



# PORT MOODY SOCCER CLUB CONSTITUTION & BYLAWS

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Province of British Columbia  
Registrar of Companies

CAROL PREST

## I - Constitution

1. The name of the Society is Port Moody Soccer Club hereinafter called the "Club".
2. The purposes of the Society are:
  - a. to provide organized soccer activities that enable all aged persons in the community to have fun while enhancing their personal self-esteem through the development of social, mental, and physical skills;
  - b. to promote the game of soccer;
  - c. to institute and regulate competitions in all recognized divisions of amateur soccer;
  - d. to teach sportsmanship and emphasize safety and fair play at all times;
  - e. to provide for an exchange of ideas relating to the game of soccer and relating to the development of social and physical skills of all aged persons in the community;
  - f. to cooperate and affiliate with the Canadian Soccer Association and its affiliated associations;
  - g. and to operate exclusively as a non-profit organization that will administer and employ its property, assets, and rights for the primary purposes of promoting the game of soccer or other minor recreational sports.





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## II - BYLAWS

### PART 1 – INTERPRETATION

1. In these by-laws, unless the context otherwise requires:
  - a. **“Adult Player”** shall mean an individual who has reached the age of 18 years;
  - b. **“Board Meeting”** has the meaning set forth in Part 8 below;
  - c. **“Club”** means Port Moody Soccer Club;
  - d. **“Director”** means a Director of the Club and **“Directors”** mean the Directors of the Club;
  - e. **“Executive Member”** means a person who has been assigned an executive function in the operation of the Club as appointed by the Board of Directors;
  - f. **“Individual Members”** has the meaning set forth below in Part 3;
  - g. **“Meeting(s)”** has the meanings described in Part 8 below;
  - h. **“Members”** means Individual Members as further described in Part 3 below;
  - i. **“Membership Fees”** means any fees, including Player registration fees required to be paid by the member;
  - j. **“Minor Player”** means a Player who has not reached the age of 18 years;
  - k. **“Societies Act”** means the *Societies Act* of British Columbia from time to time in force and all amendments thereto;
  - l. **“Term”** means the time between the Annual General Meeting and the immediate next Annual General Meeting;
  - m. **“Player”** means a person whose registration fee has been accepted by the Club for the current soccer year (being from the 1st of August of one calendar year through July 31st of the next).
2. Words importing the singular include the plural, and vice versa; and words importing a male person include a female person, and vice versa.





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### PART 2 – AFFILIATION

3. The Board of Directors shall seek affiliation between the Club and the Canadian Soccer Association, and such other British Columbia Soccer Associations, as may be appropriate and prudent for the proper functioning of the Club, the best interests of the members, and to maximize soccer development and competition opportunities for players.

### PART 3 – MEMBERSHIP

4. The following persons shall be Individual Members of the Club in the following manners:
  - a. any adult player registered with the Port Moody Soccer Club;
  - b. each registered legal parent, or guardian of a Minor Player; such parent(s) or guardian(s) (up to a maximum of two individuals) to be identified as such each year on that Minor Player's registration form.
  - c. a person who has undertaken to perform volunteer duties for the Club as a member of the Board of Directors; or
  - d. as voted on by the Board of Directors and requiring two-thirds consent (66% vote), a person who has been appointed or assigned by a member of the Board of Directors, or the Executive Director acting under the authority of the Board of Directors, to act voluntarily in some capacity within the Club, or to perform duties (whether voluntary or paid) as determined by the Board of Directors.
  - e. All paid memberships for the previous Autumn, Winter and Spring soccer seasons will expire on the July 31st calendar date following those seasons, unless the player is registered for the Fall, Winter, or Spring seasons following August 31<sup>st</sup> of the same calendar year.
5. Membership in the Club ceases when:
  - a. An Adult or Minor player intentionally withdraws from the Club;
  - b. Persons who are Members by virtue of their volunteer or other services, cease to be Members upon completion of or withdrawal from their assigned duties and responsibilities;
  - c. A person in subparagraphs (a) or (b) herein delivers (by mail or electronic means) his or her resignation to the Secretary of the Club and has had this resignation accepted by the Club;
  - d. Upon the death of the Member or;
  - e. A person is removed from their duties by two-thirds (66%) voting consent of the Board of Directors.





