

Amended, reviewed and approved at February 2, 2017 Board Meeting

**BY-LAWS OF
MEDFIELD YOUTH HOCKEY ASSOCIATION**

ARTICLE I - NAME

Section I. The name of the Association shall be MEDFIELD YOUTH HOCKEY ASSOCIATION.

ARTICLE II - PURPOSES

Section I. To develop and encourage sportsmanship between all players for the betterment of their physical and social well-being.

Section II. To encourage and expand ice hockey in the Town of Medfield.

ARTICLE III - NON-PROFIT

Section I. The Association shall have no capital stock and shall not be conducted for pecuniary profit.

ARTICLE IV - MEMBERSHIP

Section I. Membership shall be open to all residents of Medfield desiring to further the purposes and abiding by the Policy Manual and By-Laws of the Association. Residents from surrounding towns will be considered for membership if deemed appropriate by Director of Coaching.

ARTICLE V - OFFICERS

Section I. The Officers of the Association shall be: President, Vice President, Treasurer, Secretary, and Registrar.

Section II. The Officers shall serve as long as a majority of Board Members approves.

Section III. Vacancies will be filled promptly by the Board of Directors.

Section IV. Final selection of Officers will require a 2/3 majority vote of Board Members.

Section V. The duties of the President shall include:

- A. Presiding and setting the agenda at all meetings.
- B. Performing duties usual to the Office of President, including:
- C. Power to call special meetings.
- D. Power to rule on questions not provided for in the Policy Manual or By-Laws.
- E. Right to attend and represent M.Y.H. at other hockey meetings.
- F. In the absence of the Treasurer, the right to sign checks of the Association.
- G. To appoint Board Members to specific roles other than the Officers of the Association which require 2/3 majority of vote of Board Members.
- H. To establish (or discontinue) any one or more Committees of the Board of Directors (such as a By-Laws Committee, a Policy Manual Committee, a Publicity Committee, a Fundraising Committee, a Nominating Committee, or any other Committee deemed appropriate by the President), and to appoint (or remove) Members of the Board to (or from) any such Committees.

Section VI. The Vice President shall, in the absence of the President, have all the power and perform all of the duties of the President.

Section VII. The Treasurer shall have the responsibility for receiving all funds due the Association, depositing them in a chartered bank, and paying the rightful obligations of the Association. He or she shall also have all of the duties usually associated with the position of Treasurer including the following:

- A. The Treasurer shall sign the checks on the Association's account.
- B. The Treasurer shall submit an Annual Treasurer's Report to the Board.

Section VIII. Duties of the Secretary are as follows:

- A. Compile and distribute minutes of all M.Y.H. Board Meetings.
- B. Verify eligibility of voting Members present at Board Meetings.
- C. Record all votes at Board Meetings.
- D. Maintain M.Y.H. records, papers, etc.

Section IX. Duties of the Registrar are as follows:

- A. Coordinate team and player registration.
- B. Check player registration forms for ineligible players.
- C. Advise the Board of any special USA Hockey Association, Massachusetts Hockey Association or league program regarding team and player registration that warrants special attention.

Section X. Any Officer vacancy shall be filled by an appointment of the President until permanent election at the next Board Meeting.

ARTICLE VI - BOARD OF DIRECTORS

Section I. The Board of Directors shall consist of not less than 10 Members nor more than 15 Members. The Board of Directors may appoint up to three additional Members for terms of one year in order to perform special functions for the Association.

Section II. Board Members shall be subject to election and removal as set forth in the following provisions:

