

1 Minutes of Mid West Amateur Hockey Association
2 Annual Meeting of the Board of Directors
3 May 14th 2011
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5 Call to Order. Pursuant to notice distributed by electronic mail and posting on the
6 affiliate web site, the Annual Meeting of the Board of Directors was called to
7 order by President Les Teplicky at 2:05 pm Marriott in West Des Moines IA.
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9 Role was taken of youth associations. Answering roll call were:

10 **Iowa**

11 Ames	Chris Schmale.
12 Cedar Rapids	Jill Johnson, Jim Chaffe, Sean Dunkle.
13 Coral Ridge (Iowa City)	Mark Pizzimenti.
14 Des Moines Youth	Brad Parker, Scott Long.
15 Dubuque	Brian Rieckens.
16 Lakes Area	Mitch Brandt.
17 Mason City	Dan Burgmeier.
18 Quad Cities	Ed Odegard, Jennifer Ebenhoeh.
19 Sioux Center	Gary De Young.
20 Siouxland (S. City)	Mark Johnson.
21 Waterloo	Ben Buckley.

22 **Kansas**

23 KC Stars	Mike Jones.
24 KC Blades (Outlaws)	Lori Kiegerl.
25 Topeka	Kirt Leyda, Jim Yette, Al Prengel.
26 Wichita Youth	Chris Mochowski, Rob Pickering.

27 **Missouri**

28 Independence	Dennis King.
29 Kansas City (Line Creek)	Hector Luvano.
30 Russell Stover AAA	absent.
31 St Joseph	absent.

32 **Nebraska**

33 Fremont	Evan Schinasi.
34 Lincoln	Bruce Hiller.
35 Tri City	Bill Siebert, Kelly Peterson.
36 Omaha	Neal Krauss, Rick Murcek.

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38 **Officers & Staff**

39 **Voting:**

40 President	Les Teplicky.
41 VP/Coaching	open
42 VP/Player Devt	Doug Dietz.
43 VP/Compliance	absent.
44 Treasurer	Joe Strako.
45 MWHSL President	Todd Scebold
46 Midwest League Pres	Pat Frost.

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Non Voting:

Past President	Ted Ohmart.
Registrar	Eric Herr
Referee-in-Chief	Jeff Huber
Rink Liaison	none
Web	Jena Cuozo

Guests

Guy Gosselin	USAH ADM Regional
Al Murdoch	Ames Coach ACHA

The secretary reported that 22 of 24 youth associations and five voting officers answered the role call. A quorum in excess of the minimum 40% (10 associations) is present.

The secretary noted that the weighting for votes, when called for, would be based on "total players" in *USA Hockey Member Counts By Program*.

Minutes. Minutes of the Meeting of September 6thth, 2010 (*mwahaminutes100828*) were distributed. They had been distributed to associations and posted on the affiliate website in September, 2010. Upon motion moved, seconded, and carried the minutes were accepted.

President. President Les covered a number of recent events as delineated in *President's Report*. Grow the game and eliminating national tournament for PeeWee (U12) in 2011 is the biggest.

Financial. Treasurer Joe Strako walked through the current fiscal year budget to date, *MWAHA 1011 Budget*. He noted sources of income, which will total about \$90,000 by the end of the year, with the biggest single item being the \$46,600 in registration fees. He then described the line items of expense and walked through the detail. He noted that USA Hockey auditors recommended detailing income and expenses rather than netting every category in order to provide a more accurate picture of all revenues received and expenses incurred. With that in mind, he reviewed the program results. Showcase is close to break even due to a carry over corporate contribution applying to 2010 & 2011. Select camp ended \$3200 in the black. The year end tournament loses money. The national high school tournament teams spent far more than the \$500 allocated. They had billed the affiliate for ice time which probably was an error and needs to be straightened out.

He then reviewed the proposed 2011-2012 budget *MWAHA 1112 Budget*. Uncertainties include the cost of Showcase as the program evolves, but expected to be \$20,000.

In all, MWAHA receives about \$90,000 which is applied to major items of midyear USAH meeting and the annual congress in June, ADM incentives,

93 extensive travel by the affiliate president in the conduct of seminars and
94 association visits.

95 Balance now is about \$40,750 and he expects to have something about \$25,000
96 carrying into the next fiscal year. Budgeting for the next year reflects income of
97 \$87,000 and expenses at \$92,000. The deficiency of \$5,000 will be met from the
98 surplus carried forward.

99 President Les spoke of his agenda to grow the game. In discussing *Girls*
100 *Womens Numbers*, he opined that we should subsidize a jamboree for the 166(!)
101 U10 girls. He received a cogent analysis from a parent identifying the issues of
102 participation in girls' hockey. He'll ask MWL to manage the jamboree. Joe noted
103 ADM incentive was \$12,000 for this year but only \$5,000 for next and perhaps
104 should be increased. Pres Les observed that perhaps an ADM Council should be
105 created. He asks interested parties step forward.