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- f. The current calendar date is after July 31<sup>st</sup>, and the member has not registered for the soccer year starting the September immediately following.
6. The Individual Members of the Club shall:
  - a. Comply with the Constitution, Bylaws, and regulations of the Society Act in full force and effect;
  - b. comply with all Canadian Soccer Association rules and/or the rules of any other entity to which the Club is affiliated, and shall work towards improvement of standards in the interest of soccer;
  - c. hold the Club harmless with respect to any discipline which may be imposed upon a Member;
  - d. generally, work towards attaining the goals and objectives of the Club.
7. The Board of Directors may deny a person membership in the Club by unanimous consent (100%) of the board if the Board of Directors has a just and reasonable cause for so doing. If membership is denied, the Board of Directors must provide written reasons to the person denied membership.
8. All Club Members shall have the same rights as any other Members.
9. It is the duty of each Member in order to remain in good standing in the Club to comply with the Bylaws, policies and procedures of the Club and the directives from the Board of Directors, as well as to pay full membership fees when due. Failure to pay membership fees upon the specified deadline by the Club, will cause an immediate suspension in the Member's privileges until such time that the membership fees are paid.

### **PART 4 – TERMINATION OF MEMBERSHIP**

10. A Member shall cease to be a Member if they fail to pay any portion of the annual membership fee, on or before the date due, in which case membership ceases on the deadline date set for payment.
11. The Board of Directors may rescind the membership of any person in the Club, or may expel a Member from the Club, if a Member or Minor Player for whom that person stands as a Member:
  - a. Contravenes provisions of these Bylaws or policies and procedures established by the Board of Directors;
  - b. breaches the rules of soccer;
  - c. breaches the rules of the Canadian Soccer Association and/or any such other association with which the Club chooses to affiliate; or





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- d. engages in conduct (whether on the field of play or elsewhere) that can be reasonably inferred to place players' safety and security of person at risk, or otherwise may bring the game of soccer or the name and reputation of the Club into disrepute.
12. Any decision taken to rescind the membership of, or expel a person from, the Club must be by a full majority (100%) of the Directors present at the Board meeting at which the matter is tabled for decision.
  13. A member that has had their membership rescinded by the Board, may apply to be reinstated no earlier than one year after the date in which their membership was formally rescinded. A reinstatement requires unanimous consent (100%) of the board members at the meeting to reinstate the member.
  14. A member that is expelled from the membership of the Club is unable to apply for reinstatement and shall be permanently removed from any possible capacity within the Club.
  15. No decision to rescind a person's membership or expel that person from the Club may be taken without that person first having had a chance to appear at a hearing at which they will be:
    - a. able to hear the allegations against them and make full answer to those allegations; and
    - b. entitled to call witnesses with direct knowledge of the facts and/or circumstances giving rise to the hearing. The hearing panel convened pursuant to section 16 below, may rule on the admissibility of witnesses and may exclude any witnesses who, in the sole discretion of the panel, do not have direct and/or relevant information.
  16. A hearing conducted pursuant to section 15 above shall be held in front of a panel of no less than three members of the Board of Directors and/or such other adjudicative body recognized by the Board of Directors, and in both cases the Board of Directors shall receive a full report of the panel at a Board Meeting for which the matter is tabled for discussion and shall vote on the recommendations contained in that report.
  17. A person appearing at a hearing under this part is not entitled to legal representation at that hearing unless consented to in advance by the panel, such consent to be at the absolute discretion of the panel and may be refused with reason. Failure of the person or their legal representative (if such a representative had been permitted) to attend the hearing does not prevent the Board of Directors from proceeding with the hearing and making its decision.

