

**BYLAWS
OF
STOWE YOUTH HOCKEY, INC.**

ARTICLE 1 – NAME, PURPOSE AND AFFILIATION

1.1 Name

The name of the organization is Stowe Youth Hockey, Inc. (“SYH”).

1.2 Purpose

SYH is a volunteer-run, non-profit corporation, the purpose of which is to promote the sport of ice hockey and to provide opportunities for youth in the Stowe and Lamoille County, Vermont area to participate in the sport of ice hockey. SYH emphasizes education, participation, sportsmanship, teamwork, fitness, and skills development, in an enjoyable and competitive atmosphere.

1.3 Affiliation

SYH is affiliated with the Vermont State Amateur Hockey Association (“VSAHA”) and the USA Hockey, Inc. (“USAHockey”).

ARTICLE 2 – MEMBERSHIP

2.1 Membership in SYH

There shall be four classes of membership in SYH: player members; full members; contributing members; and honorary members.

2.2 Player Members

Any youth who is eligible to play for SYH under USAHockey and VSAHA rules and regulations, and who registers with SYH, is a player member. In particular, SYH welcomes and encourages the participation of player members who are residents of any town in Lamoille County, Vermont. Player members are non-voting members.

2.3 Full Members

All parents or guardians of player members, all SYH registered coaches, and all current and former SYH Board members and Officers are full members. Full members are voting members.

2.4 Contributing Members

Any person who is a former full member, any person who has contributed something of value, including volunteer services, to SYH, and any person who has a sincere interest in the purposes

of the organization, may be a contributing member. Contributing membership is granted at the discretion of the Board of Directors. Contributing members are voting members.

2.5 Honorary Members

Any person who has a sincere interest in the purposes of the organization may be an honorary member. Honorary membership is granted at the discretion of the Board of Directors. Honorary members are non-voting members.

ARTICLE 3 – MANAGEMENT OF THE ASSOCIATION

3.1 Board of Directors

The Board of Directors (the “Board”) shall conduct the affairs of SYH and shall be responsible for general management of and authority over the property, funds, and operations of SYH. The Board shall consist of nine elected Directors and the immediate past President of SYH, provided however that if the immediate past President is elected a current Director, then the President serving prior to him or her shall serve on the Board. The nine elected Directors shall be elected by a majority vote of the voting members present at the Annual Meeting. Each of the nine elected Directors shall serve a two-year term, with four Directors elected the first year, five Directors elected in the following year, and alternating in subsequent years.

The Board may designate and appoint one or more committees, as needed from time to time and at the pleasure of the Board, to assist the Board in its duties, but said designation and appointment shall not operate to relieve the Board of any responsibility imposed upon it by law or under these bylaws.

3.2 Officers

The Board shall elect the following Officers from among its members: President, Vice President, Secretary, Treasurer, and Registrar. Officers shall be elected by a majority vote of a quorum of the Directors. Job descriptions for the Officers are attached and made a part hereto.

3.3 Vacancies and Removal

Any vacancy occurring in the Board or the Officers by reason of death, resignation, cause or otherwise shall be filled for the unexpired portion of the term by a majority vote of a quorum of the remaining Directors at any regular meeting of the Board or a special meeting of the Board called for that purpose.

Any Director or Officer may resign at any time by giving written notice thereof to the Board. Unless otherwise specified in such written notice, the resignation shall take effect upon receipt thereof by the Board.

Any Director or Officer may be removed from the Board for good cause. Removal shall be effected only by a majority vote of a quorum of the Directors, acting at a special meeting of the Board called for that purpose, with adequate notice to the subject Director or Officer.

ARTICLE 4 – ANNUAL MEETING

4.1 Annual Meeting of the Members

An annual meeting of the members (the “Annual Meeting”) shall be held during the spring of each year, and at such other times as may be determined to be necessary by the Board. The purpose shall be to conduct any necessary business of SYH, including but not limited to: election of Board members; amendments to the Bylaws; and long-range planning and policy decisions. Each voting member shall be notified of the time, place, and agenda for the Annual Meeting at least fourteen days in advance of each such meeting.

