



BYAHA

Bylaws

9-1-2010

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Definitions

BYAHA - Whenever the initials BYAHA are used in these By-Laws, they shall mean Boise Youth Amateur Hockey Association.

BOD - Whenever the word Acronym BOD appears in these By-Laws, it shall mean the elected officials described in the Article.

Member - Whenever the term member is used, it shall mean a General Member of BYAHA as defined in Article V.

Employee - Whenever the term employee is used, it shall mean a paid employee.

Volunteer - Whenever the term employee is used, it shall mean a unpaid volunteer.

Ex-Officio - Whenever the term Ex-Officio is used, it shall mean a person who serves on the BOD or a committee without voting privileges.

Article I – Boise Youth Amateur Hockey Association (BYAHA)

The name of this corporation is Boise Youth Amateur Hockey Association. The address of the corporation shall be P.O. Box 190844, Boise, ID 83719-190844 or such other place within Ada County, Idaho, as the Board of Directors may determine from time to time.

Article II – Purpose and Objectives

- A. The Corporation shall have as its purpose the promotion and encouragement of youth amateur ice hockey in the greater Treasure Valley metropolitan area. The Corporation is an affiliate of the Idaho Amateur Hockey Association (IAHA) and USA Hockey, Inc. As such, the Association abides by all IAHA and USA Hockey rules and regulations.
- B. Contained within such purpose are the following objectives:
 - 1) To foster, develop and promote advanced competitive youth ice hockey travel program providing opportunities for players to reach their maximum potential;
 - 2) To foster, develop and promote a program which stresses yearly measurable improvement in the areas of individual skills and team play;
 - 3) To provide a fun and encouraging environment for all BYAHA youth under the direction of qualified adult leadership;

- 4) To promote sportsmanship amongst BYAHA coaches, players and parents;
- 5) To develop the technical and teaching skills of the coaches;
- 6) To use fund raising and volunteer resources to minimize cost to individual participants;
- 7) To develop character, sportsmanship, and physical fitness among the BYAHA youth;
- 8) To promote, encourage and improve the standards of youth amateur ice hockey and to introduce the sport of ice hockey to the youth of the metropolitan area;
- 9) To foster, develop, promote and sustain a mutually beneficial relationship with the Idaho Amateur Hockey Association;
- 10) To conduct an amateur hockey program consistent with the rules and regulations of the Idaho Amateur Hockey Association and USA Hockey.

Article III – Not for Profit, Tax Exempt Status

- A. This corporation is organized exclusively for charitable and educational purposes under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- B. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the pervious paragraph. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporations shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.
- C. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to by carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- D. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

- E. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Article IV - Membership

- A. Every parent or legal guardian who has a child playing hockey for a team that is a recognized team of this corporation, and who is in good financial standing, is a member of this non-profit corporation.
- B. Any person who is a registered Head/Assistant Coach of a team that is recognized by this corporation, is a member of this non-profit corporation.
- C. The Board of Directors of the corporation can grant membership to any person who is deemed qualified and capable of assuming an active roll within the corporation.
- D. One vote shall be allowed for the immediate family of each player registered with the Association. In order for a member to cast a vote, he or she must be the parent or guardian of a registered player, and must be listed such player's registration form. Each family receives only one vote regardless of the number of players in the program. No proxy voting will be allowed.
- E. The failure to pay any fee or other sum of money as determined to be due by the Board of Directors shall terminate the membership of a member, including all voting rights and privileges, and shall also terminate the opportunity of such member's child to participate in practices or games. Membership, including all voting rights and privileges, and participation in practices and games by the member's child, shall be reinstated upon fulfillment of the member's financial obligations and with the approval of the Board of Directors.
- F. A member may be suspended or expelled, after due notice and an opportunity for a hearing, for conduct detrimental to the Corporation, by the vote of two thirds of the Board of Directors. The secretary shall provide at least ten (10) days notice to such member and to the members of the Board prior to the meeting at which such matter is to be considered. Such member shall be offered an opportunity to be heard at such meeting and to present testimony and other evidence in response to the charge or charges against him prior to any final disposition by the Board.

- G. Membership privileges are for the installation and removal of BOD associated with BYAHA only. Membership privileges carry no other benefit beyond installation and removal of the BYAHA BOD.

