

**CONSTITUTION
AND
BY-LAWS
of the
MONCTON
FOOTBALL
ASSOCIATION, INC.**

May 2010

CONSTITUTION & BY LAWS MONCTON FOOTBALL ASSOCIATION, INC.

ARTICLE 1

This club shall be known as the Moncton Football Association, Inc.

ARTICLE 2

The aims and objectives of this club shall be:

a. to promote and foster sports in general and more particularly Canadian Football.

b. to provide material, facilities and equipment to personnel engaged in activities sponsored by the Association and more particularly to a minor football programme.

c. to engage or encourage high standards of physical fitness, moral conduct, educational progress and growth of sportsman-like values.

ARTICLE 3

The Club shall be governed by a General Assembly which shall be composed of all the Active and Honorary Members of the Club, and shall be administered by an Executive.

ARTICLE 4

To receive, collect and raise money by diverse means to be used for the objects and purposes of the Club.

BY LAWS

SECTION A - Membership

1.01 - Kinds of; with terms of reference

a. **ACTIVE MEMBER:** One who has been accepted as a member of the Moncton Football Association Inc. by the Executive and is a holder of a membership card for the current year and has paid the dues prescribed by the membership from time to time. An active member is one who agrees to work in the programme, and accept those duties and responsibilities which the Executive may assign from time to time. Active members in good standing will be eligible to vote and hold office in the Association. Active members who drop out of active participation in the programme will lose their status as Active members and will be re-classified by the Executive to Associate Members.

b. **HONORARY LIFE MEMBER:** One who because of dedicated or outstanding service to the club is awarded this merit of

distinction. Said member is entitled to all the privileges of an Active Member.

c. **ASSOCIATE MEMBER:** A person, business or corporation who performs in the service and name of the Club is awarded the title of Associate Member for a prescribed period of time. Said member does not enjoy the rights and privileges of an Active Member or Honorary Member.

d. **SUSPENDED MEMBER:** One whose actions are deemed serious enough by the Ethics Committee to warrant suspension for a definite term relinquishing all rights and privileges of an Active, Honorary or Associate Member.

1.02 - The membership year shall commence on March 1 and end on the last day of February of the following year.

1.03 - Any member of the Moncton Football Association Inc. may be suspended for action detrimental to the Association for a definite period of time by the Ethics Committee. The suspended member has the right to appeal to the Executive.

1.04 - All members are required to conform to all By Laws and amendments

thereto, and to all regulations promulgated from time to time governing the activities of the Club.

1.05 - All members are required to use all reasonable endeavours to promote the object for which the Club is incorporated.

SECTION B - Meetings

2.01 - There may be Executive Meetings, Monthly General Meetings, Special General Meetings, Committee Meetings, and the Annual General Meeting of the Members of the Club.

2.02 - The quorum of the Club at any Executive Meeting, Monthly General Meeting, Special General Meeting or Annual General Meeting shall be fixed at five members present and able to vote.

2.03 - Active or Honorary Members only shall be eligible to vote at meetings of the Club.

2.04 - The General Assembly shall be vested with authority to deal with the reports of the Executive, to receive and deliberate on the reports of the various Committees and on all matters supporting to the aims and objectives of the Club and to elect the members of the Executive.

2.05 - The Annual General Meeting shall be held on the second Friday in February of each year at a convenient location in Moncton, New Brunswick or vicinity. A notice of the date, time and place of such meetings taking place shall be considered sufficient if sent in writing to the Active Members of the Club seven days prior to the Annual General Meeting.

2.06 - Monthly General Meetings may be called for each month of the year at a time and place designated by the President or any five members of the Executive.

2.07 - The Executive shall call a Special Meeting of Active and Honorary members of the Club on receiving a written request for such a meeting, signed by at least ten members of the Club in good standing or twenty-five percent of the members of the Club in good standing, whichever is smaller. The said written request shall state the purpose for which the meeting is requested. Within ten days of the receipt of such a request the Executive shall cause notice in writing to be sent to all Active and Honorary Members specifying the time and place for holding such a meeting, which said time and place shall not be less than seven days, nor

more than fourteen days from the date of the notice. At any such special meeting the request shall be discussed, save and except any further business that the Executive may wish to bring before the meeting.