106 Upon motion moved and seconded, the budget was accepted as submitted.

107

108 **Elections.**

109 President Les noted that we have three positions to be elected at this meeting as
110 described in *MWAHA Officers and Directors*. Two VPs and Treasurer are to be
111 elected.

112 Brad Parker and Shawn Spencer have expressed willingness to serve in VP
113 roles. Shawn have expressed an interest in the compliance VP role. Incumbent
114 Joe Strako has expressed willingness to continue as treasurer.

115 Pres Les noted that the roles of VPs tend to vary with the needs of the
116 organization and we're tending to move away from a permanent functional
117 assignment of responsibility for a given position (e.g., "vp – compliance"). He did
118 comment that a VP probably should stay focused on compliance for the near
119 future and perhaps it's now appropriate for one to focus on ADM. Past President
120 Ted Ohmart observed, however, that it's often easier to recruit someone for a
121 position if candidates understand the responsibilities.

122 Upon motion moved and seconded, Joe Strako was elected by acclamation as
123 Treasurer for a term to expire in April 2013.

124 Upon motion moved and seconded, Brad Parker was elected by acclamation as
125 VP for a term to expire in April 2013.

126 Upon motion moved and seconded, Shawn Spencer was elected by acclamation
127 as VP for a term to expire in April 2013. President Les did acknowledge that this
128 position would continue to manage the compliance functions.

129 Note was made that the remaining VP position, for which the incumbent is Doug
130 Dietz, has a term ending in April 2012.

131

132 President Les observed that we do have Executive Committee appointed
133 positions that are open: Women's Hockey, Adult Hockey, and the STAR (Serving
134 the American Rinks) program. Past President Ted observed we should also have
135 a position again filled for Disabled Hockey.

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137

138 **Reports.**

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140 **Coaching Director.** Coaching Director Doug Dietz reported that we just finished
141 our affiliate camp. A record 150 signed up. The success in registration was
142 impacted by USAHockey's assistance in emailing to all in eligible age groups.

143 In 14U, two goalies, six defensemen, and 9 forwards were selected to attend
144 central district bantam camp June 19th in Ames. From there selections will be
145 made to advance to the national camp in Rochester NY.

146 15-17, 2g 5d 7f to district camp in Fon du Lac this past weekend. Two out of 15U,
147 six out of 16U, and two out of 17U will go national camp. He noted that the
148 ratings achieved by players at national camp affects our allocations in future
149 years. (*Editors note: this is similar to the concept that Pittsburg Showcase uses,*
150 *though applied at the team level.*)

151 President Les commented that the player development process is probably the
152 least understood benefit when one gets to the association and family level. He
153 explained any player within any association in the affiliate in the 14 to 17 year age
154 groups to compete in Des Moines for a slot from our allotment to the Central
155 District Camp. Since kids develop at different rates one should not assume that
156 they can't enter the system at a later age. Someone 16 or 17 may actually bump
157 a player selected in an earlier year. Eligibility is based on where the player
158 participated during the year.

159 Past President Ted observed that the numbers going forward this year (6 spots
160 out of the 20 total) is a tremendous accomplishment for this affiliate given that
161 they're competing against WI & IL. Perhaps this reflects the emphasis placed on
162 coaching education within the affiliate for the past few years.

163 Note was made that the administration of the select camp activity is at the level
164 of the individual rather than at the level of a team. The affiliate does not send a
165 team forward as such.

166

167 **ADM.** Guy Gosselin, USAH Regional ADM Manager, was introduced and
168 presented on the status of the program. Extensive discussion on Cross Ice
169 Hockey and checking policy change ensued. He observed that a lot of
170 information is available now on the coaching section of the web site, including
171 podcasts that can be managed through iTunes. He observed that for the first time
172 in history USAH registered over 100K U8 players this year (104K U8 out of 293K
173 total).

174

175 President Les suggested that people video a cross ice game and a full ice game
176 and then show the two videos side by side. The conclusion will be hard to
177 escape.

178

179 Guy observed that MN is probably leading the way on this but several other
180 states have also gone completely to cross ice at U8.

181

182 Pres Les reviewed the *Clinic Plans for 2011-2012* and the *Coaching Director*
183 *Report*. He noted that Nick Cecere has been appointed to be affiliate coaching

184 director. Les commented on progress of the affiliate association in qualifying
185 instructors/coaches. The big change coming from USA Hockey is the
186 requirement to advance one level each year through level 3. Level 3 holders will
187 have to recertify each two years and certify as level 4 after two cycles as level 3.
188 National bound teams will require a level 4 coach in two years. Failure to do so
189 will result in disqualification of the coach until level 4 is attained. A level 4 clinic is
190 planned for Aug 19-21 (a Friday through Sunday commitment, \$250 for the clinic,
191 food & lodging extra) in Omaha.

192
193 A straw poll of support for the coaching certification changes was taken.
194 With respect to travel coaches, the vote was 20 to 6 in favor. With respect to all
195 others (house and those not currently assigned to a team), the vote was non to
196 three million to none against.

