



July 3, 2020

Attention: BC Soccer Members

From: BC Soccer

Subject: Proposed timelines related to inclusion of For-Profit/Private Organizations to Youth District Associations

In follow up to the memo circulated June 16, 2020 which includes the directive letter from Canada Soccer (provided following this memo for reference, Appendix A), BC Soccer’s Governance and Membership Committee Chairs (Garry Sangha and Gayle Statton, respectively) and staff met to:

1. Review the bylaw amendments related to for-profit/private organization inclusion that were proposed but did not pass at BC Soccer’s 2019 Annual General Meeting; and,
2. Determine next steps.

BC Soccer has also received from its legal counsel, Alexander Holburn Beaudin + Lang LLP, an opinion letter (Appendix B) regarding member concerns that have been expressed on having a for-profit organization be a member of a not-for-profit organization.

Part of BC Soccer’s purpose, per its Constitution, is “To foster, develop and promote the game of soccer, in all its branches, in the Province of British Columbia”. As it specifically relates to for-profit/private organization inclusion, BC Soccer’s intention is to foster growth within the province by supporting current Youth District Associations before, and after the 2020 AGM, so they are able to accept new member organizations, regardless of incorporation status.

Substantial changes to the related bylaw amendments proposed in 2019 are not anticipated; therefore, the Governance and Membership Committee Chairs are focused on working with membership to develop and collectively agree on a plan that would work to allow for-profit/private organizations to become members of Youth District Associations.

BC Soccer recognizes that being able to accept new member organizations will impact Youth District Associations differently, so to support members as we transition, BC Soccer feels an appropriate/working timeline must be established. BC Soccer is also working now to develop resources/documentation that will be provided to members for feedback to ensure we are collaborative in our approach.

As a starting point, below is a proposed timeline of a transition plan:

On or before: August 31, 2020	BC Soccer to provide to Youth District Associations Member Inclusion Standards and Process Documentation for review/feedback.
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<p>November 7, 2020 (BC Soccer AGM)</p>	<p>Members approve bylaw and/or rule amendments to allow for-profit/private organizations the ability to apply for full membership with a Youth District Association.</p> <p><i>Notes:</i></p> <ul style="list-style-type: none"> – <i>The amendments will also remove the ability for For-Profit/Private and/or Non-Profit Organizations to apply to become an Associate Member directly with BC Soccer.</i> – <i>There will also be the ability for Youth District Associations to establish Associate Membership Categories in their organizations to accept Associate Members that solely wish to provide supplemental training within their geographical boundaries.</i>
<p>On or before: July 31, 2021</p>	<p>All Youth District Associations must provide their Member Inclusion Standards and Process Documentation to BC Soccer’s Membership Committee.</p> <p><i>Note:</i></p> <ul style="list-style-type: none"> – <i>The above referenced inclusion standards and resources will help Youth District Association to meet this requirement.</i>
<p>On or before: August 31, 2021</p>	<p>BC Soccer’s Membership Committee to review Youth District Members’ Member Inclusion Standards and Process Documentation and provide feedback.</p>
<p>On or before: September 1, 2021</p>	<p>All Youth District Associations’ application process will open, and applications will be accepted until October 31, 2021.</p>
<p>On or before: January 10, 2022</p>	<p>All Youth District Associations’ decisions regarding new member organization applications will be announced.</p>
<p>On or before: April 2022</p>	<p>New full members of Youth District Associations in the Interior Region may initiate operations to commence play for the 2022 Spring/Summer season starting April 2022; or defer the start to a maximum of one playing season.</p> <p><i>Note:</i></p> <p><i>New members of Youth District Associations that are in an Associate Membership category (and providing supplemental training only) may commence operations earlier at the Youth District Association’s discretion.</i></p>
<p>On or before: September 2022</p>	<p>New full members of Youth District Associations in the Coastal Region may initiate operations to commence play for the 2022 Fall/Winter season starting September 2022; or defer the start to a maximum of one playing season.</p> <p><i>Note:</i></p> <ul style="list-style-type: none"> – <i>New members of Youth District Associations that are in an Associate Membership category (and providing supplemental training only) may commence operations earlier at the Youth District Association’s discretion.</i>



British Columbia Soccer Association

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Requested Action

To support the above, BC Soccer is seeking to host a one-hour webinar at 8:30am on Thursday, July 16th to respond to any comments/concerns/issues received. Therefore, we ask that members provide input/questions on behalf of their respective organizations to BC Soccer via Lori D'Andrea, Director of Community Development (loridandrea@bcsoccer.net) by **Thursday, July 9th**. Further, if representatives from your organization are interested to attend the webinar, please also provide the name and email addresses of those who will attend (maximum 2 per organization) to Lori D'Andrea by **Thursday, July 9th**.

