

Hazen Winter Sports



Parent / Player Handbook

2020-2021 Season

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Welcome to the Hazen Winter Sports Hockey Association (HWS)

This handbook is designed to provide parents, players, and coaches an outline of Hazen Winter Sports. Please read this document, as it will be your guide throughout your participation in HWS. Should you have any additional questions about the program or would wish to volunteer for one of the committees, please contact one of the board members or a committee chair.

A message from the President of Hazen Winter Sports:

On behalf of the organization, I would like to welcome you to the great sport of hockey! Please take the time to acquaint yourself with the information shared within this handbook, as it will be invaluable. The purpose of this booklet is to familiarize you with the policies, procedures, expectations and guidelines of Hazen Winter Sports so all players and members have the opportunity for a rewarding experience. Since parents/guardians and other family members are an integral part of that experience, it is important you have as much information as possible about the program.

As we begin this new season, we are especially proud of the hard work and dedication you all have shown to help drive our organization. There are countless volunteer hours invested by the membership, board members, and tournament directors. We also recognize that even good things can become even better, so we welcome feedback and suggestions at any time during the year.

Have a great season!

Kelly Schnaidt

President – Hazen Winter Sports

Hazen Winter Sports Mission Statement:

To lead and manage an affordable hockey program for the youth of the Hazen/Beulah area. An emphasis of the program is to provide a safe and fun activity and develop competitive players with a strong sense of cooperation, citizenship and sportsmanship. Hazen Winter Sports maintains facilities for other winter sports and community events.

Hazen Winter Sports is an affiliate of USA Hockey. USA Hockey rules and policies govern the manner in which we manage the programs we offer.

USA Hockey Mission Statement

USA Hockey encourages an environment in which children can learn the basic skills without the distractions that are often associated with an over emphasis on winning. Mastery of fundamental skills and the fun of playing are essential to the development of a lifelong interest in hockey. Programs must be conducted to accommodate the number of new players who wish to play hockey, and to reduce the number who become disenchanted and drop out.

Core Values of HWS

HWS will strive to provide:

- A chance to play hockey at a level appropriate for each child
- A safe, fun, and rewarding hockey experience
- An environment that stresses skill development rather than competition
- A sense of pride deriving from membership and participation in our organization
- Positive adult role modeling - from coaches, parents and association representatives
- An economically feasible fee structure
- Equal opportunity for each participant to develop skills and progress
- A “no-tolerance,” “hockey by the rules” environment
- A setting where sportsmanship and good behavior are stressed at all times
- An environment in which politics, favoritism and preferential treatment is not tolerated
- An environment in which discipline and team work are learned, valuing the strengths of working together and learning as a team.
- An environment free from profanity, verbal or physical abuse, retaliation and discrimination
- An environment in which sportsmanship, a sense of fair play, humility in victory and graciousness in defeat is stressed
- Reinforcement of the golden rule: members and athletes will treat others as they would expect to be treated
- Pursuit of excellence in which each member, athlete, coach and parent will seek to perform to the highest level of their ability
- An ethic of teamwork in which the strengths of working and learning together as a team are valued

Hazen Winter Sports Member Fees, Fundraising and Volunteer Requirements

Hazen Winter Sports is a **Parent Run** organization that requires support from its member base to function. Your fees, fundraising efforts and volunteer hours are essential to keep costs reasonable and to ensure opportunities for the youth we serve now and in the future. The Board of Directors continually evaluates ways to minimize the cost to participate and the mix of ways to subsidize the program. The successful operation of our organization is dependent upon you, our members.

Registration is conducted electronically at **Hazenwintersports.com** Fees are due based on dates published at the time of registration unless other arrangements are made with the Program Director. At registration, you will be asked to provide payment for the HWS Fee, USA Hockey Membership Fee (dependent on participant age). In the event that past fees are owed, the player may not be allowed to participate in current or future activities until such fees are paid. Program Fees vary based on the player's level of participation.

Fundraising & Volunteering

Your fundraising efforts and volunteer hours are greatly appreciated. They are essential in keeping costs reasonable and ensuring opportunities for the youth we currently serve and for those in the future.

Each family must commit to fulfill both the fundraising and the volunteer requirements as defined for each level and program for each hockey season. Those failing to participate in either or both activities will be invoiced a non-compliance fee of \$150.00 for failure to complete concessions duties and/or \$75.00 for failing to assist with cleaning / working activities.

