

# **CONSTITUTION CENTRAL EAST SOCCER LEAGUE**

Whereas the Central East Soccer League has been created and successfully operated by the Durham Region Soccer Association, the East Central Ontario Soccer Association and the Scarborough Soccer Association since 2002 under the umbrella of the Ontario Soccer Association; and

Whereas some adjustments are required to the constitution of the Central East Soccer League with regard to the Leagues governance structure and administrative controls;

Be it Resolved that the following amendments to the Constitution, as highlighted below, be enacted this fourteenth day of October, 2008.

## **ARTICLE 1: NAME**

The name of this League shall be the Central East Soccer League, hereinafter referred to as the League. The headquarters of the League shall be within the physical boundaries of Durham Region Soccer Association, East Central Ontario Soccer Association and the Scarborough Soccer Association, which associations are hereinafter referred to as the District Associations.

## **ARTICLE 2: AFFILIATIONS**

The League shall be an Associate Member of the Durham Region Soccer Association, East Central Ontario Soccer Association and the Scarborough Soccer Association and shall follow the published rules of The Ontario Soccer Association, hereinafter referred to as the governing organization.. The League is subject to the published rules in declining order of authority of the following organizations:

1. The Canadian Soccer Association;
2. The Ontario Soccer Association

## **ARTICLE 3: OBJECTS**

The League shall have the following objects:

1. To provide a level of competition for the Durham Region Soccer Association, the East Central Ontario Soccer Association and the Scarborough Soccer Association in accordance with the Pyramid For Play established by the Ontario Soccer Association.

2. To provide a league competition either indoor or outdoor or both, for teams within specific Club, District, Regional or Provincial boundaries as authorized by the governing organization.
3. To operate the league based on the Terms Of League Operations approved by the governing organization.

## **ARTICLE 4: MEMBERSHIP**

The Membership of the league shall be each Club with one or more teams playing in the league. Eligibility for Membership in the league shall be in accordance with the Pyramid of Play established by The OSA and with the rules published by The OSA which govern leagues.

### **Acceptance into Membership**

A Club must apply for Membership and pay Membership fees to the league.

### **Membership Fees**

The annual Membership fees shall be set by the Board of Directors.

### **Approval of New Members**

A club shall become eligible to be a new Member if one or more of its teams becomes eligible to play in the league based on the Pyramid For Play established by The OSA in accordance with the published rules of The OSA.

The Membership application must be approved by the Board of Directors of the League.

### **Membership Renewal**

A Club will renew its Membership by completing the required form for Membership renewal, providing that it still has a team eligible to play in the league based on the Pyramid of Play established by The OSA and in accordance with the published rules of The OSA.

### **Rights of Members**

Members shall be accorded the following rights:

- To be governed in accordance with the published rules of The OSA and the League;
- To participate in League sanctioned competitions;
- To attend all general meetings called by the League; and
- To enter teams in the league in accordance with the published rules of The OSA.

### **Discipline of a 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 rules and

regulations of the League and a hearing held in accordance with the rules and regulations of the League and the published rules of The OSA. A Member whose Membership has been suspended loses all rights of Membership until the suspension has been terminated.

### **Termination of Membership**

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

- If the Member submits a signed letter of withdrawal to the League;
- If the Member is expelled by the League; and
- If the Member fails to renew Membership in accordance with the published rules and regulations of the League.

## **ARTICLE 5: BOARD OF DIRECTORS**

The League shall be governed by a Board of Directors which shall consist of at least 6 but not more than 9 individuals, as may be amended from time to time in accordance with the Constitution of the League. These individuals shall hold the positions of:

President  
Vice-President  
Secretary  
Treasurer  
Discipline Chair  
League Cup Chair  
Director at Large (3)

The League Board of Directors shall at all times be made up equal numbers from each of three District Associations.

The governing organization may appoint a liaison member to the Board of Directors, which liaison shall have a voice but no vote at a meeting of the Board of Directors.

A Director may hold more than one position.

A Director shall be 18 years of age or older and shall not be an undischarged bankrupt.