197
198 Regarding the (apparently) unintended consequences (including the cost to the
199 individual to comply) Pres Les encouraged cards & letters to be sent to USAH
200 with comments.

201
202 Pres Les also reviewed the *U8 Report for Midwest* and *Try Hockey for Free Day*
203 handouts.

204
205 **Referee in Chief.** Jeff Huber reviewed the *Proposed Rule*
206 *Changes* to be addressed at the Annual Congress in June. Limitation on
207 aggressive checking at the peewee level is the proposal generating the most
208 conversation. Assumption that it's a no check scenario is incorrect: the punishing
209 checks and center ice blow up hits are the target, not the angling and rubbing out.
210 Adopting the theory that the golden years of skill acquisition are 8-13, Jeff notes
211 that the present system impedes development. An 11 year old does not have
212 adequate brain development to protect himself while skating up the ice with the
213 puck.

214
215 Coaches, players, referees, parents will all find this a challenging adjustment.
216 This is a rule change year so we'll have new rule books at the end of the
217 summer.

218
219 Past President Ted suggested a pool to assess the sense of the affiliate on some
220 rule changes. Icing: 16-14. Checking: 29-1.

221
222
223 **MWL.** MWL Pres Pat invites all to come tomorrow to MWL meeting. Hopes those
224 who might have dropped out of that venue might return.

225
226 **MWHSHL.** New Pres Todd Scebold reported on some changes.

227
228 **Showcase.** Third year Showcase coach Chris Schmale reported that in April for
229 the first year in the history of the affiliate, the team played in Pool A and made it

230 to the quarter finals in spite of taking a reduced team of 18 (rather than the
231 historical 20). The team was one of the five (of eight Pool A teams) to make the
232 quarter finals. (Quarter final teams were five from Pool A, two from B, and one
233 from C.) Any high school player (junior or senior) in the affiliate is eligible to try
234 out. Team Illinois has 130 try out, we have less than 50. Pool assignment is by
235 prior year performance. The purpose is to expose kids to the coaches and scouts
236 watching. Kids are getting coaches and emails now from coaches who saw them
237 there. Of course, the point of Showcase is to make sure the participants are seen
238 by the junior program and collegiate scouts attending. To this end, all players and
239 goalies get their share of the ice time. Coach mentioned by way of example that
240 they have four power play lines.

241 One expects players to get more exposure to scouts/coaches by playing in Pool
242 A. The success of Coach Schmale's efforts and coaching style is reflected in the
243 pool performance. So next year's players benefit from this year's result.

244

245 Tryouts are about the first of March in Des Moines. Juniors and seniors playing
246 on a high school team in the affiliate are eligible to participate. Given the success
247 of the affiliate player at development camps, would think more would be
248 participating.

249

250 John Shelton, five year manager of the affiliate's Showcase project, noted that
251 it's an additional six week season for players who really are serious about taking
252 their game to the next level, to junior or collegiate hockey.

253 In response to a question as to how the national high school championship
254 affects this project, Coach Chris mentioned that it does have an impact. Kids just
255 can't take another week off from school.

256 Showcase costs each player about \$1000. Since the move of the venue to
257 Pittsburg PA last year, we've used a bus which adds about several thousand
258 dollars but that has been mitigated by a donation.

259 In past years, the affiliate supported the Showcase team with about \$2000. In a
260 decision last year, although the costs of Showcase were increasing the affiliate
261 decided to spread that money among all national bound teams with about \$500
262 each.

263

264 President Les observed that the conflict with the national high school
265 championship is in issue that requires further study. The national program is
266 designed for teams composed of players solely from one high school. Nat'l
267 championship draws some players who can't take two weeks off from school
268 (one for each event).

269

270 **College Hockey.** ACHA director and Iowa State Coach Al Murdoch spoke of the
271 progress on college hockey. Twenty years ago ACHA had twenty clubs. On page
272 38, mention is made of American College Hockey Association which provides a
273 great medium for coaching education. Now there are 447 schools in the nation
274 participating in ACHA hockey. There are 2027 arenas in the US... do they have
275 colleges nearby? Make the introduction!

