

NORTHERN KENTUCKY YOUTH HOCKEY ASSOCIATION

BYLAWS

PREAMBLE

We, the Members of the Northern Kentucky Youth Hockey Association (NKYHA), in order to actively improve the quality of youth hockey programs in Northern Kentucky, do hereby establish, ordain and proclaim the Bylaws of the NKYHA.

Article I - ORGANIZATION

Section 1: Name

The name of this non-profit corporation shall be the NORTHERN KENTUCKY YOUTH HOCKEY ASSOCIATION (NKYHA).

Section 2: Registered Address

The registered address of the corporation shall be 2638 Anderson Road, Crescent Springs, Kentucky 41017.

Section 3: Non-Profit Status

This corporation is organized as a non-profit corporation under the laws of the Commonwealth of Kentucky upon a non-stock membership basis, not involving pecuniary gain or profit for any of its members, for a term of perpetual existence.

Section 4: Exempt Status

This corporation is organized and shall be operated exclusively as an exempt organization under the provisions of Section 501 (c) (3) of the Internal Revenue Code of 1954, as amended and as may be amended in the future.

Section 5: Use of Funds

All funds and property of this corporation shall be used and distributed exclusively for carrying out the purposes of the corporation as set forth in Article II.

Section 6: Fiscal Year

The fiscal year of the corporation shall begin May 1 and end on April 30.

Section 7: Power to Borrow Money

The Association may borrow money, and mortgage its property or issue a promissory note or bond for repayment with interest, at the recommendation of the Treasurer and with the approval of two-thirds of the Board of Directors.

Section 8: Financial Statements

The Treasurer shall, at least once a year or at the request of the Board of Directors, prepare a true statement of the assets and liabilities of the corporation for the preceding fiscal year. The statement shall be available to any member on their request.

Section 9: Dissolution

In the event of liquidation or dissolution of this corporation, or in the event that it shall cease to carry out any of its purposes, all funds and property of the corporation shall be distributed to non-profit corporations with the purposes similar to those set forth in Article II, and which are exempt organizations as set forth in Section 4 of this Article I, that the Directors of this corporation may select, and in no event shall any of the funds or property be distributed to any of the members or used for any other purpose.

Article II - PURPOSE

NKYHA is a non-profit organization operating youth hockey programs for the benefit of people in Northern Kentucky and Greater Cincinnati, Ohio. The purposes of the corporation are:

1. To develop character, sportsmanship, and physical fitness among youth of the Northern Kentucky and Greater Cincinnati, Ohio area;
2. To promote, encourage, and improve the standard of amateur ice hockey;
3. To associate with other ice hockey associations;
4. To conduct an amateur hockey program consistent with the rules and regulations of the State Amateur Hockey Association, the Amateur Hockey Association of the United States, and the Buckeye Travel Hockey League; and
5. To perform or participate in other activities that will aid in reaching these objectives.

Article III – MEMBERSHIP

Section 1: Active Member

An active member is a parent, step-parent, guardian, or other person who pays at least one dollar toward the fee of any child participating in the youth hockey programs operated by NKYHA. Individuals such as current coaches, Board members, and any other person providing beneficial service to the Association may also be considered active members, subject to a majority vote of the Board of Directors. In addition, the Board of Directors may revoke the membership or expel any member for non-payment of required fees, violation of USA Hockey rules and ethics guidelines, or conduct detrimental to the Association. The term of membership is the fiscal year of the Association. Funds contributed to NKYHA as a part of a fundraising activity do not entitle the contributor to the benefits of the membership.

Section 2: Expulsion

A) An active member may be expelled, after due notice and an opportunity for a hearing, by the vote of two-thirds of the Board of Directors. The Secretary shall provide at least ten days notice to the person to be expelled and to the members of the Board prior to the regular or special meeting at which the matter is to be resolved. The person shall be offered an opportunity to be heard at that meeting, and to present others to testify in his or her behalf, prior to any final disposition by the Board.