Article V - Membership Meetings

- A. The Annual Meeting of the members of the Corporation for the election of officers and directors of the Corporation and the transaction of such business as may properly come before the meeting shall be held no sooner than April 1st and no later than May 31st of each year at a place date and time determined by the Board of Directors.
- B. Special Meetings of the members of the Corporation for any purpose may be called at any time by the President or two-thirds of the Board of Directors. Such meetings may be held electronically, at the discretion of the Board.
- C. Notice of the date, place and time of the Annual Meeting, and, in the case of a Special Meeting, the general nature of the business to be transacted, shall be publicly communicated by the Secretary to each member at least ten (10) days prior to such meeting.
- D. The members present at the Annual Meeting or Special Meeting shall constitute a quorum. Except as otherwise provided by these by-laws, all elections and all issues voted upon at the Annual Meeting or Special Meeting shall be decided by a simple majority of votes cast.
- E. The rules contained in the current edition of the Amended Robert's Rules of Order, as Revised, shall govern the Corporation in all cases in which they are applicable and in which they are not in conflict with these By-Laws and any special rules of order the Corporation may adopt.

Article VI - Board of Directors

- A. The total number of Directors shall be eleven (11). All Directors shall also serve as Officers of the Corporation and shall be elected or appointed as such.

The Board of Director's consists of:

- | | |
|-------------------------------|------------------------------|
| 1. President | 7. Registrar |
| 2. Vice President | 8. Tournament Director |
| 3. Secretary | 9. Fundraising Director |
| 4. Treasurer | 10. Scholarship Director |
| 5. Hockey Director | 11. Immediate Past President |
| 6. Hockey Operations Director | |

- B. The number of Directors shall be seven (7) to be elected from the membership of the Corporation.

Elected Directors shall consist of:

- | | |
|-------------------|-----------------------------|
| 1) President | 4. Tournament Director |
| 2) Vice President | 5. Fundraising Director |
| 3) Secretary | 6. Scholarship Director |
| | 7. Immediate Past President |

- C. The number of Directors shall be four (4) to be appointed by the Board of Directors of the Corporation.

Appointed Directors shall consist of:

- | | |
|--------------------|-------------------------------|
| 1. Treasurer | 3. Hockey Operations Director |
| 2. Hockey Director | 4. Registrar |

- D. The term of office of each elected member of the Board of Directors shall be two (2) years except for Immediate Past President, which will be one (1) year.

- E. Office elections shall be held in the spring. To ensure continuity of the Board of Directors, the office elections will be staggered and be held to the following time schedule:

<u>Even Year</u>	<u>Odd Year</u>
President	Vice President
Secretary	Scholarship Director
Fundraising Director	Tournament Director

- I. The Secretary shall, at least thirty (30) days prior to the Annual Meeting, invite the membership to submit nominations for Directors to be elected at such meeting. The names of any nominees submitted shall be set forth on the Notice of such Annual Meeting. All nominees must be members in good standing with the corporation. All nominations for Directors must meet minimum requirements for the role sought. The candidate receiving the greatest number of votes shall be elected to the position on the Board for which such election is held

- F. The term of office of each appointed member of the Board of Directors shall be two (2) years, except for the Hockey Director who is a paid employee and will be one (1) year.

G. Office appointments shall be held in the spring. To ensure continuity of the Board of Directors, the office appointments will be staggered and be held to the following time schedule:

<u>Even Year</u>	<u>Odd Year</u>
Registrar	Treasurer
	Hockey Operations Director

H. Any member can nominate a person to be considered for an appointed position. The nomination process will be conducted in the same manner as the elected position nominations. Nominees will be subjected to an evaluation process. A nominee will be appointed with a 2/3 majority vote by the existing Board of Directors. Appointees seeking re-appointment will be subject to an evaluation process and will not be permitted to vote on or participate as a BOD in regards to their own re-appointment.

I. In the event a full slate of Directors is not elected by the membership, or in the event vacancies are created by resignation or otherwise, the Board of Directors may nominate and elect additional Directors, excluding the Immediate Past President, to fill such vacancies until the next Annual Meeting or Special Meeting of the Corporation.

J. Meetings of the Board of Directors shall be held monthly and additional meetings may be called by the President or, on request of any three Directors, shall be called by the Secretary. Notice of the date, place and time of such meetings shall be given, or cause to be given, to each Director, by the Secretary of the President. Such notice need not be in writing unless the President, or three Directors calling the meeting, shall otherwise direct.

