



PRINCE ALBERT YOUTH SOCCER ASSOCIATION (PAYSAs)

CONSTITUTION AND BYLAWS

The Prince Albert Youth Soccer Association (PAYSAs) was constituted in 2007 to:

- Provide soccer programs for Prince Albert and area youth
- Promote youth participation in soccer
- Enhance youth soccer development in the district

PAYSAs is the governing organization, in Prince Albert and area, over youth soccer (Under 6 to Under 18), as approved by the SSA's Board of Directors.

Soccer organization has evolved over the years from community clubs to Prince Albert High Noon Optimist Youth Soccer Association to PAYSAs and continues the long tradition of providing youth soccer programs in Prince Albert and area. To this end, we ascribe to the following Vision, Mission, and Goals.

VISION

To create a passion for the game of soccer in an environment that encourages and ensures all participants are welcome in the sport, in an environment free from discrimination or harassment.

MISSION

PAYSAs shall promote, foster and develop the game of soccer, both indoor and outdoor, for the benefit of PAYSAs's youth.

GOALS

- 1. Develop the game of soccer:** PAYSAs, in partnership with its Members, will provide an integrated, coordinated system of soccer development, appropriate to different age groups and different levels of ability. PAYSAs is committed to the principles of Fair Play at all levels of the sport of youth soccer.
- 2. Build technical capacity through well developed technical programs:** PAYSAs will work diligently to design, and in partnership with its Members, implement technical programs for player, coach and referee development in the community.
- 3. Develop members and facilities to meet challenges of local, regional provincial and National competition:** PAYSAs, in partnership with its Members, shall work towards organizing and delivering high caliber domestic competitions.

1.0 GENERAL

- 1.1 The name of this organization shall be the Prince Albert Youth Soccer Association, hereinafter known as PAYSA.
- 1.2 The jurisdiction of PAYSA shall be the City of Prince Albert, and the surrounding region where no other Saskatchewan Soccer Association (SSA) district exists.
- 1.3 PAYSA shall affiliate with the Saskatchewan Soccer Association and the Canadian Soccer Association. PAYSA may also affiliate with other local soccer groups.
- 1.4 PAYSA shall be incorporated under The Non-Profit Corporations Act (Saskatchewan).
- 1.5 PAYSA shall have a Corporate Seal, which shall be in the custody of the Board.

2.0 MEMBERSHIP, FEES, AND VOTING RIGHTS

- 2.1 Membership is open to persons living within the jurisdiction of PAYSA who wish to register their child in a PAYSA program, or to individuals who have an interest in the sport of soccer and wish to support the objectives of PAYSA.
- 2.2 The term "Member" shall refer to:
 - (a) a parent or guardian who has paid the registration fee for their child, or
 - (b) an individual who has purchased a membership from PAYSA, for the current soccer year; or
 - (c) an honorary member who has been approved by the Board for a period including the current soccer year.
- 2.3 Members must meet the above requirements in order for their children, or themselves, to participate in PAYSA programs or activities.
- 2.4 The fee schedule shall be established at such amount as may be decided by the Board.
- 2.5 Members must meet the above requirements in order for their children or themselves to participate in PAYSA programs or activities.
- 2.6 PAYSA expects that all members conduct themselves in a manner that is respectful and evidences their commitment to the principles and the intent of the Rules and Regulations of the game, the PAYSA Constitution and bylaws, or PAYSA Policies. Members are expected to conduct themselves with dignity, both on and off the field of play.
 - (a) Any Member who is in breach of PAYSA Constitution and bylaws, PAYSA Policies or the Rules and Regulations governing the game of soccer in Prince Albert may be suspended by PAYSA and/or SSA for a stipulated period of time, indefinitely, or permanently.

2.7 All members in good standing, who are at least 18 years of age and live in the jurisdiction of PAYSА, shall have a voice and a vote at the Annual General Meeting and any Special General Meetings.

(a) any individual shall have only one vote.

3.0 BOARD OF DIRECTORS

3.1 The business of PAYSА shall be managed by a volunteer Board of Directors, all of whom are PAYSА members in good standing.

