



DIXIE ATHLETIC CLUB

ALSO KNOWN AS

DIXIE SOCCER CLUB

2019-2020 BY-LAWS

DIXIE ATHLETIC CLUB INCORPORATED

BY-LAW NO. 1

A By-Law relating generally to the transaction of the affairs of the **DIXIE ATHLETIC CLUB**.

BE IT ENACTED as a By-Law of the Dixie Athletic Club as follows:

HEAD OFFICE

The Head Office of the Corporation shall be in the City of Mississauga, in the Province of Ontario, and at such place therein as the Directors may from time to time determine.

SEAL

The seal, an impression whereof is stamped in the margin hereof, shall be the corporate seal of the Corporation.

OBJECTS

To promote, foster, encourage and improve the sport of soccer and generally to undertake and do all things as may be conducive to the encouragement and development of the foregoing objects including the teaching and training of soccer players, instructors and referees.

To teach fair play and sportsmanship

For the further attainment of the above objects, subject to the Charities Accounting Act, the Mortmain and Charitable Uses Act and the Charitable Gifts Act to acquire, accept, solicit, receive and hold gifts, grants, donations, legacies, devices or bequests of real and personal property of all kinds.

AFFILIATIONS

The Corporation shall affiliate with the Recreation and Parks Department of the City of Mississauga, Ontario Women's Soccer League (OWSL), Ontario Soccer League (OSL), Peel Halton Development League (DPHDL), Peel Halton Youth Development League (YPHDL) and the Golden Horseshoe League (GHSL) and shall be a Member of the Peel Halton Soccer Association and shall abide by the published rules of the PHSA and -Ontario Soccer. The Corporation shall annually submit its by-laws to PHSA within sixty (60) days after the Corporation's General Meeting at which any amendments were approved.

The geographical boundaries of the Corporation will be defined to the North by Highway 401, to the East by the boundary of the City of Mississauga, to the West by Highway 10 and to the South by the Queen Elizabeth Way, except for that portion South of the railway between Highway 10 and Cawthra Road.

BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of up to fifteen (15) Directors, each of whom at the time of his/her election or within ten (10) days thereafter and throughout his/her term of office shall be a member of the Corporation. The fifteen (15) Directors will include the following:

The President, Vice President, Secretary, Treasurer, Director at Large, Youth Recreational Soccer and Director at Large, Adult Recreational Soccer & Discipline.

President shall be elected to hold office for a 2-year term commencing AGM 2007.

Vice President shall be elected to hold office for a 1-year term commencing AGM 2019. In following years, this position will hold office for a 2-year term, to commence in 2020.

Secretary shall be elected to hold office for a 2-year term commencing AGM 2019.

Treasurer shall be elected to hold office for a 2-year term commencing AGM 2018.

All other Directors shall be elected to hold office until the first annual meeting after they shall have been elected or until his successor shall have been duly elected and qualified. The Board members whose term has expired shall be retired at each annual meeting but shall be eligible for re-election if otherwise qualified. The election shall be by show of hands.

The Members of the Corporation may, by resolution passed by at least two-thirds of the votes cast at a general meeting or the Directors may, by resolution passed by at least two-thirds of the votes cast at a Board of Directors' meeting, of which notice specifying the intention to pass such resolution has been given, remove any Director before the expiration of his term of office and may, by a majority of the votes cast at this meeting, elect any person in his stead for the remainder of his term. One person may not hold more than one Directorship at the same time.

PAST PRESIDENT

The position of Past President will be an honorary position without voting rights.

The Past President will be appointed by the Board of Directors, for a 2-year term coinciding with the Presidents elected position, at the first Board meeting following the AGM.

CONFLICT OF INTEREST AND STANDARDS OF CONDUCT

(a) The Directors shall be subject to the *Conflict of Interest Policy 21.0* in the Ontario Soccer's published rules.

(b) Directors shall not be permitted to coach any team or convene any division, in either House League or REP/Competitive on a permanent basis.