K. Meetings of the Board of Directors may be held by conference call or other electronic means.

L. A majority of the number of Directors in office shall constitute a quorum for transaction of business at any meeting of the Board of Directors.

M. Each Board of Director is a voting member, with the exception of the president who is a non-voting member except for in the case of a tie.

Article VII - Board Authority and Responsibility

A. The Board of Directors shall have, and may exercise, all of the powers of the Corporation In the management of the business and affairs of the Corporation in such manner as the Board may deem as being in the best interests of the Corporation and the youth hockey

community. Without limiting the generality of the foregoing, the Board shall have the power to fill vacancies in any office in the Corporation.

- B. The Board of Directors shall, among other things, be responsible for the overall program and the policies and procedures of the Corporation.

- C. The Board shall have the power to:
 - 1. Guide the BYAHA in its efforts to improve player skills and appreciation of ice hockey as a participant sport and to help mold a socially acceptable competitive spirit in each player.
 - 2. Authorize all expenditures for operation.
 - 3. The BOD shall have the power to remove, recommend, or remand suspensions or penalties imposed by the BYAHA discipline committee, coaches, or others who are in positions of authority only upon appeal by the appropriate parties to the BYAHA BOD. Appropriate parties will be considered the parents/legal guardians of the member involved or the coach. The appeal will be heard at a BOD meeting, or a special meeting may be called by the President. Board members involved in the discussion or hearings surrounding the initial findings will be eligible to vote during the hearing of the appeal and may be involved in the discussion. BOD directly involved must excuse themselves. The full BOD must vote on the situation. This can be taken by any of the following methods: if the board member is present at the meeting by the raising of hands, if not present, by telephone or email.
 - 4. Temporarily fill vacancies on the BOD until the term has expired
 - 5. Grant membership via majority vote to select individuals who are deemed qualified and capable of assuming a volunteer role with the corporation.
 - 6. Approve appointed Board of Directors positions via 2/3 majority vote.
 - 7. Have immediate access to all books and records pertaining to the operation of BYAHA.
 - 8. Approve the hiring and termination of all employees or independent contractors of BYAHA. The BOD may, however, delegate specific powers to a committee Chairman, Individual Members of the BOD, or Officers.
 - 9. Approve annual budget May 31st of each year and a revised budget December 31st each year.

10. Remove any Board member who:

has three (3) consecutive absences (excused or unexcused, with the exception of vacation, work related travel, or other extenuating circumstances to be decided by the BOD), or any combination of three (3) excused or unexcused absences subject to the reasons listed in this paragraph.

acts contrary to the By-Laws of BYAHA.

does not act in good faith on behalf of BYAHA. Failure of good faith can be described as misrepresentation of individuals during negotiations for contracts or like instruments of business; failure to support decisions or process developed by Association and/or the BYAHA BOD

is continuously disruptive during meetings. Disruptive is defined by continued failure to yield the floor when asked to do so by the presiding official; failure to follow Amended Robert's Rules of Order as directed by presiding official; continuous disruptive outbursts when you do not have the floor.

commits theft or embezzlement

failed to discharge assigned duties and responsibilities

aa. Removal shall take place only after the Secretary has provided such Director with due notice and the Board shall provide the Director with an opportunity for a hearing at a regularly scheduled or special Board meeting prior to disposition of the matter. A 2/3 majority vote of the Board of Directors (excluding the offending Director) shall be required for removal of a Director under this section.

bb. Any Board Member who is removed shall not be eligible for office for a period of two (2) years.

9. Authorize the Opening of the BYAHA General Account and any Sub-Accounts necessary to safely conduct the financial business of BYAHA. Ensure that these accounts are maintained in accordance with proper procedures and in the best interest of BYAHA.

10. All rights relating to the terms of employment of any employee of the Corporation, or any independent contractor providing services for the corporation, including but not limited to hiring, termination and discipline, shall be retained by the Board of Directors as a whole and shall not be granted to any particular member of the Board or to any officer of the Corporation.

