

Becker-Big Lake Youth Hockey Association By-Laws

ARTICLE I. NAME AND BOUNDARIES

- Section A. This corporation shall be called the Becker-Big Lake Youth Hockey Association, Inc. (BBL YHA).
- Section B. The Boundaries of this corporation shall be the Becker School District (726) and Big Lake School District (727)
1. This corporation may waive in on equal basis individuals from other school districts in accordance with the BBL YHA policy and procedures manuals and regulation put forth by District 10.
 2. This corporation may waive out on equal basis individuals to other school districts in accordance with the BBL YHA policy and procedures manuals and regulation put forth by District 10.

ARTICLE II. BBL YHA PREEMINENCE

The Becker Big Lake Youth Hockey Association, an affiliate of the Minnesota Amateur Hockey Association, Inc., shall abide by and act in accord with the Articles of Incorporation, By-Laws, Rules and Regulations, Playing Rules and decisions of the Board of Directors of MAHA, and such documents and decisions shall take precedence over and supersede all similar governing documents and/or decisions of the BBL YHA. Further, the BBL YHA (i) shall assist MAHA in the administration and enforcement of the provisions of the By-Laws, Rules and Regulations, Playing Rules and decisions of the Board of Directors of MAHA, within and upon its members and/or within its jurisdiction and (ii) agrees to be guided by the following values of USA Hockey and MAHA:

SPORTSMANSHIP – Foremost of all values is to learn a sense of fair play. Become humble in victory, gracious in defeat. We will foster friendship with teammates and opponents alike.

RESPECT FOR THE INDIVIDUAL – Treat all others as you expect to be treated.

INTEGRITY – We seek to foster honesty and fair play beyond mere strict interpretation of the rules and regulations of the game.

PURSUIT OF EXCELLENCE AT THE INDIVIDUAL, TEAM AND ORGANIZATIONAL LEVELS – Each member of the organization, whether player, volunteer or staff, should seek to perform each aspect of the game to the highest level of his or her ability.

ENJOYMENT – It is important for the hockey experience to be fun, satisfying and rewarding for the participant.

LOYALTY – We aspire to teach loyalty to the ideals and fellow members of the sport of hockey.

TEAMWORK – We value the strength of learning to work together. The use of teamwork is reinforced and rewarded by success in the hockey experience.

MAHA acknowledges that BBL YHA is and shall remain a separate entity with complete to conduct its affairs and programs, subject only to the express obligations and restrictions contained in this By-Law and in its affiliate agreement with MAHA.

The BBL YHA shall at all times maintain its tax-exempt status under 501 (c) (3) of the Internal Revenue Code.

ARTICLE III. INDEMNITY

The membership; any active or inactive member; skater, parent or legal guardian thereof, of BBLYHA shall indemnify and hold harmless BBLYHA, the Board of Directors of BBLYHA and each member thereof, the Executive Committee of BBLYHA, and each member thereof, councils and committees of BBLYHA and each member thereof, and all other elected, appointed, employed or volunteer representatives of BBLYHA from any and all claims, liability, judgments, costs, attorneys' fees, charges and expenses whatsoever, arising from the acts and omissions of the membership, except to the extent (i) that BBLYHA or its as for described representatives caused such claims, liability, judgments, costs, attorneys' fees, charges or expenses by their own intentional neglect of default or (ii) that such acts or omissions were the direct result of compliance with the Articles of Incorporation, By-Laws, Rules and Regulations, Playing Rules or decisions of the Board of Directors of BBLYHA. Further, the membership understands and acknowledges that BBLYHA and its as for described representatives have assumed such assignment, function, office or capacity upon the express understanding, agreement and condition that they be so indemnified and held harmless to the extent described in this by-law.