Work the minimum required concessions shifts. Children age 12 and older can serve in specific volunteer positions which may help fulfill the family obligation. They must be accompanied by an adult family member. Additionally, members are required to volunteer for "game activities" such as running the clock, score keeping, penalty box administration, ice resurfacing and general post-game cleaning of the arena. Training opportunities for newer members, or those needing a refresher, will be available prior to the start of the season. Younger family members may not work the clock or scorekeeping.

Each family must fulfill BOTH the fundraising / volunteer requirements. This requirement is for all age levels. Those not fulfilling the fundraising/working requirements will be invoiced at seasons end.

2020-2021 Hazen Winter Sports Programs

Termite Boys and Girls

Born After: 6/1/2013

Beginner hockey level and first-time skaters. All players should be given the opportunity and encouraged to try all positions and play all positions to have a better understanding of hockey and to see where they feel more comfortable playing.

SEASON: November-Early March

ICE TIME: Likely 2 to 3 times a week, including scrimmages

FEES: \$60.50 Registration to HWS, First year players are free. \$61.00 registration to USA

Hockey/NDAHA for all players born before 2013 . Players born in or after 2013 pay no fee!

Fundraising, concession shifts volunteer time is also requested. The exact number of required concession shifts will be established and communicated after registration and prior to the start of the season.

DAYS: Weekends, weeknights (Wednesdays) and school holidays.

GOALS: To learn and improve skating, passing, puck control and to have fun.

Mite Boys and Girls

Born between: 6/1/2011 – 5/31/2013

Recreational hockey league to improve player development. Teams organized by ability and age. Coaches are volunteers and typically parents/guardians of players.

SEASON: October-Early March

ICE TIME: Likely 2 to 3 times a week, including scrimmages & Jamborees

FEES: \$115.50 Registration to HWS, First year players are free. \$61.00 registration to USA

Hockey/NDAHA. Fundraising, concession shifts volunteer time is also requested. The exact number of required concession shifts will be established and communicated after registration and prior to the start of the season.

DAYS: Weekends, weeknights and school holidays.

GOALS: To learn and improve skating, passing, shooting, positional play, and to have fun

Squirts

Born between: 6/1/2009 – 5/31/2011

Squirt travel hockey league to improve player development. The number of teams will be determined after registration. If there are multiple teams, they will be organized to make each as even as possible. The Teams will play other area squirt league teams as well as travel games and tournaments.

SEASON: Early November - March

ICE TIME: Likely 3 to 5 times a week, including games. Tournaments are held at varying times and places during the year.

FEES: \$192.50 Registration to HWS, first year players are free. \$61.00 registration to USA

Hockey/NDAHA. Fundraising, concession shifts volunteer time is also requested. The exact number of required concession shifts will be established and communicated after registration and prior to the start of the season.

DAYS: Weekends, weeknights and school holidays.

GOALS: To improve skating, passing, shooting, positional play, introduce players to competitive play and to have fun.

Pee Wees

Born between: 6/1/2007 – 5/31/2009

Pee Wee travel hockey league to improve player development. “B1” and “B” level teams will be determined following player evaluation. Teams will be organized by player selection via a committee. The Teams will play other area pee wee league teams as well as travel games and tournaments; teams will also be involved with ND league play including end-of-year state tournaments.

SEASON: November — March

ICE TIME: Likely 4 to 5 times a week, including games

FEES: \$286.00 to HWS. \$61.00 registration to USA Hockey/NDAHA. Fundraising, concession shifts volunteer time is also requested. The exact number of required concession shifts will be established and communicated after registration and prior to the start of the season.

GOALS: To learn/improve skating, passing, shooting, positional play and to have fun.

Girls 12U

Born between: 6/1/2007 – 5/31/2011

Girls travel hockey league to improve player development. Games are scheduled with area teams. They will also be involved with ND league Play including end-of-year state tournaments.

SEASON: November — March

ICE TIME: Likely 3 to 5 times a week, including games

FEES: \$175 to HWS. \$61.00 registration to USA Hockey/NDAHA. Fundraising, concession shifts volunteer time is also requested. The exact number of required concession shifts will be established and communicated after registration and prior to the start of the season.

GOALS: To learn/improve skating, passing, shooting, positional play and to have fun

Bantams

Born between: 6/1/2005 – 5/31/2007

Bantam travel hockey league to improve player development. The Teams will play other area bantam league teams as well as travel games and tournaments. Teams will also be involved with ND league play including end-of-year state tournaments

SEASON: November - March

ICE TIME: Likely 4 to 5 times a week, including games. Tournaments are held at varying times and places during the year.

