

# Oak Park and River Forest High School Hockey Club, Inc.

## By-Laws

### ARTICLE I NAME AND AFFILIATION

The name of this corporation shall be Oak Park and River Forest High School Hockey Club, Inc. (*referred to hereinafter as "OPRFHC"*). OPRFHC shall be affiliated with USA Hockey and the Amateur Hockey Association of Illinois ("AHA").

### ARTICLE II OFFICES

The principal office of OPRFHC shall be in the State of Illinois. The registered office of OPRFHC required by the General Not-For-Profit Corporation Act to be maintained in the State of Illinois may, but need not, be identical with the principal office in the State of Illinois, and the address of the registered office may be changed from time to time by the Board of Directors.

### ARTICLE III PURPOSES

**SECTION 1.** - To encourage and improve the standards and conduct of high school hockey in Oak Park and River Forest. To encourage, assist and administer hockey in the development and growth of the community so that the sport is made available to more people at the lowest possible cost.

**SECTION 2.** - To develop and encourage sportsmanship and playing proficiency by all players and persons involved in the sport of hockey at the high school level in Oak Park and River Forest.

**SECTION 3.** - To affiliate with USA Hockey the Amateur Hockey Association of Illinois.

**SECTION 4.** - To establish and support teams to enter and participate in high school hockey leagues and tournaments.

**SECTION 5.** - To communicate and cooperate with the USA Hockey Central District Association, the Amateur Hockey Association of Illinois, other State and Officials Associations so as to improve and promote the sport of hockey both within and without the State of Illinois.

**SECTION 6.** - To do any and all acts necessary or desirable in the furtherance of the foregoing purposes and the sport of hockey.

**SECTION 7.** - To encourage its members and players to engage in community service activities in groups and individually.

### ARTICLE IV MEMBERS

**SECTION 1. ANNUAL MEETING** - The Annual Meeting of the Members shall be held each year, beginning with the year 2010, in no event later than May 31st, for the purpose of electing Directors and Officers and for the transaction of such other business as may come before the meeting.

**SECTION 2. MEMBERSHIP** - The Members of OPRFHC shall be comprised of each parent or legal guardian of each player currently rostered on one of the OPRFHC teams.

**SECTION 3. SPECIAL MEETINGS** - Special meetings of the Members may be called by the President, or a majority of the Board of Directors. Club Members who are not also members of the Board of Directors shall only vote during Annual and Special Meetings referred to in Sections 1 and 3 of this Article.

**SECTION 4. PLACE OF MEETING** - The President or Board of Directors may designate any place within Cook County, Illinois as the place of meeting for any Annual Meeting or for any Special Meeting.

**SECTION 5. NOTICE OF MEETINGS** - Written or printed notice stating the place, day and hour of the meeting, and in the case of a special meeting, the purpose for which the meeting is called, shall be delivered not less than ten nor more than forty days before the date of the meeting to each Member entitled to vote at such meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail, addressed to the Member at its address as it appears on the records of OPRFHC, with postage thereon prepaid.

**SECTION 6. QUORUM** - Ten percent of the Members eligible to vote shall constitute a quorum at any meeting of Members, provided, that if less than 10 percent of the voting Members are represented at said meeting, a majority of the Members so represented may adjourn the meeting from time to time without further notice. If a quorum is present, the affirmative vote of the majority of the voting Members represented at the meeting shall be the act of the Members.

**SECTION 7. VOTING RIGHTS** - Each Member shall be entitled to one vote upon each matter submitted to vote at Annual and Special Meetings of the Members. The Members vote shall be cast by the Member. No proxy voting shall be permitted.

**SECTION 8. VOTING DISPUTES** - At any meeting of the Members, any question or dispute relating to the validity or result of any vote shall be submitted to the incumbent Board of Directors for a determination and the decision of the majority of the Board present, provided a quorum of the Board is present, shall be binding on all parties.

**SECTION 9. VOTING** - Voting on any question or in any election shall be via voice. All votes shall be a matter of public record.

## **ARTICLE V DIRECTORS**

**SECTION 1. GENERAL POWERS** - The business and affairs of OPRFHC shall be managed by the Board of Directors.

**SECTION 2. SPECIFIC POWERS** - The Board of Directors shall determine what is in the best interest of Oak Park and River Forest High School hockey teams and shall have the authority to develop, implement and enforce rules, policies (i.e.: Financial Assistance and Code of Conduct policies), procedures, incentives and penalties that advance those interests.