276
277 **Risk Manager.** Risk Manager Pat Frost reported on process in place for
278 screening (see page 14). Expect a report in December who has registered on
279 line within each association. In case of a hit on a member, info goes from Risk
280 Manager to Affiliate President to association.
281
282 **Compliance.** Pres Les spoke to concept of attaching various levels of
283 importance or immediacy to different compliance issues in the *Talk Sheet*
284 *Regarding non-compliance for Youth Associations*. For example, that the voting
285 in associations be weighted in favor of the participant families and adherence to
286 screening requirements are construed to be of highest importance. Comments
287 and questions welcome to help shape this. It was noted that it would be nice to
288 have a template to help associations manage this process at their level.
289
290 Discussion of the roster policy instituted this year and was discussed with the
291 registrars in their breakout. Note was made that a travel team roster serves as a
292 travel permit in MWAHA.
293 Rosters are now required of all teams, including house league. As a result, every
294 player in the affiliate will be on a roster with at least one qualified coach.
295 Pres Les suggests that after teams are formed, the players must appear on a
296 roster to participate. For house league teams, a solution might be to put all of
297 house league age group on one roster. If it's a single house game where a team
298 needs to borrow a player, moving rosters wouldn't be necessary. On the other
299 hand, if a team/player is not tournament bound, a player can put on as many
300 rosters as possible. National bound teams must freeze their rosters on 12/31 of
301 each year.
302 USAH wants registrar to be the face of USAH within the association. USAH
303 wants all queries to come through the registrar.
304 Pres Les observes that coaching director and registrar are the two affiliate roles
305 that are appointed by USAH
306 Past President Ted hopes that this rostering process may eliminate the
307 unclaimed players.
308 Volunteers and managers are now encouraged to register for free on
309 usahockey.com.
310 Registrar Emeritus Joe Stroka notes that non-US players require special
311 handling. Do early in season for national bound teams. Kim Folson 800.566.3288
312 x 145 is the point of contact.
313
314 **Registrar.** Eric Herr reported on his workshop and the member counts. Emeritus
315 Registrar Joe Strako said Eric will be able to do whatever reports are necessary.
316 Cybersport software out now. Rosters will look different. Eric will begin the
317 validation process of birth certificates for travel players this year. This is a one
318 time event for each player. Once validated the information sticks to his record for
319 his youth career. Eric will verify from physical piece of paper. Joe recommends
320 validating bubble players at the same time, just in case. Rosters will also show
321 coach qualification.

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USA Hockey Audit. Pres Les discussed the audit conducted by USA Hockey in which he and Treasurer Joe Strako participated. He reviewed the *Response to USAH Audit*.

Motions. President :Les guided attention to the agenda motions for this meeting, *Motions for May Board Meeting*.

“To comply with USA Hockey’s audit recommendations...” msc.24-0

“Adopt changes to MWAHA Bylaws...”

After extensive discussion and changes voted exception by exception, msc.

See *Bylaws 110514 as approved*.

“Mandate Cross-Ice Games for MWAHA...” as set forth in *MWAHA Cross-Ice Mandate Proposal*. The logical choices for cross ice introduction for 2011-2012 on were discussed. In the ADM model, “Select” and travel disappear for U8 (mite) and all games would be 3v3 or 4v4 cross ice. Jamborees are authorized but not mandated, which thus permits a bridge to travel.

To accept A,B,C,G of the cited document. msc 23-3-1.

See *MWAHA Cross Ice Mandate As approved*. The MWAHA cross ice now reads as restated:.

Effective with the 2011-12 season for all USAH associations within MWAHA, all practices follow the ADM Practice sessions. U8 games are either 3-on-3 or 4-on-4 cross-ice in accordance with USAH Website Cross-Ice Rules.

Motion to allow each association 1 8U 6:6 hockey for 2nd year mites for 2011-2012 season. failed 7-19-0

“Modify the MWAHA Compliance Procedure...”, *MWAHA Compliance Policy*, was deferred to August meeting.

New Associations. Deferred to August meeting.

Marriott Corporate Sponsor. Marriott is reported to be supporting USAH with special rates.

Iowa Concussion Bill. Discussion ensued of a new Iowa statute applying to school sports (not our model) with practices to be employed with a participant is believed to have suffered a concussion. This will bear further study..

Next meeting. The fall special meeting of the board is tentatively scheduled for August 27th. The spring (“regular”) meeting of the board of directors is scheduled for a Saturday in late April, 2012.

368 **Adjournment.** Upon motion duly made, the meeting was adjourned.