ARTICLE IV. PURPOSE

- Section A. The purposes of the corporation are: To promote, encourage and improve the standard of youth ice hockey in Becker-Big Lake and surrounding areas; to participate in tournaments as directed by District 10 and MAHA; to associate with other youth ice hockey associations; to do any and all acts necessary or desirable in the furtherance of the foregoing purposes; to buy, sell, lease and otherwise deal in all kinds of property, real, personal and mixed, for the purpose of creating further interest in youth ice hockey.
- Section B. It is the intent of this corporation to follow and abide by the rules of the Minnesota Amateur Hockey Association (MAHA).
A. If there is a question or lack of clarity regarding any of the Articles, Sections, or Subsections in these By-Laws; or if a subject matter is not specifically addressed herein, then the MAHA Handbook must be referred to and abided by as the highest governing document(s) for this corporation.
- Section C. No part of the property or income of the corporation shall inure to the benefit of or be distributable to its members, directors, trustees, officers, or other private persons except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Section A hereof.
- Section D. No substantial part of the activities of this corporation shall be carrying on of propaganda, or otherwise attempt to influence legislation, nor participate in or intervene in any political campaign on behalf of any candidate for public office, including the publishing or distribution of statements.

ARTICLE V. MEMBERSHIP

- Section A. Voting members of this corporation must have a player registered with this corporation.
1. It is mandatory for all team players to have at least one parent or guardian as a voting member of this corporation.
 2. Shall pay annual dues of \$10.00 per player due at registration time of the player.
- Section B. Nonvoting members of this corporation: Shall be open to all adult individuals within the state boundaries that have an interest in the promotion and activities of this corporation.

- Section C. Parents or guardians must submit the proper registration forms to the corporation with proper payment to be considered a voting member.
- Section D. Member(s) owing annual membership dues OR having outstanding balances owed to the BBLYHA will be delinquent and CANNOT be a member in good standing until such a time when account(s) are made current (balance is not past due). Consequently, a delinquent member will lose all rights and privileges entitled to a member in good standing of the BBLYHA. The Board of Directors will utilize the delinquent account process set forth in the policy and procedure manual for corrective actions related to past due accounts.
- Section E. All active and inactive members shall have access to the BBLYHA website to keep them informed of BBLYHA proceedings and activities.

ARTICLE VI. MEETINGS

- Section A. The annual meeting of this corporation shall be in March at which time Board Members shall be elected and take office effective April 1st.
- Section B. This corporation shall hold meetings as set by the Board of Directors.
- Section C. The Board of Directors shall hold at least one meeting per month as set by the President.
- Section D. Special Meetings may also be called by the President, the Board of Directors, or any three (3) or more directors as provided herein: Any three (3) Directors may make a written request to the President or the Secretary to call a special meeting. Such officer, within seven (7) days, shall give notice of the meeting to be held between ten (10) and sixty (60) days after receiving the request. If the officer fails to give notice of the meeting within seven (7) days from the day on which the request was made, the person who requested the meeting may fix the time and place of the meeting, and give notice in the manner provided by the Articles or By-laws.
- Section E. Roberts Rules of Order shall govern and control the conduct of all meetings of the Board of Directors and this corporation, unless modified by these By-Laws.
- Section F. Copies of the minutes of all monthly public meetings of this Association from the current month back 12 months will be available to all members via the BBLYHA website. All current month meetings minutes will be posted within 20 days preceding following the date of the meeting.

ARTICLE VII. GOVERNMENT

- Section A. The Board of Directors will name a nominating committee chairperson during the month of January. The committee chairperson will form a nominating committee to find candidates for all open board positions.
- Section B. The nominating committee will submit candidate's names and qualifications to the membership at the February meeting for open positions on the Board of Directors.
- Section C. Due to the unique skill set required to perform the Director position of Treasurer, elections will consist of two separate groups of nominees, 1st pool for the 8 general positions and the 2nd pool for the treasurer role. The general pool will indicate the open

number of positions to be filled at the time of elections. The Treasurer position will always consist of (1) open position.

Subpart 1. If the current Treasurer's term ends and no uniquely qualified candidate is nominated, the open position will be filled from the general pool of candidates and the title will be assigned as per Article X, Section A. The Board of Directors may then, at their discretion, work to find a suitable Treasurer candidate for nomination for the next annual election.

Subpart 2. If more than one Treasurer candidate is nominated, they may choose to be part of both candidate pools

Section D. Voting shall be done by secret ballot at the Annual meeting. The ballots will be counted one at a time and the results, including total vote count, will be announced immediately. Voting will be opened for a period of 1 hour for present members.

