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BYLAWS
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ADOPTED 7/12/77

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BY-LAWS

OF

MILTON YOUTH HOCKEY, INC.

ARTICLE I

NAME AND LOCATION OF CORPORATION

- Section 1. Name. The name of the Corporation is: MILTON YOUTH HOCKEY, INC.
- Section 2. Principal Office. The principal office of the Corporation shall be located at: 185 Gun Hill Street, Milton, Massachusetts.
- Section 3. Seal. The seal of the Corporation shall be in the form of a circle and shall bear the name of the Corporation, the year of its incorporation, and the words, "Massachusetts".

ARTICLE II

PURPOSE

- Section 1. The purpose of this Corporation is for exclusively educational, religious and charitable purposes, and in furtherance thereof:
- (a) To instruct and train young individuals for the purpose of improving and developing their athletic, skating and hockey capabilities, without discrimination as to race, religion, creed or school attendance;
 - (b) To instruct the public on subjects useful to young individuals and beneficial to the community;
 - (c) To receive gifts, bequests, devises, grants and donations of real or personal property and to take, administer, hold or disperse a fund to be used only in accordance with the above specified educational and charitable purposes;
 - (d) To provide services and facilities for the above specified athletic purposes;
 - (e) To offer said services and facilities to all persons described above provided, however, that an insubstantial charge for materials may be imposed on a cost basis only when needed and only

if the financial ability of the individual allows as determined by the Directors;

(f) Upon dissolution, the assets of Milton Youth Hockey, Inc. will be distributed for exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code as amended.

Section 2. To engage in no activities which are not in furtherance of an exempt purpose as provided in Section 501 (c) (3) of the Internal Revenue Code of 1954, as amended.

ARTICLE III

MEMBERSHIP

Section 1. Membership. Membership consists of the signers of the Agreement of Association and their duly elected successors.

Section 2. Resignation. Any member may resign by submitting a written resignation at a meeting of the membership or by mailing it to the Corporation at its principal office, and thereupon such resignation shall become effective forthwith without need of any acceptance.

Section 3. Removal. Except as otherwise required by law, any member of the Board of Directors or Officer of the Corporation missing two consecutive meetings, regular or special, shall immediately be notified by the Secretary in writing that his membership on the Board of Directors or term in office shall be presented for action thereon to the Board of Directors at the next regular or special meeting. At that meeting in the absence of said member or Officer, the President or the Vice President in his place shall make a motion that said member or Officer be removed. An affirmative vote of two thirds of the members of the Board of Directors presently serving in office shall be sufficient to remove such person.

Prior to the Annual Meeting, the Secretary shall notify any member of the Board of Directors or Officer who has not attended at least seven of the last ten regular meetings and at least half of the special meetings called, that his membership or term in office shall be acted upon at the Annual Meeting. At the Annual Meeting the President shall make a motion that any member of the Board of Directors or Officer who has not attended as prescribed above be removed. An affirmative vote of two thirds of the members of the Board of Directors presently serving in office shall be sufficient to remove such person.

ARTICLE IV

MEETINGS OF DIRECTORS

- Section 1. Place of Meetings. Meetings of the Directors shall be held at the principal place of business of the Corporation, at Cunningham Gym, Milton Town Hall or at such other suitable place convenient to the Directors. All interested residents of the Town of Milton may attend the Annual Meeting and any other meeting held at a suitable and convenient place.
- Section 2. Annual Meeting. The first Annual Meeting of the Corporation was held on September 13, 1971. Thereafter the Annual Meetings of the Corporation shall be held on the second Tuesday in May of each succeeding year except that if such day is a legal holiday, the meeting shall be held on the first following business day.
- Section 3. Special Meetings. Special meetings may be called by the President, or by three members of the Board of Directors upon written notice to the Secretary, so long as their notice to the Secretary sets forth the time, place, and purpose of said special meeting. The notice to all of the members of the Board of Directors of any special meeting shall state the purpose of said meeting and the time and place where the meeting is to be held with sufficient time to allow the Directors to be present. It shall be the duty of the Secretary to notify all the Directors of each Annual Meeting and special meeting stating the time and the place where it is to be held.
- Section 4. Quorum. Except as otherwise provided by statute, the Articles of Incorporation, or these By-Laws, the presence at any meeting of the Directors, of at least two-thirds of the Directors, in person, shall constitute a quorum. There will be no proxy votes.