369

370

371 Respectfully submitted,

372

373

374 John Shelton

375 Secretary

376 Ph 800.800.9165

377 john.shelton@opco.com

PROPOSED 2011-2012 BUDGET AS OF 5-12-2011

MWAHA Budget for 2011 - 2012							
	Item	Actual 2008-09 ?	Actual 2009-10	Act YTD 11 JAN 11	Budget 2010-11	Budget 2011- 12	Notes
INCOME							
45000	Interest Income	45	38	19	40	25	
45010	Miscellaneous Income		500	250	500	500	Fines
46100	Midwest Registration Fees	35,913	35,147	46,600	44,376	46,500	minor growth, adults and U8
46200	USA Hockey Grants	4,756	4,897	0	4,800	4,900	
46300	Midwest Year End Tournament	5,750	1,400	4,800	5,000	5,000	offset with same expense
46600	Pittsburg Showcase	10,490	24,480	14,900	10,000	17,000	assume additional \$3000 carryover
46700	Midwest Select Camp	8,820	12,000	13,020	11,000	13,000	offset with same expense
	Other	0	0		2,250	0	MWL portion of new website
	Total Income	65,774	78,461	79,589	77,966	86,925	
Expense							
61000	USA Hockey Annual Congress	4,851	6,398	0	6,500	6,500	assume 5 people
61005	Annual Congress Prior Year	0	679	137	137	0	
61010	USA Hockey Winter Meeting	5,397	7,559	5,796	7,500	7,500	assume 5 people
61020	MWAHA Meetings	3,527	4,115	4,286	6,700	6,500	might need more
61030	Central District Hockey Meeting	299	1,148	658	658	700	only Joe and Les attending
61035	YE Tournament	2,430	0	3,546	4,800	4,000	same as we collect
61040	ADM Incentive	0	0	1,750	12,000	5,000	Estimate of what we might spend
61050	MWAHA Presidents Travel Expenses	0	0	3,102	3,000	1,000	
62102	Background Checks	2,262	0	3,558	4,000	4,000	should work per estimate
62103	Accounting Fees	475	495	1,335	1,000	600	assume same as last year
64010	Coaches Management	1,952	1,387	339	3,000	2,000	includes PC and projector
64012	Referee Mgt	917	0	0	1,000	1,000	not sure we will have this
64015	Midwest Web Site Management	685	930	5,943	6,500	2,000	new web and monthly fee
64070	Midwest Association Expenses	4,618	1,088	710	1,000	2,000	what is this?
64080	Wearables	0	0	1,578	2,000	2,000	
65081	High School National Tournament	0	2,704	2,589	500	2,800	
65083	Midwest Select Camp-Boys	9,393	8,860	9,768	9,000	9,500	spend what we collect
65084	Pittsburg Showcase Expenses	12,262	22,264	13,069	13,000	20,000	we collect \$10K and use \$3K carry-over
65086	Bantam camp	2,700	0	8,233	8,233	5,000	\$5000 motion, collect other \$3000
65087	Central District Girls Camp	1,600	1,600	1,946	1,946	2,000	actual
65088	National Development Camp	396	2,354	1,350	2,400	2,400	?
65089	Central District Tournament Fee	0	100	0	3,000	0	
66000	Office Supplies	393	2,121	1,370	2,000	1,800	same as last year?
66005	Postage and Mailing Expenses	479	69	238	200	300	
66050	Telephone Expense	1,093	2,148	2,801	2,300	3,000	
66100	Bank Services Charges-Checking	46	38	0	50	0	
66070	Donations	1,500	0	0	500	500	?
68010	Misc-Funeral Expense	727	179	63	0	100	
69000	Miscellaneous	50	0	100	100	100	
	Total Expense	58,052	66,234	74,264	103,024	92,300	
	Net	7,722	12,227	5,325	(25,058)	(5,375)	

USA Hockey Audit conducted 21 October 2010

RECOMMENDATIONS FOR THE MID-WEST AMATEUR HOCKEY ASSOCIATION

1. The Mid West Affiliate should immediately reinstate its corporate registration in the state of Iowa. **Response - We are currently registered; we have an up to date filing and confirmed with the state that we are current. We will need to re-file the bi-annual registration by 11 February 2011. We did find our document that we failed to provide during the audit, copy attached.**
2. The Mid West Affiliate should determine whether it is eligible for a sales tax exemption and if so submit the necessary application. **Response - We checked with the State of Iowa Department of Revenue and they have confirmed that we cannot be exempt from paying Iowa sales tax therefore we did not bother filing to do so.**
3. The Mid West Affiliate should determine if it needs to register with the state of Iowa in order to conduct fundraising activities. **Response - We have not had any fundraising activities, nor any planned at the current time. Our local associations fundraise and we will review with the associations their need to register with the state.**
4. The Mid West Affiliate Treasurer should record an adjustment to the June 30, 2010 financial statements to correct his bank balances by approximately \$4,000. The Treasurer should begin preparing bank reconciliations on a monthly basis. **Response - We have made an adjustment and the 990 that we filed 12 November 2010 reflects the proper adjustments.**
5. The Mid West Affiliate should obtain online banking privileges for its President. This would enable him to monitor the activity in the bank accounts for any unusual transactions. **Response - We have obtained online access to the bank accounts for the President and the President is being provided with monthly statements.**
6. The Mid West Affiliate should consider preparing its year end financial statements on an accrual basis of accounting. This would enable the Affiliate to defer player registrations received before the start of the fiscal year and to accrue expenses in the year they pertain to. **Response - We will follow the accrual basis starting with next year. Our year starts 1 July so we will accrue the 1 May 2011 through 30 June 2011 registrations for the MWAHA year beginning 1 July 2011.**
7. The Mid West Affiliate Treasurer should discontinue the practice of netting revenues against expenses. **Response - We have changed our process and the 990 that we recently filed was based on recording gross expenses and gross income. All accounts now use this approach.**
8. The Mid West Affiliate should adopt a capitalization threshold to be used in deciding whether assets with a 3-year life or more should be capitalized. Given the size of the entity, we believe \$1,000 would be an appropriate threshold amount. **Response - We agree with the \$1000 and will vote on it at our next full board meeting in May 2011.**

