

**PRINCE EDWARD ISLAND
SOCCER ASSOCIATION**

INCORPORATED 1979

CONSTITUTION AND BYLAWS 1996

AMENDED 2003

AMENDED 2007

AMENDED 2009

AMENDED 2010

BY-LAWS

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ARTICLE 1

INTERPRETATION

- (a) The name of the organization will be the “Prince Edward Island Soccer Association Incorporated”, hereinafter referred to as “The Association”.
- (b) The Association will be a non-profit and non-sectarian organization.
- (c) No individual or organization acting under the jurisdiction of The Association shall deny membership to, or expel, any party without just cause or upon grounds that are determined by the Association to be arbitrary.
- (d) A governing organization may publish rules as By-Laws, Rules, Regulations, Policies, Procedures or Laws that:
 - i) are adopted by the governing association;
 - i) are distributed to all members of the governing organization;
 - ii) shall not violate an individual’s rights or freedom except as may be required to protect the rights and freedom of any individual and to ensure the stability of the basic structure of soccer, and
 - iii) shall not be modified without:
 - a) the advice of any committee established to administer the area affected by the rule, and
 - b) consulting/advising the membership
- (e) Registered individuals and organizations shall act in accordance with published rules.
- (f) When interpreting any published rule or by-law the words:

All Stars means a group of players registered with the Association for the purpose of representing the Province at sanctioned events.

Association means Prince Edward Island Soccer Association Incorporated;

appeal means the process followed in accordance with published rules when a decision is unacceptable to an individual or organization;

approved by the Membership means the adoption of a motion by a majority of the votes cast by delegates present at an Annual General Meeting, or any general meeting as convened by the Association;

auditor means the organization and/or individual(s) that upon request by the President or Treasurer audits the accounts of the Association and ascertains the correctness of the financial statements of the Association;

clinic means one or more session(s) designed to develop and improve the skill or knowledge of the participants in any aspect of the game;

club means a team(s) or group of individuals ***including but not restricted to its executive, staff and volunteers***, properly constituted as a soccer organization and affiliated with the Association. Each club must have a mini program from U-6 through to U10 and must be seen to encourage the registration and participation of senior teams within their organization;

committee means a PEI Soccer Association committee;

competition means one or more games of soccer organized by a host;

decision means a governing organization's compliance or noncompliance in implementing published rules as required;

delegate means an individual qualified to take part at a General Meeting and cast one or more votes of the votes a member is entitled to at that meeting;

discipline means the process followed in accordance with published rules to establish if an individual or organization has committed an offence;

District means a group of Clubs as defined by the Association

District Team means a group of registered players selected to represent a District at a designated age category;

District Player means a registered player selected to play on a District Team;

Executive Committee means Officers of the Association, plus the Technical Director, the Directors of Senior Soccer, the Director of Youth Soccer, and the Director of Referees;

Executive Director means the employee of the Association responsible for the day to day administration of the affairs of the Association;

game means the game of soccer;

game official means an individual who is registered with the Association to officiate at games;

game official assault means a deliberate physical contact or attempted physical contact, any type of threats or threatening action, any form of violent conduct or attempted violent conduct towards a game official;

governing organization means that registered organization which, in the context of the rule being interpreted, is the organization delegated to act and is either an organization under the jurisdiction of the Association, a League or a Club;

hearing panel means those individuals appointed by a governing organization to deal with discipline and appeals;

host means a governing organization responsible for a Competition;

league means a governing organization that is immediately subordinate to the governing organization which delegates it the right to operate, and control its teams, for League operation purposes only, in accordance with published rules;

member ***means the clubs and*** the Executive Committee who are entitled to vote at Association meetings;

Officers of the Association means duly elected officials and include the President, Vice President, Secretary/Registrar, Treasurer and Past President;

player means an individual who is permitted, when registered with the Association in accordance with published rules, to play in a Competition;

Policy means a set of requirements adopted by the Executive Committee interpreting the intent of these By-Laws;

Procedure means a set of requirements adopted by the Executive Committee to implement a Policy;

Receipted request means a written request by registered mail, certified mail or trace mail by courier service with the correct fee, if required, in the form of recorded payment;

recorded payment means a cheque or money order made payable to the governing association;

registered means that an individual or organization is named on the register of a governing organization in accordance with published rules;

soccer means the game established by the Federation International Football Association (F.I.F.A.)

team means a group of registered players ***and team officials*** put together for the purpose of competing in a sanctioned league, competition or sanctioned exhibition game;

Team Official means an individual who is registered with the Association to be responsible for a team and includes coach, assistant coach, manager, trainer but is not restricted only to these officials;

ARTICLE 2

OBJECTIVES

The objects of the Association shall be, amongst others more particularly set forth in Schedule “A” to the Charter for Incorporation:

- (a) To serve as the official regulating and operating body of soccer throughout the Province of Prince Edward Island.
- (b) To foster and develop the game of soccer throughout the Province of Prince Edward Island.
- (c) To encourage participation of athletes at all levels, regardless of gender, age, ability, and to ensure that all players have a place to play in relation to their playing standard.
- (d) To endeavour to improve playing, coaching and officiating standards at all opportunities.
- (e) To make all reasonable effort to ensure that soccer on PEI is competitive at both Regional and National levels.