FEES: \$286.00 to HWS. \$61.00 registration to USA Hockey/NDAHA. Fundraising, concession shifts volunteer time is also requested. The exact number of required concession shifts will be established and communicated after registration and prior to the start of the season.

GOALS: To learn/improve skating, passing, shooting, positional play and to have fun

DAYS: Weekends, weeknights and school holidays.

Varsity/Junior Varsity

Born between: 6/1/2002 – 5/31/2005

High School hockey is our highest, most competitive level. The Teams will play other area high school teams, junior gold teams and possibly regional and state tournaments. This program is governed by the NDHSAA.

SEASON: November - February

ICE TIME: Likely 5 times a week, including games. Holiday tournament will be held during Christmas break. Regional and State tournaments are held in February.

FEES: \$346.50 to HWS. \$61.00 registration to USA Hockey/NDAHA. Fundraising, concession shifts volunteer time is also requested. The exact number of required concession shifts will be established and communicated after registration and prior to the start of the season.

GOALS: Continue development and compete at the varsity level.

DAYS: Weekends, weeknights and school holidays.

Registration Policy:

Registration online is available through the web site www.hazenwintersports.com. Registration typically takes place in the fall of the year. During the process, members are required to consent to reading the HWS Handbook and other required publications from USA Hockey or the North Dakota Amateur Hockey Association.

Prior to registration each year, the Board of Directors will set the fee schedule for each level of play, termite through high school. The fee is due upon registration. Those not fulfilling the fundraising or volunteer requirements will be invoiced the respective amount at seasons end.

Because it is necessary to plan for team numbers prior to the beginning of the hockey season, it is recommended that players register at the designated time.

HWS recognizes the need to support families suffering hardship. Any family financially unable to meet the fee requirements is asked to contact the Program Director for special consideration. Hardship cases will be decided by the Program Director and Board President on a case by case basis.

Participation and Play Philosophy Policy

Development Philosophy:

It is the philosophy of Hazen Winter Sports Association, Inc. (HWS) to develop all players in our organization following the recommendations of USA Hockey.

Parent Code of Conduct

Parents Must:

- Conduct themselves in a manner so as not to embarrass our community or organization.
- Show respect for players, coaches, officials, parents, and spectators.
- Demonstrate and encourage good sportsmanship and the concept of fair play.

- Uphold the essential elements of USA Hockey's Zero Tolerance Policy in an effort to make the hockey season a desirable and rewarding experience for all participants.
- Praise my child for competing fairly and playing hard, regardless of the outcome of games.
- Teach my child appropriate lessons from winning and losing and from individual and group accomplishments and mistakes.
- Remember that my child plays hockey for his/her enjoyment, not mine.
- Honor the **24-hour cooling down period**. It is important that cool heads prevail when problems arise, for this reason HWS asks all people to honor a 24-hour cooling down period before confronting a coach or other member.
- Recognize the value and importance of our volunteer coaches.

Parents Should Not:

- Confront a coach during a game or publicly after the game.
- Publicly question a game official's judgment or honesty.
- Ridicule or criticize a player on either team.
- Condone physical or verbal abuse of players.
- Text, call or email coaches during games.
- Conduct themselves in a manner so as to embarrass Hazen Winter Sports.
- No alcohol consumption prior to or during games. Alcohol is prohibited in the arenas.
- Be in locker room during or after a game (unless specifically invited by the coach)

Violating this Code of Conduct may result in my expulsion from the viewing area and game area and may subject me, my child, and/or my child's team to penalties or other disciplinary action as determined by USA Hockey, game officials, and/or Hazen Winter Sports Association.

Player Code of Conduct

Players will:

- Conduct themselves in a manner so as not to embarrass our community or organization.
- Follow North Dakota Amateur Hockey rules and guidelines.
- Follow Hazen Winter Sports Association Handbook
- Respect your coach, your teammates, your parents, opponents and officials
- Be a team player and strive to get along with your teammates
- Learn teamwork, sportsmanship and discipline
- Work hard to improve your skills.
- Always be a good sport.
- Learn the rules and play by them.
- Be on time and prepared for practices and games.
- Never argue with an official's decision.

Hazen Winter Sports Association believes the growth and development of players can best take place in an environment, which promotes safety, fairness, courtesy, and respect for one another.

