



Yukon Soccer Association By-laws

The By-laws relating generally to the conduct of the affairs of the Yukon Soccer Association.

BE IT ENACTED as the *By-laws* of Yukon Soccer Association as follows:

1 General

1.01 DEFINITIONS

“Act” means the *Yukon Societies Act, (1987)* including the Regulations made pursuant to the Act, and any statute or regulations that may be substituted, as amended from time to time;

“Association” means the Yukon Soccer Association, also referred to as the YSA;

“General Meeting” means an Annual General Meeting or a Special General Meeting; and

“Membership” is comprised of all Members as defined in section in 3.01.

1.02 INTERPRETATION

- i. In the interpretation of these *By-laws*, words in the singular include the plural and vice-versa, words in one gender include all genders, and "person" includes an individual, body corporate, partnership, trust and unincorporated organization.
- ii. Other than as specified in 1.01 above, words and expressions defined in the *Act* have the same meanings when used in these *By-laws*.

1.03 SUPERSEDING THESE BY-LAWS

For a matter not described or defined in these *By-laws* of the YSA, the Board of Directors and/or Membership must address the matter in accordance with the *Act* as far as it may pertain to the subject matter thereof.



1.04 FINANCIAL YEAR

For the purpose of Yukon Soccer Association, the financial year shall be from the 1st day of October to the 30th day of September in the following year.

1.05 SIGNING AUTHORITY

Any accounts of the Association shall bear a maximum of four Directors with signing authority and shall require two signatures, one of which must be either that of the President or Treasurer. All funds of the Association must be deposited to its account in a chartered bank located in the Yukon Territory.

1.06 BORROWING OF FUNDS

The Board is responsible for overseeing the effective operation of the Association and may, by resolution, authorize the borrowing of funds for this purpose. The Board may borrow funds for a capital expenditure on the authority of an extraordinary resolution of the Voting Members present at a General Meeting.

1.07 AUDITING OF ACCOUNTS

- i. The accounts of the Association shall not be audited unless the Board, by ordinary resolution, directs that the accounts shall be audited and appoints an auditor for that purpose.
- ii. The accounts of the Association shall be reviewed as required pursuant to section 9(6) of the Act.

1.08 RULES OF ORDER

All meetings of Yukon Soccer Association shall be conducted in accordance with *Robert's Rules of Order* insofar as they may apply, except when these *Rules of Order* violate the *By-laws* of YSA.

1.09 UNFORESEEN CONTINGENCIES AND FORCE MAJEURE

The Board shall have the final decision on any matters not provided for in these *By-Laws* or in the *Governance Policy* or *Act* in cases of force majeure.



2 Objectives and Operations

2.01 OBJECTIVES OF YSA

The objectives of YSA are:

- i. **Athlete Development** - Promote the values of health, recreation and fair play throughout the territory to encourage life-long engagement with the sport; support the long-term development and growth of individual athletes and teams toward elite and competitive levels.
- ii. **Administration and Organizational Development** - Support the effective and efficient operation and development of the Yukon Soccer Association, and to provide comprehensive assistance to territorial organizations to help them become actively involved in the operation of the Association.
- iii. **Community Development** - Increase participation at the community level throughout the Yukon by improving accessibility, training and supporting volunteers and coaches, and providing greater opportunities to play.
- iv. **Facility Development and Maintenance** - Support and promote the development and maintenance of suitable and safe playing facilities throughout the Yukon.
- v. **Leadership Development** - Support the continuous development and growth of YSA coaches, officials, administrators, volunteers and board members.

2.02 OPERATIONS OF YUKON SOCCER

The operations of the Association are to be carried on throughout the Yukon Territory and shall be affiliated with and under the jurisdiction of the Canadian



Soccer Association (CSA), subject to the *By-laws, Rules and Regulations*, policies and decisions of that body.

3 Membership

3.01 CLASSES OF MEMBERSHIP

A Voting Members

- i. **Member Clubs.** Membership shall be open to all soccer clubs in the Yukon, and who meet the club licensing provisions outlined by Canada Soccer.
- ii. **Member Leagues.** Membership shall be open to those soccer leagues within the Yukon registered with the YSA, and have a Board of Directors and Bylaws.
- iii. **Member Association.** Membership shall be open to those Associations within Yukon registered with the YSA, and have a Board of Directors and Bylaws.