**SECTION 3. NUMBER, TENURE AND QUALIFICATIONS** - The number of Directors of OPRFHC shall be at least seven and at most 13. Up to nine Directors shall be elected at the Annual Meeting referenced in Article IV, Section 1. The remaining Directors (up to a total of 13) shall be elected by the Members at the September Board meeting. In any season in which the OPRFHC is a "Combined Team" as defined by AHAI, the Board shall include one additional Director from each high school other than Oak Park-River Forest High School participating in the Combined Team. All Directors shall be elected annually by the Members and shall serve one-year terms. In the event of a vacancy by death, resignation, or removal, the President of OPRFHC shall appoint a Director to fill such unexpired term.

**SECTION 4. REGULAR MEETINGS** - A regular meeting of the Board of Directors shall be held without other notice than this By-Law, immediately after, and at the same place as, the Annual Meeting of the Members. The President or a majority of the Board of Directors may provide, by resolution, the time and place, for the holding of additional regular meetings without other notice than such resolution. The Board of Directors shall endeavor to meet monthly, on the first Monday of each month. All regular and special meetings shall be open to the Members. An agenda of topics to be considered by the Board shall be provided by e-mail to all Members at least 2 days prior to each regular Board Meeting. Any Member may have a topic added to the agenda by communicating that request to the President prior to any regular Board Meeting.

**SECTION 5. SPECIAL MEETINGS** - Special meetings of the Board of Directors may be called by or at the request of the President or the majority of the Board of Directors. The person or persons authorized to call special meetings of the Board of Directors may fix the time and place for holding any special meeting of the Board of Directors called by them.

**SECTION 6. NOTICE** - Notice of any special meeting shall be given by e-mail to each Director. Any Director may waive notice of any meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting. Notice of and an agenda for such special meetings shall be provided by email to the Members at least 1 day prior to the special meeting.

**SECTION 7. QUORUM** - A majority of the number of sitting elected Directors fixed by these By-Laws constitutes a quorum for transaction of business at any meeting of the Board of Directors, provided, that if less than a majority of such number of Directors are present at said meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice.

**SECTION 8. MANNER OF ACTING** - The act of the majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors.

**SECTION 9. PARTICIPATION BY TELEPHONE** - Members of the Board may participate in a meeting of the Board or any Board committee meeting, by means of a conference telephone or similar communication equipment whereby all persons participating in the meeting can hear each other, and participation in a meeting in this manner shall constitute presence in person at the meeting.

**SECTION 10. ELECTRONIC VOTING** - The President or a majority of the elected Directors, from time to time, may poll, conduct a recommendation, or call for a vote on any issue properly submitted in writing to the Board of Directors between regular meetings: provided neither any elected Director nor the President objects to the subject matter submitted in this format, limitation of oral debate commensurate with this electronic communication process or the e-mail or electronic voting procedure on the submitted issue.

**SECTION 11. OTHER DUTIES** - Subject to Article XIII, the Board of Directors shall hear and rule on appeals from any of the corporation committees, and shall resolve any and all disputes within the corporation.

## **ARTICLE VI OFFICERS**

**SECTION 1. NUMBER** - The officers of OPRFHC shall be a President, a Vice-President(s), a Treasurer, a Secretary and a Registrar and such other officers as may be elected or appointed by the Board of Directors.

**SECTION 2. ELECTION AND TERM OF OFFICE** - The officers of OPRFHC shall be elected annually by the Members at the Annual Meeting of the Members. Vacancies may be filled or new offices filled at any meeting of the Board of Directors by vote of the Directors. Each officer shall hold office until his/her successor shall have been duly elected and shall have qualified or until his/her death or until he/she shall resign or shall have been removed in the manner hereinafter provided.

**SECTION 3. REMOVAL** - Any officer, Director, or agent elected or appointed by the Board of Directors may be removed by a two-thirds vote of the entire Board of Directors whenever in its best judgment, the best interests of OPRFHC would be served thereby.