-End-

**June 2020****Attention:** BC Soccer Members**From:** BC Soccer**Subject: Canada Soccer Letter Regarding For-Profit and Not-For-Profit Organizations**

Recently, BC Soccer shared a letter it received from Canada Soccer (provided following this memo for reference) providing a clear direction in terms of the incorporation status of an organization and the relevance of this as it relates to inclusion within BC Soccer's membership structure. Specifically, the letter stated that, "Canada Soccer views 'private academies', 'for-profit clubs', and 'non-profit/community clubs' as one in the same". Further, as a member of Canada Soccer, the letter reiterated BC Soccer's obligation to comply with Canada Soccer's bylaws, rules, and policies.

Since then, BC Soccer has also received a letter from a Youth District Member Association, that did not support the amendments at the 2019 AGM, requesting BC Soccer revisit proposed bylaw amendments and rule changes at the 2020 BC Soccer AGM that, "will allow For-Profit Entities providing soccer activities (such as Academies) to be included formally within the sanctioned soccer environments as members of a regional youth soccer district..."

In receiving the above noted communications, looking ahead to the 2020 Annual General Meeting (AGM), BC Soccer, lead by the Chairs of its Governance and Membership Committees (Garry Sangha and Gayle Statton, respectively), will seek to review and/or revise the bylaw amendments related to for-profit inclusion under the full membership structure that were proposed, but did not pass, at the 2019 AGM. As a part of this, BC Soccer will be reaching out to the membership to participate in collaboration and gather feedback to be used in preparing proposed bylaw/rule amendments and any other documentation or resources that would assist members in the transition should the amendments carry.

BC Soccer has consulted its legal partners, Alexander Holburn Beaudin + Lang, LLP and requested them to provide legal opinion to ensure that nothing would prevent a for-profit organization being a member of a non-profit Youth District Association or Adult League; specifically, that the Youth District Association or Adult League's non-profit society status would not be affected by having a for-profit organization as a member. The letter shall be shared with membership once received by BC Soccer.

Should your organization have any questions or feedback, or, like to arrange a meeting with BC Soccer, please feel free to reach out to board member and Governance Committee Chair, Garry Sangha (gsangha@ccigroup.ca), board member and Membership Committee Chair, Gayle Statton (gstatton@shaw.ca) or staff member, Lori D'Andrea, Director of Community Development (lolidandrea@bcsoccer.net).



April 22nd, 2020

VIA EMAIL

Jason Elligott, Executive Director
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BC Soccer Association
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Dear Jason,

First and foremost, my apologies for the delay in getting this to you after our conversations over the past few weeks.

As we discussed, it is the obligation of all Member Associations of Canada Soccer to “*comply with the By-laws, Rules and Regulations, Code of Conduct and Ethics, Disciplinary Code, policies, and decisions of Canada Soccer and the Statutes, regulations, directives and decisions of FIFA and CONCACAF at all times, and with all duties arising therefrom*”.

In addition to this, Member Associations must enact By-laws, Rules and Regulations, etc. that are in accordance with the above.

Regarding one of the areas we discussed, Canada Soccer defines a Club as *an organization operating one or more teams that is subordinate to Canada Soccer or a Member Association*; our Rules and Regulations further go on to state *a Club is an organization operating one or more teams under a common executive*. The ‘Club’s’ status (professional or amateur), its legal form, or its tax status is not and should not be relevant to its inclusion into membership.

For clarity, Canada Soccer views ‘private academies’, ‘for-profit clubs’, and ‘non-profit/community clubs’ as one in the same. For example, the Montreal Impact are a ‘not-for-profit’ club/organization while Toronto FC are a ‘for-profit/private’ club/organization. Both are in the same membership class and afforded the same rights and benefits of membership. Therefore, we’d expect the same regarding membership with a Member Association.

I trust this makes sense and hope you and your family are both safe and healthy.

Kindest regards,

Earl Cochrane
Canada Soccer

June 24, 2020

VIA E-MAIL

PRIVATE AND CONFIDENTIAL

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Attention: Jason Elligott, Executive Director

Dear Mr. Elligott:

Re: British Columbia Society - Admission of For-Profit Entity as Member

We are writing to confirm that a society incorporated pursuant to the *Societies Act* (British Columbia) may permit for-profit entities to be admitted as members of the society, unless the bylaws or policies of the society provide otherwise.

Yours truly,

ALEXANDER HOLBURN BEAUDIN + LANG LLP

Per:



Ingrid M. Tsui*
Partner
IMT

*Professional Law Corporation