

ARTICLE 1: Name of Association

The Association shall be known as the Scarborough Minor Football Association.

ARTICLE 2.: Purpose of the Association

The purpose of the association is to promote and encourage wholesome participation in football as a means of developing good sportsmanship, athletic abilities and leadership qualities so as to contribute to the development of minors within the City formerly known as Scarborough

ARTICLE 3.0 Membership

3.1 General membership in the SMFA shall include:

3.1.a All coaches, Board of Directors and volunteer trustees of SMFA; all registered players who are 18 years or older; registered players who are under 18 years (these players do not have voting privileges) and parents /guardians of registered players under 18 are considered General members of SMFA and be in good standing with S.M.F.A. in regards to having NO outstanding fees or equipment.

3.1.b Members of the former city of Scarborough community may also register for membership in SMFA, at the AGM. Membership cost to those who do not fall under the guidelines of Section 3.1 A is \$100.00 CAD.

3.1.c Membership in the SMFA includes acceptance of the SMFA Codes of Conduct, which includes the Spectator Code of Conduct, Player Code of Conduct and Safe Management Policy. Copies of which can be downloaded from the website or by contacting the Secretary.

ARTICLE 4.0 Annual General Meeting

4.1 An Annual General Meeting (“AGM”) of the members of SMFA shall be held at least once annually.

4.2 The membership at the AGM is responsible to approve all changes to the Constitution and By-Laws of the SMFA and may pass resolutions on matters of concern to the membership. All changes require approval of majority (51%) of members at the AGM

4.3 The AGM shall be held prior to or on February 15th in any given year. At the AGM the election of the Board of Directors shall be conducted and the audited or reviewed statement of the previous year’s finances shall be presented for approval by the membership

4.4 Notice of the AGM shall be sent by mode of communication utilized by the SMFA management on all other matters pertaining to the operation of the organization. Said modes must include email and website notification. Notification to the membership must occur no less than twenty (20) days prior to the date of the meeting. The notices shall include an Agenda detailing the topics to be considered at the AGM.

ARTICLE 5.0 Board of Directors

Responsibilities

5.1 There shall be elected annually a Board of Directors, which shall be responsible for the management and policies of the SMFA and for recommending to the membership at the AGM, changes to the Constitution and By-Laws.

5.2 The Board of Directors may delegate certain responsibilities to committees of the Board and to the members of the SMFA but retain ultimate responsibility for all aspects of the policies and operations of the SMFA.

5.3 No member of the Board of Directors shall receive remuneration other than reimbursement for expenses properly incurred. A receipt for such expenses must be presented in order for payment to be made.

5.4 The Board of Directors shall take reasonable steps to ensure that Director's Liability Insurance is in place.

5.5 The Board of Directors shall be composed of up to seven 7 persons to be elected by the General Membership.

5.6 Members of the Board shall be elected for a two (2) year Term to be staggered where the positions of president, Vice-President of Operations and Treasurer will be elected on opposite years of the positions of General Manager, Registrar, Equipment Director and Secretary. If a Board member whose position is not up for re-election chooses to stand down after one (1) year the position will be filled at the Annual General meeting for the remaining year of the Term and will be opened at the end of the Original two (2) year term.

5.6. a You must have served at least two (2) FULL one (year) Terms on the Board of Directors, in a voting position, or one (1) full two (2) year Term on the Executive Board in order to accept a nomination for the Position of President.

5.7 Members of the General Membership shall be eligible to vote for as many candidates for the Board of Directors as there are vacancies to be filled Members get one (1) vote per household for each player registered with S.M.F.A. in the previous Calendar Year and be in good standing with S.M.F.A. as per article 3.1.A or one (1) vote per household if a member as per article 3.1.B. No member will have more than one vote, regardless of how many children play or positions held in the SMFA...

5.8 Meeting of the Board of Directors

5.8.a The Board of Directors of the SMFA shall meet at least once per month and shall record its decisions in writing in a Minute Book, only the Board members and invited individuals may attend. These meetings are called at the discretion of the President and are for the purpose of conducting the normal ongoing business of the Association.

5.8.b Special meetings of the Board of Directors may be requested by anyone in the General Membership, providing that such a request sets out the reasons for such a meeting and is submitted to the Secretary of the Board of Directors with the signature of at least twenty (20) other members. Such meetings must be convened within five (5) days of the Secretary having received formal request of such a meeting. Board Members may participate in Regular Board meetings only via Secured Digital Technology (Skype, WebEx etc.) or Via Conference Bridge if sufficient notice given and such Technology is available at meeting location.

5.8.c A general meeting will be held at Mid-Year (after House league and previous to the Fall COMFL Season). This meeting will be open to members in good standing.

5.10 Procedures

5.10. a Quorum for all regular meetings of the Board shall consist of 5 members of the voting board members being present.

5.10. b Members of the Board, who have been absent for three (3) meetings in a six (6) month period without being "excused", may be removed from the Board by the Board of Directors.

5.10. c The Board of Directors shall notify the members of the SMFA in writing of any change in the composition of officers of the Board within twenty-one (21) days.

5.10. d The Board of Directors shall schedule a General Members meeting within thirty (30) days of change in the composition of officers of the Board to fill any vacancies on the Board and give members of the SMFA ten (10) days advance notice of such meeting.

5.10. e Amend this section to state that all board members, coaches, managers and volunteers must sign a 3 fold declaration: 1) that they will notify the board if they are in conflict of interest and follow the guidelines with regards to this 2) they will keep all information discussed at any meeting or directly with any member confidential and they will not make public any personal information provided by any member while in the service of SMFA and thereafter 3) that they will not hold SMFA liable for any actions that occur while they are performing their volunteer duties at Thunder.

