

BYLAWS of NEDERLAND YOUTH HOCKEY ASSOCIATION

These Bylaws are adopted in furtherance of the Articles of Incorporation for Nederland Youth Hockey Association by its Board of Directors.

Article I—Our Purpose

Nederland Youth Hockey Association is dedicated to instilling in young male and female athletes under the age of 18 (hereinafter “Players”) the values of teamwork, sportsmanship, competitive enthusiasm, hard work, and above all, fun. We are committed to the principles of USA Hockey at all levels of our organization, including coaches, parents, players, referees, and spectators. We believe strongly that the sport of hockey provides one of the most challenging and rewarding activities available to the youth of our community.

Article II—Membership

1. **Membership.** The members shall consist of each Player in good standing with NYHA; one designated parent or guardian of each such Player; coaches and team managers approved by the Board of Directors; volunteer and hired staff approved by the Board of Directors; and the Board of Directors.
2. **Voting Members.** The Board of Directors shall represent the membership. Each Member of the Board shall be entitled to one vote.
3. **Annual Meeting of the Members.** The annual meeting of the members of the Association shall be held each year during the summer or at such time as may be fixed by the Board of Directors. The meeting shall be for the purpose of reviewing past performance, organizing for the new season, stating future goals, reporting the financial status of the Association, and making improvements in the overall NYHA experience. The Annual Meeting shall also provide an opportunity for the membership at large to elect or re-elect all Members of the Board of Directors. Anyone who wishes to be on the ballot for election to the Board must provide a written letter of intent to the NYHA a minimum of ten days prior to the election. Further procedures for the Annual Meeting shall be set out by the Board of Directors in a separate Policies and Procedures document.
4. **Annual Meeting Voting:** During the Annual Meeting, all members at large may participate in any vote as determined by the Board of Directors, and all elections for the Board of Director positions. Each member shall be entitled to one vote per election or issue. Members unable to be present shall be entitled to cast a written proxy for any vote.
5. **Special Meeting of Members.** Special meetings of the members may be called by the, or at the direction of the president, secretary, or chairperson of the board.

6. Notice of Meetings. Notice of the Annual Meeting or any Special Meeting of the Members shall be published at least 14 days in advance in the local newspaper, and sent by email to the membership.
7. General Issues: A request to raise a subject at any meeting of the Board of Directors shall be submitted in writing via email or US Post to the Secretary/Registrar at least five days prior to the meeting.

Article III—Board of Directors

1. Number of Directors. The Board of Directors shall consist of no less than five Directors.
2. Officers. The Board shall select Officers from among its members as follows: President, Vice President, Treasurer, Secretary/Registrar and other such Officers as the Board may deem appropriate from time to time. The duties of the Officers shall be as established by the Board and documented in the NYHA Policies and Procedures. The Board, at its discretion may set a maximum limit of positions by majority vote of all Board Members.
3. Election of Directors. Nominations for new Directors shall be made by current Board members. New Directors shall be elected by majority vote of all Board members.
4. Terms. All Board seats are two-year terms, and no more than four consecutive terms served within the same position unless the Board deems otherwise.
5. Quorum. A quorum of the board is present when at least four members of the Board are at a meeting. All actions shall be approved by a simple majority of the quorum present, except otherwise herein.
6. Removal of Board Members. The board, by affirmative vote of two-thirds of a quorum at any meeting, may remove any officer or board member for failure to participate or other impeachable offenses. Board members missing more than two consecutive meetings may be subject to removal from the board upon an affirmative vote of two-thirds of a quorum at any meeting. The Agenda distributed prior to this meeting shall reflect the vote on removing a Board Member.
7. Membership Removal of Board Members. A Board Member shall be removed from the Board by a petition from the membership at large signed by a 2/3rds majority of NYHA members in good standing.
8. Vacancies. Vacancies on the Board of Directors may be filled for the unexpired term by simple majority vote of the Board Members present at any meeting of the board.
9. Powers and Duties. The Board of Directors shall have full general control and management of the affairs, property, and business of the Association, and subject to these Bylaws and the Articles of Incorporation, may adopt such rules and regulations for the purpose and for the conduct of its meetings as the Board may deem proper.
10. Regular Meetings. Generally the board shall meet monthly throughout the year, or such frequency as deemed appropriate by the Board. The agenda shall be prepared by, or on behalf of, the President. The agenda shall include roll-call, old business, setting the next meeting date,

and the transaction of any other business which may come before the Board. The agenda shall also include financial reporting on a quarterly basis.

11. Meeting Minutes. The Secretary or such other member designated by the President in the Secretary's absence shall keep the minutes of the meeting. The minutes shall include at minimum the date, time and place of the meeting; members present, nature of the business discussed; voting results, if any; and date of next meeting if a Regular Meeting. Meeting Minutes shall be distributed to Board Members at least 1 day prior to the next meeting. If the Association constructs an official website, the Meeting Minutes shall be posted to the website prior to the next meeting.
12. Special Meetings. The Board shall meet at such times as reasonably necessary to conduct the business of the Association. Special meetings shall be called by or at the direction of the president of the Board. Notice of the time and place of Special Meetings of the Board of Directors shall be given in writing not less than 48 hours before such a meeting.
13. Action Without a Meeting. Any action which might be taken at a meeting of the Board of Directors may be taken without a meeting if a written resolution or consent setting forth the action is signed or approved by 2/3rds of the all Directors.
14. Committees. The president or the Board may appoint committees consisting of Board Members or other members of the Association, to carry out particular functions of the Association.

Article IV—Financial

1. Dues and Fees. The Board shall have the power to establish, fix, levy, assess and collect annual dues, membership fees, program fees, and other fees and charges which may be necessary and appropriate to cover the costs of operation, including coaching, entry fees, insurance, equipment purchases, and such other expenses as the Board deems appropriate. The Board may, in its discretion, accept contributions of services, property, or goods by lease donation in lieu of membership dues and fees.
2. Financial Policies and Procedures. The Board shall establish and enforce such policies and procedures as it considers necessary and appropriate for payment or fees, scholarships, and other matters.
3. Fiscal Year. The fiscal year of the Association shall be July 1 – June 30, starting July 1, 2010, subject to future changes by the Board of Directors.
4. Bank, Negotiable Instruments. The funds of the Association shall be deposited in such accounts as the Board and the Treasurer may designate from time to time. The treasurer shall keep or cause to be kept full and accurate accounts of all receipts and disbursements of the Association, and shall prepare or cause to be prepared periodic financial statements for the Association. The Treasurer and such other directors as the Board may designate from time to time shall be authorized to sign and negotiate checks and other instruments in the name of the Association.

5. Loans. No loans shall be incurred by the Association unless authorized by a resolution of the Board.
6. Should NYHA dissolve as an organization, all of its assets and liabilities shall be used, within the rules of the Article of Incorporation regarding dissolution, towards the furtherance of youth hockey in the mountain communities of the Peak to Peak region,

Article V—Amendments

1. Bylaws. The Board of Directors shall have the power, by affirmative vote of two-thirds of the quorum at any meeting, to alter, amend or repeal the bylaws of the Association at any regular meeting or at any special meeting for that purpose.
2. Articles of Incorporation. The Articles of Incorporation may be amended on resolution approved by two-thirds of the entire Board of Directors, and submission to a meeting of the members where it is approved by two-thirds of a quorum of members present or represented by a proxy.

These Bylaws are hereby adopted by a majority vote of a quorum on this 7th day of October, 2010.

ATTEST:

_____ - President

_____ - Secretary