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**Article I – ORGANIZATION**

Summit and Wasatch Counties Amateur Hockey Association (SaWAHA) (Association) is a non-profit organization operating youth hockey programs for the benefit of people in Summit and Wasatch County area.

Section 1: Name-- The name of this Association/Association shall be the Summit and Wasatch Counties Amateur Hockey Association and shall be referred to throughout this document as the “Association”.

Section 2: Registered Address-- The registered address of the Association shall be at a place selected by the Board of Directors as the affairs of the Association require.

Section 3: Registered Agent-- The registered agent of the Association shall be the Treasurer elected by the Board of Directors.

Section 4: Non-Profit Status-- This Association is organized as a State of Utah non-profit Association upon a non-stock membership basis, not involving pecuniary gain or profit for any of its members, for a team of perpetual existence.

Section 5: Exempt Status-- This Association is organized and shall be operated exclusively as an exempt organization under the provisions of Section 501 (c) (3) of the Internal Revenue Service and as may be amended in the future. Identification # 31-1516853.

Section 6: Use of Funds-- All funds and property of this Association shall be used and distributed exclusively for carrying out the purposes of the Association as set forth in Article II.

Section 7: Fiscal Year-- The fiscal year of this Association shall be June 1 and end on May 31 of the following calendar year.

Section 8: Financial Statements-- The Treasurer, at least once a year, or at the request of the Board of Directors, prepare a true statement of the assets and liabilities of the Association for the preceding fiscal year. The statement shall be available to any member upon their request.

Section 9: Dissolution-- In the event of liquidation or dissolution of this Association, or in the event that it shall cease to carry out any of its purpose, all funds and property of the Association shall be distributed to non-profit Associations with the purposes similar to those set forth in Article II and which are exempt organizations as set forth on Section 4, Article I, that the Directors of this Association may select, and in no event shall any of the funds or property be distributed to any of the members or used for any other purpose.

Section 10: Basic Structure-- The Association shall consist of:

- Officers – Executive Committee
- Board of Directors – Board Meeting/Disciplinary Committee
- Ex Officio Members - Fund Raisers/other committees
- Active members/players

In Summary, Officers include:

- President

- Vice President
- Treasurer
- Secretary

Board Members:

- 3 Directors at Large
- President
- Vice-President
- Treasurer
- Secretary

Ex-Officio Members:

- Director of Hockey, if appointed

Any other member as appointed by the Board

## **Article II – PURPOSE**

The purpose of the Association is those stated in

- 1) its Articles of Incorporation
- 2) USA Hockey Rules and Regulations
- 3) Rules and regulations of Utah Hockey, and
- 4) the following:
  - a. To develop character, sportsmanship, and physical fitness among the youth in northern Utah area.
  - b. To develop and encourage sportsmanship in all players, coaches and parents.
  - c. To promote, encourage, and improve the standard of amateur ice hockey.
  - d. To associate with other ice hockey associations.
- 5) To expand the game of hockey on the Wasatch Back through public awareness and development of as many youths as possible
- 6) To perform or participate in other activities that will aid in reaching these objectives.

## **Article III – MEMBERSHIP**

### Section 1: Active Member

An active member is 1) a parent, step-parent, or guardian who is responsible for the financial obligations associated with having a child join The Association, 2) any other interested person who pays a membership fee of one dollar. The term of membership is the fiscal year of the Association.

Funds contributed to or donated by an outside company/vendor do not entitle the contributor to the benefits of membership. In households, each parent or active guardian shall be considered an active member. In the event two households (custodial and non custodial parents), each parent of each household is considered a member provided they share equal financial responsibilities of the child's hockey fees.

### Section 2: Membership Fees

Annual fees shall be determined by the Board of Directors and Officers. Fees are preferred to be paid in full

during registration, however the Board may elect to allow payments over the playing year.

### Section 3: Delinquency

Delinquent members will be subject to suspension until time of payment. The Board of Directors shall determine when fees are delinquent.