USA Hockey Audit response - Les Teplicky – 17 December 2010

- 9.** The Mid West Affiliate should consider appointing an internal audit committee that would review the Treasurer's accounting records twice a year. **Response - We will appoint an internal audit committee consisting of 3 people to be affirmed at our May 2011 meeting.**
- 10.** The Mid West Affiliate should consider distributing a draft of the form 990 to its Board members prior to filing. Consideration should also be given to posting the 990 and Board meeting minutes on the Affiliate's website. **Response – The MWAHA does post its minutes of its regular Board meetings on the website. This year a copy of the 990 was submitted to all of the MWAHA Directors and Executive board. This year it was provided after submission to the IRS but will be done in advance in future years. We will also post the 990 on the MWAHA website.**
- 11.** The Mid West Affiliate should consider adopting conflict of interest, whistleblower, and record retention policies. **Response - We have not yet introduced the Conflict of Interest, Whistle Blower and Records Retention policies. We will draft these policies for approval at our May 2011 Board meeting. The Conflict of Interest policy will ask; Do you or anyone one in your immediate family have a financial interest in a company that provides services to the MWAHA. For retention we will keep minutes and policies indefinitely, financial records 7 years, all other 5 years. The Whistle Blower policy to be investigated.**

BY-LAWS OF MID WEST AMATEUR HOCKEY ASSOCIATION

ARTICLE I

NAME AND AFFILIATION

The name of this organization shall be the Mid West Amateur Hockey Association (referred to hereinafter as "MWAHA" or as "the Affiliate"). MWAHA shall be affiliated with USA Hockey.

ARTICLE II

USA HOCKEY PREEMINENCE

MWAHA, an Affiliate Association of USA Hockey, 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 USA Hockey, and such documents and decisions shall take precedence over and supersede all similar governing documents and/or decisions of MWAHA. Further, MWAHA (i) shall assist USA Hockey 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 USA Hockey, within and upon its members and/or within its jurisdiction and (ii) agrees to be guided by the following core values of USA Hockey:

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.

As Approved 5/14/2011

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.-

ARTICLE III

OFFICES

The principal office of MWAHA shall be in the State of Iowa. MWAHA may have such other offices, either within or without the State of Iowa, as its business may require from time to time.

The registered office of MWAHA required by the General Not-For-Profit Corporation Act to be maintained in the State of Iowa may be, but need not be, identical with the principal office in the State of Iowa, and the address of the registered office may be changed from time to time by the Board of Directors.

ARTICLE IV

PURPOSES

SECTION I - To encourage and improve the standards and conduct of ice hockey in the states of Iowa, Nebraska, Kansas, and portions of Missouri. To encourage and assist in the development and growth of community and regional leagues, associations, programs and teams so that the sport is made available to more people in all levels of competition at the lowest possible cost.

SECTION 2 - To develop and encourage sportsmanship and playing proficiency by all players and persons involved in the sport of ice hockey within the geographic jurisdiction of MWAHA.

SECTION 3 - To affiliate with USA Hockey and encourage registration of all teams at all levels of play with USA Hockey

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SECTION 4 – To conduct, sanction, and encourage ice hockey tournaments, to sanction hockey associations and leagues within MWAHA, and to encourage participation therein.

SECTION 5 - To communicate with USA Hockey, the Central District office of USA Hockey, and other affiliates so as to improve and promote the sport of ice hockey within and outside of MWAHA.

SECTION 6 - To do any and all acts necessary or desirable in the furtherance of the foregoing purposes and the sport of ice hockey.

ARTICLE V

MEMBERS

SECTION 1 – MEMBERSHIP - The members of MWAHA shall be comprised of the participants (as defined by USAH) of all the amateur hockey associations within the jurisdiction of the MWAHA and such other participants as may be designated by the board as being under the jurisdiction of the MWAHA as the Sanctioned Affiliate of USA Hockey. Posting of these By-Laws on the MWAHA web site shall constitute delivery of and notice to the members and they shall be governed accordingly.

SECTION 2 – GOOD STANDING – Associations and Leagues sanctioned by the affiliate, to maintain good standing, must be in compliance with these By Laws and with Rules and Regulations of the Affiliate as may be promulgated from time to time.

SECTION 3 – JURISDICTION - MWAHA shall have complete jurisdiction over all amateur hockey in the states of Iowa, Nebraska, Kansas, and portions of western Missouri. The Board of Directors of MWAHA shall promulgate general policies under a set of Rules and Regulations to designate how Affiliate policies shall be followed. Publication of Rules and Regulations on the MWAHA web site will constitute sufficient notice thereof.