3.2 The 13 member Board of PAYSА shall consist of the following:

(a) Twelve (12) elected Directors, each for a two-year term. Election to these terms must be overlapped so that up to a maximum of (6) officials may be elected in any given year; and the Past-President, whose term would match the current president;

(b) If required, vacancies can be filled after the Annual General Meeting by appointing, up to a maximum of (4) Directors for the remainder of the year (maximum one year term) terminating at the next Annual General Meeting. These appointed members must be approved by the majority of the elected officials.

(c) Any staff or other contract or project positions would be deemed *ex officio*/ non-voting participants.

3.3 A President, Vice-President and Treasurer shall be selected, as Officers of the Board, for a one year term, by the elected directors.

3.4 To be eligible to be nominated and stand for a position on the Board, candidate members shall comply with the following:

(a) cannot be a current employee of PAYSА;

(b) shall not have a conflict of interest with PAYSА, (i.e. cannot stand to profit financially or otherwise from PAYSА);

(c) must meet PAYSА membership requirements for the current year; and

(d) must undergo, and pass, a Criminal Personal Information Check (CPIC).

3.5 Nominations shall be submitted in writing to the Chair of the Executive Committee of the Board of Directors no less than 7 days prior to the Annual General Meeting. All nominations shall include *Curriculum vitae* outlining the relevant experience of the candidate.

3.6 All elections of Directors shall be held at the Annual General Meeting. Appointments can be made at the discretion of the Board.

3.7 A position held by a Director of the Board shall be vacated if:

(a) the Director becomes physically or mentally incapable of performing the business of the office;

- (b) the Director is removed from the Board for breach of code of conduct;
- (c) three consecutive meetings have been missed without reasonable cause and without providing notice to the Board;
- (d) the Director tenders his/her resignation; or
- (e) death of a Board member.

3.8 When a vacancy occurs on the Board the Nominations Committee may nominate a candidate to be appointed, by majority vote, to fill the vacancy until the next Annual General Meeting.

4.0 BOARD MEMBER CODE OF CONDUCT

- 4.1 Board members shall exercise due diligence in all matters of governance. It is expected that all Board members will actively participate in the business of the Board by volunteering to assume responsibility to carry out Board and Committee tasks in a timely effective manner.
- 4.2 Board members shall conduct themselves in a responsible professional manner in conducting the business and activities of the Board. Any conflict of interest should be identified by Directors when dealing with Board or PAYSA business.
- 4.3 All Board business and discussion at Board meetings shall remain strictly confidential.
- 4.4 Board members shall treat each other with courtesy and respect.
- 4.5 In the event that any board member does not comply with sections 4.1 to 4.4, or are negligent in their duties, this conduct shall be considered to be good and sufficient cause for removal from the Board.

5.0 DUTIES AND POWERS OF THE BOARD

- 5.1 The Board is responsible to prepare all documents which detail the governing, management and technical matters of PAYSA, and any amendments to these documents, including:
 - (a) The Constitution and bylaws for PAYSA, which define the authority of PAYSA.
 - (b) The Policies which set out operating standards and expectations for the management of PAYSA programs and activities.
 - (c) The Rules and Regulations which set out the Code of Conduct for all members and participants and detail the Laws of The Game which apply when playing soccer in the PAYSA District.
- 5.2 The Board of Directors shall be vested with full powers to govern the affairs of PAYSA, including, but not limited to:

- (a) Ensuring that the Mission and Goals of PAYSA are carried out, without financial gain to its members, and planning for future soccer requirements.
- (b) Establishing the Policies and Procedures and the Rules & Regulations and making changes and additions to these as it may from time to time deem necessary.
- (c) Designing and implementing technical programs for player, coach and referee development.
- (d) Administering the funds of PAYSA in such a manner and for such purpose as it may decide are beneficial to the well being and advancement of PAYSA goals and ensuring any profits are used in promoting the association's goals.
- (e) Managing the use and operations of any soccer facilities, or equipment required for providing approved soccer programs.
- (f) Managing the volunteers needed to provide PAYSA programs.
- (g) Approving the employment or termination of any salaried or contract persons required to manage the affairs of the Association.
- (h) Dealing with any matters pertaining to the effective functioning of the Board including suspensions, expulsions, or resignations of Directors, or filling vacancies on the Board.
- (i) Ensuring an independent Disciplinary Framework and Process is established for dealing with disciplinary action as it applies to all PAYSA Members and participants (i.e. Players, coaches, officials, spectators and volunteers).

