessary to promote, develop and govern the game of youth recreational soccer within the operating area and for the efficient administration of the playing of games.

No such regulations may violate any individual's rights or freedoms except as may be required to protect the rights and freedoms of any other individual and to ensure the stability of the basic structure of the game.

#### **ARTICLE 12: INDEMNITY**

Members of the Board of Directors or other servants to GDRS, their heirs, executors, administrators and estate and effects respectively shall be indemnified and saved harmless at all times by GDRS 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 13: FINANCE**

- a) The GDRS Board of Directors shall maintain full financial control for the operation of GDRS.
- b) The Board shall review the financial requirements for GDRS on an annual basis for the purpose of setting registration fees to be paid by all members and administered uniformly for GDRS.
- c) The accounts of GDRS shall be audited or reviewed as required on an annual basis by a Chartered Accountant.
- d) The financial statements shall be presented to the AGM for adoption.
- e) A private accounting firm shall be selected to perform the financial audit or review at the GDRS AGM.
- e) The fiscal year of GDRS shall end on the date established in the OGSC constitution.

### **ARTICLE 14: REGISTRATION**

- a) All individuals playing on GDRS teams shall be properly registered by GDRS prior to participating in any manner with any team, in accordance with EODSA and OSA requirements.
- b) Where necessary, birth certificates, passports or other evidence considered acceptable to the Board of Directors shall be required as proof of age. The burden of proof of age shall rest with the player or their family.
- c) Every player registered with GDRS shall be immediately eligible to participate with his/her assigned team in the context of decisions taken by the Board of Directors to efficiently manage the registration process. Any player subsequently registered for participation in the Ottawa Carleton Soccer League (OCSL) shall be subject to limitations as provide for in the OCSL or EODSA constitutions.
- d) It shall be the sole responsibility of the respective coaches to ensure that no non-registered player is permitted to play in any GDRS game or practice.
- e) No GDRS registered player shall be permitted to participate as a member of more than one team within the OGSC except as allowed for by decisions of the Board of Directors to provide for trial games with competitive level teams.
- f) Any player registered with another soccer club shall not be eligible to participate, or to be registered with GDRS.
- g) Any player within GDRS reaching the limiting age of the division in which he/she is registered, on or after the 1<sup>st</sup> of January of the current playing season will be eligible to play in that division for the remainder of the current year.
- h) A youth amateur player shall mean any amateur player who has not attained his/her nineteenth birthday before the 1<sup>st</sup> of January for the current year.
- i) The minimum age for registering with GDRS is five years of age, that age being attained anytime during the calendar year for which the player is being registered to play.
- j) A player may play in any age division provided they have not exceeded the stipulated age before the 1<sup>st</sup> of January of the respective season. It is the general policy of GDRS to discourage upward movement of players above their age level. However, special circumstances whereby a player is considered to be greatly superior to his/her peers and advancement will not jeopardize his/her ability to develop may be submitted to the respective soccer division Director for consideration.
- k) To promote the game of soccer and to ensure each registered player has the opportunity to play at their commensurate level, the respective soccer divisions Directors may in exceptional circumstances jointly approve the playing up of players and jointly recommend to the GDRS Board of Directors the playing down of certain players.

### **ARTICLE 15: DISCIPLINE AND APPEALS COMMITTEE**

- a) The Discipline and Appeals (D&A) Committee shall consist of at least three (3) members of the GDRS Board of Directors and be chaired by the Chairperson of the Board of Directors. The Head Referee will be an advisor to this Committee.
- b) It shall be the purpose of the D&A Committee to provide members the opportunity to express their views regarding incidents that result in a need for disciplinary action, and to take action as appropriate.





- c) The D&A Committee shall operate in the context of the powers delegated to it by the OSA and EODSA and the processes provided for by the OSA and EODSA.
- d) Disciplinary procedures are to be established and maintained by the Board of Directors and communicated for all members to view.

#### **ARTICLE 16: LAWS OF THE GAME**

The GDRS Board of Directors shall support and maintain the principles of the Laws of the Game as established by the Fédération Internationale de Football Association (FIFA) board and recognized by FIFA, except as provided to accommodate differences in age, climatic conditions or the aims and objectives as conceived by GDRS.

#### **ARTICLE 17: DISPUTE RESOLUTION**

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

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

#### **ARTICLE 18: HARASSMENT**

GDRS shall adhere to the Harassment Policy as published and approved by the OSA. The Harassment Policy shall apply to all employees, directors, officers, volunteers, coaches, game officials, administrators, players, members and registrants of GDRS.

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.

GDRS shall make available to any member the Harassment Policy when requested.

#### **ARTICLE 19: APPEALS**

- a) Any registrant or registered organization directly affected by a decision of GDRS may appeal such decision. The denial or termination of membership in GDRS may be appealed by a non-member.
- b) A decision of GDRS may be appealed to the OGSC. The appeal shall be conducted in accordance with the OSA'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 GDRS operations, except where the selection, appointment and revocation process outlined in the GDRS rules and regulations has not been followed.

#### **ARTICLE 20: DISSOLUTION**

In the event of dissolution of GDRS, 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 which is (are) registered with the OSA.

#### **ARTICLE 21: 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.