Section E. Each ballot must allow for voting of candidates nominated at the February meeting and a write in candidate. Each vote for open positions or voting issues must be on a separate ballot.

Section F. **Absentee Voting.** See Article VIII. Section B.

Section G. Balloting shall continue until one candidate receives a majority vote of members currently present at the meeting at the time votes are counted. In the event of a tie for any position, any voting members present, in good standing, at the time of the count will participate in an immediate run off and will re-submit a ballot choosing (1) of the two candidates involved in the tie. In the event the run off does not decide the candidate and the vote is in a deadlock, the current active board members NOT participating in the position of question can decide the candidate based on a majority vote.

Section G. **Candidates** must be a voting member of the corporation and must be in good standing. All Board members may complete their term of office and maintain full voting rights in the event their player moves out, or is waived out, of the BBLYHA.

Section H. **Vacancies** in the membership of the Board of Directors shall be filled for the unexpired term by election by the remaining Board of Directors at any board meeting.

Section I. **Voting Quorum.** At all meetings of the Board of Directors, a simple majority of the Board of Directors shall constitute a quorum. Proxy voting is prohibited unless agreed upon by a two-thirds (2/3) of the Board of Directors at a prior meeting.

ARTICLE VIII. VOTING

Section A. Each family that participates in the activities that are provided under the jurisdiction of the BBLYHA shall be deemed to be a member and shall be entitled to one (1) vote.

Section B. **ABSENTEE VOTING:** A voting member in good standing, unable to attend the annual meeting, must ask for and will receive an absentee ballot.

- a) The ballot must be in a sealed envelope, which bears the signature of the absentee voting member over the seal. There must be a separate signed ballot for each voting issue the member wishes to participate in.
- b) The ballot must be sealed in an envelope, mailed to the association and received within the PO Box no later than 3:00 PM on the day of voting. The PO box will

be checked after 3:00 PM the day of the vote, all votes received in the PO box after 3:00 PM will not be considered; **OR**, The ballot must be sealed in an envelope and hand delivered, to a member of the Board of Directors no later than fifteen (15) minutes prior to the start of the meeting.

- c) All absentee ballots will be opened and counted with the votes taken at the time of the meeting.
- d) A member casting an absentee ballot shall not be entitled to a vote under Article VII., Section F. unless present at the meeting.

ARTICLE IX. BOARD OF DIRECTORS

Section A. Board of Directors

- 1. The Board of Directors shall be comprised of nine (9) members and shall be elected from the eligible membership; not more than one (1) Director representing each eligible family. Any member of the Board of Directors may be removed for cause by two-thirds (2/3) vote of the association’s active membership.
- 2. Board of Directors shall be elected for three (3) year terms. Newly elected Directors shall take office at the annual meeting of the Board. Directors may serve consecutive full terms. The elected officials will fill terms under the following schedule, which continues in perpetuity:

Position	2008	2009	2010	2011	2012	2013	2014
1	X	X	X	X	X	X	X
2	X	X	X	X	X	X	X
3	X	X	X	X	X	X	X
4	X	X	X	X	X	X	X
5	X	X	X	X	X	X	X
6	X	X	X	X	X	X	X
7	X	X	X	X	X	X	X
8	X	X	X	X	X	X	X
9	X	X	X	X	X	X	X

- 3. The Board of Directors shall have full authority over the general management, operation, and policies of the Association and shall be responsible for overseeing the following matters:
 - a) Financial planning and policies.
 - b) Proposed guidelines for all standing committees and proper procedures to be followed and presented to the membership.
 - i. Organization of evaluations and selection of teams
 - ii. Selection of coaches
 - iii. Scheduling of ice time
 - iv. Registration and certification of players
 - v. Supervision of all activities of the teams
 - vi. Recruitment of new skaters and the promotion of hockey

- c) Supervise all chairs, team managers, coaches, or any other appointed positions.
- d) The authority and duty to retain professional counsel in the form of an attorney, an accountant, or other appropriate professional in the event of legal quandaries. This includes Federal and/or State Income Tax Auditing or any matters involving Legal or Civil disputes which could jeopardize the good standing of this association.