5.3 The business of PAYSA shall be managed by the Board as follows:

- (a) The President shall preside at meetings of the Board and will have a vote only when breaking a tie. The President shall be an *ex-officio* member of all Board committees, unless appointed as Chair. The role and responsibilities of the President shall be prescribed in PAYSA's Policy document.
- (b) The Vice-President shall preside at Board meetings in the absence of the President. The responsibilities of the Vice-President shall be prescribed in PAYSA's Policy document.
- (c) The roles and responsibilities of the Directors shall be prescribed in PAYSA's Policy document.
- (d) The Board shall establish any Standing and *Ad hoc* Committees and such other sub-committees as it deems advisable and prescribe the terms of reference in the Policy document.
- (e) The Board may employ such persons as it deems necessary and shall determine the scope of their responsibilities in managing the affairs of the Association.

6.0 MEETINGS AND PROCEDURES OF THE BOARD

- 6.1 Meetings of the Board shall be called by the President who shall decide their location. At the meetings of the Board, seven (7) Directors shall constitute a quorum.
- 6.2 In order to rescind any motion passed at a Board meeting, 75% of all Directors present at the meeting must vote in favor of the change.
- 6.3 PAYSAs Board shall also be directed by Resolutions adopted by the general membership at PAYSAs Annual General Meeting or at any Special General Meetings.
- (a) The Board may appoint a Resolutions Committee prior to the Annual General Meeting or Special General Meeting to gather, deliberate, process and present a committee recommendation of support or denial on all resolutions to PAYSAs Annual General Meeting or Special General Meeting for support or denial by the general membership's vote.

7.0 ANNUAL GENERAL MEETING

- 7.1 PAYSAs Annual General Meeting will be held before November 30th. Quorum shall be a minimum of ten (10) voting members, as defined in section 2.0 of this document.
- 7.2 The Order of Business shall normally include:
- (a) Reading of the minutes from the last AGM.
- (b) President's Report.
- (c) Financial Statement.
- (d) Written Reports from Committees.
- (e) Business arising from the Minutes.
- (f) Consideration of Amendments.
- (g) Election of Directors.
- (h) New Business.

8.0 SPECIAL GENERAL MEETING

- 8.1 A Special General Meeting shall be called within thirty (30) days following the receipt of written request signed by not less than one third of the members of the Executive.
- 8.2 All members shall receive fourteen (14) days clear notice of the date, time and location of any Special General Meeting, and the business to be considered.

8.3 Only the business for which a Special General Meeting has been called shall be dealt with except with unanimous consent of those present.

8.4 At a Special General Meeting, a quorum shall consist of 10 voting members.

9.0 AUDITED FINANCIAL STATEMENTS

9.1 The Fiscal Year of PAYSA shall be August 1 to July 31.

9.2 The Executive Committee, or three officers of the Board, shall appoint an auditor to conduct an annual audit of PAYSA's accounts.

10.0 INDEMNITY

10.1 Every Director, employee or volunteer of the Association shall be indemnified by PAYSA against all costs, losses and expenses incurred in or about the discharge of his/her respective duties, provided that he or she acted honestly and without malice.

11.0 AMENDMENTS AND DISPUTES

11.1 In the event of any changes deemed necessary in the Constitution and bylaws, such proposed changes shall be submitted to the Board in writing twenty-one (21) days prior to the Annual General Meeting. No later than seven (7) days before the Annual General Meeting, members must be advised through a public advertisement of intent to propose amendments to the constitution.

11.2 No amendment may be considered other than by this procedure, unless 75% of those entitled to vote and in attendance at the Annual General Meeting shall vote to have it considered.

11.3 In the event of any disputes as to the meaning of any section of the Constitution or resolution or bylaw passed, the interpretation of the Board shall be final.

12.0 OTHER

12.1 The parliamentary procedure governing all meetings of the Board of Directors, Special General Meetings, and Annual General Meetings of PAYSA, shall be Robert's Rules of Order. The tenth edition, October 2000, shall be the version adopted by PAYSA.

12.2 In all matters not covered by the Constitution, the By-Laws of the Saskatchewan Soccer Association as well as the Canadian Soccer Association shall apply.

COMING IN TO FORCE: 28 October 2009