

Methuen Youth Hockey Association

By-laws of Methuen Youth Hockey Association, Inc.

ARTICLE I – NAME

Section 1

The name of the corporation shall be Methuen Youth Hockey Association, Inc.

ARTICLE II – PURPOSE

Section 2

The purpose of the corporation shall be:

- To promote the development of character and good sportsmanship in the youth of Methuen through hockey
- To promote the game of hockey
- To hold or arrange hockey games

The corporation shall be organized and operated exclusively for charitable purposes and in no manner, directly or indirectly, for private profit.

In furtherance of the foregoing charitable purposes, the corporation is empowered to take or otherwise hold by bequest, devise, gift, purchase, lease, trust or otherwise, any property, real, personal, or mixed, necessary or desirable for the uses and purposes of the corporation and to develop, maintain, sell, license, deed in trust, alienate or dispose of the same at the pleasure of the corporation, to borrow money and issue notes and other evidences of indebtedness of the corporation and to secure the same by mortgage, pledge or other lawful means, and in general to exercise any and all and every power which a non-profit corporation organized under the provisions of Massachusetts General Laws Chapter 180 can be authorized to exercise, and to perform and do either directly or indirectly and either alone or in kind and nature, all other acts and things incidental to or in furtherance of the corporate purpose, including solicitation of funds from the general public, and public and private agencies.

No part of the net earning of the corporation shall inure to the benefit of or be distributed to its members, directors, 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 its primary purposes. No substantial part of the activities of the corporation shall involve the carrying on of propaganda, or otherwise attempting to influence legislation and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any

political activities on behalf of any candidate for public office. Notwithstanding any other provisions of these purposes, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal income tax under section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law) or (b) by a corporation, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law.) Upon dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization organized and operated exclusively for charitable, educational, or scientific purposes as shall at the time qualify as an exempt organization or organizations tax under section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law) as the Board of Directors shall determine.

ARTICLE III – FISCAL YEAR

Section 1

The fiscal year of the corporation shall begin May 1 and end April 30

ARTICLE IV – MEMBERSHIP

Section 1

All parents of skaters shall be members of the Association. Membership shall also be open to step-parents and guardians of skaters, active participants in Methuen Youth Hockey, other registered personnel, and any such other interested persons as may be elected to membership from time to time by the then existing members. Skaters must be residents of Methuen at the time of registration, or otherwise be eligible under the rules of USA Hockey Inc. or under the rules of the Massachusetts Hockey Association, Inc. The board reserves the right to review and accept or reject any membership application.

Section 2: Expulsion

Any active member may be expelled, after due notice and an opportunity for a hearing for conduct detrimental to the Association, by the vote of two thirds of the Board of Directors. The Clerk shall provide at least ten days notice to the person to be expelled and to the members of the Board prior to the regular or special meeting at which the matter is to be resolved. The person shall be offered an opportunity to be heard at that meeting and to present others to testify in his or her behalf, prior to any final disposition by the Board.

ARTICLE V – BOARD OF DIRECTORS

Section 1

There shall be nine directors who shall have the management and control of the corporation except as is herein otherwise provided and subject to limitation imposed by Law. They shall act as a board at meetings held as hereinafter provided.

Section 2

The Board of Directors shall consist of the following:

- President
- Vice-president
- Clerk/Secretary
- Treasurer
- Head of Coaches
- Four Age-level Coordinators, one each from the Mite, Squirt, Peewee and Bantam age levels.

The Board of Directors shall assume their office on the first day of May of the year of their election.

Section 3

If the President resigns, moves, dies or becomes incapacitated, he or she shall be replaced by the Vice-president. A vacancy in all other positions shall be filled by the Board of Directors for the balance of the term. Vacancies in the Board of Directors for members appointed by the Board shall be filled by the Board of Directors for the balance of the term or in its discretion left unfilled for such period as the Board may determine.

Resignation; An officer may resign by delivering a written resignation to the President, or Vice-president, or Clerk/Secretary of the Association, or to a meeting of the members of the Association at its principal office. Such resignation shall be effective upon receipt (unless specified to be effective at some other time), and acceptance thereof shall not be necessary to make it effective unless it so states. Resignation of an officer shall automatically result in that person's resignation as a voting member and vice versa.

Section 4

There shall be one regular annual meeting of the directors immediately following the annual meeting of the members. Each active member at least eighteen years of age and in attendance at the annual meeting shall be entitled to one (1) vote by secret ballot in the election to members of the Board of Directors. At the annual meeting of members said membership shall elect a president, vice-president, treasurer, clerk/secretary, and four (4) age level coordinators as required. Each active member at least eighteen years of age is entitled to run for a position on the Board of Directors under the procedures established by these by-laws.

Special meetings may be held from time to time, on not less than three days notice to the directors by mail, telephone, or fax. Special meetings may be called by either the president or the clerk/secretary or by any three members of the board.

At all meetings of the board, five members of the board of directors shall constitute a quorum.

The voting members of the Board of Directors shall be made up of no less than 20% of individuals who have children actively participating in the Methuen Youth Hockey program.