VACANCIES, BOARD OF DIRECTORS

Vacancies on the Board of Directors, however caused, may so long as a quorum of Directors remain in office, be filled by the Directors from among the qualified Members of the Corporation, if they shall see fit to do so, otherwise such vacancy shall be filled at the next AGM of the Members at which the Directors for the ensuing year are elected, but if there is not a quorum of Directors, the remaining Directors shall forthwith call a meeting of the Members to fill the vacancy. If the number of Directors is increased between the terms, a vacancy or vacancies, to the number of the authorized increase, shall thereby be deemed to have occurred, which may be filled in the manner above provided.

QUORUM AND MEETINGS, BOARD OF DIRECTORS

A majority of the duly appointed Directors shall form a quorum for the transaction of business. The Board of Directors will hold its meetings in the City of Mississauga. No formal notice of any such

meeting shall be necessary if all the Directors are present, or if those absent have signified their consent to the meeting being held in their absence. Directors' meetings may be formally called by the President or by the Secretary on direction of the President or by the Secretary on direction in writing of two Directors. Notice of such meetings shall be delivered, telephoned or emailed to each Director not less than one day before the meeting is to take place or shall be mailed to each Director not less than two (2) days before the meeting is to take place. The statutory declaration of the Secretary or President that notice has been given pursuant to this by-law shall be enough and conclusive evidence of the giving of such notice. The Board may appoint a day or days in any month or months for regular meetings at an hour to be named and of such regular meeting no notice is required (The Board of Directors shall meet at least 4 times per year). A Directors' meeting may also be held, without notice, immediately following a general meeting of the Corporation. The Directors may consider or transact any business either special or general at any meeting of the Board.

If any board member fails to attend three (3) meetings without an acceptable reason, the remaining members of the board can vote to remove that individual from the Board and subsequently recommend a replacement to the Board of Directors to hold office until the next Annual General Meeting.

ERROR IN NOTICE, BOARD OF DIRECTORS

No error or omission in giving such notice of a meeting of Directors shall invalidate such meeting or invalidate or make void any proceedings taken at such meeting and any Director may at any time waive notice of any such meeting and may ratify and approve of any or all proceedings taken thereat.

VOTING, BOARD OF DIRECTORS

Questions arising at any meeting of Directors shall be decided by a majority of votes. In case of an equality of votes, the Chairperson, in addition to his original vote, shall have a second or casting vote. All votes at any such meeting shall be taken by ballot if so demanded by any Director present, but if no demand is made the vote shall be taken in the usual way by assent or dissent. A declaration by the Chairperson that a resolution has been carried and an entry to that effect in the minutes shall be admissible in evidence as prima facie proof of the fact without proof of the number or proportion of the votes for or against such resolution. In the absence of the President his duties may be performed by the Secretary or such other Director as the Board may from time to time appoint for their purposes.

POWERS

The Directors of the Corporation may administer the affairs of the Corporation in all things and make or cause to be made for the Corporation, in its name, any kind of contract which the Corporation may lawfully enter into and, save as hereinafter provided, generally, may exercise all such other powers and do all such other acts and things as the Corporation is by its charter or otherwise authorized to exercise and do.

Without in any way derogating from the foregoing, the Directors are expressly empowered, from time to time, to purchase, lease or otherwise acquire, alienate, sell, exchange or otherwise dispose of shares, stocks, rights, warrants, options and other securities, lands, buildings and other property, movable or immovable, real or personal, or any right or interest therein owned by the Corporation, for such consideration and upon such terms and conditions as they may deem advisable.

REMUNERATION OF DIRECTORS

The Directors shall receive no remuneration for acting as such. Nothing herein contained shall be construed to preclude any director from serving the Corporation as an officer or in any other capacity

and receiving compensation, therefore. They may receive an honorarium to cover expenses upon approval by quorum of the Board of Directors.

DIRECTORS OF CORPORATION

There shall be a President, Vice President, Secretary, Treasurer and such other offices as the Board of Directors may determine by by-law from time to time. Unless elected by the membership at the annual meeting, the President and Secretary shall be elected by the Board of Directors from among their number at the first meeting of the Board after the annual election of such Board of Directors, provided that in default of such election the then incumbents, being members of the Board, shall hold office until their successors are elected. The other officers of the Corporation need not be members of the Board and in the absence of written agreement to the contrary, the employment of all officers shall be settled from time to time by the Board.