### Section 4: Hardship

In cases of hardship, payment of fees may be reduced or eliminated as determined by the Board of Directors. All such cases will be handled on a case by case basis and under the strictest confidence without minute coverage. Alternate methods for payment shall be reviewed by the Board and financial committee.

### Section 5: Competition Teams Fees

Competition team fees will be set by the Board of Directors and collected as if they were membership fees.

### Section 6: Expulsion

An active player may be expelled, after due notice and after an opportunity for a hearing, for conduct detrimental to the Association, by the vote of 3/4ths of the Board of Directors (5). The Secretary shall provide at least five 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 a meeting, and to present others to testify in his or her behalf, prior to any final disposition by the Board.

### Section 7: Voting Rights

Each active member at least 21 years of age and shall be entitled to one vote by secret ballot in the election of members to the Board of Directors. No proxy vote shall be recognized.

### Section 8: Right to Hold Office

Each active member at least 21 years of age is entitled to run for a position on the Board of Directors under the procedures established by these By Laws and, if elected, to run for any office of the Association.

### Section 9: Referenda

Upon the request, in writing, of one quarter of the adult membership, the Board of Directors shall, or upon its own initiative, may submit any question to the active adult members for a mail referendum vote.

### Section 10: Activities Fund

Any person, association, partnership, Association, or estate, may establish or participate in an activities fund administered by the Board of Directors or its designate, to further the purposes of the Association. Participation in such a fund shall carry with it no voting rights or other privileges of membership.

### Section 11: Notification

Notification of Board member election including time, place and procedure shall be given 7 days prior to the election to all members. Election may be held electronically via the internet or as determined by the Board.

#### **Article IV – OFFICERS**

##### **Section 1: Number of Officers**

The officers of the Association shall be the President, Vice President, secretary, and Treasurer, and any other officer whom the Board may appoint from time to time for specific functions or duties.

##### **Section 2: Election**

The officers shall be chosen by the Board of Directors annually at their first meeting following the election of the board members. In the event an officer is not chosen at the first meeting, the Board may elect an officer at any regular or special meeting during the fiscal year.

##### **Section 3: Term of Office**

Each officer shall hold office until his or her successor shall be chosen. Election may be by simple majority vote (4).

##### **Section 4: Resignation**

Any officer may resign his or her position by written request to the President.

##### **Section 5: Vacancy of Office**

If any vacancy should occur in any office or if a new office position be established then the Board of Directors may fill it at any regular or special meeting.

##### **Section 6: Eligibility**

Any adult with the familiarity of the specific area being considered and the aspects of the Association and operation of The Association shall be eligible.

## **Article V – BOARD OF DIRECTORS**

### Section 1: Board of Directors

The property and affairs of The Association shall be managed by a Board of Directors composed of 7 elected positions,. The term for each position shall be 2 years. The elections for the two year positions should be staggered as to ensure continuity on the Board of Directors.

### Section 2: Election of Directors

- a) Directors shall be elected during the month of March . A Director may serve an indefinite number of terms, if re-elected
- b) When a position becomes vacant due to resignation or expulsion of a Director, the Board of Directors shall appoint a member to serve the remainder of the term.

### Section 3: Terms of Office

Elected Directors shall begin the term on April 1 and expire the applicable year of term length on March 31 or at the time the newly elected Directors take office. .

### Section 4: Ex Officio Members

Ex officio members of the Board of Directors include such positions as, but are not limited to, Director of Hockey, Referee in Chief, Equipment Manager, Fund Raiser Chairperson, and Divisional Directors.

These individuals shall not have voting privileges or any other powers conferred upon Directors or the President under the bylaws.

### Section 5: Compensation

Directors, and/or officials of the Association shall not receive compensation for their services as such. However, this Board may reimburse Directors/Officials for expenses incurred in serving the Association.