Article VIII
Recall of Board Members

- A. A recall vote must be taken if the Secretary receives a petition with two-thirds (2/3) of the General Membership's signatures attached.
- B. Any Board Member has the right to contest a recall petition. Such a contest must be in writing and received by the Secretary no later than the ten (10) days after the Secretary notifies the Board Member of the receipt of the recall petition. Non-receipt of such a contest by the Secretary shall be construed as non-objection to the recall petition. The President must then call a special General Meeting for the purpose of conducting a recall vote forty-five (45) days after certification of the recall petition.
- C. Any Board Member shall be recalled from office by a majority vote of the entire General Membership at a General Membership meeting.
- D. Recall voting shall be accomplished by secret ballot.
- E. Should a recall take place, it shall be immediately followed by an election by those General Members present at such a Meeting to fill the Board Vacancy or Vacancies. If the President is recalled, the office shall be assumed by the Vice President after which a new Vice President shall be elected.
- F. Any Board Member who is recalled shall not be eligible for office for a period of two (2) years.

Article IX – Officers, Board Members and Duties

- 1. **President** - The President shall be the principal Executive Officer of the Board and shall in general supervise and control all business and affairs of the Board. The President shall preside at all meetings of the members and of the Board of Directors. The President may sign, with the Secretary, and any other proper Officer of the Association authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors has authorized to be executed. In general, the President shall perform all duties incident to the Office of President and such other duties as may be prescribed by the Board of Directors from time to time. In the absence of the President, or in the event of the President's inability or refusal to act, the Vice President shall perform the duties of the President and when so acting, shall have all the powers of and be subject to all restrictions upon the President.

2. **Vice-President** - The Vice President shall have responsibility to oversee the Administration of the Corporation, in addition to such other duties as assigned by the President or by the Board of Directors.
3. **Secretary** - The Secretary shall keep the minutes of the meetings of the members and of the Board of Directors in one or more books provided for that purpose; shall see that all notices are duly given in accordance with the provisions of these By-Laws or as required by law; keep a register of the post office addresses of each member which shall be furnished to the secretary by such members; and in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned by the President or BOD.
4. **Treasurer** - The Treasurer shall have charge and custody of and be responsible for all funds and securities of the Association; shall receive and give receipts for monies due and payable to the Association from any source whatsoever and deposit all such monies in the name of the Association in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of the By-laws; and in general shall perform all the duties incident to the office of the Treasurer and such other duties as from time to time may be assigned by the President or by the BOD.
5. **Hockey Operations** - The Vice President of Hockey Operations shall have responsibility for the Program and shall work with the Hockey Director, and shall be responsible for all equipment purchases, ice schedules for the Corporation; shall act as a liaison between the Association and personnel of the various ice rinks utilized by the Corporation; and shall develop ice schedules and certify ice bills to the Treasurer, in addition to such other duties as assigned by the President or by the BOD.
6. **Immediate Past President** - The Immediate Past President shall provide the Board with the benefit of his or her experience in addition to such other duties as assigned by the President or by the BOD.
7. **Fundraising Director** - The Fundraising Director shall support the Corporation in its efforts to provide an economical hockey program that will benefit all players, oversee the Corporation's fundraising efforts through the conduct of raffles, CAP and other state-licensed fundraising activities in addition to such other duties as assigned by the President of by the BOD.
8. **Tournament Director** - The Tournament Director shall have responsibility of the general operations and shall oversee any multi-team events hosted by BYAHA, in addition to such other duties as assigned by the President of by the BOD.
9. **Scholarship Director** - The Scholarship Director shall have responsibility for obtaining funds from specifically for a player scholarship fund for BYAHA players. He or she will also manage the process of selecting scholarship recipients.

10. **Hockey Director** - The Director of Hockey is a paid employee and shall be responsible to oversee the development of players within the BYAHA organization, and to continually evaluate the competitive state of hockey within our program and make recommendations to upgrade players, coaches, and teams. He will annually set the program criteria and formulate tryouts, coaching selections, and hockey clinics. The Hockey Director shall oversee the development of coaching, and be the direct liaison with leagues and rink managers, and to convey their concerns to the Board of Directors. His specific role is to:

- Follow a comprehensive teaching outline and ensure that all required hockey skills are taught during the course of the week by leading weekly teaching sessions.
- Ensure that each on-ice session is productive, instructive, safe and enjoyable for our players.
- Serve as a role model, encouraging players to become better hockey players and individuals.
- Recruit new players.
- Co-ordinate the team placements of all players during the evaluation process
- Monitors the progress of teams throughout the season bringing reports forward to the Board on a regular basis.
- Resolve disputes and oversee discipline of players through the Discipline Committee.
- Select all hockey instructors and coaches.
- Provide supervision, instruction, communication and on-ice responsibilities to all hockey instructors and coaches.
- Build a cooperative team atmosphere so that all hockey staff (instructors and members) have a positive and enjoyable work experience.
- Oversee the fostering of open communications and good public relations of the Organization.
- Shall have the responsibility of representing parents' interest and concerns to the Board.
- Attend scheduled Board of Directors meetings to communicate in regards to the program, hockey staff, facility and other issues.
- Perform such other duties and responsibilities as may be prescribed by the Board of Directors.