The following actions by players will not be tolerated:

1. Hazing: committing an act against a player or coercing a player into committing an act that creates a substantial risk of harm to a person in order for the player to be initiated into or affiliated with any HWS team.
2. Disorderly Conduct: engaging in offensive, obscene or abusive language or in boisterous, noisy or offensive conduct tending to arouse alarm, anger or resentment in others.
3. Harassment: participating in or conspiring with others to engage in harassing acts that injure, degrade, or disgrace other individuals. Harassment whether willful or otherwise, includes offensive behavior relating to gender, religion, culture, disability, race, and/or age.
4. Absolutely no picture taking technology is allowed in locker rooms! Phones, I-pods, etc. this pertains to both practice/games and any open ice times.

Any concern regarding conduct of players relating to the above must be reported directly to the coach by the player or by the parent of the player that the behavior is impacting.

Any unlawful behavior by a player may result in a suspension of the player. Chronic discipline problems may be brought before the HWS Grievance Committee and/or HWS Board.

Coach Code of Conduct

Coaches will:

1. Have a parent meeting prior to the season.
2. Keep in mind the player is the most important part of the program and that learning, developing and effort are as important as winning.
3. Know and understand the rules of the game and share that understanding with the players.
4. Treat players fairly and honestly.
5. Be prompt and be well prepared for practices-ice time is valuable.
6. Display consideration and understanding towards the players.
7. Share ideas and techniques with other coaches for the betterment of the entire program.
8. Be considerate of other teams.
9. Have a positive attitude at all times.
10. Teach players to respect game official's decisions.
11. Be in locker room for a reasonable time prior to/after games/practices (or assign a parent).
12. Lead by example and set a standard of conduct so high that the community and Hazen Winter Sports, including all coaches, players, parents and fans, will be proud.
13. Inform the HWS Program Director, of any violations of player conduct.
14. Participate in periodic coaches meetings (3 yearly).
15. Appoint a team manager.

Coaches will not:

1. Offer players monetary rewards for performance.

2. Use offensive language.
3. Show favoritism to players or families.
4. Physically or verbally abuse players.
5. Use tobacco or alcohol while supervising players during practice/games.

Any disciplinary action involving suspension of a player must be reported by the coach to the HWS Program Director.

It is your duty to see that the above rules and policies are followed by your team and by you as the Coach. Failure to do so will result in the following consequences or as otherwise determined by Hazen Winter Sports Association Inc. and are also subject to disciplinary action of USA Hockey, North Dakota Amateur Hockey Association, or game officials.

First offense: Rules review with Program Committee and suspension from one game.

Second offense: Suspension for one week's time.

Third offense: Termination of coaching privilege for the remainder of season.

Locker Rooms/SafeSport

In addition to the development of our hockey players and enjoyment of the sport of hockey, the safety and protection of our participants is central to Hazen Winter Sports' goals. Hazen Winter Sports adheres to USA Hockey's SafeSport Program as a means to help protect its participants from physical abuse, sexual abuse and other types of misconduct, including emotional abuse, bullying, threats, harassment and hazing.

To help prevent abuse or misconduct from occurring in our locker rooms, Hazen Winter Sports has adopted the following locker room policy. This policy is designed to maintain personal privacy as well as to reduce the risk of misconduct in locker rooms.

At Hazen All Seasons Arena there are seven locker rooms available for our program's use. Only two of the locker rooms has its own restroom and shower area. Some teams in our program may also occasionally or regularly travel to play games at other arenas, and those locker rooms, rest rooms and shower facilities will vary from location to location.

Hazen Winter Sports' team organizers will attempt to provide information on the locker room facilities in advance of games away from our home arena. At arenas for which you are unfamiliar, parents should plan to have extra time and some flexibility in making arrangements for their child to dress, undress and shower if desired.

Locker Room Monitoring

Hazen Winter Sports has predictable and limited use of locker rooms and changing areas. Team locker rooms will not be made available to players without the presence of a coach or locker room monitor.

This allows for direct and regular monitoring of locker room areas. While constant monitoring inside of locker rooms and changing areas might be the most effective way to prevent problems, we understand that this would likely make some players uncomfortable and may even place our staff at risk for unwarranted suspicion.

We conduct a sweep of the locker rooms and changing areas before players arrive, and if the coaches are not inside the locker rooms, either a coach or voluntary locker room monitors (each of which has been screened) will be posted directly outside of the locker rooms and changing areas during periods of use, and leave the doors open only when adequate privacy is still possible, so that only participants (coaches and players), approved team personnel and family members are permitted in the locker room.

Team personnel will also secure the locker room appropriately during times when the team is on the ice.

Parents in Locker Rooms

Except for players at the younger age groups, mites and squirts, we discourage parents from entering locker rooms unless it is truly necessary. If a player needs assistance with his or her uniform or gear, if the player is or may be injured, or a player's disability warrants assistance, then we ask that parents let the coach know beforehand that he or she will be helping the player.