B Non-voting Members

- i. **Participant Members.** Membership shall be open to any player, coach, official or volunteer who are registered directly with the YSA, or whom are registered with a Member Club, League or Association under **A** above.
- ii. **Life Members** are those individuals who have provided outstanding service to the Society.

3.02 RIGHTS OF MEMBERSHIP

- i. A Member of the YSA has the following rights:



- a) to take part in all General Meetings of the YSA, to know the agenda within the prescribed time, and to exercise their voting rights;
 - b) to submit proposals for inclusion in the agenda of all General Meetings;
 - c) to nominate candidates for the Board of Directors;
 - d) to take part in competitions and/or other soccer activities sanctioned by the YSA;
 - e) to exercise all other rights arising from the *By-laws*, policies and decisions of the YSA.
- ii. The exercise of these rights is subject to the other provisions in the *By-laws*, policies and decisions of the YSA.
- iii. Only a Member in good standing may exercise member rights as established in the *By-laws*, policies and decisions of the YSA. To be considered in good standing, a Member must be registered and paid for the current season (October 1 to the following September 31) and compliant with the Obligations of Membership under **3.03**.

3.03 OBLIGATIONS OF MEMBERSHIP

- i. A Member of the YSA has the following obligations, where applicable:
- a) to respect the *By-laws, Rules and Regulations*, policies and decisions of the Canadian Soccer Association and the YSA at all times including;
 - i. the *Canada Soccer Association Code of Conduct and Ethics* (Appendix A), and
 - ii. the *Canada Soccer Association Disciplinary Code* (Appendix B).
 - b) to take part in competitions and other soccer activities as organized by the YSA;
 - c) to meet all financial obligations to the YSA;
 - d) to comply with the *Laws of the Game* as laid down by International Football Association Board (IFAB), or as otherwise appropriate;
 - e) to have no relationships of a sporting nature with Members that are suspended or with organizations that are not recognized by the YSA;
 - f) to agree that any dispute requiring arbitration relating to the *By-laws*, policies and decisions of the YSA shall follow this established hierarchy:



1. The YSA
 2. Sport Yukon or Government of Yukon
 3. Ordinary Courts
- g) to observe the principles of loyalty, integrity and good sporting behaviour as an expression of fair play;
- h) to comply fully with all other duties arising from the *By-laws, Rules and Regulations*, policies and decisions of the Canada Soccer Association and the YSA;
- i) to identify a League representative who will attend all General Meetings, and to inform the YSA annually of: any proposed amendments to its *By-laws*, changes to policies, a list of Directors who are authorized signatories, and the date of General Meetings;
- j) to demonstrate Membership or competition eligibility (such as age or residency) at the request of the Association, through production of suitable ID. Acceptable documents include an RCMP declaration or Yukon government-issued ID.
- ii. Violation of the above-mentioned obligations by any Member may lead to sanctions provided for in these *By-laws*.

3.04 WITHDRAWAL OF MEMBERSHIP

A Member may withdraw from membership in the YSA by providing formal notice in writing to the YSA administration.

3.05 SUSPENSION AND REINSTATEMENT

- i. The Voting Members at a General Meeting are responsible for suspending a Member by an extraordinary resolution.
- ii. The Board may, however, suspend a Member that seriously or repeatedly violates its obligations as a Member with immediate effect. This suspension shall last until the next General Meeting.
- iii. A suspension must be ratified at the next General Meeting by extraordinary resolution of the Voting Members present. If it is not ratified, the suspension is automatically revoked.



- iv. A suspension will be lifted on fulfilment of the requirement(s) imposed by the Membership or the Board.
- v. A suspended or expelled Member shall lose their rights as outlined in these *By-laws*.

3.06 EXPULSION OF A MEMBER

- i. The Membership at a General Meeting may expel a Member if:
 - a) the Member fails to fulfill its financial obligations toward the YSA;
 - b) the Member seriously or repeatedly violates the *By-laws, Rules and Regulations*, policies and decisions of the Canadian Soccer Association or the YSA.
- ii. The motion for expulsion must be adopted by an extraordinary resolution of Voting Members present at the General Meeting.

4 Fees

4.01 ESTABLISHMENT OF FEES

- i. The Board may establish a membership fee.
- ii. The Board may establish additional fees for the provision of any service or for participation in any program of the YSA.

5 General Meetings

5.01 HOLDING OF THE ANNUAL GENERAL MEETING

The Annual General Meeting of the YSA shall be held no earlier than 31 days and no later than 90 days after the end of the fiscal year.