11. **Registrar** - The Registrar serves as the USA HOCKEY Registrar of the Association and shall oversee any registrations for the Corporation.

Article X - Standing Committees

The following are Standing Committees of the Board. In addition, ad hoc committees may be appointed by the President for specific purposes when required. All committees shall coordinate directly with the appropriate officers and committees necessary to accomplish their directed tasks. Standing Committees may appoint sub-committees for specific purposes which may contain members on the Standing-Committee, however they will be chaired by a member of the Standing Committee. Standing Committees shall meet at the call of the Chairman. The Chairman shall appoint all members, unless specified elsewhere, to the Tournament, Statistics, Fundraising and Public Relations Committee.

1. **Finance Committee** - The Finance Committee shall prepare the annual and revised budgets of the Association and conduct special cost studies or financial examinations as directed by the BOD. The Finance Committee shall submit the proposed annual budget to the BOD the first meeting of the BOD during the month of May each year. It shall present the revised budget to the BOD the first meeting of the BOD in December of each year. The Finance Committee shall be chaired by the Treasurer and shall also consist of Hockey Operations and one (1) additional member.
2. **Fundraising Committee** - Fundraising Committee shall raise funds as required for the current and future operations of BYAHA. The Fundraising Committee shall report to the Board of Directors. It shall be chaired by the Fundraising Director, Scholarship Director, and not less than three (3) members of the General Membership.
3. **By-Laws and Policy Committee** - The By-Law and Policy Committee shall review and prepare any revisions to the BYAHA By-Laws for presentation to the General Membership and prepare annually a list of policies that govern our membership. These policies can be found on our website. The By-Laws and Policy Committee shall be chaired by the Vice President and consist of at least 2 members
4. **Discipline Committee** - The Discipline Committee shall insure that the standards of conduct as set forth by USA Hockey and by BYAHA are implemented and enforced. The Discipline Committee shall have the authority to impose such penalties as required to accomplish this purpose. These penalties binding on all members, players and coaches at time of award and are subject to review under Article II, Section 4 and Article IV, Section 1c. The Discipline Committee shall submit a report of all findings to the Head Coach for review. The Discipline Committee shall provide to the By-Laws and Policy Committee, subject to BOD approval, they BYAHA supplement to the USA Hockey rules June 1 of each year and present all changes to the General Membership via the website. The Discipline Committee shall be chaired by the President and will consist of the Vice President, Hockey Director and 2 other members.
5. **Public Relations Committee** - The Public Relations Committee shall publicize and promote the BYAHA and its activities. The Public Relations Committee shall coordinate the presentation of all activities, both meritorious and achievement for players, coaches

and members of BYAHA. It shall form sub-committees or working groups to publish the newsletter, design and distribute promotional materials, participate in exhibits and festivals. It shall report to the General Membership at both the Spring and Fall General Meetings. The Public Relations Committee shall be chaired by the Secretary and shall consist of not less than three (2) additional members.

6. **Tournament Committee** - The Tournament Committee shall plan, organize and conduct all BYAHA Tournaments it shall be chaired by the Tournament Director and shall also consist of Fundraising Director, Hockey Director, Hockey Operations and two (2) General Members.

Article XI - Nominations and Elections

- A. Election of Board Members shall be held once each year during the Spring Meeting.
- B. Nominations shall be open no earlier than Ninety (90) days before the announced date of election. Nominations shall close 5 days prior to spring meeting.
- C. Any Member in good standing is eligible to be nominated provided his name is placed in nominations by the Nomination Committee for all offices.
- D. The candidate shall be elected provided he receives a majority vote. The election shall be held by secret ballot.
- E. No Member may vote for any candidate more than once.
- F. The announcement of those elected must be posted by the end of the General Membership Meeting.
- G. An ad hoc Nomination Committee shall be established by the BOD. Said Committee shall consist of three persons, the Chairman of which must be a Board Member not scheduled for reelection. The Nomination Committee shall be charged with the responsibility of establishing such rules and policies as may be necessary to run the elections. All such rules and policies shall be approved by the BOD. The Nomination Committee shall advertise for candidates and place a nomination slate of nominees which may include all offices.