A Director shall serve for a term of two years or until his or her successor is appointed.

### **Director Vacancy**

A Director has the right to resign their position by submitting a signed letter of resignation to the League and the governing organization.

A vacancy on the Board of Directors and their respective position(s) held, however caused, shall be filled by the governing organization on recommendations of the District Associations. The successor Director shall hold his or her incumbent's position(s) for the remainder of the term being filled.

### **Removal of Director**

No member of the Board of Directors shall be removed for arbitrary reasons but may be removed if:

1. the Director is unable to perform the duties expected of the position due to, but not limited to, any of the following reasons:
  - a. if the Director becomes incapable of performing the business of the League;
  - b. if the Director is absent from two or more meetings of the Board without satisfactory reason;
  - c. if the Director no longer resides in reasonable proximity to the League; or
  - d. if the Director becomes, or is discovered to be, an undischarged bankrupt; or
2. The Director has compromised the integrity of the League due to, but not limited to, any of the following reasons:
  - a. if the Director has been found guilty of an offence under the Harassment Policy of The OSA;
  - b. if the Director been found guilty of an offence involving violence under the Discipline Policy of The OSA;
  - c. if the Director has failed to properly account for monies or other property belonging to the League;
  - d. if the Director has been found guilty of a criminal offence regardless of whether or not the offence directly affected the League; and
  - e. if the Director has been found guilty of failing to act in accordance with the Conflict of Interest Policy of The OSA.

The governing organization on the recommendation of the District Associations may remove and replace a member of the Board for good and sufficient cause.

### **Conflict of Interest and Standards of Conduct**

The Directors shall be subject to the Conflict of Interest Policy 21.0 in The OSA's published rules.

### **Duties of Board of Directors**

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

The Board of Directors shall be responsible for the appointment and renewal of appointments of all positions within the League, which appointments shall be ratified by majority vote of the three District Presidents. This shall include the appointment of volunteer and paid administrators within the operations of the League, but excludes those Board members appointed by the governing organization as recommended by the individual District Associations. The selection process and the appointments shall be based on procedures outlined in the rules and regulations of the League.

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 rules and regulations of the League.

## **Duties of Directors**

### *President*

Except as provided for in the Dispute Resolution Policy of the OSA, and where the President delegates the responsibility to another person, the President shall preside at all General Meetings of the League 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 League.

### *Vice-President*

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

### *Treasurer*

The Treasurer shall ensure that full and accurate records are kept of the accounts of the League; shall report to the Board of Directors at least once per quarter; and shall submit an Annual Report to the Annual General Meeting.

### *Secretary*

The Secretary shall keep a record of all minutes of the organization; keep on file all committee reports; notify officers and committee members of their appointment; furnish committees with those documents required to perform their duties; sign all certified copies of actions of the League, unless otherwise specified in the rules and regulations of the League; maintain record books in which the constitution, rules and regulations and minutes are entered and to have the current record books available at each meeting; to send out to the Membership a notice of each general meeting; to send out 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, prior to each meeting in consultation with the presiding officer an order of business; and in the absence of the president and vice-president to preside until the immediate election or appointment of a chair pro tem.

### *Other Director Positions*

The duties of other Director Positions shall be determined by the Board of Directors.

## **ARTICLE 6: 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 e-mail, posted on the web site and/or fax.

### **Annual General Meeting:**

The League shall hold its Annual General Meeting not later than December 10 of each year. The agenda of the Annual General meeting shall include:

1. Roll Call
2. Credentials Report
3. Minutes of Previous Annual General Meeting
4. President's Address
5. Officers' Reports
6. Treasurer's Report
7. Auditor's Report
8. Appointment of Auditors
9. Other Reports
10. Unfinished Business
11. Roll Call
12. Any Other Business
13. Adjournment

### **Special General Meeting:**

A Special General Meeting of the League:

- 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 the League 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 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.

### **League General Meeting:**

A League General Meeting shall be called by the Board of Directors to deal with the regular business of the league.

**Board of Directors Meeting:**

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.