**SECTION 4. PRESIDENT** - The President shall be the chief executive officer of OPRFHC and shall in general supervise and oversee all of the business and affairs of OPRFHC. He/she shall preside at all meetings of the Members and of the Board of Directors. He/she shall serve as ex-officio member on all committees. He/she may sign, with the Secretary or any other proper officer of OPRFHC thereunto authorized by the Board of Directors, any bonds, contracts, or other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these By-Laws to some other officer or agent of OPRFHC, or shall be required by law to be otherwise signed or executed; and in general shall perform all duties incident to the office of the President and such other duties as may be prescribed by the Board of Directors from time to time. In addition, the President or his/her designee(s) shall represent OPRFHC and its Members in meetings with other hockey associations and USA Hockey. The President shall be able to make basic day-to-day decisions that are within the framework of the current budget and approved goals and objectives for the current season without prior Board approval. Matters beyond the scope of the approved budget and/or goals and objectives of the hockey club shall be brought before the Board for discussion and a vote. With each notice of a meeting of the Board of Directors, included with the agenda for that meeting will be a list of significant decisions made by the President since the last Board meeting.

**SECTION 5. THE VICE-PRESIDENT(S)** - In the absence of the President or in the event of his/her inability or refusal to act, the Vice-President (or in the event there is more than one Vice-President, the Vice-Presidents in the order designated, or in the absence of any designation, then in the order of their election) shall perform the duties of the President and when so acting, shall have all the powers of and be subject to all the restrictions upon the President and in general perform all the duties incident to the Office(s) of the Vice-President and such other duties as from time to time may be assigned to him/her by the President or the Board of Directors.

**SECTION 6. THE TREASURER** - If required by the Board of Directors, the Treasurer shall give a bond for the faithful discharge of his/her duties in such sum and with such surety or sureties as the Board of Directors shall determine. He/she shall: (a) have charge and custody of and be responsible for funds and securities of OPRFHC; receive and give receipts for moneys due and payable to OPRFHC from any source whatsoever, and deposit all such moneys in the name of OPRFHC in such banks, trust companies and other insured depositories as shall be selected in accordance with these By-Laws; (b) in general perform all the duties incident to the Office of the Treasurer and such other duties as from time to time may be assigned to him/her by the President or the Board of Directors.

**SECTION 7. THE SECRETARY** - The Secretary shall: (a) keep the minutes of the Members' and the Board of Directors' meetings in one or more books provided for that purpose; (b) see that all notices are duly given in accordance with the provisions of these By-Laws or as required by law; (c) be custodian of the corporate records and of the seal of OPRFHC and see that the seal of the corporation is affixed to all documents, the execution of which on behalf of the corporation under its seal is duly authorized in accordance with the provisions of these By-Laws; (d) keep a register of the post-office address of each Member; (e) in general perform all duties incident to the Office of the Secretary and such other duties as from time to time may be assigned him/her by the President or the Board of Directors.

**SECTION 8. THE REGISTRAR** - The Registrar shall be Chairperson of the Registration Committee and shall: (a) be responsible for the registration of teams, players, coaches, managers, tournament/travel permits as directed by these By-Laws and the OPRFHC Rules and Regulations, (b) keep records of all registrations and memberships, (c) in general perform all duties incident to the Office of the Registrar and such other duties as from time to time may be assigned him/her by the President or the Board of Directors. The Registrar shall be the main point of contact between the club and AHAI for all issues related to certification of team rosters and player eligibility issues for regular season, tournament and playoff games.

**ARTICLE VII  
COMMITTEES**

**SECTION 1. GENERAL COMMITTEES** - The President shall designate and appoint such committees deemed necessary or appropriate to the efficient conduct of OPRFHC's affairs, provided, however, the Chairperson and members of these committees need not be a member of the Board of Directors of OPRFHC. Committees include, but are not limited to: Financial Assistance, Rules and Ethics, Community Service, Safe Sport, Senior Night, Alumni Game(s), Fundraising, Huskies Banquet, Spirit Wear and Communications (website, social media, video resources). With the exception of the Rules and Ethics Committee and the Financial Assistance Committee, all committees shall make recommendations to the Board regarding the issues they are asked to address. The decisions of the Rules and Ethics Committee regarding disciplinary decisions and the Financial Assistance Committee regarding requests for assistance shall be kept confidential and reported only to the Executive Committee (which shall also keep such information confidential). Disputes regarding decisions of the Financial Assistance Committee shall be handled under the procedures stated in Article XIII. Disputes regarding decisions of the Rules & Ethics Committee shall be resolved by the Board of Directors in executive session.