### PART 5 – DISCIPLINE OF MEMBERS

18. The Board of Directors may make policies and procedures for discipline of Members if a Member or Minor Player for whom that person stands as a Member (collectively the "**Subject Member**"):
  - a. Contravenes provisions of these Bylaws or policies and procedures established by the Board of Directors;
  - b. breaches the rules of soccer;





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- c. breaches the rules of the Canadian Soccer Association and/or any such other association with which the Club chooses to affiliate;
  - d. engages in conduct (whether on the field of play or elsewhere) that can be reasonably inferred to place players' safety and security of person at risk or otherwise may bring the game of soccer or the name and reputation of the Club into disrepute;
  - e. complaints must be submitted in writing and within 30 days of the alleged incident occurring. Complaints submitted outside this timeline may be permitted at the discretion of the Board of Directors;
  - f. Board of Directors will respond to the complaint within 7-10 business days, or after completion of the next Board of Directors meeting. The decision reached regarding the complaint will be communicated in writing to the complainant.
19. Policies and procedures established under this part must at a minimum allow in all cases for the Member to know the charges against them and to make representation in person and through supporting witnesses at a hearing in front of an independent and impartial adjudicative panel either constituted by the Board of Directors or recognized as having authority to deal with the matter by the Board of Directors.
20. The policies and procedures established under this part may contain provisions for consensual dispute resolutions through which the matter may be resolved, including (without limiting) the use of mediation services of one or more ombudspersons identified and recognized by the Club. Any proposed resolution through this process must be approved by (50%) of the Board of Directors in a meeting.
21. In all cases, the results of a hearing or consensual resolution process must be reported to the Board of Directors who, except in cases involving a Minor Player, may then decide to make the results known to the membership or public if, in the discretion of the Board of Directors acting reasonably, the public interest is better served by publication.

### **PART 6 – MEETINGS OF MEMBERS**

22. The Annual General Meeting of the Club shall take place in June of each calendar year, unless called at an earlier date by the sitting board or its members pursuant to these bylaws.
23. If the Annual General Meeting has not been called by the board 30 days prior to the third Wednesday of June, the Club Executive Director, lead Technical Director, Club Administrator, or volunteer Ombudsman may call the AGM on behalf of the Club and send out a notice to all members of the upcoming AGM. The Board of Directors may not intervene or vote down this process while the Board is sitting, however the process can be amended at the AGM upon approval of the members and the new sitting Board Members.





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24. Notice of an Annual General Meeting, a General Meeting, or a Special Meeting, shall be deemed to be given to every Member of the Club if mailed or e-mailed or handed to every Member, or if notice of such Meeting is advertised in a newspaper of general circulation in the City of Port Moody, or if notice of such Meeting is in a newsletter of the Club or on the Club website.
25. Every notice of an Annual General Meeting, General Meeting or Special Meeting, of the Club shall state the nature of the business of the Meeting and such notice shall be given to every Member at least 7 days before such meeting, in one of the manners set out in the immediately preceding paragraph. The order of business at an Annual General Meeting shall be as follows:
  - a. Roll call;
  - b. minutes of the last Annual General Meeting;
  - c. matters arising from the minutes;
  - d. directors' reports (as required);
  - e. amendments to constitution or bylaws;
  - f. election of Directors;
  - g. new business;
  - h. adjournment;
26. Only the Board of Directors may call a General Meeting of the Club for any purpose and such meeting can only be called with 50% or more of the Board of Directors in a Board Meeting consenting to that meeting being called.
27. The Directors of the Club, at the request of not less than ten percent of the Individual Members of the Club in good standing, shall convene a Special Meeting of the Club.
28. An Annual General Meeting or General Meeting shall be chaired by the President; or they may designate another member of the Board of Directors to chair the meeting on their behalf.
29. Any persons calling a Special Meeting of the membership of the Club pursuant to the immediately preceding paragraph shall be responsible for the administration of and preparation for that Special Meeting, including complying with notice requirements and the costs of conducting such Special Meeting.
30. The rules of procedure at an Annual General Meeting, a General Meeting or a Special Meeting shall be determined by the Board of Directors. Such rules shall have at a minimum the same or similar protections as are contained in Roberts' Rules of Order. Should a dispute arise over any rule or procedure to be adopted, Roberts' Rules of Order shall apply.





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31. A quorum for the transaction of business at any Annual General Meeting, or General Meeting shall be 3 members of the Board of Directors plus at least fifteen Individual Members.
32. A quorum for the transaction of business at a Special Meeting shall be a minimum of 10 percent of the Individual Members of the Club in good standing.
33. No business other than the election of a Chairperson and the adjournment or termination of the meeting shall be conducted at a General Meeting at a time when a quorum is not present.
34. If at any time during a General Meeting there ceases to be a quorum present, business then in progress shall be suspended until there is a quorum present or until the meeting is adjourned or terminated.
35. If within thirty minutes from the time appointed for a General Meeting a quorum is not present, the meeting, if convened on the requisition of the Members, shall be terminated; but in any other case, it shall stand adjourned to the same day in the next week, at the same time and place, and if, at the adjourned meeting, a quorum is not present within thirty minutes from the time appointed for the meeting, the Members present constitute a quorum.