Section 5

Directors may be removed by a two-thirds vote of the members of the Association at any time with or without cause. Any Director may also be subject to removal upon missing three (3) consecutive board meetings without good cause within a fiscal year or for failure to discharge the normal duties of a Board member or for conduct detrimental to the Association, after due notice and the opportunity for a hearing, by a vote of two-thirds of the Board of Directors at any regular or special meeting. The Clerk/Secretary shall provide at least ten days notice to the person being expelled and to the members of the Board prior to the regular or special meeting at which the matter is to be resolved. The person shall be offered an opportunity to be heard at the meeting and to present others to testify in his/her behalf prior to any final disposition by the Board.

Section 6.A: Elections and Appointments to the Board of Directors

The following tables identify the positions on the board of Directors and the method of election or appointment to the board. All elected positions are for a term of two (2) years except as otherwise specified in the by-laws and all appointed positions are for a term of one year.

Position	Term	Method of Selection
President	2 year term, 2 consecutive terms	Elected by MYHA members
Vice-President	2 year term, 2 consecutive terms	Elected by MYHA members
Clerk/Secretary	2 year term, 2 consecutive terms	Elected by MYHA members
Treasurer	2 year term, 2 consecutive terms	Elected by MYHA members
Head of Coaches	1 year term, coaches at April Board/Coaches	Elected at the volunteer meeting as the coaches representative
4 age-level coordinators (mites, squirts, peewees, bantams)	1 year term, 3 consecutive terms	Elected by MHYA members

Section 6.B: Appointment of the Board

Position	Term	Method of Selection
Head of Referees	1 year term	Appointed by the Board
Coach	1 year term	Appointed by the Board
USA Hockey & Mass Hockey Rep	1 year term	Appointed by the Board

In-house Program Coordinator	1 year term	Appointed by the Board
Ice Manager	1 year term	Appointed by the Board
Equipment Manager	1 year term	Appointed by the Board
Valley/Dual State Coordinator	1 year term	Appointed by the Board
Concession Stand Manager	1 year term	Appointed by the Board

A two-third (2/3) vote of the membership present at a duly noticed meeting can override the term limitation for any of the officers. Term limitations shall be prospective and become effective with the adoption of the revised by-laws of the Methuen Youth Hockey Association.

ARTICLE VI – DUTIES OF OFFICERS

Section 1

President: It shall be the duty of the President to preside at all meetings of the corporation to preserve order and enforce a strict observance of the laws of the corporation. The President shall prepare an annual report that shall be read to the membership at the annual meeting. This report shall contain information concerning the financial status of the corporation during the year. The President shall also be charged with the day-to-day supervision and control of the corporation's activities. The President shall perform such other duties as the by-laws require; and shall be ex-officio member of all committees without the right to vote, except in the case of a tie vote. The President shall not make, second or discuss a motion while acting as presiding officer of the corporation.

Vice-president: The duties of the Vice-president shall be to perform the duties of the President in the absence of the President; to take over the Chair in the course of a meeting when the President desires to make, second or discuss a motion or offer a suggestion; and to receive and present all applications for membership.

Clerk/Secretary: The duties of the Clerk/Secretary shall be to record all minutes of each meeting of the membership and the Board of Directors. The Clerk/Secretary shall keep a record of the membership of the corporation. The Clerk/Secretary shall maintain a permanent notebook concerning the minutes of the corporation. The Clerk/Secretary shall conduct the correspondence of the corporation and be responsible for the dissemination of all directives, policy, and information from the Board of Directors. The Clerk/Secretary shall notify the membership of all meetings. The Clerk/Secretary shall assist the Treasurer whenever needed.

Treasurer: The duties of the Treasurer shall be to collect all dues and receive all money due to the corporation; to pay all bills of the corporation only upon such bills having been approved by the Board of Directors; to keep an itemized account of all receipts and disbursements of the corporation; to present a complete statement at each regular meeting

of the transactions that have occurred since the last regular meeting; to keep all cancelled checks and applicable bills and to submit an annual report to the membership and to the Board of Directors for an audit at least one week before the Annual meeting. The Treasurer must be bonded with a reasonable time but not later than 120 days after assuming the office of Treasurer.

Board of Directors: It shall be the duty of the Board of Directors to determine the policies of the corporation. The Board of Directors shall keep a record of its meetings and make a report at the regular meeting of the corporation.

Age Level Coordinators: The coordinators will serve as the primary liaison between the Board of Directors and the teams/team parents at his/her age level. The coordinator will also assist the head of coaches in working with the coaching staffs, assure that all administrative duties of the team are fulfilled (including IMRs, fund-raisers, newsletter stories, etc.); be the first MYHA official (other than the coach or team parent) to which a parent addressed any problems (regarding tuition, coaching, league or player problem, etc.); assist in the player evaluation process for the purpose of player placement for the following season; assist other MHA officers as needed.

Any person seeking the position of Mite, Squirt, Peewee, or Bantam Coordinator must have been involved in Methuen Youth Hockey's travel team program for at least one year prior to seeking these offices.

All officers, upon retiring from office, shall deliver to their successors all money, accounts, record books, papers or other property belonging to the corporation.

Note – In any interpretation of the by-laws, the decision of the Board of Directors shall be final.