5.10. f No proxy votes shall be permitted at "regular" or "special" Board meetings.

5.10. g Where questions of procedure arise, reference shall be made to the current Robert's Rules of Order.

5.11 Committees

5.11. a The Board of Directors may establish from time to time such standing committees as it seems fit.

5.11. b Committees of the Board shall be governed by the same procedures, as is the Board of Directors.

5.12 Officers

5.12.a The President who shall chair meetings of the Board and the Annual General Meeting (AGM) He/she, or a designate shall represent the SMFA at all outside meetings or events, and assume other such duties as are from time to time assigned by the Board. The President will establish the Organizations Emergency Action Plan (EAP)

5.12.b The General Manager will act as the channel of communication between the Leagues and the SMFA Board and Membership. The General Manager will be the channel of Communication with all Team Managers and Governors and the SMFA Board. The General Manager will work with the President in the recruitment and selection of Head Coaches.

5.12.c The Vice President Operations who shall chair meetings when the President is absent. The Vice President of Operations shall also assume the responsibility of ensuring that team and individual photos are taken, team and individual trophies are purchased. He/she is also responsible for securing indoor and outdoor facilities for games and practices and secure permits for the same. The Vice President Operations will be responsible for securing Officials, where needed, and Team transportation where needed

5.12.d The Treasurer shall assume responsibility for maintaining the accounts of the SMFA, for paying and receiving of monies under the authority of the Board of Directors, for submitting applications for sponsorship/funding

for the operations of SMFA, and for submitting regular financial reports to the Board of Directors. The Treasurer will be responsible for ensuring proper registration and payments with the Provincial Governing Body (OFA) at the commencement of the Fiscal Year.

5.12.e The Secretary who shall assume the responsibility to ensure that all decisions and policies of the Board and the AGM have been duly recorded and that the procedures respecting meetings of the SMFA as set out in the Constitution/By-Laws have been observed. The secretary will be responsible for securing and distributing, where needed, our Certificate of Insurance from the Provincial Body (OFA).

5.12.f The Registrar will assume the responsibility to ensure all players are properly registered with S.M.F.A. and all League Registrations are completed and accurate and together with the Treasurer ensure all payments and fees are collected and properly accounted. The Registrar will coordinate with the League Directors to ensure current pictures are taken for submittal to the appropriate league Websites when required for league Registration.

5.12.g The Equipment Director will be responsible for the maintenance of the equipment on and off the field. The Equipment Director will be responsible for establishing an inventory directory and Address any shortages in equipment. The Equipment Director will co-ordinate with Registrar in order to establish equipment handout dates and will coordinate with the General manager on the selection of Team Uniforms.

5.12.h The Officers of the Board of Directors shall also serve as the signing officers for all accounts in the name of the SMFA.

5.12.i The President and Treasurer shall sign all cheques. If the President or Treasurer is not available to sign, another Director may sign in his/her place provided that either the President or Treasurer shall sign all cheques issued by the Association.

5.12.j All purchases over \$750 must have a minimum of three quotes. All decisions must be voted on by the board of directors, to avoid any delays in purchasing approval can be obtained via email with the vote of 50% plus 1 of the board. Failure to do so could result in SMFA having the right to withdraw from our contract with the vendors.

ARTICLE 6.0 Financial Management

6.1.a The Executive Board shall approve such financial procedures as are required to ensure the sound financial management of the SMFA and our compliance with the requirements set by funding bodies.

6.1.b The fiscal year of SMFA shall from January 1st of any given year to December 31st of the same year.

6.1.c An audited financial statement for the fiscal year shall be presented annually for the approval of the membership at the AGM.

6.1.d SMFA membership/ board of directors must address any association debt.

6.2 e Any player or family that has outstanding fees or equipment, will not be allowed to play in the SMFA or any other association in Ontario.

6.1.f The use of the SMFA and Thunder names and/or Logo's may only be used at the consent of the Board of Directors and only for the express use as requested and approved. ANY and ALL fundraising efforts must receive approval from the Board of Directors at least Thirty (30) days prior to commencing.

ARTICLE 7.0 Accountability

7.1.a Members of the Board of Directors who have neglected their responsibility or undermine the goals and objectives of the SMFA may be removed from the Board by majority vote of the Board of Directors or the General Membership, after having an opportunity to be heard.

7.1.b A Board of Directors that has neglected their responsibilities or which has undermined the goals and objectives of the SMFA may be removed from office by vote of two-thirds majority of the Membership at a General meeting with no less than twenty (20) members in good standing present to vote. Such motion can be made by any member, with at least another 20 member's signatures and requires notice of not less than fifteen (15) days given to ALL members of SMFA and shall be sent by mode of communication utilized by the SMFA management on all other matters pertaining to the operation of the organization. Said modes must include email and website notification, sent to the Secretary and outlines ALL reasons for the request and the Board of Directors will be given an opportunity to be heard.

ARTICLE 8.0 Dissolution

8.1a If under any conditions the Board of Directors decides to terminate operations of the SMFA by two-third (2/3) majority of the existing Board of Directors, or by SMFA Trustee or a duly selected Board of Directors quorum ceases to exist the assets of the SMFA will undergo the following:

8.1b In the event of dissolution of the Association, and after payment of all debts and liabilities, its remaining property shall be distributed or disposed of by the SMFA Trustee or Board of Directors to one or more not-for-profit football related organizations, which solely operates in Ontario.