

Calgary South West United Soccer Association

Nominations and Elections Policy

As an organization, Calgary South West United Soccer Association, is a strong believer in the democratic process. The Board of Directors, as well as the entire membership must adhere to democratic principles when it comes to the leadership of the Club. The following policy has been developed to ensure that all nominations, voting procedures and election of members are valid and executed with the utmost propriety, upholding the good name of CSWU as a soccer club of choice.

This policy must be adhered to in all matters pertaining to CSWU nominations and electoral procedures where club leadership positions are being determined. This does not apply to committee membership other than the Nominations Committee as determined by the current/existing Board of Directors of CSWU.

Definitions

Nominations Committee – The committee consisting of three (3) members that will review Declaration of Interest forms of potential electoral candidates for CSWU board positions (see Nominating Committee Terms of Reference attached).

Electoral officer – Person chosen by the Board of Directors who will oversee the election process at an AGM or SGM.

Declaration of Interest – Form to be submitted by candidates for Board of Director candidacy.

Board Member – any CSWU Board position.

Officers of CSWU – President, Vice President, Secretary, Treasurer, Grassroots Director.

CSWU Member – Club Member: An individual must be registered or have a child registered in a soccer program within the Club. Associate Member: A registered Coach, Assistant Coach or Manager with a soccer team of CSWU or an elected Director of CSWU or a Volunteer of CSWU with a named position or such other individual as the Board may determine by majority vote.

Nominee – Person nominated for a board position who meets the requirements as outlined in this policy.

Member in Good Standing – Club Members, such as a person or family that has one or more family members registered in a soccer program with CSWU, has paid when due its or their

applicable fees consistent to CSWU for such soccer program and has not been suspended from a current program.

Simple majority – over 50% of votes cast.

AGM – Annual General Meeting.

SGM – Special General Meeting as called in accordance with CSWU's Bylaws.

Quorum – Quorum as stated in the CSWU Bylaws must be 20 Club Members at the Annual General Meeting.

Scrutineer – A person who observes any process which requires rigorous oversight, either to prevent the occurrence of corruption or genuine mistakes; it is most commonly known as part of voting in an election, where the scrutineer observes the counting of ballot papers, in order to check that election rules are followed.

Club Officer – Person elected by the Board of Directors to be part of the Nominations Committee. This position is to be filled by one of the current Board of Director members fulfilling the role of President, Vice President, Secretary or Treasurer.

Voting Member - An individual that falls within the designation of Club Member as defined herein.

Nomination Process

To be considered for election to the CSWU Board of Directors a candidate must have submitted in writing, a Declaration of Interest along with the candidates resume to the Nominations Committee.

Candidates must be nominated by members in good standing. Five (5) signatures of endorsement by CSWU Members in good standing are required on the Declaration of Interest form which will be made available at a minimum of 21 days in advance of the scheduled date of the Annual General Meeting. Nominations will open a minimum of 14 days prior to an election and will close 10 days prior to the date of the AGM. Late Declaration of Interest forms will only be accepted at the discretion of the Board of Directors.

Please note: A candidate cannot nominate themselves.

Nominations will only be accepted in writing with the Nominee having signed the Declaration of Interest form. Verbal nominations will not be accepted.

Candidates who are not successful for the position specified in their Declaration of Interest will be notified by the Nominations Committee in writing. No reasonable Declaration of Interest will be denied so long as the candidate declared on the form is a member in good standing with

CSWU, has sufficient experience applicable to the business of CSWU and has not previously been subject to disciplinary proceedings or found to have acted adversely to CSWU.

Candidates are expected to be present at the AGM and present in the form of a speech their purpose and intent behind seeking a position on the Board of Directors for CSWU. Note the candidate's speech will be limited to a duration of 3 minutes. Nominations will not be accepted from the floor at the AGM.

Incumbent Board of Director members whose current term of office is expiring shall provide the Nominations Committee a Notice of Intent to run for re-election should their position allow for it.

Nominations committee

The Nominations Committee shall consist of two (2) current board members appointed by the current Board of Directors not less than 40 days prior to an AGM together with such other non-director CSWU members as such Nominations Committee director members may determine. It shall consist of:

One (1) Officer of CSWU;

One additional representative from the Board of Directors; and

At least one (1) Member at Large – (not a member of the Board of Directors of CSWU).

The Nominations Committee shall have a least one (1) meeting no less than five (5) days prior to the date of the AGM to conduct a final review of all potential candidate's Declarations of Interest forms and conduct a last determination of eligibility to run for a position on the Board of Directors.

Accepted nominations will be presented to the current Board of Directors within one (1) week prior to the AGM.