B) Grounds for expulsion include violation of the USA Hockey Code of Conduct, misuse of the corporate name or logo, conduct detrimental to any child involved in youth hockey programs, or any other conduct which is detrimental to or in violation of the principals and philosophies of NKYHA.

Section 3: Voting Rights

Each active member at least 18 years of age and in attendance at the Annual Meeting shall be entitled to one vote by secret ballot in the election of members to the Board of Directors.

Section 4: Right to Hold Office

Each active member at least 18 years of age is entitled to run for a position on the Board of Directors under the procedures established by these bylaws, and if elected, to run for any office of the Association.

Section 5: Referenda

Upon the request in writing of one quarter of the membership, the Board of Directors shall, or upon its own initiative may, submit any questions to the active members for a mail referendum vote.

Section 6: Annual Meeting

The Annual Meeting of the active members shall be held in April at a place and time determined by the Board of Directors and announced in the organization newsletter.

Section 7: Notice and Quorum

At least fifteen days prior to the Annual Meeting, written notice of the time and place shall be advertised in the organization newsletter and posted in locations frequented by the members. The notice of the Annual Meeting shall include the list of members selected by the Nominating Committee to run for positions on the Board of Directors, and the text of any amendments to the bylaws which will be presented for approval at that meeting.

The active members present at the Annual Meeting shall constitute a quorum.

Section 8: Order of Business

The order of business at the Annual Meeting, unless amended by majority vote of those present, shall be as follows:

1. Call to Order
2. Minutes of the last meeting
3. Treasurer's Report
4. Committee Reports
5. Nominating Committee Report
6. Election of Members to the Board of Directors
7. Other Business
8. Adjournment

Article IV - BOARD OF DIRECTORS

Section 1: Board of Directors

The property and affairs of NKYHA shall be managed by a Board of Directors, composed of at least 10 but not more than 13 elected directors. The President may appoint up to three additional directors for a term of one year to serve special functions within the Association.

Section 2: Election of Directors

A) Upon adoption of these bylaws, the initial Board of Directors, named in the articles of incorporation shall elect a full Board of Directors to serve until the first annual meeting. Thereafter, Directors shall be elected at the Annual Meeting to a term of 1 year. A Director may succeed himself for an indefinite number of terms.

B) When a position is vacant due to resignation or expulsion of a Director, the Board of Directors shall appoint a member to serve the remainder of the term.

Section 3: Duties of the Board of Directors

The duties of the Board of Directors shall include:

A) To elect the officers of the Association from within the Board of Directors;

B) To fill any vacancies which may occur in the Executive Committee or in the Board of Directors.

C) To manage the business, property, and affairs of the Association;

D) To formulate the policies and determine the overall conduct and standards of the hockey program which shall be administered by the officers;

E) To establish a budget and set fees for the hockey programs;

F) To study for approval proposals to amend or revise the Association's bylaws, rules or regulations;

G) To review and act upon any temporary decision by the President; and

H) To hear and rule on appeals.

Section 4: Regular Meetings

Regular meetings of the Board of Directors shall be held monthly at a time and place determined by the President. The Secretary shall notify all members of the Board of the date, time, and place of each meeting.

Section 5: Special Meetings

Special Meetings of the Board of Directors may be called by the President, or at the written request, to the President, of at least five members of the Board. The Secretary shall notify members of the Board of the date, time, and place of the meeting at least five days in advance.

Section 6: Quorum

At least six members of the Board, including at least two members of the Executive Committee, must be present to constitute a quorum at any regular or special meeting.

Section 7: Parliamentary Procedure

All meetings shall be governed by rules of parliamentary procedure. Roberts Rules of Order shall govern questions of procedure.

Section 8: Limited Liability

No director shall be liable in any manner for any debts or obligations of the Association, and shall not be subject to any manner of assessment by virtue of his membership. The Association shall indemnify its officers and directors to the extent permitted by Kentucky law.

Section 9: Resignation

Any member of the Board of Directors may resign and/or withdraw from membership in the Association at any time, upon written notice of his/her desire to do so delivered to the President or Secretary of the Association.