5.02 CHAIR OF A GENERAL MEETING



The President shall chair a General Meeting. In the President's absence, the Voting Members present shall choose an individual to chair the meeting.

5.03 THOSE ENTITLED TO BE PRESENT AT A GENERAL MEETING

- i. All Voting Members in good standing shall have a voice and a vote at a General Meeting.
- ii. All Non-voting Members shall have a voice but no vote at a General Meeting.
- iii. Subject to these *By-laws*, each Voting Member is entitled to one vote on any motion or resolution at a General Meeting.

5.04 SPECIAL GENERAL MEETINGS

Special General Meetings of the Association shall be:

- i. held at the call of the President;
- ii. held if so requested in writing or electronically by at least two-thirds of Voting Members in good standing.

5.05 AGENDA OF A SPECIAL GENERAL MEETING

- i. When a Special General Meeting is convened on the initiative of the Board, it must draw up the agenda. When a Special General Meeting is convened upon the request of Members, the agenda must contain the points raised by those Members.
- ii. The agenda of a Special General Meeting may not be altered. The only business to be covered at a Special General Meeting is that which is on the agenda.

5.06 NOTICE OF A GENERAL MEETING

Notice of any General Meeting shall:



- i. set out the time and place of the meeting and indicate the business to be transacted;
- ii. be given at least 15 days prior to, and not more than 50 days before, the date set for the meeting by email, radio, posting on the YSA website or advertisement in a newspaper having wide circulation in the Yukon.

5.07 ORDER OF BUSINESS

Unless the Members at an Annual General Meeting decide otherwise, the order of business at an Annual General Meeting shall be:

1. Call to order and roll call
2. Adoption of agenda
3. Approval of minutes of previous Annual General Meeting
4. Business arising from the minutes
5. President's report
6. Financial report and approval of financial statements
7. Director and Regional reports
8. Amendments to *Articles* and *By-laws*
9. New Business
10. Election of Directors
11. Adjournment

5.08 QUORUM

At least two-thirds of Voting Members of the Association in good standing constitute a quorum for any General Meeting.

5.09 METHOD OF VOTING

Voting at all General Meetings of the Association shall be conducted by a show of hands unless any Voting Member in good standing present requests a ballot vote on any motion or resolution.

5.10 VOTING ON ELECTION OF DIRECTORS



Directors shall be elected at each Annual General Meeting. Where there is more than one candidate for an office, the election shall be conducted by secret ballot.

5.11 PRESIDENT'S VOTING RIGHTS

The President may vote on a motion or resolution at any General Meeting of the Association only in the event of a tie, but may vote in a secret ballot for the election of Directors.

6 Board of Directors

6.01 CONDUCT OF AFFAIRS

The Board is responsible for conducting the affairs of the Association in accordance with the *Articles* and *By-laws*.

6.02 QUORUM FOR BOARD MEETINGS

A simple majority of the Board constitutes a quorum for a meeting of the Board of Directors.

6.03 REMUNERATION OF DIRECTORS

Subject to **8.02**, the Directors may not receive any remuneration.

6.04 COMPOSITION OF THE BOARD

- i. The Board shall include the following individuals elected during an Annual General Meeting:
 - a) President;
 - b) 1st Vice-President;
 - c) 2nd Vice-President;
 - d) Treasurer;
 - e) Secretary;
 - f) Director;
 - g) Director;



- h) Director;
 - i) Director; and
 - j) Director.
- ii. The YSA administration must receive nominations twenty-four (24) hours in advance of commencing the Annual General Meeting. No nominations shall be taken from the floor.
 - iii. At least two (2) board positions must be reserved for rural members.
 - iv. At least two (2) board positions must be reserved for women.
 - v. The following persons are disqualified from being a Director:
 - a) a person who is less than 18 years of age;
 - b) a person who has been declared incapable by a court in Canada or in another country;
 - c) a person who has the status of a bankrupt.

6.05 TERMS OF DIRECTORS

With exception for the first terms after these bylaws are enacted, elected Directors shall serve a two-year term on the Board. Directors shall be elected in accordance with the following schedule:

- i. In even-numbered years: President, 2nd Vice-President , three (3) Directors; and
- ii. In odd-numbered years: 1st Vice-President, Treasurer, Secretary, 2 (2) Directors.

6.06 STANDING COMMITTEES

The Board may appoint Standing Committees as it deems necessary to assist with its work.