Nominee Qualifications

Candidates for election must:

- Be a CSWU member in good standing
- Possess skills likely to be beneficial to SWU (see Attachment "B")
- Provide a current resume
- Have the signed endorsement of five (5) CSWU members in good standing
- Complete Attachment "C" – Declaration of Interest
- Possess and present an up to date Police Security clearance
- Be prepared, if elected, to complete the CSWU Conflict of Interest form (see Attachment "D")
- Be prepared, if elected, to complete the CSWU Code of Conduct form (see Attachment "E")

Note: individuals who are related/married/in a relationship with or a partner of an employee of CSWU are not eligible to be a member of the Board of Directors for CSWU.

Election process

The election of a member for the Board of Directors of CSWU at the Annual General Meeting will occur as set out in the Bylaws. The Nominating Committee will oversee these election procedures but will defer authority to any current Board of Directors appointed Elections Officer. Any appointed Elections Officer shall preside over the electoral proceedings at the meeting. Voting procedures shall be clearly outlined prior to the vote being held.

Candidates are expected to attend the AGM to be elected and to present a speech to the members present. Candidate speeches will be a maximum of 3 minutes in duration. Following the speeches of the candidates, the election of Board of Directors members will be held. Electoral decisions will be made by a “simple majority” of votes.

One or more scrutineer(s) will be selected by the Nominations Committee prior to the AGM. Scrutineers shall count ballots under the supervision of the Electoral Officer and shall, at the request of that Officer, recount ballots if there is any questionable conduct on behalf of the scrutineers.

Votes are only to be cast and counted by individuals determined to be Club Members or Community Members who are at least eighteen (18) years of age. Each family is entitled to one vote as a Club Member, regardless of the number of family members registered in a soccer program with CSWU.

Directors who are elected are expected to fulfill a 2 year term.

Election of Club Officers (Post AGM)

Officers of CSWU will be elected at the first meeting of the new Board of Directors for CSWU following the AGM.

A simple majority (over 50 %) shall decide the outcome of the voting for each position. In the event of a tie, members will vote a second time to determine the successful candidate.

Attachment "A"

Nominating Committee Terms of Reference

Mandate

The Nominating Committee is a committee of the Board of Directors for CSWU. It is responsible for ensuring, on a continuing basis, that the Board of Directors for CSWU is composed of qualified and skilled persons capable of, and committed to, providing effective governance and leadership to the Calgary South West United Soccer Club.

Key Duties

The Committee will perform the following key duties:

- Identify qualified individuals to stand for election as a Director for the Board of Directors of CSWU
- In addition to identifying candidates through the usual networking channels within the soccer community, the Nominating Committee will also issue an open call for nominations through the CSWU website and / or other suitable services.
- Ensure that candidates for election meet the qualifications to serve as a CSWU Director, and have fulfilled any additional requirements, including those set out in Attachment "B" of this policy.
- Communicate directly with each candidate to discuss the roles, responsibilities and expectations of a Director at CSWU.
- Consider diversity of the Board of Directors in relation to gender, age, language, ethnicity, professional backgrounds and personal experiences.
- Have regard for the specific and desired competencies required on the Board of Directors in reviewing nominations and Declaration of Interest forms.
- Oversee all aspects of the election process leading up to and at the Annual General Meeting, including identifying and enforcing specific timelines and any other administrative requirements.
- Where appropriate, identify individuals for future nomination as Directors and maintain this information for use by future Nominating Committees of CSWU.
- Carry out these duties in a manner that encourages a long-term view of CSWU's leadership needs, as well as Board of Directors succession planning.
- Such additional duties as may be delegated to the Committee by the Board from time to time.

Authority

The Committee will exercise its authority in accordance with the CSWU Bylaws and such additional provisions as are set out in the CSWU Nominations Policy, and will do so in cooperation with the Board of Directors. To be eligible for office as a Director, an individual must meet the requirements of the Societies Act of Alberta - (http://www.qp.alberta.ca/1266.cfm?page=S14.cfm&leg_type=Acts&isbncln=0779726936), CSWU's Bylaws, must satisfy any further requirements as set out in Attachment "B", and must complete a Declaration of Interest Form as set out in Attachment "C".

The Board of Directors for CSWU will appoint the Nominating Committee not less than 40 days before the Annual General Meeting. The Committee will consist of at least two Directors of the current Board of Directors for CSWU and one other person not of the Board of Directors. The Board will designate the Chair of the Nominating Committee. No member of the Nominating Committee may be seeking office in the election.

The Nominating Committee will finalize nominations at least ten (10) days before the Annual General Meeting.

Term

Members of the Nominating Committee will serve terms of up to one (1) year, which may be renewed by the Board of Directors of CSWU as needed.

Meetings

The Nominating Committee will meet by telephone or in person, as required, with meetings held at the Chair's request.