Section 10: Expulsion

A) Any director shall be subject to removal after due notice and opportunity for a hearing, by a vote of two-thirds of the Board of Directors at any regular or special meeting. The Secretary shall provide at least ten days notice to the person to be expelled and to the members of the Board prior to the regular or special meeting at which the matter is to be resolved. The person shall be offered an opportunity to be heard at the meeting, and to present others to testify in his/her behalf, prior to any final disposition by the Board.

B) Grounds for expulsion include violation of the USA Hockey Code of Conduct, misuse of corporate funds, misuse of the corporate name or logo, excessive absenteeism, or another conduct which is detrimental to or in violation of the principals and philosophies of NKYHA.

Article V - EXECUTIVE COMMITTEE

Section 1: Composition

The Executive committee will be comprised of the President, Vice President, Secretary, and Treasurer.

Section 2: Duties

The Executive Committee, under the direction of the President, shall prepare policies, programs, and budgets for discussion, revision, and approval by the Board of Directors.

Article VI- OFFICERS and ADMINISTRATORS

The following shall be the officers of the organization and shall be elected from the Board members at the first regular Board meeting following the annual meeting and shall serve until the next officer election with the following exceptions: the Executive Committee members will serve 2 year “staggered” terms with the President and Treasurer 2 year terms beginning April, 2001, and the Vice President and Secretary 2 year terms beginning April, 2002. All other Board positions are 1 year terms.

Section 1: President

The duties of the President shall include, but not be limited to, the following:

- A) To preside at all regular or special meetings of the membership or Board;
- B) To call special meetings of the Association or the Board;
- C) To make decisions on questions not provided for in the bylaws or rules until the next regular or special meeting of the Board of Directors;
- D) To represent, or designate suitable representation for, this Association at other ice hockey meetings;
- E) To appoint Chairpersons of the standing committees of the Association, subject to approval of the Board of Directors;
- F) To serve as an ex-officio member of all committees; and
- G) Such other duties as may be specifically assigned by the Board of Directors.

Section 2: Vice-President

The duties of the Vice-President shall include, but not be limited to, the following:

- A) To assume the duties and powers of the President in his absence; and
- B) Such other duties as may be assigned by the President or the Board of Directors.

Section 3: Secretary

The duties of the Secretary shall include, but not be limited to, the following:

- A) Record the attendance and minutes of regular and special meetings of the board;
- B) Assume the responsibility for any NKYHA correspondence;
- C) Coordinate the development and maintenance of the NKYHA website, including NKYHA organization notices and information, compilation of statistical data for all teams, and access as needed for association members; and
- D) Perform other duties as reasonably requested.

Section 4: Treasurer

The duties of the treasurer shall include, but not be limited to, the following

- A) To receive all funds due the Association and deposit them into a charter bank or banks. The Treasurer shall furnish a security bond as the Board of Directors shall deem necessary, the cost of which shall be paid by the Association
- B) To pay the rightful obligations of the Association, as approved by the Board of directors;
- C) To provide a regular monthly report and an Annual Report as to the financial condition of the Association;
- D) To prepare and file any financial reports that may be required by state or federal regulations;
- E) To keep and maintain ledgers and other books of account, which may be audited at the request of the Board of Directors; and
- F) Such other duties as may be specifically assigned by the Board of directors.

Section 5: Coaching Education Program Director

The duties of the Coaching Education Program Director shall include, but not be limited to the following:

- A) Responsible to review and submit recommendations to the Executive Board concerning any and all rule violations; and
- B) To provide coaches with training and risk management opportunities.

Section 6: Commissioner of Hockey

The duties of the Commissioner of House League shall include, but not be limited to the following:

- A) To oversee all phases of House and Travel hockey;
- B) To coordinate all age groups; and
- C) To coordinate selection of teams, recruiting coaches, scheduling, distribution of uniforms, and complaints.

