

North Dakota Hockey Officials Association
Bylaws
Written May 14, 2005

revised
5-16-09

ARTICLE I - OFFICE of the CORPORATION

The office of the Corporation shall be located in the City and State designated in the Articles of Incorporation. The Corporation, herein and after known or referred to as the NDHOA, may also maintain offices at such other places within or without the United States as the Board of Directors may, from time to time, determine.

ARTICLE II - MEMBERSHIP

Section 1 - Membership of Qualifications. Membership shall be open to hockey officials who have successfully completed the current hockey registration process within USA Hockey. The Board of Directors may establish additional qualifications.

Section 2 - Voting Rights. Each member is entitled to one vote on any issue requiring the consent of the general membership providing that said member has completed the USA Hockey registration process and has also applied to and paid the registration fee for membership in the North Dakota Hockey Officials Association. The President shall have voting rights at all meetings with the exception of meetings of the general membership where he will cast a vote only to break a tie.

Section 3 - Registration Fees. Registration fees for all officials shall be \$10.00 per year for this corporation, plus any amount deemed necessary by the Board of Directors of the corporation.

ARTICLE III - JURISDICTION

Section 1 - Jurisdiction. The North Dakota Amateur Hockey Association (NDAHA) shall have the final jurisdiction over all amateur officials in North Dakota through its rules and applying the membership standards as established by this corporation and the registration rules established by USA Hockey.

ARTICLE IV - MEETINGS

Section 1 - Annual Meeting. The annual meeting shall be held in the spring of each year at the same time or before the meeting of the NDAHA, for the purposes of electing *board members* for the transaction of any other business that may come before the NDHOA meeting.

Section 2 - Special Meeting. Special meetings of the members may be called by the President, by a majority of the vote of the Board of Directors or by not less than one-fifth of all members of the corporation.

Section 3 - Place of Meetings. The President may designate any place within the state of North Dakota *or adjacent states* as the site of the annual meeting.

Section 4 - Notice of Meetings. Notice *by posting on the NDAHA web* page stating the place, day and hour of the meeting shall not be delivered less than ten (10) nor more than thirty (30) days prior to the date of the meeting. IN the event that a special meeting of the Board of Directors is required, the notice shall not be less than 24 hours before the special meeting.

Section 5 - Quorum. A majority of the members of the Board of Directors shall constitute a quorum at any meeting.

Section 6 - Proxies. There shall be no representation by proxy of members of this corporation or it's Board of Directors.

Section 7 - Guests. Any interested party or individual who is not a member of the corporation may attend any meeting but shall not have voting rights.

ARTICLE V - BOARD OF DIRECTORS

Section 1 - General Powers. The Board of Directors shall have the power to run the business affairs of the corporation.

Section 2 - Number of Members. The number of Directors of the Corporation shall be one (1) district Supervisor of Officials elected or appointed from each NDAHA district, one (1) District Director at-large elected or appointed from each NDAHA district, and one (1) NDHOA Referee -in-Chief.

The USA Hockey District RIC shall appoint each ND District Supervisor of Officials after discussion and mutual agreement with the NDHOA RIC. The SE and NW district Supervisor of Officials shall be appointed on odd-numbered years. The NE and SW District Supervisors of Officials shall be appointed on even-numbered years.

Each of the ND District Members at large shall be elected from a list of candidates presented during *the NDHOA annual meeting*. The SE and NW District Directors at large shall be elected on even numbered years. The NE and SW District Directors at Large shall be elected on odd numbered years.

The USA Hockey District RIC *upon consultation* with NDAHA President shall appoint the NDHOA RIC on odd-numbered years.

Section 3 - Meetings. Meetings of the Board of Directors may be called pursuant to Article IV, section 4.

Section 4 - Ex-Officio Members. The USA Hockey Referee in Chief and the USA Hockey Officiating Program Director shall not be an elected member of the Board of Directors under Section 2 of this Article but shall be an ex-officio member of the Board without voting rights.

Section 5 - Duties of the Board of Directors. The duties of the Board of Directors shall be:

- A. To elect officers of the Board of Directors
- B. To hear and rule on any matters or disputes for which another procedure is not provided for in these bylaws.

ARTICLE VI - OFFICERS

Section 1 - Number. The officers of the corporation shall be the President, who shall also be known as and hold the position of NDHOA Referee-in-Chief, one (1) Vice-President, one (1) Secretary, and one (1) Treasurer.

Section 2 - Terms of Office. Each officer shall hold their elected position for a period of one (1) year and shall be eligible for reelection immediately.

Section 3 - Removal. Any Officer may be removed by a vote of six (6) or more of the voting members of the Board when the Board judges that the removal is in the best interest of the corporation.

Section 4 - Vacancies. Any vacancy in any office shall be filled by the Board of Directors for the unexpired portion of that term.

Section 5 - President (NDHOA Referee-in-Chief). The President shall be the chief executive officer of the corporation and shall, in general, supervise and control the business and affairs of the corporation. The President shall be responsible for all activities of officials with respect to training, rules, procedures, and conduct. The President shall be responsible for coordinating these activities with USA Hockey through the NDHOA District Supervisor of Officials. The President shall preside at all meetings, serve as ex-officio members of all committees, call special meetings of the corporation or Board of Directors that the President deems necessary and appoint committees as required by these bylaws or as the President deems necessary.

Section 6 - Vice President. In the absence of the President or the event of his inability or refusal to act, the Vice President shall perform the duties of the President and when so