ARTICLE VII – NOMINATION AND ELECTION OF OFFICERS

Section 1

The Nominating Committee shall consist of three members elected from members present at the January meeting. Any officer by virtue of his office cannot be a part of the Nominating Committee. The Nominating Committee shall present at the annual meeting a slate of officers consisting of two nominees for each office. Additional nominations for each office (if seconded from the floor) will be accepted from any member present. The election of officers shall be held at the annual meeting in March, the specific date and location to be determined by the Board of Directors with notice of said election and the slate mailed by first-class to all active members, by secret ballot, with officers being installed as of May 1. A quorum shall be necessary to constitute an election.

ARTICLE VIII – DUES AND VOTING PRIVILEGES

Section 1

Only members in good standing shall be allowed to vote. Members in good standing shall not be financially delinquent or otherwise under suspension from league activities as stipulated in the Coach's/Player's/Parent's Code of Conduct established by the Methuen

Youth Hockey Association. Members shall include the parents/guardians of minor players, coaches, and volunteers in the Methuen Youth Hockey Program.

ARTICLE IX - MEETINGS

Section 1

The annual meeting of the corporation shall be held at a time and place designated by the Board of Directors and stated in the notice of the meeting which shall be given by the clerk by written notice mailed to each member at his address appearing on the books of the corporation and posted in locations frequented by the members. The notice of the annual meeting shall include the list of members selected by the Nominating Committee to run for positions on the Board of Directors and the text of any amendments to the by-laws that will be presented for approval at that meeting.

Section 2

Special meetings may be called at any time by the President or the Clerk/Secretary by giving like notice but notices for special meetings shall state the purpose thereof.

Section 3

A special meeting of the members shall be called by the Clerk/Secretary when so requested by 20% of the members by writing stating the purposes for which the meeting is to be called.

Section 4

A general meeting will be held each month during the schedule season (September through March) at a time and place determined by the Board of Directors.

ARTICLE X - QUORUM

Section 1

Seventeen members shall constitute a quorum at any regular or special meeting with the exception of any proposed amendment change.

Section 2

Any meeting may be adjourned to such a date or dates not more than 90 days after the first session of the meeting by a majority of the votes cast upon the question, whether or not a quorum is present, and the meeting may be held as adjourned without further notice.

ARTICLE XI - AMENDMENTS

Section 1

The by-laws and rules may be amended or repealed under the following conditions:

1. A quorum of not less than seventeen registered members of the corporation.

2. The proposed amendment having been signed by at least twenty registered members of the corporation.
3. The proposed amendment having been submitted at the previous meeting of the Board of Directors.
4. In order for an amendment to carry, a two-thirds (2/3) majority of members present is needed.

ARTICLE XII – ORDER OF ANNUAL MEETING OF THE GENERAL MEMBERSHIP

Section 1

1. Call to order
2. Annual report of officers
 - a. Clerk
 - b. Treasurer
 - c. Board of Directors
 - d. Head of Coaches
 - e. Head of Referees
 - f. President
3. New business
4. Election of officers and at-large representatives
5. Adjournment

ARTICLE XIII – COMMITTEES

Section 1

The Directors may elect or appoint one or more committees and may delegate to any such committee or committees any or all of their powers. Unless the Directors otherwise designate, committees shall conduct their affairs in the same manner as is provided in these by-laws for the Directors. The members of a committee shall remain in office at the pleasure of the Directors.

ARTICLE XIV - MISCELLANEOUS

Section 1: Execution of Instruments

All deeds, leases, contracts, transfers, bonds, notes, checks, drafts, and other instruments for payment of money drawn or endorsed in the name of the Corporation shall be signed by the President and the Treasurer except as the Directors may generally or in particular cases otherwise determine.

Section 2: Personal Liability

The members, Directors, officers, employees and other agents of the Methuen Youth Hockey Association shall not be personally liable for any debt, liability or obligation of the Methuen Youth Hockey Association. All persons, corporations, or other entities extending credit to, contracting with, or having any claim against the Methuen Youth Hockey Association may look only to the funds and property of the corporation for the payment of any debt, damages, judgment or decree, or of any money that may otherwise become due or payable to them from the Corporation.

Section 3: Review of By-Laws

The Board of Directors at two-year intervals shall appoint from its membership a committee to review the By-Laws of the Association and submit a report with recommendations to the full Board of Directors concerning any proposed amendments or revisions to the By-Laws which the Committee believes are necessary or desirable.

Section 4: Outside Audit

A complete financial audit of the books and records of the Association by an independent auditor selected by a majority of the Board of Directors shall be made annually. The report and recommendations of the auditor shall be submitted to the Board of Directors.

Section 5

The provisions of the By-Laws are severable. If any provision of the by-laws is held to be invalid, the other provisions shall not be affected thereby.

ARTICLE XV - PARLIAMENTARY PROCEDURE

Section 1

The rules of Parliamentary Practice as set forth in "Robert's Rules of Order" shall govern the proceedings of this Corporation subject to these by-laws and to special rules which may be adopted.

Revised by-laws as accepted by general membership at a special meeting on February 11, 1997.