Upon election, each Board Member must complete and sign a Non-Disclosure Agreement which will be in effect for the length of the Board Member's term.

The Club Officers may include but not be limited to the following:

League Liaison Officer, Indoor Soccer Coordinator, Rep Field Scheduler, Referee Coordinator, Equipment Coordinator, Grounds Coordinator, Sponsorship Coordinator, Registrar, Boys House League Coordinator, Girls House League Coordinator, Boys REP Coordinator, Girls REP Coordinator and Adult League Coordinator.

DUTIES OF PRESIDENT

The President shall when present, preside at all meetings of the members of the Corporation and of the Board of Directors. The President shall also be charged with the general management and supervision of the affairs and operations of the Corporation. The President shall act as spokesman of the Dixie Soccer Club, Mississauga, always, unless he otherwise delegates the responsibility. The President shall prepare an annual report for the annual meeting. The President with the Secretary or other officer appointed by the Board for the purpose shall sign all by-laws and membership certificates. The President shall preside over any disciplinary meetings or actions. The President casts any tie-breaking votes as required as is governed by the Constitution.

During the absence or inability of the President, his duties and powers may be exercised by the Vice President, and if the Vice President, or such other Director from the Board may from time to time appoint for the purpose, exercise any such duty or power, the absence or inability of the President shall be presumed with reference thereto. Should the President resign while still in office, the Vice President shall assume the position of President until the next scheduled Annual General Meeting (AGM).

DUTIES OF VICE PRESIDENT

The Vice President, will, in the absence or disability of the President, perform the duties and exercise the powers of the President, will act as a liaison with the City as well as oversee all Club Operations (ie. Uniform suppliers, building operations, etc.), and will perform such other duties as may from time to time be established by the Board.

The Vice President will act as a spokesperson for the Club, in the absence of the President.

DUTIES OF SECRETARY

The Secretary shall be ex officio clerk of the Board of Directors. He/she shall attend all meetings of the

Board of Directors and record all facts and minutes of all proceedings in the books kept for that purpose. He/she shall give all notices required to be given to members and the Directors. He/she shall be custodian of the seal of the Corporation and of all books, papers, records, correspondence, contracts and other documents belonging to the Corporation which he/she shall deliver up only when authorized by a resolution of the Board of Directors to do so.

The Secretary may act as a spokesperson for the Club, in the absence of the Vice President. He/she shall prepare and submit to news media, news releases pertaining to activities of the Club and to perform such other duties as may from time to time be determined by the Board of Directors.

DUTIES OF THE TREASURER

The Treasurer, or person performing the usual duties of a Treasurer, shall keep full and accurate accounts of all receipts and disbursements of the Corporation in proper books of account and shall deposit all money or other valuable effects in the name of the Corporation with a bank or banks as may from time to time be designated by the Board of Directors. He/she shall disburse the funds of the Corporation under the direction of the Board of Directors at the regular meetings thereof or whenever required of him/her. He/she shall provide an account of all his transactions as Treasurer, and of the financial position of the Corporation. He/she shall also perform such other duties as may from time to time be determined by the Board of Directors. The Treasurer shall prepare an annual report, financial statement and balance sheet, which shall be submitted at the annual meeting.

DUTIES OF THE DIRECTOR AT LARGE, YOUTH RECREATIONAL SOCCER

This Director is responsible for the complete functioning of their respective leagues. The responsibilities include the organization of the league/teams and schedules. The responsibilities of the Director at Large, Youth Recreational Soccer include the determination and balancing of the teams, preparing the schedules of play, selection of coaches, the tracking of scores and standings, and the coordination of All-Star Teams where appropriate and all other personnel matters relating to the teams.

DUTIES OF THE DIRECTOR AT LARGE, SENIOR RECREATIONAL SOCCER & DISCIPLINE

This Director is responsible for the complete functioning of their respective leagues. The responsibilities include the organization of the league/teams and schedules. The responsibilities of the Director at Large, Senior Recreational Soccer & Discipline includes the determination and balancing of the teams in proper level of play, preparing the schedules of play, the tracking of scores and standings, and all other personnel matters relating to the senior teams.

This Director shall also coordinate and/or be present in all disciplinary meetings or actions for all levels of play within the Club.