### Section 6: Duties of the Board of Directors

- A. Control and manage the affairs of the business of the organization.
- B. Elect the President, Vice President, Secretary, Treasurer.
- C. Creates other official positions to provide or serve any function deemed necessary or desirable to transact the business of the Association.
- D. By a 4/5 majority vote (or 5 votes), removes any director or officer with all voting members present.
- E. Supervises finances and fund raising activities.
- F. Sets and assists in collection of yearly fees.
- G. Establishes rules and regulations for all teams. Ensures implementation of said rules and regulations.
- H. Supervises activities of all teams.
- I. Supervises activities of coaches.

- J. Approves yearly budget by a ¾ majority vote (5).
- K. Approves all candidates selected by the president for the major support roles by a majority vote (4).
- L. Approves by a majority vote (4) all coaches selected by the Director of Hockey and/or President for all teams.
- M. Participates in Disciplinary Board, when applicable and assists in enforcing suspensions of players or coaches.
- N. Hears appeals, as applicable, from the enforcement of suspensions or penalties described in paragraph M, above, or other administrative action against players, coaches, managers, or other team officials at the local level, or when requested from the Associations Disciplinary Board.
- O. Helps select representatives to the State Board.
- P. Studies proposals to amend the Association's Bylaws, Policies, rules, or regulations. Approves any amendments by 4/5 majority vote (5).
- Q. Approves what equipment will be furnished and maintained.

#### Section 7 Chairperson

The President of the Association shall act as Chairperson of the Board.

#### Section 8: Regular Meetings

Meetings shall be scheduled regularly during the season and as needed during the off-season at a time and place determined by the President. Minutes shall be taken and distributed as appropriate. There must be 4 voting members in attendance in order to have a quorum. Proxy votes are allowed for business activities, but shall not be considered as part of a quorum. Minutes of all Board meetings shall be made available following their approval by the Board.

#### Section 9: Special Meetings

Special meetings of the Board of Directors may be called by the President, or by a written request to the President, with at least 4 Board members participating. Special meetings will require advanced notice of each Board member.

#### Section 10: Election of Officers

At the first regular or special meeting of the Board of Directors following election of the new Board members, the Board as then constituted shall elect its officers.

#### Section 11: Order of Business

The order of business for meetings of the Board of Directors shall be, but not limited to: (e.g.)

- Roll Call of Board members
- Approval of previous month's minutes
- Treasurer's Report
- Committee Reports
- Old Business
- New Business
- Division Reports
- Adjournment

#### Section 12: Parliamentary Procedure

All meetings shall be governed by rules of parliamentary procedures. Roberts Rules of Order shall govern questions or procedure

#### Section 13: Powers

All the corporate powers, except as otherwise provided in the Articles of Incorporation, these Bylaws, and in the laws of the State of Utah, are hereby vested in and shall be exercised by the Board of Directors.

#### Section 14: Limited Liability

Board members shall not be liable in any manner for any debts or obligations of the Association and shall not be subject to any manner of assessment by virtue of his membership. Any financial wrong doing by a member or members are subject to the prosecution and penalties defined under the laws of the State of Utah.

(This Limited Liability also applies to Officers and Ex-Officio Members.)

#### Section 15: Resignation

Any member of the Board of Directors may resign and /or withdraw from the Board upon written notice of their desire to do so and delivered to the President or Secretary of the Association.

(This also applies to Officers and Ex-Officio Members.)

#### Section 16: Expulsion

Any Board member shall be subject to removal for failure to discharge the normal duties of the Board member, or for conduct detrimental to the Association, after due notice and opportunity for a hearing, by a 3/4 vote of the Board of Directors (5) at any regular or special meeting. Advance notice (at least 5 days) shall be given to the member to be expelled as well as all other Board members prior to the meeting at which the matter is to be resolved. The Board shall offer the person an opportunity to be heard at the meeting as well as present others, which may assist in presenting his/her case, prior to any final disposition.

(This also applies to Officers and Ex-Officio Members.)