**SECTION 2. EXECUTIVE COMMITTEE** - The Officers may meet as an Executive Committee for the purpose of discussing and making recommendations to the Board of Directors and the Members. The Executive Committee may consult with others (e.g., the Hockey Director) in formulating those recommendations. To the extent possible, recommendations made by the Executive Committee to the Board shall be included in the Agenda circulated to the Members prior to the next Board meeting. If time constraints do not allow for this, consideration of a recommendation by the Executive Committee shall be put over to the next Board meeting if requested by three Board members. Upon request of any Member, the Executive Committee shall provide a more thorough explanation of any of its actions or recommendations.

**ARTICLE VIII  
DIRECTOR OF HOCKEY OPERATIONS**

**SECTION 1. GENERAL DESCRIPTION** - The OPRFHC shall hire a Director of Hockey Operations who shall be responsible for overseeing the administrative and hockey operations on a day-to-day basis for the Hockey Club. The Hockey Director may also serve as head coach of one of the teams. The Hockey Director shall initiate and direct all programs and operations necessary for the creation of a healthy and competitive hockey environment with opportunities for players, particularly freshman and sophomore players, to continue to develop their skills and hockey knowledge and for upper-classmen players to refine their skills, develop a deeper hockey knowledge and become more competitive within league. The Hockey Director is responsible for on and off ice instruction of players and coaches, as well as providing recommendations to the Board of Directors on the direction of the program. The Hockey Director shall report to the Board of Directors.

**SECTION 2. DUTIES AND RESPONSIBILITIES** - The Hockey Director, in consultation with the coaches, shall have the authority to make roster and on-ice hockey decisions. More generally, the Hockey Director's duties and responsibilities shall include:

- Participate in developing Coaching Staff budget, including salaries and equipment expenses with the Board;
- Oversee OPRFHC tryouts and evaluations;
- Finalize JV and Varsity Team rosters - including players with dual-roster designation;
- Work to find alternate hockey clubs for players not selected to skate for Huskies Hockey JV or Varsity teams;
- Develop and implement offseason program, including clinics, camps, tournaments and dry land sessions;
- Oversee coaching selections consistent with the key concepts and principals of OPRFHC, and recommend coaching staff for Board approval;
- Attend monthly Board of Directors meetings and provide updates on team/coach/player development and recommendations for improvement;
- Develop and maintain an ongoing education program for coaches;
- Assist in the development and maintenance of educational programs for the parents with emphasis on reinforcing OPRFHC philosophies;
- Organize and coordinate the certification of coaches within the USA Hockey coaching program;
- Develop and enforce standards in coaching set of rules, regulations, and philosophies as approved by the Board;
- Monitor and evaluate coaches during the season and resolve issues with coaches;
- Work in conjunction with the OPRFHC Rules & Ethics Committee, as appropriate, to assist in resolving issues with players, parents and others involved in OPRFHC activities and Code of Conduct violations;

- Support team managers, OPRFHC Registrar and OPRFHC Rules & Ethics Committee;
- Prepare or cause to be prepared league-required referee evaluations, team rankings , all-star selections and showcase selections;
- Work with the appropriate referee programs;
- Prepare reports for Board when requested;
- Evaluate teams on an on-going basis;
- Work with the Oak Park NWHL program to assist in coordinating player feeder program
- Train and oversee certification OPRF Hockey Club players as Junior Coaches to work with NWHL feeder program;
- Understand the OPRFHC By-Laws and structure;
- Cultivate a working relationship with OPRF High School and Villages of Oak Park and River Forest; and
- Attend league meetings, as necessary.

## **ARTICLE IX**

### **CONTRACTS, LOANS, CHECKS AND DEPOSITS**

**SECTION 1. CONTRACTS** - The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name and on behalf of OPRFHC, and such authority may be general or confined to specific instances.

**SECTION 2. LOANS** - No loans shall be contracted on behalf of OPRFHC and no evidences of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specific instances.

**SECTION 3. CHECKS, DRAFTS, ETC.** - All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of OPRFHC, shall be signed by such officer or officers, agent or agents of OPRFHC and in such manner as shall from time be determined by resolution of the Board of Directors.

**SECTION 4. DEPOSITS** - All funds of OPRFHC not otherwise employed shall be deposited from time to time to the credit of OPRFHC in such banks, trust companies or other insured depositories as the Board of Directors may select.