DUTIES OF PAST PRESIDENT

The Past President is responsible for advising the President and Board of Directors with decisions.

DUTIES OF OTHER OFFICERS

The duties of all other officers of the Corporation shall be such as the terms of their engagement call for the Board of Directors requires of them.

RULES AND REGULATIONS OF PLAY

The Board of Directors shall approve and issue to the voting and playing membership the Rules and Regulations of Play.

CONTRACTS

The Dixie Soccer Club will enter into various contracts as approved by the Board of Directors for variable terms that will benefit the club financially. These contracts include but not limited to, Technical Lead, Club Head Coach, Goalkeeper Coach, Club Head Referee and various contracts for building expenses. Contracts will be negotiated by a board member appointed by the Board and signed by two officers of the club.

STAFFING

The Dixie Soccer Club will employ a full-time Office Manager and part-time staff that will perform various duties at the club to include but not limited to; club administrator, front office staff, building attendant, and custodian. These employees will be interviewed and selected by two board members appointed by the board of directors. Employees of the Board will report to a board member and the Board of Directors. No financial benefits other than mandatory requirements will be offered. Employees will be paid bi-weekly.

EXECUTION OF DOCUMENTS

Deeds, transfers, licenses, contracts and engagements on behalf of the Corporation shall be signed by either the President or the Vice President, and the Secretary shall affix the seal of the Corporation to such instruments as require the same.

Contracts in the ordinary course of the Corporation's operations may be entered on behalf of the Corporation by the President and Treasurer or by any person authorized by the Board.

The President, Vice President, the Directors, Secretary or Treasurer or any one of them, or any person or persons from time to time designated by the Board of Directors may transfer any and all shares, bonds or other securities from time to time standing in the name of the Corporation in its individual or any other capacity or as trustee or otherwise and may accept in the name and on behalf of the Corporation transfer of shares, bonds or other securities from time to time transferred to the Corporation, and may affix the Corporate seal to any such transfers or acceptances of transfers, and may make, execute and deliver under the Corporate seal any and all instruments in writing necessary or proper for such purposes, including the appointment of an attorney or attorneys to make or accept transfers of shares, bonds or other securities on the books of any company or corporation.

Notwithstanding any provisions to the contrary contained in the by-laws of the Corporation, the Board of Directors may at any time by resolution direct the manner in which, and the person or persons by whom, any particular instrument, contract or obligations of the Corporation may or shall be executed.

BOOKS AND RECORDS

The Directors shall see that all necessary books and records of the Corporation required by the by-laws of the Corporations or by any applicable statute or law are regularly and properly kept.

MEMBERSHIP

Voting membership in the Corporation shall consist of the applicants for incorporation of the Corporation, Directors, officers, sub-committee members and registered coaches, registered managers and such other individuals and such corporations, partnerships and other legal entities as are admitted as members by the Board of Directors.

A membership in the Corporation is not transferrable and automatically terminates if the Member

resigns or such membership is otherwise terminated in accordance with the Act.

Members may resign by submitting their resignation in writing which shall be effective upon acceptance thereof by the Board of Directors.

In case of resignation, a member shall remain liable for payment of any assessment or other sum levied or which became payable by him to the Corporation prior to acceptance of his resignation.

Each voting member in good standing shall be entitled to one vote on each question arising at any special or general meeting of the members. Corporations, partnerships and other legal entities may vote through a duly authorized proxy.

Each member shall be promptly informed by the Secretary of his admission as a member.

Every person who plays soccer in a League operated by the Corporation ("Players") is not a Member of the Corporation unless he or she has applied for and been accepted into the Membership of the Corporation. Subject to the exception noted below, Players shall be residents of Mississauga. Notwithstanding the above, the Board of Directors may approve, in writing, the application of individuals who are not residents of Mississauga to become Players, for reasons deemed by the Board to represent special circumstances, if the aggregate number of such Players does not at any time exceed 2% of the total number of registered Players. "Special Circumstances", in the case of a House League, must include a determination by the Board that including any admitted Player on an assigned team will not unduly disrupt the competitive balance of the league.

