

April 6, 2007

BYLAWS OF DISTRICT 5, MINNESOTA HOCKEY, INC.

ARTICLE I.

This Corporation shall be known in Minnesota as District 5 Minnesota Hockey, Inc., and is an affiliate of Minnesota Hockey, Inc. and USA Hockey Inc.

ARTICLE II.

The principal purpose of this Corporation shall be as follows;

- A. To encourage and promote the sport of amateur hockey and to engage in such activities that may be incidental thereto, including but not limited to, the scheduling of travel teams for District play, scheduling tournaments for both travel and house teams, to abide by the rules as set forth by USA Hockey & Minnesota Hockey, and to establish District rules.
- B. To purchase, hold, own, rent, lease, sell, convey, and otherwise lawfully acquire, hold and dispose of real and personal property, or any interest therein, as may be necessary or convenient to carry into effect the object of the Corporation.

ARTICLE III.

SECTION 1. The operation of this Corporation shall be developed through conferences, committees and open discussion.

SECTION 2. This Corporation shall be Non-sectarian and Nonpartisan. No commercial enterprise shall be endorsed by it. Neither the name of the Corporation or the names of its officers in their official capacity shall be used in any connection with a commercial venture, or with any partisan interest.

ARTICLE IV.

SECTION 1. The boundaries of the District shall be as set forth by Minnesota Hockey.

SECTION 2. All USA Hockey and Minnesota Hockey affiliate associations within the District boundaries shall be entitled to one (1) voting Representative to serve on the District Board of Directors. The associations shall be allowed to vote as long as the association is current in the District dues.

April 6, 2007

SECTION 3. The elected officers of this corporation shall each have a vote on the District Board.

SECTION 4. Dues, fees and other charges shall be assessed to each association on the basis of need in order to keep the District financially stable.

SECTION 5. All member associations within District 5 and associated teams shall participate in District 5 play unless released by the District Board.

ARTICLE V.

SECTION 1. The elected officers of the Corporation shall be Minnesota Hockey District Director, President, First Vice-President, Second Vice-President, Secretary, and Treasurer. These officers, except for the Minnesota Hockey District Director, shall be elected every two (2) years, as noted, by the Board of Directors at the regular District meeting in April or May.

SECTION 1A. During the odd-numbered years the following will be elected; President, First Vice-President, and Treasurer. During the even-numbered years the following will be elected; Second Vice-President and Secretary. The Minnesota Hockey Director shall be elected every three years or according to the term prescribed by Minnesota Hockey Bylaws.

SECTION 2. The Executive Board shall be comprised of the elected officers and the appointed Coach in Chief, and shall meet as needed prior to the monthly District Meeting. The purpose of such Executive Board meetings will be to discuss items and make recommendations at the District meetings and to handle routine administration business. Any policy changes or decisions will be handled by the Board of Directors.

SECTION 3. A vacancy occurring in the elected offices shall be filled by a vote of the Board of Directors at the next regular meeting, due notice of such election having been given and such interim election shall last only until the expiration term of that office. In case of a vacancy in the office of the President, for any cause, the First Vice-President shall act until the election of a new President.

SECTION 4. The Minnesota Hockey District Director shall be elected for a three (3) year term or the length of term specified by Minnesota Hockey bylaws, whichever is longer. The Minnesota Hockey District Director shall attend all of the functions and meetings of Minnesota Hockey. The Minnesota Hockey District Director shall represent the District at all Minnesota Hockey meetings and shall vote according to the direction of the District Board of Directors. The Minnesota Hockey District Director shall not be paid but shall be reimbursed for all reasonable expenses incurred while attending a Minnesota Hockey meeting. If the Minnesota Hockey District Director is unable to attend any Minnesota Hockey meetings, the

April 6, 2007

President or one of the Executive Board designated by the President shall attend in his/her place.

SECTION 5. The President shall be elected for a two (2) year term. The President shall preside at all meetings of the District and for his/her duties shall perform all those usually pertaining to the office. The President shall not be paid. Reasonable expenses incurred by this office shall be reimbursed

SECTION 6. The first Vice-President shall be elected for a two (2) year term. The first Vice-President shall act as aide to the President and shall perform all duties of the President in the absence of that officer and when so acting shall have all the powers and authority of the President. The first Vice-President shall not be paid. Reasonable expenses incurred by this office shall be reimbursed.

SECTION 7. The second Vice-President shall be elected for a two (2) year term. The second Vice-President shall act as aide to the first Vice-President and President and shall perform all duties of the first Vice-President and President in their absence and shall have all the powers and authority of the first Vice President and President. The second Vice-President shall not be paid. Reasonable expenses incurred by this office shall be reimbursed.

SECTION 8. The Secretary shall be elected for a two (2) year term. The Secretary shall keep a correct record of all meetings of the District Executive Board and any special meetings and shall perform such other duties as may be delegated to that office; shall issue notices of all regular and special meetings on orders from the President and shall receive and attend to all correspondence of the Board of Directors. The Secretary shall not be paid. Reasonable expenses incurred by this office shall be reimbursed.

