

Monday, January 18, 2010

**CONSTITUTION OF THE  
ONTARIO SOCCER REFEREES'  
ASSOCIATION**

**2010**

**To be activated at the first meeting of the Board of Governors.**

# CONSTITUTION

## ONTARIO SOCCER REFEREES' ASSOCIATION

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# **CONSTITUTION OF THE ONTARIO SOCCER REFEREES' ASSOCIATION**

## **1. Name**

The name of the organization shall be the Ontario Soccer Referees' Association.

## **2. Objects**

- a) Promoting the maintenance and improvement of standards of refereeing within the province of Ontario.
- b) Promoting the improvement of the welfare of referees within the Ontario soccer community and beyond.

## **3. Definitions**

- a) "Association" shall mean the Ontario Soccer Referees' Association.
- b) "Governor" shall mean a member of the Board of Governors.
- c) "Board" shall mean the Board of Governors.
- d) "Member" shall mean a local referees' association that has applied for and has been accepted into membership by the Board of Governors.
- e) "Director" shall mean an Executive Officer in addition to the President and Vice President.
- f) "Chairperson" shall mean the President, Vice President or a member of the Board of Governors chosen to chair a meeting of the Board of Governors.

## **4. Head Office**

The head office of the Association shall be located in the province of Ontario.

## **5. Affiliation**

The Association may maintain any affiliation with other organizations if the Board deems that affiliation will promote the objects of the Association.

## **6. Membership**

Subject to the approval of the Board, membership in the Association shall be available to local referees' associations in the province of Ontario which support the objects and agree to comply with the constitution of the Association.

## **7. Membership Year**

The annual membership year shall be from January 1<sup>st</sup> to December 31<sup>st</sup>.

## **8. Membership Fees**

- a) The annual membership fee shall be established by a resolution of the Board from time to time.
- b) The fee for renewal of membership is due no later than the beginning of the membership year.
- c) The membership fee for a new Member is due upon approval of membership and is not to be prorated for a partial year.

## **9. Board of Governors**

The business of the Association shall be conducted by a Board of Governors. Two representatives from each Member shall constitute the Board of Governors.

Members shall determine which individuals from their membership will be their representatives.

The term of office for each Governor shall be a minimum of one year.

The Board shall elect annually three (3) Executive Officers from among the Governors. These officers shall be the President, Vice President and Director.

## **10. Board of Governors Meetings**

Board meetings will be held a minimum of three (3) times a year.

The meetings will be chaired by the President or, in the President's absence, by the Vice President.

In the event of the absence of both the President and Vice President, the Board shall elect a Chairperson for that meeting from the Governors in attendance.

Additional Board meetings may be called by the President or, in the President's absence, by the Vice President. Such meetings shall also be called upon receipt of a written request signed by three (3) Governors representing three (3) separate Members.

## **11. Executive Committee**

The Executive Committee of the Association shall be appointed by the Board at the first Board meeting of the year from the individuals who have membership with the Members.

The Executive Committee shall consist of:

- a) The Executive Officers for one year;
- b) An Administrative Officer;
- c) At least two (2) working directors.

Executive Committee members shall attend all Board meetings.

The Executive Committee shall perform such duties as are assigned by the Board.

The Executive Committee shall have the authority to conduct the business of the Association during intervals between meetings of the Board.

## **12. Finances**

All funds of the Association shall be deposited to an account in the name of the Association in a Canadian financial institution authorized by the Board. All payments are to be made by cheque, with cheques to be signed by two members of the Executive Committee, one of whom must be an Executive Officer. Payments not exceeding five hundred dollars (\$500.00) may be made by the President or Administrative Officer acting alone.

Upon resolution of the Board, surplus funds of the Association may be invested in trustee securities offered by a Canadian financial institution. Such securities may, by similar resolution, be liquidated.

The financial year of the Association shall be from November 1<sup>st</sup> to October 31<sup>st</sup>.

### **13. Auditors**

Two individuals who have membership with a Member shall be appointed at the Annual Meeting to audit the accounts of the Association:

- a) At any time without notice;
- b) Upon request of the Board;
- c) Each year as of October 31<sup>st</sup> and before the Annual Meeting.

The Auditors shall present a signed statement of Audit at the Annual Meeting.

### **14. Annual Meeting**

The Annual Meeting of the Association shall be held no later than the end of February. The agenda for the Annual Meeting shall include the following:

- Roll Call – Members and Governors for the year ending
- Minutes of the previous Annual Meeting
- Matters arising from the Minutes
- Financial Report and Statement of Audit
- Appointment of Auditors for the upcoming year
- Committee Reports
- Amendments to the Constitution
- Receipt of Credentials – Members and Governors for the upcoming year

### **15. Quorums**

At Board meetings and the Annual Meeting, one third of the Governors shall constitute a quorum.

In the absence of a quorum, the meeting shall be reconvened within thirty (30) days.

At each meeting of the Executive Committee, a quorum shall consist of four members.

### **16. Voting**

At Board meetings and the Annual Meeting, each Governor in attendance, with the exception of the Chairperson, shall be entitled to one vote. Decisions require the approval of a majority of the Governors in attendance. The Chairperson of the meeting may exercise a casting vote.

At all meetings of the Executive Committee, each member in attendance is entitled to one vote.

Decisions require the approval of a majority of those members of the Executive Committee in attendance.

### **17. Conduct**

The Board shall regulate and govern the professional conduct of the Members of the Association by imposing penalties for the contravention of the rules and/or standards of the Association including suspension or expulsion from the Association.

### **18. Interpretation**

Interpretation of this Constitution as well as questions in dispute shall be referred to the Executive Committee. The singular shall include the plural tense and vice versa. The masculine and feminine shall be interchangeable.

## **19. Indemnification**

Every Executive Officer and Governor, and any employee or volunteer 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 duties, except those which happen as a result of an individual's own neglect or default.

## **20. Amendments**

Amendments to the Constitution may be proposed, provided written notice, signed by one (1) Governor from each of two (2) Members, is received by the Association not less than forty-five (45) days prior to the Annual Meeting or to a special Board meeting called for this purpose. The proposed amendments are to be provided to the Members no later than thirty (30) days prior to the Annual Meeting or a special Board meeting. Amendments shall take effect immediately upon approval.

## **21. Rules of Order**

All meetings of the Association shall be conducted in accordance with Robert's Rules of Order in so far as they may apply.

Adopted on