### **PART 7 – VOTING**

36. Only Individual Members of the Club in good standing can vote at any meeting of the Members of the Club, meaning no Member shall be entitled to vote at any meeting unless all outstanding membership fees due are paid in full as captured by the Club Registrar.
37. Each Individual Member may cast one vote when a vote is called on any matter at any meeting. For greater clarity, up to two legal parents or guardians can vote for each family unit of one or more Minor Players so long as each legal parent or guardian has been identified on the Minor Player's registration form at the time of registration; or if a Member is both a guardian of a Minor Player and a volunteer with the Club, the Member is only entitled to one vote.
38. Voting by Members can occur by any means determined prudent and fair by the sitting Board of Directors, including, but not limited to, in-person voting, or any agreed upon secure electronic means.
39. As applicable, voting of the Club's Directors shall be conducted by a Member of the Club who is not currently a Director, nor standing for election for a Director position. This person shall be delegated by the Club President.
40. Voting for Board of Director positions shall be conducted by secret ballot. In all cases, the Secretary will be responsible for collecting and counting the votes, along with two other Members in good standing, neither of whom are seeking election.





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41. The following approaches may be taken depending on the format of the vote:
- a. When voting in person, the Secretary will provide each eligible voter with an identical ballot to mark their vote. The ballots will be destroyed at the adjournment of the meeting.
  - b. For the election of the Secretary another member in good standing will distribute and collect the votes.
  - c. When voting by electronic means, all votes must be verified and validated, unless the electronic means allows for the ability to capture the Member's information, so that the person voting is verified as being the voting Member beyond a reasonable doubt. The electronic means must be approved by a vote of fifty percent (50%) prior to the electronic voting means being put into place.
42. Unless a secret vote is requested by a Member in good standing and such request is seconded by another Member in good standing, all voting of resolutions other than the election of Board Members shall be by a show of hands and not secret ballot. If a secret ballot is requested, the Secretary will provide each eligible voter with an identical ballot to mark their vote. The Secretary will collect all votes, and along with two other Members in good standing will count all votes. The ballots will be destroyed at the adjournment of the meeting.
43. Unless otherwise stated in these bylaws, in the case of an equality of votes, the proposed resolution shall not pass.

### **PART 8 – DIRECTORS AND OFFICERS**

44. All Directors are also Officers of the Club.
45. The Club Executive shall be the President, Vice-President, Secretary, Treasurer, with no less than three, and no more than five Director at Large positions available. Each Director position shall be for a two-year term and may be re-elected or re-appointed as the case may be, for further terms without limitation.
46. The Director positions shall be eligible for election per the following schedule:
- a. Odd-numbered years: President, Secretary, and any Director at Large positions that have met their two-year term commitment.
  - b. Even-numbered years: Vice-President, Treasurer, and any Director at Large positions that have met their two-year term commitment.
47. Applicable Directors shall be considered retired from office at the Annual General Meeting that concludes their term, after their report has been approved.





