

Via E-mail

June 19, 2017

Attention: BC Soccer Youth District and Adult League Members

From: The BC Soccer Board of Directors

Re: Proposed new BC Soccer Bylaws and request for specific feedback

Accompanying this memo is the draft of the updated BC Soccer Bylaws (Appendix A) that were considered by the members at the June 10, 2017, BC Soccer annual general meeting. For those members that were not in attendance, the proposed drafted bylaws were not passed. Being a non-profit organization, similar to all our members and affiliated soccer clubs, BC Soccer must transition to the new BC Societies Act and fully comply with the Act by November 2018.

As background information on the updated draft of the bylaws and as presented at the June 10, 2017 meeting, BC Soccer took the opportunity to review the current bylaws in their entirety and make necessary updates to not only comply with the new Act, but also meet expectations of Canada Soccer and the Provincial Government (bodies overseeing BC Soccer) from an conflict of interest and inclusion perspective.

Furthermore, at the Societies Act Transition Workshop held on Sunday, June 11, 2017 (the day after the AGM), the members in attendance requested BC Soccer to advise, in it's opinion, of any other substantial changes within the proposed drafted bylaws. The five items noted below, in BC Soccer's opinion, are the "substantial" changes within the proposed drafted BC Soccer bylaws that were considered and not supported by the members at the June 10, 2017 meeting. For reference purposes, Appendix B are the current BC Soccer bylaws that were approved at BC Soccer June 2016 annual general meeting.

At the June 10, 2017 annual general meeting concerns were raised with Part 15.b.viii. within the bylaws draft, which states, "*All Youth District Association directors must resign from any club board, senior manager or paid position within 180 days of election to the district board.*". The addition of Part.15.v.viii. speaks specifically to removing real or perceived conflict of interest in the decision-making process at the youth district level. This amendment not only aligns with expectations of BC Soccer's governing bodies, but also works to address many judicial situations BC Soccer experiences and rules on regarding the conduct of club representatives participating on district boards.

To restate what BC Soccer has shared previously, the role of the youth district association/board is to govern and develop soccer in the best interest of it's geographical region, create a supportive, safe and inclusive environment for all, and not solely support and/or protect one club or member association's interest over another. Thus, creating an environment where decision-making within the district board is free from conflict.

One of the issues youth districts have expressed to BC Soccer is that their board experiences challenges with independently/objectively reviewing new club applications to their district as, in some instances,

board members are also club board members and are of the opinion that any new club would impact their individual club's player based. Thus, were generally unsupportive of accepting new membership within the district. This challenge extends to the current BC Soccer bylaw requirement to have three full member organizations support associate member applications to BC Soccer. BC Soccer acknowledges that the current bylaw puts full members into a real or perceived conflict, therefore within the proposed drafted bylaws there have been amendments regarding accepting new associate members organizations. The change is the removal of the current requirement for three full members to support the application prior to being submitted to BC Soccer (Part 3 – Appendix A).

Within the proposed drafted bylaws there is the also the added wording under Part 14.1., *"The geographic boundaries of Adult Leagues are defined by the Board from time to time, subject to Rule 13, Sanction and Control of Leagues, of the Society's Rules and Regulations."* Currently, all adult leagues operate within the boundaries of the province and BC Soccer's board has no intention to further define these. This was added to provide for consistency for all full member organizations.

Another proposed amendment that was being suggested was to remove the statement within the bylaws regarding the requirement for rule amendments to be ratified by the membership at an annual general meeting. This was being suggested to align and comply with the expectation and directive from Canada Soccer from a good governance perspective. However, BC Soccer would like to advise that BC Soccer rule 1.b. still states, *"A copy of every proposed and/or approved change to the Rules and Regulations shall be forwarded by the Executive Director (or designate) of BC Soccer to the membership within fifteen (15) days after receipt and/or approval. These decisions must be submitted for ratification by the membership at the next General Meeting."*

Another amendment within the proposed drafted bylaws is the requirement for a special resolution to pass would be a majority of not less than 2/3. Currently, within the BC Soccer Bylaws, this requirement is a majority not less than 75%. The reason for this amendment is to align with the updated Societies Act.

Youth District Associations are an extension of the BC Soccer Bylaws and are the associations responsible for the governance, development, and oversight for soccer within the region in which they are assigned to by BC Soccer, thus not extensions of their member clubs. BC Soccer understands the concern raised by some members regarding the strain on volunteers and the worry that if volunteers are not able to be active on both club and district boards, districts would struggle to fill all the board roles required. If the bylaw were in place and this was the case, BC Soccer would support the youth district association to ensure it is able to govern and oversee soccer for that geographical region.

Within the current bylaws (Appendix B), there is a requirement for BC Soccer to provide 45 days in advance of the annual general meeting the proposed bylaw and rule amendments to the members, which was completed for the 2017 annual general meeting. This notice is provided to allow members to review the suggested amendments well in advance of the meeting. Aligning with this 45 days, BC Soccer is requesting members to provide any and all feedback on the proposed drafted bylaws by August 3, 2017. Feedback will be collected from each district and adult league care of the district chair and adult league president. BC Soccer will use Survey Monkey to collect the feedback and each chair and president will receive an e-mail invitation on the same day that this memo is circulated (June 19, 2017).