Section 7: Registrar

The duties of the Registrar shall include, but not be limited to the following:

- A) To assure that all registration forms meet the requirements of USA Hockey;
- B) To roster every registered player;
- C) To keep a confidential file on each player;
- D) To assure all forms and fees are sent to USA Hockey by the required deadlines; and
- E) To submit a copy of all signed and stamped rosters to the BTHL League Secretary and League Statistician.

Section 8: House League Liaison

The duties of the House League Liaison shall include, but not be limited to the following:

- A) To facilitate communications between the Travel and House programs;
- B) To develop the House All-Star program; and
- C) Such other duties as may be specifically assigned by the Board of Directors

Section 9: League Representative

The duties of the League Representative shall include, but not be limited to the following;

- A) Representing NKYHA at all Buckeye Travel Hockey League (BTHL) meetings; and
- B) To provide lines of communication between the BTHL and the Association.

Section 10: Fundraising Director

The duties of the Fundraising Director shall include, but not be limited to the following:

- A) To coordinate all fundraising efforts;
- B) To formulate fundraising ideas and present to the Board for approval; and
- C) Such other duties as may be specifically assigned by the Board of Directors.

Each of the above Board positions will be given a single vote on all matters that come before the Board.

Article VII- FINANCE

Section 1: General Fund

The general fund of the Association shall consist of the income from the receipts of fees from all categories of members, interest on bank deposits and investments of general funds, all Board approved fund raising activities and any other funds received by grant, gift, bequest or any other device or transfer to the Association for general purposes.

Section 2: Receipts and Disbursements - General Fund

A) The Treasurer or designated Director shall receive and deposit in a designated bank all monies designated for the general fund.

B) All funds of the Association shall be deposited from time to time to the credit of the Association in such banks, trust companies or other depositories as the President selects.

C) All checks, drafts or orders for payment of money, notes or other evidence of indebtedness issued in the name of the Association shall be signed in a manner designated by the Board of Directors.

Section 3: The Permanent Fund

A) The permanent fund shall consist of the properties and permanent investments of the Association, together with any other funds or properties received by gift, bequest or devise and specifically designated for the permanent fund.

B) The President shall have the power to transfer cash assets to and from the permanent fund for the financial improvement of the Association.

Section 4: Annual Budget

A) The annual budget of the Association shall be prepared by the President under the direction of the Executive Committee for presentation to the Board of Directors.

B) The adoption of the budget, including any amendments thereto, shall be presented at the 2nd Meeting of the fiscal year.

Section 5: Financial Reports

A) An annual report of the general fund, including income and expenditures of the current fiscal year, shall be prepared by the Treasurer.

B) An annual audit of the funds of the Association may be made by an independent auditing agency appointed by the Board of Directors.

Section 6: Sponsorships

Organizations and/or individuals willing to support the Association shall be considered sponsors. Such organizations or individuals shall not be regarded as members, but will be duly recognized for their support.

Section 7: Contracts

The Board of directors may authorize the President to enter into any contract or execute and deliver any instrument in the name of the Association, and such authority may be general or confined to specific instances.

Article VIII - AMENDMENTS TO THE BYLAWS

Section 1: Board of Directors

The Board of Directors may amend these bylaws by presenting the amendment at a regular or special meeting and voting on the amendment at a subsequent regular or special meeting. The approval of two-thirds of the membership of the Board is required to pass the amendment.

Section 2: Annual Meeting

These By-Laws may be amended at an Annual Meeting by including the amendment in the notice of the annual Meeting and having the members vote on the amendment by secret ballot at the Annual Meeting. The approval of two-thirds of the votes cast is required to pass the amendment.

Article IX - MISCELLANEOUS

Section 1: Gifts

The Board of directors may accept, on behalf of the Association, an gift, bequest or devise for general purposes or for any special purpose of the Association.

Section 2: Books and Records

The Association shall keep correct and complete books and records of accounts and shall also keep accurate minutes of the proceedings of its members, Board of Directors and committees having authority of the Board of Directors.