

BY-LAWS
OF
CHELMSFORD HOCKEY ASSOCIATION

(As amended April 2011)

Article I – Name

Section 1: The name of the corporation is Chelmsford Hockey Association, Incorporated.

Section 2: The corporation seal shall be a circle with crossed hockey sticks in background and CHA across the front. The Board of Directors may change the form of the seal and the inscription thereon at any time.

Article II – Purpose

Section 1: The Chelmsford Hockey Association, Inc. is a non-profit organization organized for the following purpose: to promote and encourage sportsmanship, teamwork, self-discipline and skills in the participants in CHA activities through amateur hockey and figure skating.

Article III – Membership/Registration Fees (amended April 2011)

Section 1: The membership in the corporation is open to both residents and non-residents of Chelmsford, MA, in accordance with the rules of the USA Hockey Association (U.H.A.), regardless of race, color, creed, national origin or sex. Each member, excluding honorary members, shall be entitled to one vote at all Annual Meetings.

Section 2: A member is defined as: (a) both parents or guardians of a child/children who is/are adequately registered in any of the Chelmsford Hockey Association programs; (b) all elected or appointed officers, coaches, and instructors. No fee for membership shall be charged these members unless they have a child/children registered in one of the Chelmsford Hockey Association programs; (c) any honorary members so designated by the Board of Directors.

Section 3: A membership/registration fee (determined by the Board of Directors) shall be charged each member, and no member shall be eligible to vote unless this fee is paid.

Section 4: The Board of Directors may set any other fee (i.e. league hockey) as a condition to participation in the amount and manner deemed necessary to support its sponsored programs.

Section 5: The Board of Directors may suspend members whose fee payment is delinquent greater than three (3) months. If any individual is suspended for non-payment of fees, reinstatement shall be automatic if the delinquency is cleared. Any dues delinquent from a prior year shall be collectable prior to acceptable membership in a current year. Exceptions to this policy may be made by the Board of Directors in individual cases of illness or hardship.

Article IV – Officers (amended April 2011)

Section 1: The officers of the corporation shall be elected by the Board of Directors within 30 days of the annual meeting, or, in the event of a vacancy, within 30 days of such vacancy.

Section 2: There shall be a President, Vice president, Secretary, Treasurer, Coaching Director and such other officers, as the Board of Directors deem necessary. Each officer shall hold office for the term of one (1) year. All officers shall be residents of Chelmsford, MA.

Section 3: President – the President shall be the Chief Executive of the corporation, elected by the Board of Directors from their members. The President shall perform all duties commonly incident to his office, and shall perform such other duties and have such other powers as the Board of Directors may designate.

Section 4: Secretary – the Secretary shall maintain a written record of all meetings of the corporation. In general, he/she shall perform all duties incident to the office.

Section 5: Treasurer – the Treasurer shall have charge of and be responsible for all funds of the corporation, and shall make all disbursements for and in the name of the corporation, with the approval of the President and the Board of Directors. The Treasurer shall render, whenever requested, an account of the financial condition of the corporation, and in general, shall perform all duties normally incident to this office.

Article V – Directors (amended April 2011)

Section 1: The Board of Directors shall have general charge and direction of the corporation.

Section 2: The Board of Directors shall be elected at the annual meeting. Nominations of Directors shall be made by nominating committee appointed by the President and they shall submit their report at the annual meeting. There shall be no limit on the number of times a member may serve on the Board of Directors. Nomination will be accepted from the floor with the consent of the nominee. Voting will be by secret ballot. Nominees for the Board of Directors shall be members of the Association.

Section 3: The Board of Directors shall consist of (13) members. Initially, the directors shall be elected to serve terms as follows: Six (6) for two years and one (1) for one year. The remaining six (6) positions are to be filled by those presently completing their terms. Thereafter annually, six (6) directors are to be elected for two years and one (1) for one year. If an elected Director with a two year term decides to not continue in that position for the second year of the term, the Board of Directors may decide to fill that position at the annual meeting election with the addition of an additional one year position. In all cases, the lowest number of votes at the election will determine the one year term(s).