2.08 - Each Active or Honorary Member present in person shall be entitled to one vote. The Chairman does not vote, except in the case of a tie. However, where voting is done by secret ballot and the Chairman already has voted, he is conceded the right to an additional vote to break a tie. Voting by proxy shall not be allowed.

2.09 - No meeting shall deviate, without consent of the majority of the members present, from the procedure set out in the agenda.

2.10 - If the agenda has not been completed at one session, it shall be resumed and completed at the following meeting.

2.11 - A motion for adjournment can be entertained at any time during the meeting provided, however, that there is not at the moment an outstanding motion before the meeting.

2.12 - When a vote is taken at any meeting of the General Assembly, it shall be taken by a show of hands, or aye or nay, provided, however, that any member present may request and obtain from the Chairman of the said meeting a vote to be taken by written secret ballot.

2.13 - In case of an equality of votes, whether by aye or nay or a show of hands or poll, the chairman of the meeting at which the aye or nay, or show of hands takes place, or at which the poll is demanded, shall be entitled to a casting vote.

2.14 - At any General Meeting, all resolutions except extraordinary resolutions shall be passed by a majority of the votes cast. An affirmative vote of at least two-thirds of the members present at a meeting shall be required in order to pass an extraordinary resolution.

2.15 - An extraordinary resolution earns said title as a resolution of such import that two-thirds of the members present at a meeting must pass it. A change in the Constitution or League Regulations requires such a resolution. The Executive or General Assembly is empowered to rule a resolution “Extraordinary”.

2.16 - Notice in writing of any extraordinary resolution which is to be presented at a meeting shall be mailed to all Active and Honorary members at least 7 days prior to the date of the meeting at which such extraordinary resolution is to be presented. Any member who wishes to place an extraordinary resolution before a meeting shall deliver a copy of such resolution to the Secretary of the Club at least 15 days prior to the date of the meeting at which he wishes to present the said extraordinary resolution.

2.17 - The accidental omission to give notice of any meeting or the non-receipt of any notice by any member or members shall not invalidate any resolution passed or any proceedings taken at any meeting.

SECTION C - Executive

3.01 - The affairs of the Club shall be managed by an Executive.

3.02 - The qualifications of a member of the Executive shall be that he be an Active or Honorary Member in good standing of the Moncton Football Association Inc.

3.03 - The Executives' term of office shall be from the date of the meeting at which

they are elected or appointed for a term of one year, or until their successors are appointed. A person appointed by the Executive to fill a vacancy on the said Executive shall hold office until the next meeting of the General Assembly when the vacancy shall be filled.

3.04 - The Executive shall meet in the interval between meetings of the General Membership and shall have all powers of the membership with the exception of modifying or annulling the By Laws, or to annul an action by the membership. They may do all such lawful acts and things as are not by statute or by these by laws, directed or required to be exercised or done by the Active and Honorary Members of the Club in General Meetings.

3.05 - The Executive shall prepare for submission to the Annual Meeting a certified and audited copy of all accounts of the club showing all monies received with details and the manner in which the monies have been invested or expanded.

3.06 - Any two among the Secretary, Treasurer, and President, shall be the signing officers of the Moncton Football Association Inc.

3.07 - A meeting of the Executive may be convened by the President at any time. Notice of such a meeting shall be delivered or mailed or telephoned to each member of the Executive not less than one clear day before the meeting is to take place. Provided always that meetings of the Executive may be held at any time without formal notice if all the Executive have signified their consent.

3.08 - Five members of the Executive shall form a quorum for the transaction of business.

3.09 - Questions arising at any meeting of the Executive shall be decided by a majority of votes.

3.10 - The Executive of the Club shall consist of a President, Vice-President, Treasurer, Secretary, Past President and seven Directors, who except for the Past President, be elected by the General Assembly.

3.11 - THE PRESIDENT - The President shall be the chief executive officer of the Club. He shall, as President, preside at all meetings of the membership. He shall perform all duties incident to his office and

shall have such other power and duties as may from time to time be assigned to him by the Executive and the membership.

