

2017 Proposed Constitutional Amendments

There are two proposed constitutional amendments submitted by the Alex Fletcher (SOSA VP) on behalf of the SOSA Board of Directors for consideration by the members at the November 26, 2017 SOSA AGM.

The first proposed amendment is to remove some errant text in ARTICLE 5: BOARD OF DIRECTORS (next page) that was accidentally missed in last year's cleanup. The items to be removed are highlighted in red. This material was left under the Vice-President's section of the Duties of Directors, but has also been extracted to the job description of district staff.

The second proposed amendment is an addition into ARTICLE 6: MEETINGS. Under the "Board of Directors Meeting" header, there is an addition to allow for a director to attend a board meeting via telephonic or electronic means and be considered present for the meeting. This is intended to help the Board in two ways:

- During the winter months, due to weather it can sometimes be difficult or dangerous for members to attend meetings when they have to travel into Kingston from the eastern or western reaches of the district.
- There have been occasions where meetings have needed to be rescheduled due to the difficulties of getting quorum because of other commitments. Some of these could be ameliorated by someone who is able to attend, but unable to spend the time travelling to and from the meeting to be there physically.

ARTICLE 5: BOARD OF DIRECTORS

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 District Association 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, and staff; and shall be the spokesperson for the District Association.

Vice-President

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

Ontario Cup

- Arrange for game officials with assistance of Match Official Development Director
- Attend, (or assign Area Director) Ontario Cup games in the district, to collect and submit all required information to the OSA Competitions Coordinator.
- Follow the OSA policies and procedures.
- Comply with and adhere to directives issued by the OSA Competitions Coordinator

Tournaments

- In cooperation with the District Discipline Chair appoint a discipline committee to act at the tournament
- Receive from the Tournament Host misconduct reports for all cautions and dismissals together with Tournament Discipline Summary report 48 hours after completion of the tournament.
- Receive the tournament report within 21 days of the tournament's completion
- Follow the OSA Policies and Procedures (Section 8)

ARTICLE 6: MEETINGS

General Meetings

An official notice of each District Association Board of Directors meeting shall be given to all Members at least fifteen (15) 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 regular mail, email, fax, or website notice.

Members representing fifty percent (50%) of the voting Board of Directors Membership shall form a quorum at all general meetings of the Board. Any question shall be decided by a majority of the votes unless otherwise required by this By-Law or other law.

Annual General Meeting

The District Association shall hold an Annual General Meeting in November and not later than February 28 of the following year. Members shall receive sixty (60) days' notice of the time and location of the Annual General Meeting.

A quorum shall be formed at the Annual General Meetings by thirty percent (30%) of the Active and Associate Members whose accumulated votes total fifty percent (50%) plus one (1).

The agenda of the Annual General meeting shall include:

- Roll Call
- Credentials Report
- Period of Remembrance
- Introduction of Guests
- Minutes of Previous Annual General Meeting
- President's Address
- Treasurer's Report
- Auditor's Report
- Appointment of Auditors
- Officers' Reports
- Executive Directors Report
- Unfinished Business
- Amendments to the By-Laws
- Roll Call
- Election of Officers and Directors
- Any Other Business (the chair may introduce special business for discussion)
- Adjournment

Special General Meeting

A Special General Meeting of the District Association:

- a) may be called by the Board of Directors by its own motion, or

- b) shall be called by the Board of Directors upon receipt of a written request submitted to the District Association by registered mail, certified mail, courier service, hand delivery, fax or e-mail, signed by Members representing not less than twenty-five percent (25%) of the voting membership, setting out the items of business to be conducted at the Special General Meeting. The Special General Meeting shall be held within thirty (30) days of receipt of the written request from the members.

Only the business set out in the notice to the Special General Meeting shall be considered.

General Meeting Delegates

A Member is entitled to have a maximum of three (3) delegates, from its membership, attend and speak at an annual general meeting of the District Association.

The Member must appoint one (1) of its delegates to cast all of its votes at a general meeting.

At general meetings, an Active member shall have one (1) vote per club

Members of the District Association Board of Directors have no right to vote, except in the case of a tie, then the chair will have the deciding vote.

Members of the District Association Board of Directors may sit as voting delegates at an Annual General Meeting.

Associate members shall have one (1) vote at general meetings.

Board of Directors Meeting

The Board of Directors shall meet at least four (4) times per year, upon fifteen (15) 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 shall form a quorum at all meetings of the Board. Questions arising at any meeting shall be decided by a majority of votes where each director is entitled to cast one (1) vote.

If all of the Directors consent, a Director may participate in a meeting of the Board or of a committee of Directors by telephonic or electronic means that permits all participants to communicate adequately with each other during the meeting. A Director participating by such means is deemed to be present at that meeting.

Executive Committee

The Executive Committee shall consist of four (4) positions including the President, Vice President, Secretary and Treasurer. The Executive Committee, between meetings of the Board, shall possess, and may exercise, all powers of the Board of Directors in the management and direction of the affairs of the District Association. A majority of the Executive Committee shall constitute a quorum of the Executive Committee. Meetings of the Executive Committee shall be at the call of the President.