### **Article VII – COMMITTEES**

#### Section 1: Standing Committees

The standing committees of the Association shall be the Executive Committee, the Finance Committee and the Disciplinary Committee. Other committees, as deemed necessary for the operation of the Association, may be appointed, subject to approval by the Board of Directors.

- A. Executive Committee – The Executive Committee shall consist of all officers of the



Association. The Executive Committee shall be empowered to act on behalf of the Board of Directors between meetings of the Board, but can not establish, alter, nor change policy. The President shall be the Chairperson.

The Executive Committee, under the direction of the President, shall assist in preparing policies, programs, and budgets for discussion, revision, and approval by the Board of Directors.

- B. Finance Committee - The Finance Committee shall consist of the Vice-President, the Treasurer, a selected Board member, and all chairperson's of financial projects, .e.g., sponsors, fund raisers, as applicable. The Vice President shall act as the Chairperson.
- C. Disciplinary Committee - The Disciplinary Committee shall consist of, as a minimum, the Vice President, applicable Division Director(s), and a selected Board member. The Vice President shall act as Chairperson.

It shall be the duty and responsibility of the Disciplinary Committee to review, hear, and make decisions on all matters put to them by the Executive Committee. All decisions shall be final, subject only to review by the Board, unless additional information relevant to the matter is presented to the President, at which time the Disciplinary Board will reconsider the additional information prior to making a final decision.

## Section 2: Special Committees

All special Committees shall come under the approval of the Board of Directors prior to their creation. Once approved, supervision will revert to the appropriate officer, Board member or ex-officio member selected as Chairperson.

## **Article VIII – EQUIPMENT**

### Section 1: Equipment Availability

The Association shall provide jerseys and socks for all players. This equipment may be funded from the membership fees or by separate uniform fees. Equipment, less personal items, i.e., skates, helmet & face piece, stick, and tape, may be available for rent, provided funds allow, for The Association skaters. Emphasis will be to rent gear to Mini Mites and Mites, with other divisions allowed to also rent equipment, if any such equipment remains un-used. Goalkeeper equipment (e.g., blocker, kick pads, chest protector, catch, and goalie stick) may also be provided for loan, when allowed by funds, for younger divisions, i.e., Mites and Squirts.

### Section 2: Issue and Turn-Ins

Equipment will be issued on a first come basis. All players shall be given time and date of equipment issues and returns.

### Section 3: Deposits

A deposit, as determined by the Board of Directors, shall be paid for all issued equipment.

**Section 4: Sale of Association Equipment;**

The Board of Directors shall authorize sale of equipment owned by the Association.

**Section 5: Maintenance of Equipment**

The Board of Directors shall determine which equipment will be furnished and maintained.

**Article IX AMENDMENT OF THE BY-LAWS**

**Section 1: Amending the by-laws**

The Executive Committee may propose any amendment to these bylaws by presenting the amendment to both the Board of Directors, the Executive Committee, and all those ex-officio officers at a regular or special meeting and voting on acquiring a 3/4 majority vote (5 members).

Or

By having the amendment subject to a simple majority vote of all adult voting members

**Article X STATE BOARD MEMBERSHIP**

**Section 1: State Board Participation & Determination**

The Association Board will recommend a list of individuals who have shown an interest in representing The Association on the Utah State Hockey Board. Participation on this Board requires compliance to the Utah Hockey By-Laws, attendance to required meetings and a fair representation of The Association as well as all hockey issues at the State level. The number of positions available on the State Board for The Association representation is determined by the Utah Hockey By-Laws, as determined by the Utah Hockey Board By-Laws.

**Section 2: Voting For State Board Membership**

Once presented with a list of interested individuals, each The Association Board Member is allowed one elective vote. Each The Association team is also given the right to cast one vote for representation to the State Board. This will be represented by the respective Division Director, who will coordinate the votes with each team's representative accordingly and cast their vote as requested. The Division Director will be allowed the same number of votes as he/she has teams within their division.