DISCIPLINE OF MEMBER

A member may be fined, censured, suspended or expelled from membership for cause and only after charges have been laid in accordance with the Corporations' published rules and a hearing held in accordance with the Corporations' and Ontario Soccer's published rules. An individual whose Membership has been suspended loses all rights of Membership until the suspension has been terminated. All members must review and sign-off on Dixie SC Code of Conduct (please also refer to REP and House League Manuals).

Player, team and team official discipline for game infractions is governed in accordance with the procedures published by Ontario Soccer.

Any Member, who infringes the Articles or rules of the Corporation or brings the Corporation into disrepute, may be reprimanded, suspended or expelled from the Corporation after a hearing by the Board of Directors of the Corporation at which hearing the Member is entitled to attend.

TERMINATION OF MEMBERSHIP

Membership in the Corporation shall be deemed to have been terminated:

- a) If the Member submits a signed letter of resignation to the Corporation;
- b) If the Member is expelled by the Club's Board of Directors;
- c) If the Member is no longer registered with the Corporation.

DUES

Dues or fees payable by playing Members shall from time to time be fixed by the Board of Directors.

The Office Manager shall notify the playing members of the dues or fees at any time payable by them and if they are not paid within ten (10) days of the date of such notice the members in default shall thereupon automatically cease to be playing members of the Corporation, but any such members may on payment of all unpaid dues or fees be reinstated.

ANNUAL AND OTHER MEETINGS OF MEMBERS

The annual and other general meeting of the members shall be held at the head office of the Corporation or elsewhere in Ontario as the Board of Directors may determine and on such day as the said Directors shall appoint.

Nominations for any Director Position are to be made 30 days prior to the AGM and forwarded to the Secretary of the Club. Person nominated for the President position, must have served on the Board of Directors for a minimum of two (2) years, unless there are extenuating circumstances, where in the role must be filled outside the Board.

The annual meeting shall take place within ninety (90) days after year end (September 30). In addition to any other business that may be transacted, the minutes of the previous annual meeting, the report of the Directors, and the financial statement shall be presented, and a Board of Directors elected for the ensuing year. The members may consider and transact any business either special or general without any notice thereof at any meeting of the members, except that the proposed amendments to the by-laws must be received by the Secretary at least thirty (30) days before the meeting. The Board of Directors or the President or Vice President shall have power to call at any time a general meeting of the members of the Corporation. No public notice nor advertisement of members meetings, annual or general, shall be required, but notice shall be posted on club website of date, time and place of every such meeting shall be given to each member by sending the notice by sending way of electronic mail, ten (10) days before the time fixed for the holding of such meeting; provided that any meetings of members may be held at any time and place without such notice if all the members of the Corporation are present thereat or represented by proxy duly appointed, and that at such meeting any business may be transacted which the Corporation at annual or general meetings may transact.

PROCEDURES GOVERNING MEETINGS

All meetings of the Corporation shall be conducted in accordance with the most recently published Robert's Rules of Order Newly Revised except as may be otherwise stipulated in this By-Law or other Rules and Regulations of the Corporation.

ERROR OR OMISSION IN NOTICE

No error or omission in notice of any annual or general meeting or any adjourned meeting, whether annual or general, of the members of the Corporation shall invalidate such meeting or make void any proceedings taken thereat and any member may at any time waive notice of any such meeting and may ratify, approve and confirm any or all proceedings taken or had thereat.

For the purpose of sending notice to any member, Director or officer for any meeting or otherwise, the address of any member, Director or officer shall be his/her last address recorded on the books of the Corporation.

ORDER OF BUSINESS

The agenda of the Annual General Meeting shall include:

1. Roll Call
2. Credentials Report
3. Minutes of Previous Annual General Meeting
4. President's Address
5. Officers' Reports
6. Treasurer's Report
7. Auditor's Report
8. Appointment of Auditors
9. Other Reports
10. Unfinished Business
11. Amendments to the By-Laws
12. Roll Call
13. Election of Officers and Directors
14. Any Other Business
15. Adjournment

ELECTION OF DIRECTORS AND OFFICERS

The Directors will be elected individually by ballot.

Before the election of each or any Director, the previous Director for that office or his/her delegate or in their absence, the President will advise the meeting of the basic duties involved and the periods of time when effort and attention is required.