**SECTION 5. FINANCIAL OBLIGATION SATISFACTION -**

OPRFHC is not and will not act as a collection agency for outstanding financial obligations. However, OPRFHC will enforce its By-Law and impose a suspension for failure to satisfy any financial obligations based upon the following guidelines:

1. There must be written correspondence to the obligor.
2. Collection must be for the past or current season.

**SECTION 6. ANNUAL AUDIT** - An audit will be conducted at the conclusion of each fiscal year, and will be available for inspection upon request by member organizations.

## **ARTICLE X**

### **FISCAL YEAR**

The fiscal year of OPRFHC shall begin on the first day of June in each year and end on the last day of May in each year.

## **ARTICLE XI**

### **SEAL**

The Board of Directors shall provide a corporate seal that shall be in the form of a circle and shall have inscribed thereon the name of the corporation and the words "Corporate Seal, Illinois."

## **ARTICLE XII**

### **WAIVER OF NOTICE**

Whenever any notice is required to be given under the provisions of the Articles of Incorporation or under the provisions of The General Not-For-Profit Corporation Act of the State of Illinois, a waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

**ARTICLE XIII**  
**RESOLUTION OF DISPUTES**

**SECTION 1. SCOPE OF PROCEDURE AND PURPOSE** - Because OPRFHC is a not-for-profit organization whose vital services are provided by volunteer efforts, OPRFHC has established a Dispute Resolution Procedure to provide an efficient, orderly and uniform method of resolving disputes and controversies involving or affecting OPRFHC, the Members, the Board of Directors and its officers, the coaches and the players. It is OPRFHC's belief that all such disputes and controversies can, and should be, fairly resolved by and between the individuals who know the program best, with a minimum of time and expense.

**SECTION 2. DISPUTE RESOLUTION PROCEDURE.**

(a) All disputes and controversies involving or affecting OPRFHC, the Members, the Board of Directors and its officers, the Hockey Director (subject to Article VIII), the coaches and the players shall be submitted in writing to the President, and will be resolved, initially, by a Rules and Ethics Committee (the "Committee") comprised of five individuals (at least three of whom shall not be Directors) appointed by the Board of Directors at the Annual Meeting (or at the first regular meeting thereafter at which such appointments can reasonably be made). The written submission shall include a brief description of the nature of the dispute or controversy.

(b) Within seven days of receipt of the submission, or as soon thereafter as is reasonably practicable, the President shall convene a meeting of the Committee, at which the party submitting the dispute or controversy will be given an opportunity to be heard. The President or the Chairperson of the Committee shall provide the submitting party with written notice of the date, time and location of the meeting.

(c) The Committee or the Board of Directors may initiate dispute resolution proceedings against a party. In such cases, the Committee or the Board shall be bound by, and shall adhere to, the provisions of this Section.

(d) The Committee is not bound by formal rules of evidence and civil procedure. However, at the meeting, the submitting party and/or any other party involved in the dispute or controversy (including members of the Committee or the Board of Directors) shall be permitted to present documents or information for the Committee's consideration.

(e) The Committee shall render a decision at the meeting, or, if additional deliberation is needed, as soon thereafter as is reasonably practicable. The decision of the majority of the Committee shall be final and binding on the parties. Voting of the Committee shall be via voice vote. All votes shall be a matter of public record.

(f) A party may appeal a final decision of the Committee to the full Board of Directors. To initiate an appeal, a party must submit a written notice of appeal to the President within thirty days of the date on which the Committee renders its final decision. The written notice shall include a brief description of the grounds for the appeal.

(g) Within seven days of receipt of the notice of appeal, or as soon thereafter as is reasonably practicable, the President shall convene a special meeting of the full Board of Directors, at which the submitting party will be given an opportunity to be heard. The President shall provide the submitting party with written notice of the date, time and location of the special meeting.

(h) The Board shall render a decision at the special meeting, or, if additional deliberation is needed, as soon thereafter as is reasonably practicable. The decision of the majority of the Board shall be final and binding on the parties. Voting of the Board shall be via voice vote. All votes shall be a matter of public record.