6.07 CEASING TO HOLD OFFICE



A Director ceases to hold office when:

- i. the Director becomes disqualified through the provisions of these *By-laws*, or the *By-laws, Rules and Regulations*, policies and decisions of the Canada Soccer Association, or the *Act*;
- ii. the Director resigns;
- iii. the Director dies;
- iv. a resolution to remove an individual from the Board is supported by a two-thirds majority of the Directors.

6.08 RESIGNATION OF A DIRECTOR

The resignation of a Director becomes effective at the time a written resignation is received by the YSA or at the time specified in the resignation, whichever is later.

6.09 REMOVAL OF A DIRECTOR

- i. The Board may investigate and determine the validity of any allegation of non-compliance by a Director with the *Code of Conduct and Ethics*, with these *By-laws* and the policies and decisions of the YSA, or with the *By-laws, Rules and Regulations*, policies and decisions of the Canada Soccer Association.
- ii. The Board shall first advise the Director in writing of the nature and extent of such allegations and provide the Director with an opportunity to make representations regarding same, and the Board shall also first advise the Director in writing of any step or measure the Board might take if it determines that the allegation is valid.
- iii. If the allegation is determined to be valid and the Director does not provide their resignation as requested by the Board, the Board may resolve in accordance with **6.07** to immediately remove the Director.

6.10 VACATION OF THE PRESIDENCY



When the President's position is declared vacated, the 1st Vice-President or 2nd Vice President shall be appointed President and shall serve in that position on an acting basis until the next Annual General Meeting, at which time a new President shall be elected.

6.11 VACATION OF OTHER POSITIONS

When other positions on the Board are declared vacated, a Director shall be appointed to that position by the Board and shall serve in that position on an acting basis until the next Annual General Meeting, at which the acting Director or a replacement shall be elected to that position.

7 Dispute Resolution

7.01 PROVISIONS

The Association and its Members shall use the mediation/arbitration provisions in these *By-laws* and the *By-laws* of the Canada Soccer Association as their exclusive remedy to resolve any and all disputes or disagreements between them and each waives any and all resort to the ordinary courts of any province and territory, including the federal courts.

7.02 DISCIPLINARY CODE

The Association and its Members shall comply with the applicable sections of the *Disciplinary Code* of the Canada Soccer Association.

7.03 JURISDICTION

- i. The YSA shall have jurisdiction with respect to disputes between parties where the parties are Members of the YSA.
- ii. The Canada Soccer Association and its Judicial Bodies shall have jurisdiction with respect to disputes between parties where the parties are Members of the Canada Soccer Association, or where disputes within the YSA cannot be resolved.



7.04 MECHANISM

In the event that a dispute or controversy among Members, Directors, committee members or volunteers of the YSA arising out of or related to the *Articles* or *By-laws* is not resolved in private meetings between the parties, then without prejudice to or in any other way derogating from the rights of the Members, Directors, committee members, employees or volunteers of the YSA as set out in the *Articles*, these *By-laws* or the *Act*, and as an alternative to such person instituting a lawsuit or legal action, such dispute or controversy shall be settled by the provisions of the YSA *Dispute Resolution Policy*.

8 Dissolution and Distribution of Assets

8.01 DISSOLUTION OF THE YUKON SOCCER ASSOCIATION

Any decision relating to the dissolution of the YSA requires the support of the Voting Members, which must be obtained at a General Meeting.

8.02 NO INCOME DISTRIBUTION TO MEMBERS

The Association shall not distribute any part of its income to any of its Members. For greater certainty, this does not preclude the payment of reasonable salaries or employee benefits or other payments for services approved by the Board, and it does not preclude the reimbursement of reasonable out-of-pocket expenses.

8.03 ASSET DISTRIBUTION TO TERRITORIAL ORGANIZATIONS

On a winding-up of the Association, all remaining assets shall be distributed among territorial sports organizations, provided that they are incorporated under the *Act* or among Canadian charities registered pursuant to the *Income Tax Act*.

9 Amendment or Revision of By-laws

9.01 AMENDMENT OR REVISION OF BY-LAWS



These *By-laws* may be amended or revised by an extraordinary resolution of the Voting Members present at a General Meeting, provided that a notice of the proposed amendment or replacement has been included in the notice of the General Meeting at least seven (7) days in advance.

9.02 ADOPTION OF BY-LAWS

These *By-laws* were adopted at the Annual General Meeting of the Association in Whitehorse on December 2, 2017.