ARTICLE VI

BOARD OF DIRECTORS

SECTION 1 – GOVERNANCE - The business and affairs of MWAHA shall be managed by the Board of Directors. This Board of Directors shall consist of an Executive Committee (referred to as the Officers) and Directors that are elected by and designated to represent each recognized association within the geographic boundaries of MWAHA. Directors, other than officers, shall be elected annually by the participants of the association they represent and shall serve as Director by virtue of their association posting their name and email address as the Affiliate Representative on the MWAHA web site. In addition to the aforementioned Directors and Executive Committee, the Board shall include the non-voting positions of Immediate Past President of MWAHA, the MWAHA Referee in Chief, and the functional positions appointed for service within the Affiliate (viz., Associate Registrar, Associate Coaching Director, and Associate Risk Manager).

SECTION 2 - EXECUTIVE COMMITTEE - The Executive Committee shall consist of the following voting Officers: President, three At-Large Vice-Presidents, Treasurer, Secretary, and one ex officio Vice-President from each league that is recognized and sanctioned by MWAHA and who shall be the Presidents of the Mid West High School Hockey League and the Mid-West Amateur Hockey League. The President, Secretary and one At-Large Vice President will be elected in even numbered years. The Treasurer and the other two At-Large Vice Presidents will be elected in odd numbered years beginning in the year 2000). The officers (other than those ex officio) shall be elected by the Board of Directors at the annual meeting. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as conveniently may occur. Vacancies may be filled or new offices filled at any meeting of the Board of Directors. Each officer shall hold office until his successor shall have been duly elected and shall have qualified or until his death or until he shall resign or shall have been removed in the manner hereinafter provided.

Members of the EXECUTIVE COMMITTEE shall be individuals exclusive of the aforementioned Directors which represent local organizations. The Executive Committee shall consist of the following offices with their duties as described:

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PRESIDENT: The President shall be the chief executive officer of MWAHA and shall in general supervise and control all of the business and affairs of MWAHA. He shall preside at all meetings of MWAHA. He shall serve as an ex-officio member on all committees. He may sign, with the secretary or any other proper officer of MWAHA thereunto authorized by the Board of Directors, any bonds, contracts, or other instruments which the Board of Directors has authorized to be executed, except in the cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these by-laws to some other officer or agent of MWAHA, or shall be required by the law to be otherwise signed or executed; and in general shall perform other duties as may be prescribed by the Board of Directors from time to time. In addition, the President or his designee(s) shall represent MWAHA and its USA Hockey members in meetings with other ice hockey associations and USA Hockey.

VICE-PRESIDENTS - In the absence of the President or in the event of his incapacity to act, the At-Large Vice Presidents (in the order of their election to their present terms) shall have all the powers of and be subject to all the restrictions upon the President. Additionally, the At-Large Vice-President(s) shall perform such other duties as from time to time may be assigned to him 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 duties in such sum and with such surety or sureties as the Board of Directors shall determine. He shall: (a) have charge and custody of and be responsible for funds and securities of MWAHA, receive and give receipts for moneys due and payable to MWAHA from any source whatsoever, and deposit all such moneys in the name of MWAHA in such banks, trust companies and other insured depositories as shall be selected in accordance with these by-laws; (b) in general perform all duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

SECRETARY - The Secretary shall: (a) keep the minutes of all meetings of MWAHA in one or more books provided for the purpose; (b) see that all notices are duly given in accordance with the provisions of these by-laws or as required by law; (c) be custodian of the corporate records and of the seal of MWAHA and see that the seal of the Affiliate is affixed to all documents, the execution of which on behalf of the Affiliate under its seal is duly authorized in accordance with the provisions of these by-laws; (d) in

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general perform all duties as from time to time may be assigned to him by the President or by the Board of Directors.

SECTION 3 - ANNUAL MEETING - The annual meeting of the Board of Directors shall be held each year, beginning with the year 1985 and each meeting shall be conducted in accordance with Robert's Rules of Order. The meeting will be held within sixty (60) days prior to June 30 for the purpose of electing officers according to the bylaws and for the transaction of such other business as may come before the meeting.

SECTION 4 - SPECIAL MEETINGS - Special meetings of the MWAHA may be called by the President or by a majority of the Board of Directors.

SECTION 5 - PLACE OF MEETING – The President or the Board of Directors may designate any place within the geographic jurisdiction of the MWAHA as the place of meeting for any annual meeting or for any special meeting.

SECTION 6 - NOTICE OF MEETINGS - Notice, emailed (to the Affiliate Representative of each member association at the address which the Association shall post on the Affiliate website) and posted on the Affiliate web site, stating the place, day, and hour of the meeting and, in the case of a special meeting, the purpose for which the meeting is called, shall be delivered by said posting not less than ten nor more than forty days before the date of the meeting, to each association on behalf of its participants entitled to vote at such meeting.

SECTION 7 – QUORUM - Forty (40) percent of the Directors eligible to vote must be represented to constitute a quorum at any meeting of the Board of Directors.

SECTION 8 - VOTING RIGHTS - Each USA Hockey voting member within the Affiliate shall be represented at the MWAHA by the Affiliate Representative elected within and by their local association, certified to the Affiliate by the represented Association posting the Representative's name on the Affiliate web site. To have the right to vote, an Association must be in good standing at the time of the meeting.