- A. Board Members (other than Members appointed for special one-year terms) shall be elected at a Board Meeting to a term of up to three years. A Board Member may succeed himself or herself for additional terms, but shall not stand for election for more than two terms unless a vote of two-thirds majority of the other then current Board Members approves the additional term.
- B. When a vacancy on the Board is created due to the resignation or removal of a Board Member, or due to the expiration of the term of a Board Member, the President shall notify each of the other Board Members of such vacancy. At the next Meeting of the Board of Directors, each Board Member shall be permitted to submit nominations to fill such vacancy. The Board shall discuss each nomination, and each nomination which receives a second vote from another Board Member shall be submitted for a full vote by the Board. Such vote shall be conducted by means of a secret, written ballot in a manner to be administered by the President and Secretary. A vote of a two-thirds majority of the other then current Board Members is required.
- C. The number of Board positions open for election at any Board Meeting may not be less than one-third of the total number of elected Members (excluding Members appointed for special one-year terms or serving the balance of their three-year terms).
- D. Any Board Member shall be subject to removal from office, at any time, for conduct detrimental to the operations and purposes of the Association, for failure to perform the duties assigned to him or her by the President or the Board, or for any other cause, by the vote of a two-thirds majority of the other Board Members. Such vote shall be conducted by means of a secret ballot. Prior to holding any such vote, the Secretary shall provide at least ten days' prior notice to all Board Members of the Meeting to consider such removal. At such Meeting, the Board Member being considered for removal shall be provided an opportunity to be heard and to present others to testify on his or her behalf.

Section III. The right to vote at Board Meetings is limited to one vote for each Member. At least 20% of the voting Members of the Board of Directors shall be Members who have children actively participating in the Association's hockey programs (including without limitation the Association's "Learn to Skate", "Learn to Play Hockey" and instructional programs).

Section IV. The powers and duties of the Board of Directors shall be:

- A. To fill any vacancies which may occur.
- B. To act upon any and all proposals put forth at Regular Meetings, and to amend or revise the By-Laws or the Policy Manual.
- C. To act upon any rulings by the Officers as provided by the By-Laws.
- D. To hear and rule on all appeals brought before the Board by Association Members.
- E. To serve on Committees as requested.

Section V. Seven Members must be present in person to constitute a quorum.

ARTICLE VII - MEETINGS

Section I. All Meetings will be called by the President.

Section II. Board Meetings will be held as necessary, a minimum of 8 per year. At least 2 meetings per year shall be open to all members of the Association (whether or not they have the power to vote).

Section III. In all Meetings, a majority shall prevail except for policy changes or as is noted elsewhere in the Policy Manual or By-Laws. In these cases a 2/3 majority vote of the Board is necessary.

Section IV. Order of business at Meetings shall be as follows, unless amended by majority vote of those present:

- A. Minutes of previous Meeting
- B. Treasurer's update
- C. Committee Reports, if applicable
- D. Unfinished business
- E. New business
- F. Selection of site and time for next Meeting
- G. Adjournment.

Section V. All Meetings shall be governed by generally accepted rules of parliamentary procedure. Roberts Rules of Order shall govern questions of procedure.

Section VI. At least one time during each calendar year, the Board shall hold an Annual Meeting **if requested** by any Member of the Association, at a time and location to be determined by the President, to which all members of the Association (whether or not they have the power to vote) shall be invited. The Board shall provide Association members with at least ten days' prior notice of the time and location of such Annual Meeting. Such notice shall include a list of all Board members (or nominees) who are to be considered for election or reelection to the Board, and a description of any significant proposed amendments to the By-Laws which are to be considered at such Annual Meeting. At such Annual Meeting, the Board shall provide general information about the Association's activities and plans, including a financial update, and shall provide all members of the Association (including all parents/guardians of minor players, coaches and other volunteers in the Association's programs) with an opportunity to make additional nominations for Board membership and to present their views on the nominees for Board membership and the proposed amendments to the By-Laws.

ARTICLE VIII - LIMITATION OF LIABILITY

Section I. No Director or Officer of the Association shall be liable in any manner for any debts, obligations, liabilities, losses, costs, damages or expenses of the Association, and shall not be subject to any manner of assessment by virtue of his or her position with the Association.

ARTICLE IX - AWARDS

Section I. All awards must be approved by the Board.

ARTICLE X - COLORS

Section I. Official M.Y.H. Colors, Numerals and Graphics will be determined from time to time by the Board of Directors.

ARTICLE XI - AMENDMENTS

Section I. The Policy Manual and By-Laws of M.Y.H. may be amended or changed at any Board Meeting if proposed amendments and/or changes have been presented in writing to Board Members at least 14 days prior to the Meeting date.

Section II. A 2/3 majority vote is required to amend or change the By-Laws.

ARTICLE XII - FISCAL YEAR

Section I. The Fiscal Year shall begin July 1st and end June 30th.

Gerard Walsh
PRESIDENT