SECTION 9. The Treasurer shall be elected for a two (2) year term. The Treasurer shall receive all monies of the District, shall keep accurate records of the receipts and expenditures; and shall pay out funds authorized by the District. The Treasurer shall determine the amount of monies needed to keep the District operating in a stable condition and shall access the District Associations accordingly. The Treasurer shall not be paid. Reasonable expenses incurred by this office shall be reimbursed.

ARTICLE VI.

SECTION 1. The business of the District shall be conducted by the Board of Directors. The Board of Directors shall consist of the Executive Board and one (1) Representative from each Hockey Association that is current in their District dues. All board members shall be appointed or elected by their respective Hockey Associations and shall serve on the District Board until their successors are duly elected or appointed. In the period between monthly meetings of the Board of Directors, the Executive Board may act, consistent with District policy, on behalf of the District.

April 6, 2007

ARTICLE VII.

- SECTION 1. One-third of the Board of Directors shall constitute a quorum for the transaction of business at meetings or by written action pursuant to Minn. Stat. 317A.239.
- SECTION 2. In any action requiring the expenditure of monies over and above any previously approved budget of the District, a majority of all of the Directors shall vote on the approval of the expenditure. A Committee Chairman may authorize payments affecting his/her committee. He/She shall have the Treasurer present the bill in his/her next report for ratification.

ARTICLE VIII.

- SECTION 1. The annual election shall be held at the April meeting. Terms of the individual offices shall be as mentioned before.
- SECTION 2. Meetings shall be held on a monthly basis from August through April. Special meetings shall be called whenever it is deemed necessary by the President or by the Board of Directors.
- SECTION 3. A Nominating Committee shall be appointed at the February meeting by the President. This Committee shall present the slate of officers at the April meeting.
- SECTION 4. Notice of all special meetings of the Board of Directors shall be given by the Secretary at least seven (7) days prior to each meeting either by written or verbal notification of such meeting.
- SECTION 5. All meetings shall be held at a place designated by the President. The agenda of the District Meetings shall be as follows:
1. Call to order.
 2. Presentation and approval of the minutes of the last regular District Meeting and any special meetings that might have been held.
 3. Financial report by the Treasurer.
 4. Transaction of any business.
 5. Adjournment.

The following Standing Committees or individual offices shall be appointed by the Executive Board and approved by the District Board:

1. Coach-in-Chief - shall hold clinics as is deemed necessary by the

April 6, 2007

District and to help with develop policies related to coaching and coaching development. The Coach-in-Chief shall represent the District at Minnesota Hockey meetings as required. The Coach-in-Chief shall be paid a fee as determined by the Board of Directors. Reasonable expenses shall be reimbursed.

2. Supervisor of Officials - a) shall assign referees for all District games, b) shall report any protests or problems to the Protest Committee at once, c) shall hold annual clinics for all referees, d) shall oversee appointment of a scheduler for referees at all District Arenas, e) shall assign referees to other arenas other than their home arenas in order to establish equality in the District, f) shall visit all of the arenas in the District on a regular basis to observe the quality of refereeing, g) shall present to the District for disciplinary action any referee that he feels is not upholding District Standards. Any of the foregoing, except g) may be delegated to other competent persons under his supervision. The Supervisor of Officials shall be paid a fee as determined by the Board of Directors. Reasonable expenses for out of town travel shall be reimbursed
3. Tournament Coordinator - shall be responsible for disseminating a check list and rules to be used on all District Invitational Tournaments, shall work closely with all tournament directors, and the Minnesota Hockey Vice President of Tournaments.
4. Protest/Grievance Committee - shall consist of the Supervisor of Officials and the Executive Board, they shall act on all protests and any penalties that may need action, shall also act on any penalties that may need action, shall also act on a problem which may cause a conflict of interest. All committee members shall be voting members except the District Director. In the event an action of this Committee involves a participant, while his team is a member of the Metro Hockey League, the District 5 appointed, Metro Hockey League representative shall also be made part of this Committee.
5. Scheduling Director - shall prepare the entire schedule for the District, shall appoint as many people as he/she sees fit to help with the scheduling, shall be responsible for obtaining ice and responsible for all contracts with the arenas, shall give the Treasurer all items pertaining to financial matters regarding the scheduling. The Scheduling Director shall be paid a fee as determined by the Board of Directors. Reasonable expenses shall be reimbursed.
6. Statistician - shall compile standings on a regular basis and communicate to all Associations. Reasonable expenses shall be reimbursed.

April 6, 2007

Other Committees may be appointed during the year as the President deems it necessary.

ARTICLE X.

These By-Laws may be amended by 3/4 majority of the members present at a District meeting after proposed changes have been sent to each member and they have been discussed at two (2) previous District meetings.

++++

THE BALANCE OF THIS PAGE IS INTENTIONALLY LEFT BLANK