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SECTION 9 - OTHER DUTIES AND POWERS- The Executive Committee shall hear and rule on appeals from any of the Affiliate committees and shall resolve any and all disputes within the Affiliate following the USA Hockey procedure included in the USA Hockey Annual Guide.

The Board of Directors, or the Executive Committee during the recess of the board, may appoint agents as necessary for the conduct of the business of the Affiliate.

Any officer or agent elected or appointed by the Board of Directors may be removed by said Board in accordance with the non-profit statutes of the state of Iowa by a majority vote (unless provided for otherwise in said statutes) whenever, in the board's judgment, the best interests of MWAHA would be served.

ARTICLE VII

COMMITTEES

SECTION I - STANDING COMMITTEES –The president shall designate and appoint to such committees members as deemed necessary or appropriate to the efficient conduct of MWAHA affairs, provided each committee so constituted must include as chairman or liaison a member of the Board of Directors of MWAHA. Standing committees may include but are not limited to the following: discipline, tournament, suspension, nominating, youth, high school, rules and ethics.

ARTICLE VIII

FISCAL YEAR

SECTION 1 - The fiscal year of MWAHA shall begin on the first day of July in each year and end on the last day of June in each year.

ARTICLE IX

DISPUTES

SECTION I - The By-Laws (Art. VI, Sec. 9) and Rules and Regulations of MWAHA provide a procedure and forum for the settlement of all disputes, including but not limited to decisions of associations and leagues within the Affiliate, and presents the opportunity to be heard. It is contrary to the purposes of MWAHA and detrimental to hockey and the youth which MWAHA serves to resort to court action or the threat thereof unless all other avenues of relief through MWAHA have been foreclosed. Accordingly, any recourse to the courts of any jurisdiction by any member or individual before all of the rights and remedies provided by the By-Laws and Rules and Regulations of MWAHA shall have been exhausted shall be "conduct detrimental to hockey" within the meaning of the By-Laws and a violation thereof entailing the immediate suspension of any person responsible for seeking such recourse or of such individual.

SECTION 2 - At any meeting, any question or dispute shall be submitted to the Board of Directors for a determination and decision of the majority of the Board present, provided a quorum of the Board is present, shall be binding on all parties.

ARTICLE X

PLAYOFFS

SECTION 1 - Playoffs shall be governed by the Rules, Regulations, or Motions of MWAHA as may be in force from time to time.

ARTICLE XI

DISTRIBUTION OF ASSETS

SECTION I - The assets of MWAHA are permanently dedicated to exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code 1954 (or corresponding provisions of future laws).

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MWAHA shall not be operated for pecuniary profit and shall have no capital stock and shall make no distribution of dividends to its members, directors, officers or persons having a private interest in the activities of the Affiliate.

SECTION 2 – In the event MWAHA is dissolved, the Board of Directors shall pay, satisfy and discharge all liabilities and obligations of MWAHA or make adequate provisions therefore and distribute all remaining assets of MWAHA to an organization or organizations engaged in activities substantially similar to those of MWAHA and organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at that time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code 1954 (or corresponding provisions of future laws).

ARTICLE XII

AMENDMENTS

SECTION I - These By-Laws may be altered, amended or repealed and new By-Laws may be adopted at the annual meeting or special meeting of MWAHA by a two-thirds vote of member teams as outlined in ARTICLE V, SECTIONS 6 and 7. No amendment shall be eligible for presentation at a meeting unless it shall have been submitted to the President at least thirty (30) days prior to such meeting or published at least fourteen (14) days prior to such meeting.

ARTICLE XIII

INDEMNITY

SECTION 1 - MWAHA, an Affiliate Association of USA Hockey, Inc., shall indemnify and hold harmless USA Hockey, the Board of Directors of USA Hockey and each member thereof, the Executive Committee of USA Hockey and each member thereof, councils and committees of USA Hockey and each member thereof, and all other elected, appointed, employed or volunteer representatives of USA Hockey from any and all claims, liability, judgments, costs, attorneys' fees, charges and expenses whatsoever, arising from the acts and omissions of MWAHA, except to the extent (i) that USA Hockey or its aforescribed representatives caused such claims, liability, judgments, costs attorneys, fees, charges or

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expenses by their own intentional neglect or 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 USA Hockey. Further, MWAHA understands and acknowledges that USA Hockey and its aforescribed representatives have assumed understanding, agreement and condition that they be so indemnified and held harmless to the extent described in this by-law.

SECTION 2 - USA Hockey shall reasonably cooperate with Affiliates in any litigation and provide reasonable support in connection therewith, including by not limited to advice and testimony upon reasonable request; provided, however, that such cooperation shall not require USA Hockey to incur any out of pocket expense not reimbursed by Affiliate

Attested:

John Shelton
Secretary MWAHA.