ARTICLE V

OFFICERS

- Section 1. Designation. The principal officers of the Corporation shall be a President, a Vice-President, a Secretary, and a Treasurer, all of which shall be elected by the Directors. No two officers, except those of Secretary and Treasurer, may be held by the same person. The officers shall hold office until their resignation, removal or successors have been elected.
- Section 2. Election of Directors. The Directors of the Corporation shall elect by a majority vote their successors or any person to fill a vacancy on the Board of Directors. All vacancies shall be filled no later than the next regular meeting.

Section 3. The President. The President shall be the chief executive officer of the Corporation. He shall preside at all meetings of the Directors. He shall have all the general powers and duties which are usually vested in the office of President of a Corporation, including the power to appoint committees and the power to transact the business of the Corporation which may require action between the meetings of the Board of Directors.

Section 4. The Vice-President. There shall be a Vice President. In the absence or disability of the President, the Vice President shall perform the duties and exercise the power of the President at all duly constituted meetings, regular or special. The Vice President also performs such other duties as shall be prescribed by the Directors of the Corporation.

Section 5. The Secretary. The Secretary shall keep minutes of all meetings of the membership. He shall have custody of such books and records of the Corporation as the members may provide. He shall perform the duties and functions customarily performed by the Secretary of a Corporation.

Section 6. The Treasurer. The Treasurer shall have custody of the corporate funds and securities, and shall keep full and accurate accounts of all receipts and disbursements in books belonging to the Corporation and shall deposit all monies and other valuable effects in the name of and to the credit of the Corporation in such depositories as may be designated by the Directors. He shall disburse the funds of the Corporation as may be ordered by the Directors, taking proper vouchers for such disbursements, and shall render an account of all his transactions as Treasurer and of the financial condition of the Corporation, whenever called upon to do so.

ARTICLE VI

COMMITTEES

Section 1. The President shall, at the first meeting of the Board of Directors each year, appoint from the Board of Directors, Chairmen for a Finance Committee, a Nominating Committee, an Ice Committee, and a Coaches Committee. All other members of said committees in such number as may be deemed necessary or advisable shall be appointed by a simple majority of the Board of Directors present and voting. The members of all such committees to hold office until their successors are chosen.

- Section 2. The Finance Committee shall prepare the budget for the coming year, receive from the Treasurer reports of the monthly receipts and expenditures and recommend to the Board of Directors any increase or decrease in expenditures, or changes in the financial policy, and investment of funds. The committee shall also keep in touch with current methods for raising money and shall be responsible for suggestions for organizing fund raising campaigns.
- Section 3. The Nominating Committee shall present to the Secretary a list of names of candidates for any vacancy on the Board of Directors and for all officers to be elected by the Directors in accordance with the By-Laws.
- Section 4. The Ice Committee shall present to the Board of Directors, as soon after the Annual Meeting as possible, its recommendations as to the ice needs of the various parts of the Milton Youth Hockey Program for the following season. It shall also be responsible to seek out all available ice and its costs and make same known to the Board of Directors. If during the season a greater or lesser demand for ice should occur during any part of the program, the Ice Committee shall endeavor to find an equitable solution to the problem and shall present its recommendations to the Board of Directors for action thereon.
- Section 5. The Coaches Committee shall present to the Board of Directors, as soon after the Annual Meeting as possible, its recommendations as to the assignment of coaches to all teams in all parts of the Milton Youth Hockey program for the following season. All coaching assignments will be for a term of one year only. However, this does not preclude reappointment the following year, nor does it preclude removal at any time. The Board of Directors shall be empowered to appoint or remove all coaches by a majority vote of those presently serving.
- Section 6. A Special Needs Committee, consisting of the President, Treasurer and Secretary, will be a permanent committee. All meetings and findings of this committee will be confidential. This committee will hear from the parents of any participant in Milton Youth Hockey who feels that he or she cannot meet the financial obligations. Any decision of this committee shall not be questioned, and no individual's name shall be published or furnished to any other member or otherwise made known.

ARTICLE VII

AMENDMENTS

Section 1. Except as otherwise required by law, these By-Laws may be amended at a regular meeting of the Directors or a special meeting called for that purpose, provided that written notice of the proposed amendment shall have been given at least ten (10) days prior to such meeting. Such amendment shall require an affirmative vote of two thirds of the members of the Board of Directors presently serving in office.

ARTICLE VIII

CORPORATE SEAL

Section 1. The members of the Corporation shall provide a suitable corporate seal containing the name of the Corporation, which seal shall be in charge of the Secretary. If so directed by the members, a duplicate of the seal may be kept and used by the Treasurer or any Assistant Secretary or Assistant Treasurer.

ARTICLE IX

FISCAL MANAGEMENT

Section 1. Fiscal Year. The fiscal year of the Corporation shall begin on the first day of September of every year, except that the first fiscal year of the Corporation shall begin at the date of incorporation. The commencement date of the fiscal year herein established shall be subject to change by the Directors of the Corporation.