A majority of the members of the Board of Directors, then in office, shall form a quorum at all meetings of the Board. Questions arising at any meeting shall be decided by a majority of votes cast where each director is entitled to cast one vote.

**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 League.

**ARTICLE 8: PROCEDURES GOVERNING MEETINGS**

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 Constitution or other Rules and Regulations of the League.

**ARTICLE 9: CONSTITUTION AND AMENDMENTS**

Amendments to the Constitution 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

Amendments to the Constitution shall require approval by the governing organization based on the recommendations of the District Associations.

**ARTICLE 10: RULES AND REGULATIONS**

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

1. discipline of a Member: summary of charges regarding misconduct;
2. discipline of a Member: procedures for discipline hearing;
3. duties of Board of Directors: authority granted to Board regarding the business being conducted;
4. 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;
5. duties of Board of Directors: process for revoking appointments; and

The Board of Directors may approve and publish Rules and Regulations which are not inconsistent with this Constitution and 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, which Rules and Regulations become effective immediately or at a time set by the Board of Directors, and is subject to ratification by the governing organization based on the recommendations of the District Associations. If the amendment is not approved by the governing organization, it is of no effect and the previous Rules and Regulations are then in effect.

#### **ARTICLE 11: INDEMNITY**

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

The accounts of the League shall:

1. be audited annually by a Chartered Accountant if the annual Gross Revenue is greater than \$ 30,000; or
2. 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; or
3. with the consent of all its Members, be exempt from any audit or Financial Review Engagement if the Annual Gross Revenue is less that \$ 10,000.

The Audit or the Financial Review Engagement statement shall be presented to the Annual General Meeting for adoption.

At the Annual General Meeting of the League, a Chartered Accountant firm shall be appointed to perform the Audit or the Financial Review Engagement.

The fiscal year of the League shall end on 31 October of each year, unless otherwise ordered by the Board of Directors.

A proposed budget for the forthcoming year shall be prepared by the treasurer and recommended for approval by the Board of Directors to the governing organization based on the recommendations of the District Associations.

A League bank account shall be established at a federally chartered bank. All monies shall be promptly deposited into that account. All monies not required for immediate operational requirements shall be placed in an interest-bearing account or GIC at that bank. The League Executive is forbidden from investing League monies.

The League and the League Executive shall have no authority to borrow funds or to incur indebtedness, except as may be occasioned by vendor purchases on normal commercial terms. The League may receive seed money or operating funds from the Associations.

Any non-budgeted financial transactions in excess of \$ 1000 must be approved by a majority of the District Presidents.

### **ARTICLE 13: DISPUTE RESOLUTION**

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

Any Member of the League may initiate the Dispute Resolution process by communicating in writing to The OSA, with a copy to the League, 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 League shall make available to any Member the Dispute Resolution process when requested.

### **ARTICLE 14: HARASSMENT**

The League 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 League.

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 League shall make available to any Member the Harassment Policy when requested.

**ARTICLE 15: APPEALS**

Any registrant or registered organization directly affected by a decision of the League may appeal such decision. The denial or termination of Membership in the League may be appealed by a non-Member.

A decision of the League may be appealed to the governing organization. The appeal shall be conducted in accordance with the published rules of The OSA.

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 League's operations, except where the selection, appointment and revocation process outlined in the League's rules and regulations has not been followed.

**ARTICLE 16: DISSOLUTION**

In the event of dissolution of the League, 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 17: DEFINITIONS/TERMINOLOGY**

Terminology used in this Constitution shall have the same meaning as used by The OSA in its letters patent, By-Laws and published rules.

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**Approval of Amended Constitution:**

Central East Soccer League Board: \_\_\_\_\_ October 14, 2008  
Signature of President Date Approved

Durham Region Soccer Association Board: \_\_\_\_\_ October 14, 2008  
Signature of President Date Approved

East Central Ontario Soccer Association Board: \_\_\_\_\_ October 14, 2008  
Signature of President Date Approved

Scarborough Soccer Association Board: \_\_\_\_\_ October 14, 2008  
Signature of President Date Approved