ADJOURNMENTS

Any meetings of the Corporation or the Directors may be adjourned to any time and from time to time and such business may be transacted at the original meeting from which such adjournment took place. No notice shall be required of any such adjournment. Such adjournment may be made notwithstanding that no quorum is present.

QUORUM OF MEMBERS

A quorum for the transaction of business at any meeting of members shall consist of not less than six (6) members present in person or represented by proxy, provided that in no case any meeting be held unless there are two (2) members present in person.

VOTING OF MEMBERS

Each voting member of the Corporation shall at all meetings of members be entitled to one (1) vote and he/she may vote by proxy. Such proxy need not himself/herself be a member but before voting shall produce and deposit with the Secretary enough appointment in writing from his/her constituent or constituents. No member shall be entitled either in person or by proxy to vote at meetings of the Corporation unless he/she has paid all dues or fees, if any, then payable by him/her. Proxies are to be received by the Secretary no later than 24 hours prior to the AGM for validation.

At all meetings of the members every question shall be decided by a majority of the votes of the members present in person or represented by proxy unless otherwise required by the by-laws of the Corporation, or by law. Every question shall be decided in the first instance by a show of hands unless a poll is demanded by any member. Upon a show of hands, every member having voting rights shall

have one (1) vote, and unless a poll be demanded a declaration by the Chairman that a resolution has been carried or not carried and an entry to that effect in the minutes of the Corporation shall be admissible in evidence as prima facie proof of the fact without proof of the number or proportion of the votes accorded in favor of or against such resolution. The demand for a poll may be withdrawn, but if a poll be demanded and not withdrawn the question shall be decided by a majority of votes given by the members present in person or by proxy, and such poll shall be taken in such manner as the Chairman shall direct and the result of such poll shall be deemed the decision of the Corporation in general meeting upon the matter in question. In case of an equality of votes at any general meeting, whether upon a show of hands or at a poll, the Chairman shall be entitled to a second or casting vote.

FINANCIAL YEAR

Unless otherwise ordered by the Board of Directors, the fiscal year of the Corporation shall terminate on the thirtieth (30th) day of September in each year.

CHEQUES, ETC.

All cheques, bills of exchange or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation, shall be signed by the Treasurer and any one of two other signing officers as appointed by the Board of Directors of the Corporation and in such a manner as shall from time to time be determined by resolution of the Board of Directors and any one of the President or the Treasurer may alone endorse notes and drafts for collection on account of the Corporation through its bankers, and endorse notes and cheques for deposit with the Corporation's bankers, for the credit of the Corporation or the same may be endorsed for collection or for deposit with the bankers of the Corporation by using the Corporation's rubber stamp for the purpose. Any one of such officers or agents so appointed may arrange, settle, balance and certify all books and accounts between the Corporation and the Corporation's bankers and may receive all paid cheques and vouchers and sign all the bank's forms or settlement or balances and release or verification slips.

ALCOHOL AND GAMING COMMISSION OF ONTARIO

If the Dixie Soccer Club organization should dissolve, the Board of Directors will provide for the distribution of the organization's assets and property held or acquired from the proceeds of licensed lottery events (ie., lottery trust accounts or property purchased with the lottery proceeds) to charitable organizations that are eligible to receive lottery proceeds in Ontario, approved by the licensing authority.

DEPOSIT OF SECURITIES FOR SAFEKEEPING

The securities of the Corporation shall be deposited for safekeeping with one or more bankers, trust companies or other financial institutions to be selected by the Board of Directors. Any and all securities deposited may be withdrawn, from time to time, only upon the written order of the Corporation signed by such officers, agent or agents of the Corporation, and in such manner, as shall from time to time be determined by resolution of the Board of Directors and such authority may be general or confined to specific instances. The institutions which may be so selected as custodians by the Board of Directors shall be fully protected in accordance with the directions of the Board of Directors and shall in no event be liable for the due application of the securities so withdrawn from deposit or the proceeds thereof.