Section 2. Books and Accounts. Books and accounts of the Corporation shall be kept under the direction of the Treasurer of the Corporation.

Section 3. Auditing and Reports. At the close of each fiscal year, the books and records of the Corporation shall be audited. The President of the Corporation shall cause to be prepared annually a full and correct statement of the affairs of the Corporation, including a balance sheet and financial statement of operations for the preceding fiscal year, which shall be submitted to the Directors at the Annual Meeting of the Directors and filed with the Clerk of the Corporation.

Section 4. Indemnity. Each officer, or employee of the Corporation shall be indemnified by the Corporation against expenses reasonably incurred by him in connection with any action, suit or proceeding to which he may be made

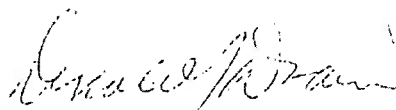
AMENDMENT TO ARTICLE 10, SECTION 3

The words "intramural or house" are inserted after the first word in the first paragraph.

The following paragraph is hereby added:

"No travel team player may play over his age level unless prior to tryouts, the upper level Coach receives a request from both parents and the prior year's Coach stating that they feel the boy should be considered for the upper level team. If the combined opinions of the upper level traveling team Coaches are that the boy is capable of making the "A" team, they shall report to the Coaches Committee, which shall then recommend to the Board of Directors. A two-thirds vote of the Board of Directors shall be required. In any event, no more than one player shall be selected to play above his program level in any one level."

Approved at a special meeting of the Board of Directors, dated August 31, 1977.




Donald Drain, Secretary

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AMENDMENT TO ARTICLE IX, SECTION 1

Fiscal Year The fiscal year of the Corporation shall begin on the first day of May of every year, except that the first fiscal year of the Corporation shall begin at the date of incorporation. The commencement date of the fiscal year herein established shall be subject to change by the Directors of the Corporation.

Approved at the regular meeting of the Board of Directors held on December 4, 1995.

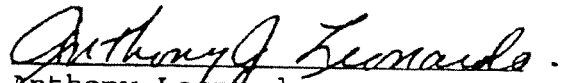

Anthony J. Leonardo
Secretary

AMENDMENT TO ARTICLE 1 SECTION 2

Section 2 of Article 1 of the By-Laws is hereby Amended by changing the principal office of the Corporation to 370 Pleasant Street, Milton, Massachusetts 02186.

APPROVED at a meeting of the Board of Directors.

Dated: 2/15, 1997


Anthony Leonardo
Secretary

AMENDMENT TO ARTICLE III

Article III of the By-Laws is hereby Amended by adding Sections 4 and 5 and the added sections shall state the following:

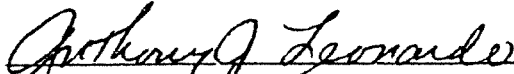
4. Voting Members: The voting members of the Board of Directors shall consist of no less than 20% of individuals who have children actively skating in the Milton Youth Program.

5. Nominations: When a vacancy on the Board of Directors occurs, the Secretary shall give notice of the vacancy in a local publication. The notice shall indicate that any adult residents of the town who participate in the program in some manner may submit their name for consideration to fill any vacancies.

As Members of the Board of Directors.

APPROVED at a meeting of the Board of Directors.

Dated: 2/15, 1997


Anthony Leonardo
Secretary

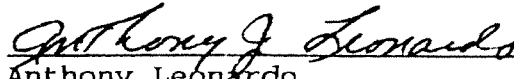
AMENDMENT TO ARTICLE IV

Article IV of the By-Laws is hereby Amended by adding sections 5 and 6 and they shall state the following:

5. Procedure: The Board of Directors shall conduct its meetings in accordance with the Roberts Rules of Order.
6. Public Meeting: The Board of Directors shall hold at least one general informational meeting annually that shall be open to the public. It shall be the obligation of the Secretary to provide a notice of the meeting in a local publication at least ten (10) days before the scheduled meeting.

APPROVED at a meeting of the Board of Directors.

Dated: 2/15, 1997


Anthony Leonardo
Secretary

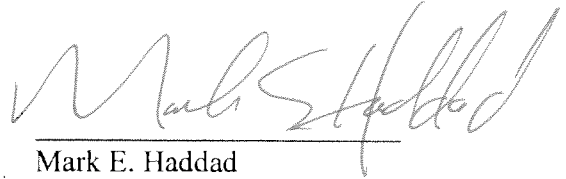
AMENDMENT TO ARTICLE I

Article I of the By-Laws is hereby Amended by deleting Section 2 and replacing it with a new Section 2 that states the following:

Section 2: **Principal Office**: The principal office of the Corporation shall be located at 22 Gile Road, Milton, MA 02186.