Article XII - Contracts and Agreements

The Board shall have the sole authority to enter into contracts and agreements in the name of BYAHA and shall be approved by a majority vote of the BOD. Such contracts and agreements must bear the signature of the President, Vice President, Secretary or Treasurer.

Article XIII - Expenses

- A. Any Member, at the direction of the BOD, is to be reimbursed for all prior expenses incurred in the name of BYAHA, provided they are presented for payment to the Treasurer thirty (30) days after the expense incurred. A receipt for goods or services must accompany the request for payment. A certified statement may be accepted in lieu of a receipt for unusual circumstances. The BYAHA shall not be liable for unauthorized expenses. Anyone making unauthorized expenses may not be reimbursed.
- B. All expenses over \$100.00 are subject to the approval of a majority vote of the BOD unless they have been approved prior in the approved annual budget.

Article XIV - General

- A. The fiscal year of the Corporation shall be from June 1st through May 31st of each year.
- B. Checks: All checks must be signed by the Treasurer or any two (2) of the Executive Board Members: President, Vice President or Secretary.
- C. Bonding: BYAHA may carry an employee dishonesty fidelity bond on all Officers of BYAHA authorized to sign checks. If so, then the President shall ensure that this bond is executed on July 1st of each calendar year, or upon expiration.
- D. Audits: All books including General and Sub-Accounts to include Team Accounts of BYAHA may be audited annually during the month of July by a reputable Public Accountant or equivalent. A BYAHA member or Director may, with BOD approval, perform this function as long as he does not possess one of the valid signatures to execute checks.
- E. BYAHA shall maintain membership in USA Hockey and shall recognize its rules and standardization and governing authority for play within BYAHA. BYAHA may supplement USA Hockey Rules as required. However if a conflict exists between USA Hockey Rules and BYAHA Rules, then USA Hockey Rules shall prevail.
- F. Membership in State Affiliate: BYAHA shall maintain membership in the Idaho Amateur Hockey Association.
- G. The use of the Jr. Steelheads and BYAHA Logo is subject to approval by the BOD. Any requests must be submitted in writing and approved by the BOD.

Article XV - Amendments to By-Laws

These By-Laws may only be amended by Board of Directors by a 2/3 majority vote.

Article XVI - Policy

- A. General policies of the organization will be maintained on the BYAHA website. Other policies, as determined by the Board of Directors, rules and regulations to supplement these By-Laws shall be devised for the purpose of clarity and uniformity.
- B. Policy changes and temporary rulings, as approved by a quorum of the BOD, shall be in the form of an meeting minutes issued by the BYAHA Secretary. These policy changes and temporary rulings shall be considered binding upon the general membership and the BOD immediately upon the date of issuance.
- C. It is the responsibility of all Members to read any announcements issued by the BYAHA Secretary and follow the policy and procedures in these By-Laws and the BYAHA Policy.
- D. The President has the responsibility to develop and set procedures. The authority to complete these tasks may be designated.

Article XVII - Indemnification of Officers, Directors and Employees

- A. Every director, officer or agent of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed against him in connection with any proceeding to which he may be made a party, or in which he may become involved, by reason of his being or having been a director, officer, or agent of the Association, whether or not he is a director, officer or agent is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties.
- B. In the event of a settlement the indemnification provided herein shall apply only when the Board of Directors approves such settlement as being the best interest of the Corporation.
- C. Any indemnification by the Corporation shall be allowed only to the extent permissible under applicable law.
- D. The BOD may purchase liability insurance in order to implement the provisions of this Section.

Article XVIII - Certification

Adopted by a 2/3 majority vote of the Board Members on

President

Date

Vice President

Date

Secretary

Date

Treasurer

Date

Hockey Operations –VP

Date

Fundraising Director

Date

Scholarship Director

Date

Registrar

Date

Tournament Director

Date

Hockey Director

Date

Immediate Past President

Date