ARTICLE 3

HEAD OFFICE AND FISCAL YEAR

- (a) The Association shall be incorporated with its head office in the City of Charlottetown in the Province of Prince Edward Island;
- (b) The fiscal year of the Association shall be the one year period ending December 31st.

ARTICLE 4

MEMBERSHIP & AFFILIATION

- (a) This Association shall be under the jurisdiction of and affiliated with the Canadian Soccer Association.
- (b) The Association may admit to membership properly constituted Clubs as from time to time make application.
- (c) All Leagues, eg. the PEI Indoor *Soccer League*, PEI School Athletic Association, etc. may make application to be affiliated with the Association as an Associate Member.
- (d) Each application for membership or affiliation must be accompanied by the annual fee stipulated by the Executive Committee along with a copy of their most recently amended constitution.
- (e) A member may withdraw from the Association by giving notice in writing to the Executive Committee, at its head office, but no refund of fees will be made to a member upon cessation of membership.

ARTICLE 5

VOTING

- (a) Members in good standing shall be entitled to vote at any General or Special meeting of the Association. The President shall have only a casting vote where necessary to break a tie.
- (b) Motions put forward for debate shall be determined by a simple majority of the total votes cast.
- (c) There shall be one voting delegate from each affiliated Club.
- (d) Except for the President, Past President and Staff, each officer and director shall have one vote.
- (e) *Only voting members present at the time shall be permitted to vote. (No proxies shall be accepted)***

- (f) At all meetings of the Association, voting shall be by a show of hands unless a poll is requested. Decisions shall be reached by a simple majority unless otherwise required by By-Laws of the Association. All elections conducted shall be by secret ballot.
- (g) Members of the Executive Committee may not sit at a General Meeting of the Association in any other capacity than that for which they were elected.

ARTICLE 6

MEETINGS

- (a) Meetings shall be conducted in accordance with Robert's Rules of Order in so far as they apply.
- (b) Members will be given no less than seven days' notice of a meeting and will be given all relevant information relating to the meeting.
- (c) The Annual General Meeting shall take place no later than the last week of **February** each year.
- (d) The Annual General Meeting shall be attended by all members of the Executive Committee, together with one voting delegate from each affiliated club.
- (e) Only members in good standing shall be entitled to be represented at any meeting of the Association.
- (f) A simple majority shall constitute a quorum.
- (g) The order of business at the annual general meeting shall be:
 - (i) Roll Call, Credentials;
 - (ii) Approval of Agenda;
 - (iii) Minutes of Previous Meeting;
 - (iv) Business Arising from the Minutes;
 - (v) Nomination of Officers & Directors;
 - (vi) Communications;

- (vii) Reports -A. President's Report
 - B. Secretary/Registrar Report
 - C. Treasurer's Report
 - D. Senior Men's Division Director's Report
 - E. Senior Women's Division Director's Report
 - F. Youth Division Director's Report
 - G. Technical Division Director's Report
 - H. Referee Division Director's Report
 - I. Competitions Report
 - J. Executive Director's Report
- (viii) Consideration of Amendments to the Constitution and **Bylaws**;
- (ix) Election of Officers/Directors;
- (x) Approval of Budget;
- (xi) New Business;
- (xii) Date of Next meeting;
- (xiii) Adjournment.

ARTICLE 7

ELECTION OF EXECUTIVE COMMITTEE

- (a) All officers of the Association shall be elected for a two year term as follows:
 - (i) The President, Secretary/Registrar on even-numbered years;
 - (ii) The Vice-President, and Treasurer on odd-numbered years,
- (b) All Directors of the Association shall be elected for a two year term as follows:
 - (i) The Technical Director, Senior Men's Director, on even-numbered years;
 - (ii) The Senior Women's Director, Youth Director and Referee Director on odd-numbered years;
- (c) No person shall be nominated for a position of Officer/**Director** of this Association if he/she is not present at the annual meeting, unless he/she has given notice in writing of his/her willingness to accept nomination;
- (d) A person may be nominated by any member_ and nominations may be made from the floor.

- (e) The office of Past President shall be filled only by the former President upon the election of a new President. The position shall be filled for a period of only two years following election of a new president. If a current President is re-elected for a second or subsequent term, the position of Past President ceases to exist, until the completion of his/her term and the election of a new President.”
- (f) Any candidate running for election for a position on the PEISA Executive Committee shall be given an opportunity to speak to the voting members prior to the vote being taken. The candidate may decline to use this opportunity if he/she wishes.
- (g) *Where a secret ballot has been requested, the President shall provide his/her vote in confidence to the scrutineer at the same time as everyone else votes. The scrutineer shall use the President’s vote only in the event of a tie and it will not become public knowledge how his/her vote was used.***
- (h)** No president of a club, league or **affiliated** association can sit as a member of the PEISA Executive.