APPROVED at a meeting of the Board of Directors.

Dated: October 21, 2014

A handwritten signature in cursive script, appearing to read "Mark E. Haddad", written over a horizontal line.

Mark E. Haddad
Secretary

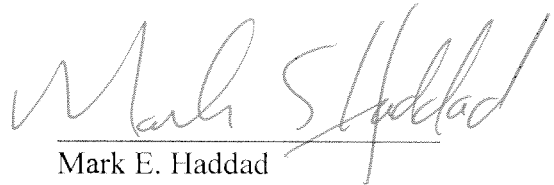
AMENDMENT TO ARTICLE III

Article III of the By-Laws is hereby Amended by deleting Section 5 and replacing it with a new Section 5, and by adding Section 6, that state the following:

Section 5: **Nominations**: Nominations for members of the Board of Directors shall be made and carried out in accordance with Article V Section 2, as amended.

APPROVED at a meeting of the Board of Directors.

Dated: October 21, 2014



Mark E. Haddad
Secretary

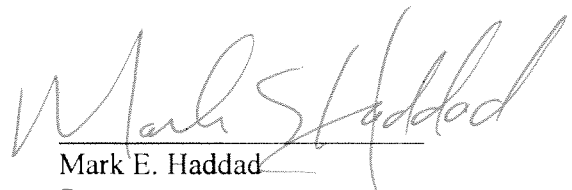
AMENDMENT TO ARTICLE IV

Article IV of the By-Laws is hereby Amended by deleting Section 2 and replacing it with a new Section 2 that states the following:

Section 2: **Annual Meeting:** The Annual Meeting of the Corporation shall be held on the third Tuesday of May of each year, except that if such day is a legal holiday, the meeting shall be held on the first following business day.

APPROVED at a meeting of the Board of Directors.

Dated: October 21, 2014



Mark E. Haddad
Secretary

AMENDMENT TO ARTICLE V

Article V of the By-Laws is hereby Amended by deleting Section 2 and replacing it with a new Section 2 that states the following:

Section 2: **Election of Directors**: The Directors of the Corporation shall be elected as follows:

1. Election to the Board of Directors shall take place by ballot on or before the third Tuesday in May each year, or at a regularly scheduled or special meeting of the Board of Directors, as properly announced by the Board to the members of MYH.
2. All members of MYH in good standing are eligible to vote. A member in good standing is a MYH coach or volunteer, or an adult representative of a household who:
 - (a) has at least one child registered in the MYH program;
 - (b) has no outstanding financial obligations to MYH;
 - (c) is either a parent or guardian; and
 - (d) has not been expelled or under disciplinary penalty from USA Hockey, Massachusetts Hockey or the MYH Board of Directors.

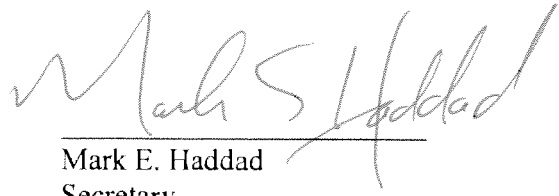
There can only be one member in good standing per household and eligible to vote regardless of the number of children in the program.

3. The Nominating Committee, at least four (4) weeks prior to an election, shall recommend to the Board the required number of individuals to fill open positions on the Board. An announcement will be made to the members of MYH, which will state the number of open Board positions, that the Board is soliciting names of candidates to be nominated for election to such positions and the deadline for submitting candidates names for nomination. Such announcement will be made in the most effective manner to properly notify members of MYH including, by way of example, via email, web site posting and advertising in the appropriate town newspaper.
4. All members in good standing are eligible to run for election to the Board of Directors. If such a member has notified the Nominating committee of his/her desire to be nominated, but has been excluded, that member can be included on the ballot by conveying a petition to the Chair of the Nominating Committee, signed by at least ten percent (10%) of the members in good standing at least two (2) weeks prior to the scheduled election.

5. The Nomination Committee will report to the Board the names of those candidates who wish to seek nomination for election to the Board, and shall prepare a ballot with all appropriate nominations included.
6. All elections will be by majority vote. In the event of a tie, a run off election will be held between the tied candidates.
7. Newly elected members of the Board shall be subject to a Criminal Offender Record Information ("CORI") check, and shall sign any required release forms for such a CORI check.

APPROVED at a meeting of the Board of Directors.

Dated: October 21, 2014



Mark E. Haddad
Secretary