



Bylaw Review Committee

OVERVIEW

- **Reviewed dozens of local, CHC and USA Hockey organization Bylaws**
- **After review, the following deficiencies were determined**
 - Some Articles superficial (e.g. VI - Order of Business)
 - Membership ill defined and restrictive
 - No distinction between meetings and votes of Membership and Board
 - Definition of Director's responsibilities deficient in some areas
 - Essential responsibilities required by Association appointed positions not specified
- **We recommend a major restructuring of Bylaws**



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ARTICLE I – ORGANIZATION

- **Specifies the name formation specifics**
 - Name and Change of Name
 - Moved Article 12 here governing dissolution and subsequent asset distribution
- **Additions**
 - Added nonprofit organization language
 - Specification of fiscal year (Aug 1 - July 31)
 - Added affiliations to CHC and USA Hockey



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ARTICLE II – PURPOSE

- **Specifies the organization Purpose and Mission**
 - Changed Purpose text to be more clear
 - Added Mission as separate section
 - The Mission specifies the spirit in which the Association satisfies its purpose



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ARTICLE III – MEMBERSHIP

- **Defines the Membership**

- Previously ill defined and not countable

- **Major Points**

- Members are essentially parents, the Board and its appointees, and coaches
- Voting members are clearly defined (paid up and no conflict of interest)
- Only one vote per household
- Members only vote for Board and Bylaw changes in general



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ARTICLE IV – MEMBERSHIP MEETINGS

- **Defines the Membership Meeting Schedule and Mechanics**
 - Schedule largely the same (Annual, Regular, Special)
 - Special meetings called by president or three Directors
 - Special meetings are only for predetermined business
 - Voting by voice except for elections
 - Notice procedure for meetings
- **Changes**
 - Annual Membership meeting moved to May
 - Regular Meetings are Board meetings that are open to Active Members. These are specified in Article VI.
 - Special meeting can be called by petition of Membership.
 - Quorum defined – 21 Active Members including 3 Directors



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ARTICLE V – ELECTION OF BOARD

- **Defines the procedures for nominating and electing Directors**
 - Previously a Section
 - Procedure largely unchanged
- **Changes**
 - Added more time for Committee to solicit nominees; from 2 to 8 weeks
 - Election Committee may put more than one qualified candidate on the ballot
 - Added provisions in case of tie vote



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ARTICLE VI – BOARD OF DIRECTORS

- **Defines responsibilities and operating procedures for the Board**
 - Number of Directors remain unchanged at seven
 - Regular Board meetings monthly and open to membership
 - Board operates the organization and defines all policies, procedures and rules
- **Changes**
 - 2 Year terms with staggered election years
 - Defines resignation , removal, and vacancy procedures
 - Adds indemnification of Directors from lawsuits if acting in good faith
 - SYHA may not currently have this insurance.



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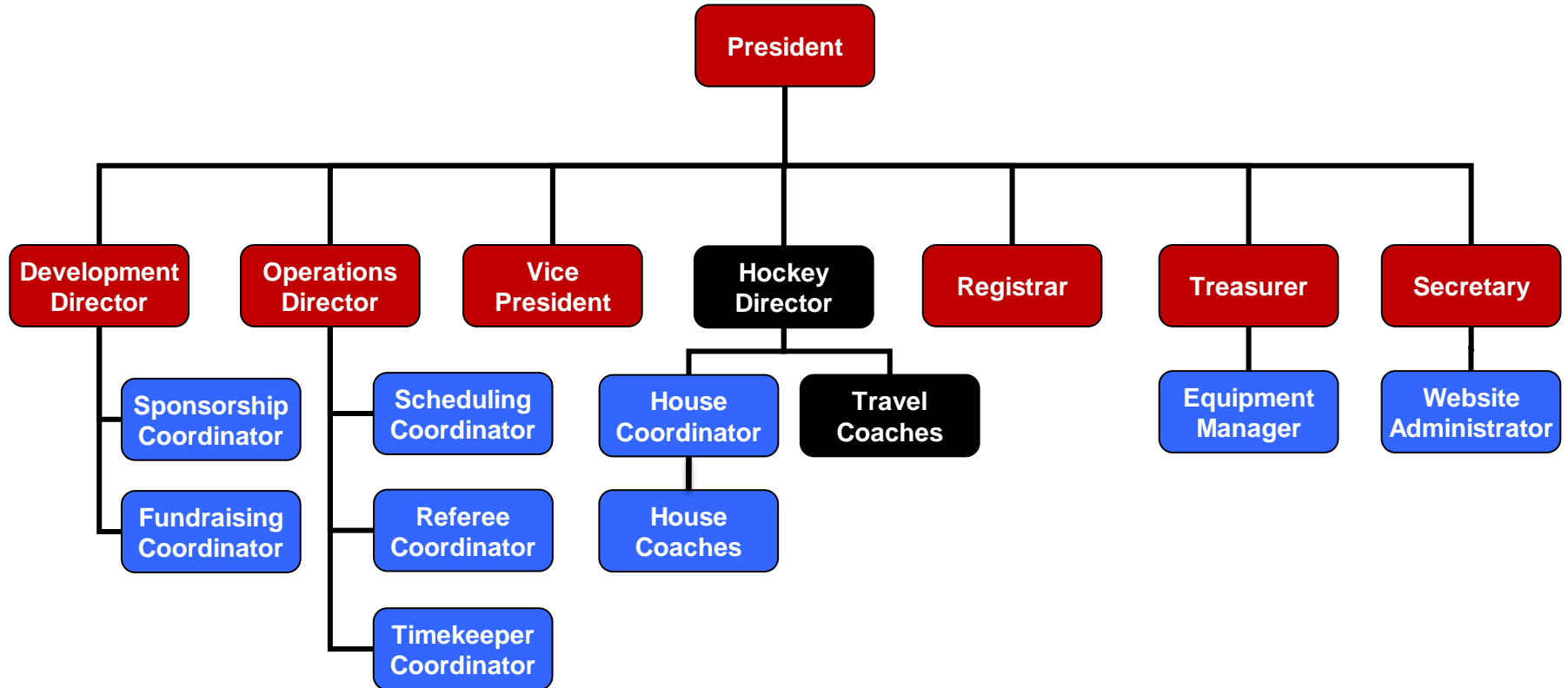
ARTICLE VII – DIRECTORS

- **Names and defines the responsibilities of each Director**
- **Changes**
 - Trustees replaced by positions with operational responsibility
 - Association Development Director – Fundraising, events and community relations
 - Operations Director - Hockey resource administration (ice & officials)
 - Registrar – Tryout administration and player registration
 - Hockey Director reports to President and approved by Board
 - Defines clear reporting lines for key personnel
 - Obligates directors to appoint (i.e. recruit) volunteers for key positions



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Organization Chart



Director

Volunteer

Paid



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ARTICLE VIII – AMENDMENTS

- **Describes procedure for changing Bylaws**
 - Members may propose changes
 - Changes are approved by Board
 - Approved changes must be ratified by Membership
- **Changes**
 - Currently Bylaws can be changed by simple majority of Board