Resources

The Nominating Committee will receive the necessary resources from CSWU to fulfill its mandate. The Nominations Committee may, from time to time, request and receive administrative support from the CSWU office staff.

Review and Approval

The Board of Directors for CSWU will review these Terms of Reference on a regular basis, with input from the Nominating Committee as required.

Attachment “B”

Qualifications & Core Competencies of Board of Director Candidates

Directors shall fulfill all requirements of the Societies Act of Alberta and the CSWU bylaws and further, shall be a resident of Canada and of legal age of majority. Directors of CSWU commit themselves to acting in the best interests of CSWU as a whole and to ethical, businesslike and lawful conduct, including proper use of authority and decorum when acting as Board members. Accordingly, Directors must be able to act in an unbiased objective fashion to the interests of all CSWU members as a whole and without particular regard for any one group of CSWU members.

Potential Directors will be identified based upon their demonstrated ability to contribute significantly to the leadership of CSWU and to fulfill their statutory fiduciary responsibilities.

The preferred core competencies that ideally will be reflected in the Board of Directors at CSWU are:

- Soccer background and knowledge as an athlete, coach, official, administrator or volunteer leader;
- Knowledge of strategic and business planning;
- Human resources management expertise;
- Legal and risk management expertise;
- Business and corporate experience, including expertise in accounting and financial management;
- Demonstrated leadership skills in the not-for-profit sector or other endeavours.

*All candidates for election as a member of the Board of Directors for CSWU will be required to complete and submit a Declaration of Interest (Attachment “C”) and a current bio or resume via email by April 11, 2018 to nominations@cswusoccer.com and directorbh@cswusoccer.com.

Attachment "C"

CSWU Board of Directors Candidate Declaration of Interest Form

This form must be submitted along with a current bio and/or resume via email to nominations@cswusoccer.com and directorbh@cswusoccer.com by April 11, 2018 and is to be completed by any person nominated for election as a Director with CSWU. To be eligible for nomination, a person must have the endorsement of the Nominations Committee AND five (5) CSWU members in good standing as well as meet the qualifications as set forth in the CSWU Nominations Policy.

Name of Candidate: _____

Mailing Address: _____

Phone Number: _____

Email Address: _____

1. Please provide a summary of your experience in the sport of soccer.
2. Please provide a summary of your experience in a club, a provincial/territorial association, and/or other associations in the sport of soccer.
3. Please provide a summary of any previous experience with the SWU.
4. Please provide a summary of your experience with other voluntary or community organizations.
5. Please highlight additional skills or competencies that would contribute to the effective leadership and governance of CSWU.

Signature

Date

Candidate Endorsement

The following five (5) members in good standing with CSWU support the nomination of this candidate:

Name	Address	Phone	Cell	Email
1.				
2.				
3.				
4.				
5.				

Attachment "D"

Calgary South West United Soccer Association Conflict of Interest Policy

The Board of Directors of Calgary South West United Soccer Association (CSWU) is elected by and responsible to the membership of CSWU. The Board of Directors shall, at all times, be governed by the applicable federal and provincial statutes, by the Bylaws and Governance Policies adopted by the CSWU membership. These individuals shall ensure that their actions or decisions do not conflict with the published rules and policies of the CSWU and Roberts Rules of Order.

Calgary South West United Soccer Association strives to reduce and eliminate instances of conflict of interest within the Club by being aware, prudent and forthcoming about potential conflicts. Conflict's of interest, for the purposes of this policy, is any situation in which a representative's decision making, which should always be in the best interest of CSWU, is influenced or could be influenced by personal, family, financial, business, or other private interests.

POLICY

Any real or perceived conflict of interest, whether financial or nonfinancial, between a CSWU Board Member and his/her personal interests, must always be resolved in favour of CSWU.

Representatives will not:

- Engage in any business or transaction, or have a financial or other personal interest, that is incompatible with their official duties with CSWU, unless such business, transaction, or other interest is properly disclosed to CSWU and approved by the Board of Director for CSWU.
- Accept any gift or favour that could be construed as being given in anticipation of, or in recognition for, any special consideration granted by being a CSWU representative.
- Knowingly place themselves in a position where they are under obligation to any person who might benefit from special consideration or who might seek preferential treatment.
- In the performance of their official duties, give preferential treatment to family members, friends, colleagues, or organizations in which their family members, friends, or colleagues have an interest, financial or otherwise.
- Derive personal benefit from information that they have acquired by fulfilling their official duties with CSWU, if such information is confidential or not generally available to the public.
- Engage in any outside work, activity, or business or professional undertaking that conflicts or appears to conflict with their official duties as a representative of CSWU, or in which they have an advantage, or appear to have an advantage based on their association with CSWU.
- Without the permission of CSWU, use CSWU property, equipment, supplies, or services for activities not associated with the performance of their official duties with CSWU.
- Place themselves in positions where they could, by being a CSWU Representative, influence decisions or contracts from which they could derive any direct or indirect benefit.
- On an annual basis, all the CSWU Board Members, including newly elected members to the Board of Directors, will disclose any real or perceived conflicts that they might have.