(i) If a party receives notice that he/she is the subject of a dispute or controversy and elects not to participate in the dispute resolution process set forth in this Section, the Committee may render a final and binding decision without the involvement of the party. The Chairperson shall notify the party in writing of the Committee's decision. In such a case, the party shall have no right to appeal the Committee's decision.

(j) If a member of the Committee (or a family member of a member of the Committee) has a personal interest in the outcome of a dispute resolution proceeding, the Committee member shall recuse him/herself from participating in the resolution of the dispute or controversy. Further, if the dispute referred to the Committee involves an action taken or voted upon by any member of the Committee, that Committee member shall recuse him/herself from participating in the resolution of the dispute. In either case, the Chairperson (or, if the Chairperson is recused, the President) shall appoint another individual to temporarily serve in the recused Committee member's place.

**(k)** Except where AHAI by-laws, rules, regulations and policies expressly provide an exclusive remedy, the Committee and the Board of Directors may impose remedies they, in their discretion, deem appropriate, including but not limited to, the temporary or permanent barring of a party from membership or participation in the activities of OPRFHC. Provided, however, that the Committee and the Board shall not have the power to impose monetary fines, penalties or sanctions on any party.

**(l)** The Chairperson shall maintain a file for each dispute or controversy submitted to the Committee, which shall include: (i) a copy of the written submission and/or notice of appeal of any party; (ii) copies of any documents submitted to the Committee and/or the Board of Directors during the proceedings; and (iii) a brief written summary of the final decision(s), including the votes of the Committee and/or Board members.

#### **ARTICLE XIV PLAYER REFUND POLICY**

Fees for the entire season are due to be collected by the OPRF Hockey Club at the beginning of the season, or via payment plan as established with the Treasurer. Fees are not refundable with the exception of season-ending injury or illness that occurs before 50% of the regular season league games are completed. Should such an injury or illness occur, the OPRF Hockey Club may refund up to a maximum of 50% of the player's regular season fees. The prohibition from play must be medical in nature and does not include a suspension due to a violation of the hockey club's Code of Conduct policy or academic probation imposed by parents for any period of time during the season.

The OPRF Hockey Club will ask 5 parent members to form a Refund Committee before the start of each season to review any formal requests for a refund, ensuring that all requests meet the criteria above.

Any Refund Committee member who happens to be the parent of a player requesting a refund must recuse himself/herself from the decision making process for his/her child. The Refund Committee reserves the right to nominate another member parent to serve on the committee on a temporary basis until the refund request has been reviewed and processed.

The Refund Committee will have the final say in determining if a player is eligible for a refund and what percentage of the total fees should be refunded to the family. The Refund Committee will also determine, on a case-by-case basis, if a player can return to practice and/or off-ice workouts and still be eligible for a refund from the OPRF Hockey Club.

#### **ARTICLE XV DISTRIBUTION OF ASSETS**

The assets of OPRFHC are permanently dedicated to exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954 (*or corresponding provisions of future laws*). OPRFHC shall not be operated for pecuniary profit and shall have no capital stock and shall make no distribution of dividends to its Members, Directors, officers or persons having a private interest in the activities of the corporation.

In the event OPRFHC is dissolved, the Board of Directors shall pay, satisfy and discharge all liabilities and obligations of OPRFHC or make adequate provisions therefore and distribute all remaining assets of OPRFHC to an organization or organizations engaged in activities substantially similar to those of OPRFHC and organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at that time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954 (*or corresponding provisions of future laws*).

#### **ARTICLE XVI AMENDMENTS**

These By-Laws may be altered, amended or repealed and new By-Laws may be adopted at any meeting of OPRFHC by a two-thirds vote of the voting Members represented at the meeting, provided each proposed amendment must first be submitted to the President, who, with the rest of the Board of Directors shall, before presentation for consideration by the membership, decide whether or not to recommend its adoption at the next annual or special meeting. No amendment shall be eligible for presentation at a meeting unless it shall have been submitted by a Member to the President at least 30 days prior to such a meeting or published by the Board of Directors at least 14 days prior to such a meeting. Any amendment submitted by a Member in accordance with this By-Law shall be published by the Board of Directors at least fourteen (14) days prior to such a meeting.

**A. USA HOCKEY PREEMINENCE** - OPRFHC shall abide by and act in accord with the Constitution, By-Laws, Rules and Regulations of USA Hockey, and decisions shall take precedence over and supersede all similar governing documents and/or decisions of the OPRFHC.