Those voting members present at the Annual Meeting shall constitute a quorum. A majority vote of those present and voting at the Annual Meeting shall be necessary for approval of any questions before the meeting, with the exception of amendments to the Bylaws.

ARTICLE 5 – MEETINGS OF THE BOARD

5.1 Meetings of the Board

An annual meeting of the Board shall be held immediately following the Annual Meeting of the members. The purpose shall be to conduct any business that may properly come before the Board, including but not limited to the election of Officers. Notice of the annual meeting need not be given.

The Board shall meet regularly, on a schedule to be determined by the Board. Notice of regular meetings need not be given.

Special meetings of the Board may be called by the President at any time and the President shall, upon the written request of any two Directors, call a special meeting of the Board to be held not more than ten business days after the date of such request. Notice of special meetings must be given not less than three business days prior to the meeting.

5.2 Quorum and Voting

A majority of the members of the Board shall constitute a quorum. The action of a majority of the Board members present at any meeting at which a quorum is present shall be the act of the Board. Each Director shall have one vote, provided however that the immediate past President shall be a non-voting member of the Board.

Directors may participate by phone or any other available medium that allows them to hear other Directors and be heard by them. The Board may act without a meeting upon the consent of all Board members.

ARTICLE 6 – NOTICE

6.1 Notice

Whenever notice is required under these Bylaws, such notice may be given by regular mail, by electronic mail, by publication in area newspapers, or by any combination of such methods that the Board shall determine to be appropriate.

ARTICLE 7 – CONDUCT AND DISCIPLINE

7.1 Standards of Conduct

The Board has the authority to take whatever steps it deems appropriate to encourage and enforce good sportsmanship, fair play, and adherence to the standards of conduct mandated by USAHockey from all SYH members.

7.2 Discipline

The Board may, by a two-thirds majority vote of a quorum of Directors, for good cause and consistent with due process, admonish, suspend or terminate the membership of any SYH member for violation of these standards of conduct. This authority extends beyond any disciplinary actions taken or not taken by game officials.

ARTICLE 8 – ENACTMENT AND AMENDMENTS

8.1 Enactment

These Bylaws shall become effective upon a two-thirds vote of the voting members present at the Annual Meeting.

8.2 Amendment

These Bylaws may be amended or repealed, or new Bylaws enacted, by the Board at any time upon a two-thirds vote of the voting members present at the Annual Meeting.

I, _____, Secretary of Stowe Youth Hockey, Inc., hereby certify that the foregoing is a true copy of the Bylaws adopted by vote of the members at a meeting held on _____, 2012, at _____ a.m./p.m. at _____, Stowe, Vermont.

Secretary

Descriptions of Officers' Job Duties

President

The President shall have primary responsibility and authority to conduct all business of SYH, within the framework of the Bylaws and the guiding principle that the desire to win will not be pursued to the detriment of sportsmanship, fair play, participation, or the general philosophy of SYH. The President shall preside at all Board meetings and meetings of the members. With the approval of the Board, the President shall appoint all coaches, all program coordinators, and such committees as may be deemed necessary to coordinate program delivery to players, coaches, and referees.

Vice President

The Vice President shall assist the President in completion of his/her duties and shall preside over regularly scheduled Board meetings if the President is unable to attend.

Secretary

The Secretary shall take minutes of all regularly scheduled and special Board meetings. Such minutes will summarize important issues and results of any votes taken. The Secretary shall make sufficient copies of minutes and provide to each Board member a copy before the next regularly scheduled Board meeting. The Secretary shall maintain the corporate records of SYH.

Treasurer

The Treasurer shall: keep accurate financial and accounting records and ensure payment of all bills incurred; provide an accounting of all funds received and disbursed whenever requested by the President; deposit all funds in SYH bank account in a timely manner; open the books for an audit whenever requested by the President; assist the President in producing a budget of financial requirements for the coming year; prescribe procedures for collecting registration fees and other income; and shall prepare and submit financial reports.

Registrar

The Registrar shall: administer the registration of eligible players including the coordination of registration information to VSAHA and USAHockey; conduct individual late registration when necessary; acquire sufficient volunteers for the registration process and will ensure that copies of registration forms are properly disseminated; and confirm birth dates and other information as necessary and compile statistical data on players to assist the Board in team balancing.