NOTICE

Whenever under the provisions of the by-laws of the Corporation, notice is required to be given, such notice may be given either personally or telegraphed or by depositing same in a post office or public letter-box, in a pre-paid, sealed wrapper addressed to the Director, officer or member at his or their

address as the same appears on the books of the Corporation. A notice or other document so sent by post shall be held to be sent at the time when the same was deposited in a post office or public letter-box as aforesaid, or it telegraphed shall be held to be sent when the same was handed to the telegraph company or its messenger. For the purpose of sending any notice the address of any member, Director or officer shall be his/her last address as recorded on the books of the Corporation.

BORROWING

The Directors may from time to time:

- A. Borrow money on the credit of the Corporation; or
- B. Issue, sell or pledge securities of the Corporation; or
- C. Charge, mortgage, hypothecate or pledge all or any of the real or personal property of the Corporation, including book debts, rights, powers, franchises and undertakings, to secure any securities or any money borrowed, or other debt, or any other obligation or liability of the Corporation.

From time to time the Directors may authorize any Director, officer or employee of the Corporation or any other person to make arrangements with reference to the moneys borrowed or to be borrowed as aforesaid under the terms and conditions of the loan thereof, and as to the securities to be given therefore, with power to vary or modify such arrangements, terms and conditions and to give such additional securities for any moneys borrowed or remaining due by the Corporation as the Directors may authorize, and generally to manage, transact and settle the borrowing of money by the Corporation.

INDEMNIFICATION

Every Member of the Board of Directors, every Officer and every Servant of the Dixie Athletic Club Incorporated shall be indemnified by the Dixie Athletic Club Incorporated against all costs, losses and expenses incurred by them respectively in or about the discharge of their respective duties, except those which happen as a result of their own neglect or default.

DISSOLUTION

Upon dissolution of the Corporation the net assets, after payment of all debts shall be transferred to such similar Corporation or Corporations as may be determined by two-thirds majority vote of the Board of Directors of the Corporation in office at the time of dissolution, or if such matter cannot be resolved assets will go to Pediatric Divisions of Credit Valley Hospital and Trillium Health Centre Mississauga.

INTERPRETATION

In these by-laws and in all other by-laws of the Corporation hereafter passed unless the context otherwise requires, words importing the singular number, or the masculine gender shall include the plural number or the feminine gender, as the case may be, and 'vice versa', and references to persons shall include firms and corporations.

SCREENING POLICY

The Dixie Soccer Club, Mississauga, accepts their responsibility to children, young adults, parents, volunteers and staff involved in its programs and is committed to enduring adherence to the following policy to support the provision of sound, safe and healthy soccer experiences in our community.

A screening process will be required for all volunteers and employees based on the duties assigned by

the club due to the positions of trust that are inherent in the provision of active, high quality sport activities. The screening process will be comprised of a variety of methods and may include a Police Reference Check. All volunteers will be required to participate in an orientation that will introduce duty assignments as well as relevant Club policies and expectations.

DISPUTE RESOLUTION

The Corporation shall adhere to the Dispute Resolution process as published and approved by Ontario Soccer from time to time.

Any Member of the Corporation may initiate the Dispute Resolution process by communicating in writing to Ontario Soccer, with a copy to the Corporation and District Association, the nature and facts of the dispute. Ontario Soccer, at its discretion, may proceed with the Dispute Resolution process by assigning one or more neutral persons to the dispute.

The Dispute Resolution process shall not be used for game discipline which follows normal discipline and appeals process.

The Corporation shall make available to any Member the Dispute Resolution process when requested.

HARASSMENT POLICY

The Dixie Soccer Club, Mississauga, will abide by the Harassment Policy of Ontario Soccer.

In the event someone in the Corporation wishes to lodge a harassment complaint, such shall be submitted in writing to the District's Harassment Officer(s).

APPEALS

Any Member of the Corporation directly affected by a decision of the Corporation may appeal such decision to the PHSA.

RULES AND REGULATIONS GOVERNING HOUSE LEAGUE AND REPRESENTATIVE TEAMS

For all rules and regulations for House League Teams, reference is to be made to the HOUSE LEAGUE MANUAL. For all rules and regulations for Representation Teams, reference is to be made to the REPRESENTATIVE TEAM MANUAL.

Amended by the Board of Directors and sealed with the Corporate Seal.

Lino Almeida

Club President

October 27, 2019

Kevin Bowser

Secretary

October 27, 2019