3.12 - VICE-PRESIDENT - The Vice-President shall be vested with all powers and shall perform all the duties of the President in the absence or disability or refusal to act of the President. The Vice-President shall also have such other powers and duties of any, as may from time to time be assigned to him by the Executive or the membership.

3.13 - SECRETARY - The Secretary shall issue or cause to be issued notices of all meetings of the Executive and of the membership when directed to do so; have charge of the minute book of the Club; sign with the President or Vice-President of the Club such instruments as require his signature and shall perform such other duties as the term of his engagement calls for or the Executive or the membership may from time to time properly require of him. The secretary or some other officer especially charged with the duty shall keep or cause to be kept a book or books wherein shall be recorded:

a. A copy of the letters patent and of any supplementary letters patent issued to the Club and of all By Laws of the Club.

b. The names alphabetically arranged of all persons who are, or have been members of the Club.

c. The address and calling of every such person while a member as far as can be ascertained.

d. The names, addresses and callings of all persons who are or have been members of the Club with the several dates on which each became or ceased to be such member.

e. The Secretary shall be responsible for the general correspondence of the Club.

f. The Secretary shall take minutes of all General Meetings of the Club and of all meetings of the Executive, and shall have such minutes properly transcribed and kept in a minute book provided for that purpose.

3.14 - TREASURER - The Treasurer shall have care and custody of all the funds and securities of the Club and shall deposit the same in the name of the Club in such Bank or Banks or with such depository or depositories as the Executive may direct. He

shall at all reasonable times exhibit his books of account to any member of the Club upon application. He shall sign or countersign such instruments as require his signature and shall perform all duties incident to his office or that are properly required of him by the Executive or the Membership.

3.15 - The President shall appoint each year a Nominating Committee not to exceed 3 nor less than 2 to make nominations for the offices of the Executive.

3.16 - All nominations made by the Nominating Committee and which are found to be in order shall be placed before the Annual General Meeting to be voted upon by the members. Nominations may also be made from the floor.

3.17 - The Executive may also appoint an Assistant Secretary and an Assistant Treasurer and such other assistants as they deem necessary by members of the Executive.

3.18 - Election of the Executive shall be by secret ballot unless the Annual General Meeting decides otherwise, and the Chairman of the Annual General Meeting shall appoint scrutineers to count the votes and report the results of the ballot to him.

3.19 - Any member of the Executive may be removed from office by a three-quarters majority vote of Active and Honorary Members present at a special meeting called for that purpose.

3.20 - The Executive may invest such sums of the Club's money as they deem advisable, provided, however, that such investments are made in undertakings, ventures or projects which will, in the opinion of the Executive, be of assistance or benefit, directly or indirectly, to the Club's operations.

3.21 - Subject to By Law 3.20, the Executive may invest the Club's money only in such securities, real or personal or otherwise as at the time of making, the investments are by the laws of Canada permitted for the Canadian Life Insurance Companies and in Investments commonly known as Investment Trusts and Mutual Funds as well as investments authorized under the Trustees Act, with power to vary such investments.

3.22 - In accordance with the New Brunswick Companies Act the Executive can, for the purposes of carrying out the objects

of the Club, borrow, raise or secure the repayment of such sum or sums of money in such manner as the Executive thinks fit, and in particular by the issue of bonds, mortgages, debentures charge or other securities, on the whole or any part of the property or assets of the Club, both present and future, including all fees or membership dues now or hereafter due and payable.

SECTION D - Committees

4.01 - The first named on a committee shall be the Chairman and the majority of the committee shall be a quorum, and the President of the Club shall be ex officio a member of all committees.

4.02 - The Executive shall have the power to appoint such committees as it sees fit, together with the chairman and any such committees appointed may perform such duties and exercise such powers as delegated to them by the Executive from time to time.

