

By-Laws of  
Siouxland Youth Hockey Association

ARTICLE I  
OBJECTIVES AND FUNCTIONS

The business, objects and general purpose of the corporation shall be to teach the fundamentals of hockey to the young people of the Siouxland area, thereby promoting the health and well-being of Siouxland youth through participation in athletics in general and hockey in particular, and to promote and encourage the sport of hockey and to foster and promote public interest in and for the sport of hockey.

ARTICLE II  
MEMBERS

Section 1. Membership. The members of the Corporation must be registered with Siouxland Youth Hockey Association and USA Hockey and shall include the parents or legal guardian of all youth players, adult referees, and coaches.

Section 2. Voting Rights. All members described in Section 1 of the Article shall be entitled to vote for the election of the Board of Directors at the Annual Meeting. There shall be a limit of one vote per family. Members must be in good standing to vote. For purposes of this Section, good standing shall mean that the member and all of his/her family is current on all financial obligations to the Corporation and not the subject of any disciplinary action at the time of the vote.

ARTICLE III  
BOARD OF DIRECTORS

Section 1. General Powers. The affairs of the corporation shall be managed by the Board of Directors, who shall have authority to do all things necessary for the orderly management of the Corporation including but not limited to: establishing committees, signing contracts, and establishing reasonable rules and regulations to carry out the purposes of the Corporation.

Section 2. Number and Qualifications. The number of directors shall be determined by the Board of Directors from time to time, but shall not be less than ten (10) nor exceed eighteen (18). No director shall be less than 21 years of age upon taking office.

Section 3. Term of Office. Each director shall serve a three year term in office except that for the first Board of Directors one-third shall serve for one year, one-third for two years and one-third for three years. There shall be no limit to the number of terms served by a director. Approximately One-third of the positions on the Board shall be open for election at the Annual meeting of the Board of Directors.

Section 4. Removal of Board Members. A Board member missing more than four (4) meetings in a fiscal year shall automatically be removed from his/her position of the Board. A Board member may be removed from his/her position at any time by a majority vote of the Board itself.

Section 5. Installation and Vacancies. Directors shall be installed at the close of the meeting at which they are elected and shall served until their successors have been duly elected and installed. In the event of a resignation or incapacity of any Director, the vacancy shall be filled by a vote of the Board of Directors remaining for the unexpired term of office.

Section 6. Annual Meeting. There shall be an annual meeting of the Board of Directors for the purpose of electing Directors from a slate of candidates recommended by the Nominating Committee, and the transaction of other business as may properly come before the meeting. Fifty (50%) of the board vacancies shall be filled by a vote of the members, with the remaining vacancies filled by a vote of the Board of Directors. The annual meeting shall be held in May at a time and place to be determined by the President. The annual meeting will be open to all Members of the Corporation. Notice of the annual meeting shall be made not less than 10 days before the meeting and shall consist of an announcement on the Corporation's web site and posting at the principal rink used by the Corporation.

Section 7. Regular Meetings. Regular meetings of the Board of Directors shall be held each month, on such dates and times as determined by the President.

Section 8. Special Meetings. Special meetings of the Board of Directors may be called by or at the request of the President, or any two (2) or more Directors.

Section 9. Notice. Unless otherwise specified in these bylaws, notice shall mean written notice by ordinary mail, electronic mail, facsimile, or personal delivery. Any written notice shall be delivered or sent to the address, email address, or facsimile number given by him/her to the corporation. If notice be given by mail, such notice shall be deemed delivered when deposited in the United States mail in a sealed envelope, with postage thereon prepaid. Notice shall be given not less than seven (7) days prior to regular meetings, and not less than two (2) days prior to special meetings.

Section 10. Quorum. One-half the total membership of the Board of Directors shall constitute a quorum at all meetings. A majority of the Board of Directors acting at a meeting at which a quorum is present shall be the act of the Board of Directors.

Section 11. Waiver of Notice, Consent to Meeting or Approval of Minutes. The transaction of any meeting of the Board of Directors, however called and noticed or wherever held, shall be as valid as though had at the meeting duly held upon notice, if a quorum is present and if, either before or after the meeting, each of the Directors not present signs a written notice of notice or a consent to holding such meeting or an approval of the minutes thereof All such waivers, consents and approvals shall be filed with the minutes of the proceedings of the Board of Directors. Presence at any meeting of a Director shall be deemed a waiver of notice and consent to holding the meeting by him/her.

Section 12. Action by Written Consent. Any action required or permitted to be taken by the Board of Directors may be taken without a meeting if all members of the Board shall individually or collectively consent to writing to such action. Such written

consent or consents shall be filed with the minutes of the proceedings of the Board. Such action by written consent shall have the same force and effect as a unanimous vote of such Directors. This section shall not authorize any committee of the Board of Directors to take action by written consent without a meeting.