- CSWU Board Members shall disclose real or perceived conflicts of interest to the CSWU Board of Directors immediately upon becoming aware that a conflict may exist.
- CSWU Board Members shall disclose all affiliations with all other soccer organizations including roles as an athlete, team official, referee, employee or board member.

I have read and understand the CSWU Conflict of Interest Policy and CSWU Board of Directors Code of Conduct and agree to always act in accordance with it. I disclose the following personal, professional, business activity or position that may at any time be construed as a potential conflict of interest:

I disclose the following soccer organizations on which I serve or belong to, soccer activities or soccer positions that may at any time be construed as a potential conflict of interest:

TEST OF CONFLICT OF INTEREST

Would the reasonable Albertan, non-partisan and fully informed of the facts, objectively conclude that the Director breached this Conflict of Interest Policy?

ARBITRATION

If a breach has been identified with no satisfactory solution the issue can be referred to an independent arbitrator as per the CSWU Bylaws.

Attachment "E"

Calgary South West United Soccer Association Board of Directors Code of Conduct

The Board of Directors of the Calgary South West United Soccer Association (CSWU) is elected by and responsible to the membership of CSWU. The Board of Directors shall, at all times, be governed by the applicable federal and provincial statutes and by the Bylaws and Governance Policies adopted by the CSWU membership. These individuals shall ensure that their actions or decisions do not conflict with the published rules and policies of CSWU and Roberts Rules of Order.

POLICY

Members of the Board of Directors of CSWU shall:

- Respect the rights, dignity and self-esteem of all other persons through consistently treating individuals fairly and reasonably, focusing comments or criticism appropriately and avoiding public criticism of athletes, coaches, officials, organizers, volunteers, employees or members.
- Ensure adherence to the laws (rules) of soccer and of CSWU, and the spirit of those laws (rules).
- Be responsible first and foremost to the welfare of CSWU by declaring all relevant Conflicts of Interest and removing oneself from Board of Director's deliberations where Conflict of Interest exists.
- Functioning primarily as a member of the Board of Directors and not as a member of any CSWU constituency.
- Refrain from any behaviour that constitutes harassment, sexual harassment, violence and/or intimidation. Harassment and Sexual Harassment as defined by the CSWU Governance Policy on Harassment. Violence is defined as exercise of physical force that causes or could cause physical injury, an attempt to exercise physical force that could cause physical injury or a statement or behaviour that it is reasonable to interpret as an attempt to intimidate or threaten to exercise physical force.
- Act with honesty and integrity and conduct themselves, in a manner consistent with the nature and responsibilities of CSWU business.
- Ensure that CSWU's financial affairs are conducted in a responsible and transparent manner with due regard for all fiduciary responsibilities.
- Conduct themselves openly, professionally, lawfully and in good faith in the best interests of CSWU and its membership.
- Be independent and impartial and not be influenced by self-interest, outside pressure, expectation of reward, or fear of criticism.
- Behave with decorum appropriate to both circumstance and position and be fair, equitable, considerate, and honest in all dealings with others.
- Keep informed about CSWU activities and general trends in the sectors in which they operate.
- Exercise the degree of care, diligence and skill required in the performance of their duties pursuant to the laws under which CSWU is incorporated.
- Respect the confidentiality appropriate to issues of a sensitive nature.
- Ensure that all individuals are given sufficient opportunity to express opinions, and that all opinions are given due consideration and weight.

- Respect the decisions of the majority and resign if unable to do so.
- Commit the time to attend meetings and be diligent in preparation for, and participation in, discussions at such meetings.
- Have a thorough knowledge and understanding of all CSWU governance documents.
- Conform to the bylaws and Governance Policies approved by CSWU membership.
- Conform to the Bylaws and Governance Policies of the Canadian Soccer Association.
- Conform to the Canadian Soccer Association Code of Conduct and Ethics.

If the board becomes aware of any circumstances which suggest a Director has breached this Code of Conduct, the Board may:

- Support self-removal from the Board of Directors;
- Board requested removal at a meeting or the Board of Directors;
- Board requested enactment of Article 5.6.1 (the process of suspension or removal of a director) of the CSWU Bylaws.

TEST OF CODE OF CONDUCT

Would the reasonable Albertan, non-partisan and fully informed of the facts, objectively conclude that the Director breached this Code of Conduct?

ARBITRATION

If a breach, or potential breach, has been identified with no satisfactory solution the issue can be referred to an independent arbitrator as per the CSWU Bylaws.