SECTION E - Miscellaneous

5.01 - Contracts, documents or any instruments of writing requiring the signature of the Club may be signed by the President and the Secretary and all contracts, documents and instruments in writing so

signed shall be binding upon the Club without any further authorization or formality. The Membership shall have power from time to time by resolution to appoint an officer or officers, person or persons on behalf of the Club either to sign contracts, documents and instruments in writing generally or to sign specific contracts, documents and instruments in writing. The Seal of the Club may when required, be affixed to contracts, documents and instruments in writing signed as aforesaid or by any officer or officers person or persons appointed by resolution of the membership. The term contracts, documents or any instruments in writing as used herein shall include deeds, mortgages, hypotheca, charges, conveyances, transfers and assignments of property real and personal, immoveable or moveable, agreements, releases, receipts and discharges for the payments of money or other obligations, conveyances, transfers and assignments of shares, stocks, bonds, debentures, or other securities and all paper writings.

5.02 - The fiscal year of the Club shall terminate on the 31st day of December in each year.

5.03 - The Head Office of the Club shall be in the city of Moncton, in the county of Westmorland and province of New Brunswick at such place within the City of Moncton as the membership of the Club may from time to time decide.

5.04 - Auditors shall be appointed annually by the Annual Meeting of the Club. The auditors will have the duty to verify all the books of the Treasurer. The auditors shall give the complete report to the annual Meeting of the Club.

5.05 - A copy of the Club's Annual Balance Sheet at the end of the Club's financial year shall be available at the Annual General Meeting.

5.06 - The Seal, an impression whereof is stamped in the margin hereof, shall be the Corporate Seal of the Moncton Football Association Inc.

5.07 - The Seal of the Association shall be in the custody of the Secretary and shall be used when duly authorized by the Executive.

5.08 - In the case of dissolution of the Club all the properties, monies, documents

and securities of the Club, after all liabilities have been disposed of, shall be sold at public auction and the proceeds thereof donated to such athletic association as the membership may decide.

5.09 - The membership may also by resolution, award special remuneration to any member undertaking any special service on the Club's behalf.

5.10 - The By Laws and League Rules and Regulations of the Club may be altered or added to by an extraordinary resolution of the active members passed at an Annual General Meeting of the members or at a Special General Meeting called for the purpose of considering such resolution and in no other way.

5.11 - In all By Laws of the Club, the singular shall include the plural and the plural the singular; the word 'person' shall include firms and corporations; and the masculine shall include feminine. Wherever reference is made in this By Law to any statute or section thereof, such reference shall be deemed to extend and apply to any amendments to such statute or section as the case may be.

Amended this 12th day of May 2010.

APPENDIX A

The Directorate

1. Director of Registration: Handles all data pertaining to the “registration of players”, “official receipts”, “football equipment information”, and “lists of players by team”.

2. Director of Equipment: Takes inventory of equipment. Determines what equipment is okay, in need of repair, must be discarded. Maintains the “equipment room” in proper order. Distributes the gear to each player. Assists Head Coaches with their equipment needs. Collects the gear at the end of the Season.

3. Director of Media and Website: Looks after relations with newspapers, radio and television. Takes care of the Association’s web page.

4. Director of Coaching and Player Development: Heads Committee to secure Head Coaches for teams. Sets up clinics for coaches. Maintains a coaches’ library. Chairs the Coaches’ Committee. Handles coaches’ certification.

5. Director of Parent Representatives: Works hand in hand with each team Head Coach to secure a “Parent Representative”. Each Parent Rep. is to be encouraged to find volunteers to be “stick crew”, “timer”, “announcer”, “fund raisers”. The Director is to act as the “Parents’ Voice” with the MFA Executive.

6. Director of Fund Raising: Responsible for setting up committees to procure monies by such means as “tagging”, “bagging” tickets issued to players “50-50 draws”.

7. Director of Flag and Touch Football: Liaison between the League and MFA Executive.

APPENDIX B

Coach's Code of Conduct

1. It is the duty of the coach to be in control of his players at all times in order to prevent conduct unbecoming to a minor football player toward opponents, officials or spectators.

2. Coaches are expected to comply wholeheartedly with the intent and spirit of the rules. The deliberate teachings of players to violate the rules is indefensible.

3. Coaches should teach their players to respect the dignity of the game, officials and opponents.

4. Coaches, themselves, should refrain from any personal action that might arouse players or spectators to unsportsmanlike behaviour.

5. Coaches should not tolerate cursing, obscene language, malicious or personal remarks.

6. Coaches should confine their comments toward game officials to the interpretations of the rules and not constantly challenge decisions involving judgement.