#### ARTICLE IV COMMITTEES

Section 1. Committees. Committees may be appointed as needed by the President subject to the approval of the Board of Directors. At least one member of each committee shall be a member of the Board of Directors. Other members of the committee may be any person from the Siouxland area who has expressed an interest in the corporation and its purposes.

Section 2. Executive Committee. There shall be an executive committee consisting of the four officers and one member from the Board of Directors, who shall be appointed by the President for a term of one year. This committee shall be responsible for conducting the affairs of the corporation upon the advise and recommendation of the Board of Directors.

Section 3. Nominating Committee. The President shall appoint a committee of up to four from the Board of Directors. This committee shall be responsible for nominating individuals to serve on the Board of Directors for those terms expiring at the next annual meeting.

Section 4. Coaching Committee. The Coaching Committee will be appointed by the President subject to the approval of the Board of Directors. The Committee will consist of five (5) to seven (7) members; a minimum of three (3) will be Board members. The purpose of the Committee is to recruit and select coaches for all age divisions, house and travel, subject to board approval. The Committee will also investigate and make recommendations on coaching complaints and any behavior issues.

#### ARTICLE V OFFICERS

Section 1. Number of Officers. The officers of the corporation shall be a President, a Vice-President, a Secretary and a Treasurer.

Section 2. Qualifications of Holding Office. All officers must be duly elected Board members.

Section 3. Election and Nomination. All officers shall be nominated and elected by the Board of Directors immediately following the Annual Meeting.

Section 4. Term of Office. All officers shall be elected to a one year term of office. All officers shall be eligible for re-election.

Section 5. Removal of Officers. Any officer may be removed from the office by a majority vote of the Board of Directors.

## Section 6. Duties of Officers.

President - The President shall be the principal executive officer of the corporation and shall in general supervise and control all of the business and affairs of the corporation. He/She shall preside at all meetings of the members and of the Board of Directors. He/She may sign, with the Secretary or any other proper officer of the corporation authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors have authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these by-laws or by statute to some other officer or agent of the corporation; he/she shall appoint members and chairmen of committees; he shall report annually on the activities of the Board; and in general he/she shall perform all duties incident to the office of the President and such other duties as may be prescribed by the Board of Directors from time to time.

Vice President - In the absence of the President or in the event of his/her inability or refusal to act, the Vice-President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The Vice-President shall perform such other duties as from time to time shall be assigned to him/her by the President or by the Board of Directors.

Secretary - The Secretary shall have charge of such books, documents and papers as the Board of Directors may determine. He/She shall attend and keep minutes of all the meetings of the Board of Directors and members of the corporation. He/She may sign with the President or Vice-President, in the name of and on behalf of the corporation, any contracts or agreements authorized by the Board of Directors. He/She shall, in general, perform all the duties incident to the office of Secretary, subject to the control of the Board of Directors, and shall do and perform such other duties as may be assigned to him/her by the President or the Board of Directors.

Treasurer - If required by the Board of Directors, the Treasurer shall give bond for the faithful discharge of his/her duties in such sum and with such surety or sureties as the Board of Directors shall determine. He/She shall have charge and custody of and be responsible for all funds and securities of the corporation and maintain financial records; receive and give receipts for money due and payable to the corporation; deposit all such moneys in the name of the corporation in such banks, trust companies, or other depositories as shall be selected in accordance with provisions of Article VI of these By-Laws; render an annual report; and in general perform all the duties incident to the office of the Treasurer and such other duties as from time to time may be assigned to him/her by the President or by the Board of Directors.

## ARTICLE VI CONTRACTS, CHECKS, DEPOSITS AND FUNDS

Section 1. Contracts. The Board of Directors may authorize any office or officers, agent or agents of the corporation, in addition to the officers so authorized by these By-Laws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances.

Section 2. Checks, Drafts, etc. All checks, drafts, or orders for the payment of money, notes or other evidences of indebtedness issued in the name of the corporation, shall be signed by such officer or officers, agent or agents, of the corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors. In the absence of such determination of the

Board of Directors, such instruments shall be signed by the Treasurer and counter-signed by the President or Vice-President of the corporation.

Section 3. Deposits. All funds of the corporation shall be deposited from time to time to the credit of the corporation in such banks, trust companies, or other depositories as the Board of Directors shall select.

ARTICLE VII  
AMENDMENT

The Board of Directors shall have power to amend, alter or repeal, in whole or in part, these By-Laws at any regular meeting of the Directors or at any special meeting when such action has been announced in the call and notice for such meeting.

ARTICLE VIII  
FISCAL YEAR

The fiscal year of the Corporation shall be from June 1 through May 31.

Revised and Approved on: March 19, 2008