ARTICLE 8

EXECUTIVE COMMITTEE

- (a) The Executive Committee shall meet at least quarterly and have full power to conduct all business on behalf of the Association. Said Committee shall have discretionary power in the filling of any vacancy in all elective offices. Those persons appointed to fill a vacancy shall serve for the unexpired term of the office of the person being replaced.
- (b) The Executive Committee shall appoint a minimum of three members, or others designated by the Executive, as and when required to act as a committee to hear and make decisions on discipline/protests/appeals presented to them.
- (c) Sanctioned leagues shall establish their own disciplinary committees. However, where a league is operating directly under the jurisdiction of the Association, the Association disciplinary committee will hear initial protests/appeals.
- (d) A quorum shall consist of any four of the Executive Committee voting members. Each member of the Executive Committee shall be entitled to one vote with the exception of the Past President, and the President of the Association. However the President shall have a casting vote in the event of a tie.
- (e) The Executive Committee shall have the power to enact/amend general Rules and Regulations and Policies & Procedures for the management and control of the Association and its members.
- (f) Clubs will be notified in writing of any changes to the Rules and Regulations and Policies and Procedures as passed by the Executive Committee within 15 days of approval.

- (g) The Executive Committee shall select, appoint and establish the duties and remuneration of an Executive Director.
- (h) In the event a paid employee is engaged by the Association, such employee may be requested to attend Executive meetings. He/She shall have a voice but no vote at any meeting.
- (i) All cheques must be signed by the Treasurer or designate and one of the following:- President, Vice-President, or Executive Director.
- (j) Officers and Directors shall serve without remuneration, except that they shall be reimbursed travel and accommodation costs while representing the Association on official business.

ARTICLE 9

DUTIES OF THE EXECUTIVE COMMITTEE

- (a) **President:** Shall preside at all meetings of the Association and Executive Committee and is an Ex-Officio member of all other committees. He/She shall decide upon all voting procedures and shall have a casting vote when necessary. He/She must call a meeting at the request of the majority of the membership of the Association. He/She shall represent the Association at designated CSA Board meetings.
- (b) **Vice-President:** Shall attend all general, special, and executive meetings and in the absence of the President, shall act as Chair and assume the duties and powers of the President, and shall represent the Association on the CSA Competitions Committee.
- (c) **Secretary/Registrar:** Shall attend all general, special, and executive meetings, and keep an accurate record of all business at such meetings; shall handle all correspondence and give notice of meetings as requested; shall have custody of the Corporate seal, maintain players' registration, and annually, complete Provincial Form 25 (Annual Return for Part II -Non-Profit Companies).
- (d) **Treasurer:** Shall attend all general, special, and executive meetings; shall be responsible for all Association funds; shall see that such funds are deposited in an approved chartered bank in the name of the Association; shall keep a true and accurate account of receipts and disbursements, make all payments after receiving proper authority from the Association, present an audited financial statement at the annual meeting, and the annual budget. He/She shall present a report at all Executive Committee meetings.
- (e) **Past President:** Shall attend all general, special, and executive meetings in an advisory capacity. He/She may carry out other duties/projects as requested by the Executive. He/She may be appointed to administer the election of the position of president and to chair the nominations committee.

- (f) Directors: Shall attend all general, special, and executive meetings, and shall represent the Association at all meetings in the divisions to which they are appointed.

ARTICLE 10

SUSPENSION AND EXPULSION OF MEMBERS

- (a) The Executive Committee has the power to suspend any member for just cause.
- (b) The suspension of any member shall require a majority vote of the Executive Committee, present at a meeting.
- (c) The Members of the Association have the power to expel any member for just cause.
- (d) The expulsion of any member shall require a two thirds vote of the members present at a special meeting called for that purpose.

ARTICLE 11

AMENDMENT OF BYLAWS & RULES AND REGULATIONS

- (a) No addition, amendment, or alteration shall be made in any part of the bylaws of the Association except at the annual general meeting or at a special general meeting of the Association called for that purpose.
- (b) No addition, amendment, or alteration to the bylaws shall be in order unless notice thereof has been duly given to the Secretary of the Association and the membership at least fifteen (15) days before the date fixed for the annual general meeting or for a specific general meeting called for that purpose.
- (c) Any member may propose changes to the bylaws.
- (d) Additions and amendments to the bylaws may be adopted by a two-thirds vote of the members in good standing present at such meeting.
- (e) Where no specific guidance is contained herein, the Canadian Soccer Association Constitution will govern.
- (f) The Rules and Regulations and Policies and Procedures may be amended, altered or repealed in whole or in part at any meeting of the Executive Committee by simple majority.

ARTICLE 12

AUDITOR

- (a) An auditor shall be appointed to audit the accounts of the Association and provide a statement of the audit to the Annual General Meeting for the following season.
- (b) The financial year shall be from January 1 to December 31 next inclusive.

ARTICLE 13

DISSOLUTION

- (a) It is specifically provided that in the event of dissolution or the winding up of The Association all its remaining assets after payment of its liabilities shall be distributed to one or more recognized charitable organizations in Canada.

ARTICLE 14

INDEMNITY

- (a) Every member, or other servant of the Association, shall be indemnified by the Association 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 neglects or defaults.