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48. All persons wishing to serve on the Board of Directors shall be elected by the Individual Members of the Club at the Annual General Meeting. Persons wishing to stand for election to the Board of Directors must inform the Secretary in writing of their intention to stand for election 14 days before the date of the Annual General Meeting. In cases where more persons have declared an intention to stand for election than there are vacancies, a vote will be held whereby each member of the Club in attendance will be entitled to cast an election vote. The election ballot will contain the names of all persons standing for election. A Member will be able to cast a vote on each ballot for the number of positions available on the board. Those persons with the highest number of votes will be declared elected.
49. Any vacancy occurring on the Board of Directors during the year may be, or any vacancy not filled at the Annual General Meeting, may be filled by appointment by the Board of Directors by vote of two thirds (66%) of those members present at the Board Meeting at which the matter is tabled.
50. Any Member who is appointed to a Board of Director position as a result of a vacancy on the Board of Directors, will assume this position for the duration of the term as outlined in the election schedule (**section 46**).
51. Board Meetings of the Board of Directors may be called by the President, or when a quorum has been reached.
52. A Board Member may not be excluded from any communication in which a Board meeting is called.
53. All Board Meetings should be scheduled and distributed to the appropriate Board Member Club email addresses to ensure that Board Members have been given proper notice that a Board Meeting will be held.
54. A Board Meeting cannot be called with less than 24 hours' notice unless it is an Emergency Meeting.
55. The management and the administration of the affairs of the Club shall be vested in the Directors. In addition to the powers and authority given by the Bylaws or otherwise expressly conferred on them, the Directors may exercise all such powers of the Club and do all such acts on its behalf as are required by the Society Act or these Bylaws; and the Directors shall have full power to make such rules, regulations, and policies as they deem necessary, provided that such rules, regulations, and policies are consistent with the Constitution of the Club these Bylaws, or the Society Act.
56. The Directors shall determine their own procedure and quorum, except that the quorum to hold any meeting of the Board of Directors cannot be set at fewer than three Directors.
57. Except for in certain cases as outlined in these bylaws, all decisions of the Board of Directors at a Board of Director's Meeting shall be determined by majority decision, (51%).
58. Except for in certain cases as outlined in these bylaws, in the event of an equality in voting (50%), the motion shall not pass.





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59. The Board of Directors may adopt rules and procedures for electronic meetings and any business conducted electronically and any documents signed electronically (either in whole or in part or as one document or a series of copies) shall have the same force and effect as if that business were conducted and the document was signed in person.
60. No Director shall receive remuneration for their duties as Director.
61. Any Director who directly or indirectly stands to benefit from a proposed contract or interaction with the Club shall disclose fully and promptly the nature and extent of the benefit to the Board of Directors.
62. Directors need not be Members of the Club however, the majority of Board of Director positions shall at all times be held by Club Members.
63. A Board Member of the Club cannot hold a volunteer or paid position at another Club, District, League, or Provincial Soccer Board of Directors.
64. A Board Member of the Club must declare any conflict of interest, specifically receiving any form of remuneration or honorarium, including gifts and/or sponsorship perks.
65. Any Member may request in writing that the Directors call a special Board Meeting of the Board of Directors ("**Special Board Meeting**") for the purpose of considering whether any member of the Board of Directors should be removed from the Board of Directors and/or a new member substituted in that position. This is a written request, and it must have signed support by 10% of the membership. A Special Board Meeting must be held within 30 days of the receipt of the written request and notification of the Special Board Meeting must be provided to the membership.
66. A Member of the Board of Directors may be expelled from the Board of Directors if they miss more than three consecutive Board Meetings without just cause, or in any other case, for just and reasonable cause by a two thirds (66%) majority, at the Special Board Meeting in which the expulsion of the Board Member is being considered. The Special Board Meeting must occur within 30 days of the written notice.
67. Except for the case of expulsion for non-attendance as authorized in section 59 above, any Director who is being considered for expulsion shall be given notice of the complaint against them and be given an opportunity to attend and be heard at the Special Board Meeting called for such a purpose.
68. The Directors shall present financial statements to the Members at each Annual General Meeting of the Club. The financial statements will be prepared in accordance with generally accepted accounting principles and shall, at a minimum, show the income and expenditures, assets, and liabilities of the Club during the preceding fiscal year. The financial statement shall be signed by two or more members of the Board of Directors.





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69. The Directors of the Club, at the request of not less than 10% of the individual Members of the Club, shall arrange to have the finances of the Club audited or reviewed by a certified accountant, the results to be made available to all Club Members immediately upon completion.
70. The Board of Directors shall see that the minutes of Members' Meetings, and the minutes of Directors' Board Meetings, and all other necessary books and records of the Club required by the Bylaws of the Club, or by any applicable statute or law, are regularly and properly kept for a minimum of ten years.
71. The books and records of the Club shall be available to the Members. A written request must be provided to the Board of Directors and the Board of Directors will respond in 7-10 business days.