Section 4: The Board of Directors shall elect from their number a President who shall be the Chief Executive Officer of the Corporation. They shall also elect a Vice President, Secretary, Treasurer and Coaching Director, and such other officers, as they shall determine from time to time. All officers shall serve until the next annual meeting or until their successors are elected and have begun service.

Section 5: In the case of a vacancy in any office, a successor shall be elected by the corporation directors within 30 days after the occurrence of such vacancy.

Section 6: The Directors shall have all the powers usually vested in a Board of Directors of a corporation organized under the General Laws of Massachusetts, General Laws Chapter (180). They shall have the direction, control, and management of the property and affairs of the corporation.

Article VI – Meetings (amended 4/27/06)

Section 1: Board of Director meetings are encouraged to take place monthly, but will be held no less than four times per year. These Board Meetings will begin with a 30-minute open session to all members of the Association wishing to address the board. Members planning to attend the open session, must submit their intentions in writing seven days before the meeting is to take place.

Section 1.A: Annual Meetings - The Annual Meeting of the members shall be held at the office of the Corporation or at any such other place as may be designated by a majority of the Directors. The place, date, and time as designated by the Board shall be announce by the Secretary by notifying each member by either mail, email, internet posting, or verbal coach notification or combination at least seven (7) days before the time of such meeting. During the Annual Meeting:

- a) A written financial report for the most recent year ending shall be presented to its members, and
- b) The election of its Board of Directors shall be held
- c) Such meetings shall be conducted in accordance with generally accepted Parliamentary Procedures.

Special meetings may be called by the President or a majority of the Board of Directors, with at least five (5) days written notice to members of the Corporation stating the

purpose thereof. All motions shall be decided by a majority of the members attending the meeting.

Section 2: Quorums for the Board of Director meetings shall require a minimum of seven (7) members to be present for conducting the business of the Corporation. Other meetings, such as the annual meeting or other special meetings of the membership require seven (7) Board members, plus at least ten (10) voting members to constitute a quorum for conducting the business of the Corporation.

Section 3: The Board of Directors shall meet whenever called together by the President. Seven (7) members of the Board of Directors shall constitute a quorum. All motions shall be decided by a majority of the Directors attending a meeting of the Board of Directors.

Article VII – Finances

Section 1: The Board of Directors shall decide all matters pertaining to the finances of the corporation, and shall designate which officer, officers, or persons not holding office shall sign contracts, checks, and notes.

Article VIII – Fiscal Year

Section 1: The fiscal year of the corporation shall be from June 1st to May 31st of the following year. All Directors elected at the annual elections meeting shall take office at the 1st Board of Directors meeting for the following year.

Article IX – Hockey Players (amended April 2011)

Section 1: The age of all players playing in League hockey shall be governed by the USA Hockey Association. Those players shall play in a group commensurate with the age group of the league they are registered in. The age group shall be all-inclusive and no overlap shall exist unless voted on by the Board of Directors.

Article X – Removal from Office

Section 1: Any Officer or Director may be removed from office as a result of failure to fulfill the duties of said office or for conduct detrimental to the best interests of the organization. Said removal must follow the procedures set forth below:

1. A petition stating the charge shall be filed with the Secretary and signed by 2/3 of the Board of Directors.
2. The Secretary shall notify each member by mail at least twenty (20) days before the question is to be placed on a meeting agenda.
3. Said Officer or Director shall be permitted written notice of the charge five (5) days before the question is to be placed on a meeting agenda.

4. The petitioners shall present their case first, said Officer or Director shall be heard second, and the vote shall be taken third. Two-thirds of those voting shall be necessary to remove said Officer or Director from office. No removal proceedings shall be based more than once on the same evidence.

Article XI – By –Laws (amended 4/27/06)

Section 1: The By-Laws may be amended or altered at any annual or special meeting by two-thirds of the members present. All amendments to these by-laws shall comply with the provisions of Massachusetts General Laws Chapter 156B, Section 17.