ARTICLE X OFFICERS

Section A. The Board of Directors shall appoint all elected positions into the roles of all (9) Board positions, appointed by majority vote, except for a Treasurer elected per Article VII, Section C. Each appointed position will hold the assigned position for a term of (1) year and may serve consecutive terms in the same office position. This election will take place at the first meeting of the Board of Directors following the annual meeting of the membership each year. Officers will take office immediately upon election.

Section B. Duties of President

- 1. Preside at all meetings, including, but not limited to: General meetings, Board of Directors meetings, and Special meetings.
- 2. Act as an Ex-Officio member of all standing committees.
- 3. Subject to the Board of Directors and voting membership, shall have general charge and supervision over the business contracts, and other agreements as authorized by the membership and/or Board of Directors.
- 4. Refer to BBLYHA job descriptions for full details.

Section C. Duties of Vice-President

- 1. Shall assume the duties of President in the absence of the President.
- 2. Refer to BBLYHA job descriptions for full details.

Section D. Duties of Secretary

- 1. Shall keep and report the minutes of all regular, special, and Board of Directors meetings.
- 2. Shall record said minutes in a book for that purpose. Minutes shall be kept for a minimum of one (1) year and readily accessible to the membership. After six (6) years and with the approval of the Board of Directors they may be destroyed or placed in archive storage.
- 3. Shall keep attendance at all meetings.
- 4. Refer to BBLYHA job descriptions for full details.

Section E. Duties of Treasurer

- 1. Shall have custody of all funds of the corporation

2. Shall keep accurate records of all receipts and disbursements, make monthly reports to the Board of Directors and submit a written year-end financial statement.
3. Shall pay all bills incurred by the corporation under authorization of the Board of Directors or general membership.
4. All checks shall be signed by 2 of 3 authorized officers, Treasurer, President, or Vice-President until such time deemed necessary by the Board of Directors that the only required signature be the Treasurer's.
5. All contracts and/or purchases obligating Becker Big Lake Youth Hockey Association must have the approval of the board of directors and/or bear two (2) signatures of officers thereof.
6. Shall have books and ledgers reviewed quarterly by Board of Directors and membership.
7. Outgoing Treasurer's duties will include a 90-day transition period with the incoming Treasurer to complete all financial reports.
8. Refer to BBLYHA job descriptions for full details.

Section F. Duties of Directors

1. Attend board meetings to provide input and direction for the Board of Directors
2. Be responsible for at least one functional area of the Association as assigned by the Board of Directors in accordance with the Association's Organizational Chart.
3. Refer to BBLYHA job descriptions for full details.

ARTICLE XI. FINANCES

Section A. The fiscal year of this corporation shall be from October 1st through September 30th of the following year.

Section B. A proposed budget shall be prepared by the President and/or an assigned position of the acting board, outgoing and incoming Treasurers at the beginning of each year.

ARTICLE XII. COMMITTEES

Section A. The Board of Directors shall determine the standing committees deemed proper and necessary to fulfill the purpose of this corporation.

Section B. The President shall appoint all chairs and coordinators.

ARTICLE XIII. AMENDMENTS

Section A. An amendment is any addition, deletion or change, whether it is a word, sentence or paragraph, OR any change to a standing policy or the regular order of business of the corporation.

Section B. These by-laws may be amended by two-thirds (2/3) vote of the voting members present at any meeting after which a 30 day notice has been given.

Section C. These by-laws may be suspended by two-thirds (2/3) vote of the voting members present at any meeting, provided a quorum is present.

ARTICLE XIV. DISSOLUTION

Section A. Upon the dissolution of the corporation, the Board of Directors, after paying or making provisions for the payment of all liabilities of the corporation, shall distribute the remaining assets of the corporation to such other non-profit organization(s) promoting youth hockey. Any such assets not disposed of shall be disposed of by order of the District Court of Sherburne County, Minnesota, to non-profit organization(s) operated exclusively for such purposes, as said Court determine.