### **PART 9 – ROLE OF THE DIRECTORS/OFFICERS**

72. The President shall be the Chief Administrative Officer of the Club.
73. The Vice-President shall generally assist the President and shall in the event of the absence or disability of the President, perform the duties and possess the authority of the President.
74. The Secretary shall keep the records of the Club, or cause such records to be kept, and shall perform such duties as may be delegated by the President and Vice-President.
75. The Treasurer shall oversee the management of the funds of the Club and shall provide, or cause to be provided, monthly financial statements and such other financial information as may be requested by the Board of Directors and, subject to the control of the Board of Directors, shall pay, or cause to be paid, any and all bills, and will also make available to the Annual General Meeting an account of all monies of the Club.
76. The Board of Directors shall designate by resolution from time to time who shall be signatories in respect of the bank accounts of the Club and shall at all times have a written policy as to financial control, risk management, and accounting practices required of the Club. There must be a minimum of 2 signatures of Directors/Officers and up to 5 on the entire account. The policy or policies referred to herein will at a minimum accord with "industry standard" best practices for organizations of the size, type, and resources of the Club.
77. The Directors at Large shall perform such duties as are determined by the Board of Directors prior to the election of the vacant position at the Annual General Meeting. Members wishing to stand for election for a Director at Large position will do so with an understanding of the roles and responsibilities that will be required of them during their term.

### **PART 10 – ELECTRONIC MEETINGS/BALLOTING**

78. The Board of Directors may place one or more administrative issues or matters before the Board or the membership for consideration via email and decision by electronic vote under the terms and conditions contained in this section.





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79. No matter requiring debate of the Members may be presented or considered by the Members by electronic means, except that the vote on that matter may be held by electronic means, in which case the Board of Directors may direct that electronic balloting be open for a period of time after the meeting ends.
80. The Board of Directors must make full disclosure to the Members – through an information circular – of all considerations and reasons they are seeking support for the matter by electronic ballot.
81. Notices, including the information circular and electronic balloting instructions must be provided to Members at least fifteen days in advance of electronic balloting.
82. Any electronic balloting system utilized by the Club must be able to guarantee that:
- the identity of the individual Member voting can be verified as a Member entitled to vote;
  - an individual Member may only cast one ballot; and
  - the secrecy of a person's ballot is maintained.
83. The Board of Directors may meet by electronic means so long as the Board of Directors has a policy in place which contains rules for conduct of electronic board meetings and for casting/recording board votes electronically.

### **PART 11 – OPERATIONAL GUIDELINES & CLUB RULES**

84. The Directors may from time to time adopt operational guidelines and Club rules concerning the general operation of the Club and the admission and organization of players and club teams and officials, provided such guidelines and rules are consistent with the Constitution and Bylaws. Without limiting the generality of the foregoing, the rules and operational guidelines may provide for:
- the adoption of team colours;
  - setting/creating/establishing the operating year;
  - setting the registration dates;
  - setting the requirements for the registration of players;
  - setting the player registration fees;
  - rules and guidelines concerning team composition;
  - rules concerning the advancement of players beyond their age group;
  - the size of teams;





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- i. the movement of players between teams;
- j. rules and guidelines for coaches and managers;
- k. rules of sportsmanship;
- l. rules and guidelines concerning player conduct;
- m. rules and guidelines concerning the appointment, supervision, and removal of coaches;
- n. rules and guidelines for referees;
- o. the conduct of tournaments.

85. No one is permitted to use the Port Moody Soccer Club's name, or logo without permission from the Club.

86. No one is permitted to conduct activities under the auspices of Port Moody Soccer Club, without permission of the Club.

### **PART 12 – SEAL**

87. The Directors may provide a common seal for the Club, and the Club shall have power from time to time to destroy it and substitute a new seal in place of the seal that was destroyed.

88. The common seal shall be affixed only when authorized by a resolution of the Directors and then only in the presence of the persons prescribed in the resolution or if no persons are prescribed, in the presence of the President and Secretary or President and Secretary-Treasurer.

### **PART 13 – FINANCE**

89. The Board of Directors shall determine the amount of membership fees and the day in each year when the membership fees, if any, from each Member are due.

90. In order to carry out the purposes of the Club, the Directors may, on behalf of the Club, borrow money and secure the payment or repayment of money in such manner as they decide, and in particular, but without limiting the generality of the foregoing, by the issue of debentures or mortgages.

91. No debenture shall be issued without the sanction of a special resolution with no less than 2/3 (66%) of a passing vote.

92. The Members may by special resolution restrict the borrowing powers of the Directors with no less than 2/3 (66%) of a passing vote, but a restriction so imposed expires at the next Annual General Meeting, or by special resolution with no less than 2/3 (66%) of a passing vote.





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93. Excess funds may be invested in only guaranteed return investment vehicles (GIC's, Bonds) and requires approval from of 2/3 (66%) of the Board at a Board Meeting.
94. A Director of the Club that sits on the Board must not be a paid staff member, however a Director may fill in a staff role on a volunteer basis if they are qualified to do so and it is approved by no less than 2/3 (66%) vote approval by the Board.
95. A Director may receive reimbursement for expenses related to direct Club business, as long as it is pre-approved by a 2/3 (66%) vote of the Board.

### **PART 14 – AUDITOR**

96. This section applies only where the Club is required to have an auditor.
97. The first auditor shall be appointed by the Directors who shall also fill all vacancies occurring in the Office of Auditor.
98. At each Annual General Meeting, the Club shall appoint an auditor to hold office until they are re-elected, or his successor is elected at the next Annual General Meeting.
99. An auditor may be removed by ordinary resolution.
100. An auditor shall be informed forthwith in writing of appointment or removal.
101. No Director or employee of the Club shall be auditor.
102. The auditor may attend General Meetings.

### **PART 14 – BYLAWS**

103. The Bylaws of the Club may be amended at the Annual General Meeting, at a General Meeting, or at a Special Meeting of the Club by a Special Resolution adopted by a two-thirds (66%) vote of the individual Members of the Club present at the said Annual General Meeting, General Meeting, or Special Meeting.
104. Notice of motion of the proposed changes or amendments of the Bylaws must be made in writing to the Board of Directors at least 30 days in advance of the Board Meeting at which it is intended to be considered.
105. Notice to amend any Bylaw or to introduce a new Bylaw shall be given to every Member of the Club and shall be deemed to be given to every Member if mailed or e-mailed or handed to every Member, or if notice of such meeting is advertised in a newspaper of general circulation in the City of Port Moody or if notice of such meeting is in a newsletter of the Club or on the Club website. Such notice shall be given at least 14 days in advance of the Meeting at which it is intended to be considered.
106. A Member of the Club is entitled to view the Club's Constitution and Bylaws.





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107. The headnotes in these Bylaws are for convenience of reference only and do not form part of these Bylaws.
108. These Bylaws may be signed by the applicants for amalgamation in as many counterparts as may be necessary; such counterparts, together shall be deemed to be an original and constitute one instrument and notwithstanding that date of execution, shall be deemed to be executed on the date set forth above.

### **PART 15 – COPIES OF RECORDS**

109. Any Member who requests a copy of any Club record may do so, but may be required to pay a fee, which will not exceed the cost of obtaining the record. The Club must provide a copy of that record and original cost receipt of acquiring that record to the person within 14 days of the request.
110. The Club may extend the deadline for obtaining documents beyond 14 days if the delay is caused by external circumstances beyond the Club's control, and proof of the external circumstances are provided to the requestor of the documents. The Club may not extend this request beyond 84 days unless approved by the requestor and may only extend in 7 day increments each time, with each time requiring proof submitted to the requestor showing the reason for the delay. If no document is provided by the 84th day, and the requestor does not offer approval of an extension, an Annual General Meeting will automatically be called, and the Annual General Meeting date will be set for 14 days following the last approved deadline.
111. Members are entitled to view the most recent financial statements upon submitting a written request to the Club.

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***The Port Moody Soccer Club's Constitution and Bylaws have been prepared, to the best of our knowledge, in compliance with the rules and regulations set out by the BC Society Act. It is understood that these rules and regulations may change over time and that this document will be subject to these changes.***

***Port Moody Soccer Club Constitution and Bylaws adopted by the membership at the Annual General Meeting held June 20, 2017.***

***Port Moody Soccer Club Constitution and Bylaws revision 1 adopted by the membership at the Special Meeting held May 5th, 2021.***