Naturally, with our youngest age groups it is necessary for parents to assist the players getting dressed. We encourage parents to teach their players as young as possible how to get dressed so that players will learn as early as possible how to get dressed independently.

In circumstances where parents are permitted in the locker room, coaches are permitted to ask that the parents leave for a short time before the game and for a short time after the game so that the coaches may address the players.

As players get older, the coach may in his or her discretion prohibit parents from a locker room.

Cell Phones and Other Mobile Recording Devices

Cell phones and other mobile devices with recording capabilities, including voice recording, still cameras and video cameras, are not permitted to be used in the locker rooms. If phones or other mobile devices must be used, they should be taken outside of the locker room. [it may be permissible to have team manager collect phones}

Mixed Gender Teams

Some of our teams consist of both male and female players. It is important that the privacy rights of all of our players are given consideration and appropriate arrangements made.

Where possible, Hazen Winter Sports will have the male and female players dress/undress in separate locker rooms and then convene in a single locker room before the game or team meeting.

Once the game or practice is finished, the players may come to one locker room for a team meeting and then the male and female players proceed to their separate locker rooms to undress and shower, if available. If separate locker rooms are not available, then the players will take turns using the locker room to change. We understand that these arrangements may require that players arrive earlier or leave later to dress, but believe that this is the most reasonable way to accommodate and respect all of our players.

Open Ice Policy

All ice time for Hazen Winter Sports Association, Inc. (HWS) is scheduled through our Program Director. Any time not scheduled or open on our posted ice schedule may be requested, or made available to rent for local individuals or clubs. Such ice time needs to be used for no more than one hour to allow all groups access to our ice unless approved by HWS Program Director.

Injury Reporting

It is the policy of Hazen Winter Sports Association to document all injuries that cause a player to seek medical attention or force the player to miss a game or practice. Document injuries on the "USA Hockey Injury Survey" form within 1 week and turn into the Program Director.

Team Coordinator Responsibility

It is the policy of Hazen Winter Sports Association, Inc. (HWS) to require a team coordinator to each team. Team coordinators are appointed by the coaches and typically are parents of a player. The team coordinator and the coach should work together as a team within the team. Team coordinator's duties typically include:

1. Be main source of information flow between coaches and parent group.
2. Coordinate hotel reservations with HWS Program Director for all overnight games and tournaments to insure proper number of rooms and to pass information to coaches and parents.
3. Coordinate end of year social for team if team chooses to have one.
4. Help Program Director and plan any tournaments for their level hosted by HWS.
5. Be main source of information for all group projects involving their level.
6. Line up game workers for their games.
7. On occasion confirm away games (time and place).
8. Assist coaches in getting all jerseys and equipment at end of year.
9. Collect team fees (such as option tournament fees) and submit payments to the HWS treasurer.
10. Provide parents with suggestions for sharing travel costs when carpooling and/or for players traveling with other families.

Screening/Background Check

As an affiliate of the North Dakota Amateur Hockey Association (NDAHA) and in affiliation with USA Hockey, Hazen Winter Sports Association (HWS) inhere adopts the North Dakota Amateur Hockey Association Screening Policy.

All volunteers or employees who have routine access to children must comply with this policy. If you refuse to consent to be screened by NDAHA then you will not be allowed to be a volunteer or be employed in NDAHA programs. In particular all volunteer and paid coaches, Program Director, and board members must comply with this policy.

Prohibited Conduct and Reporting

Hazen Winter Sports prohibits all types of physical abuse, sexual abuse, emotional abuse, bullying, threats, harassment and hazing, all as described in the USA Hockey SafeSport Handbook. Participants, employees or volunteers in Hazen Winter Sports may be subject to disciplinary action for violation of these locker room policies or for engaging in any misconduct or abuse or that violates the USA Hockey SafeSport Policies. Reports of any actual or suspected violations, you may email USA Hockey at SafeSport@usahockey.org or may call 1-800-888-4656.

Physical & Sexual Abuse

It is the policy of the HWS that there shall be no sexual abuse of any minor participant involved in any of its sanctioned programs, its training camps, hockey clinics, coach's clinics, invitational or NDAHA playoff tournaments, or other NDAHA events by an employee, volunteer, or independent contractor. Sexual abuse of a minor participant occurs when an employee, volunteer, or independent contractor touches a minor participant for the purpose of causing the sexual arousal or gratification of either the minor participant or the employee, volunteer, or independent contractor. Sexual abuse of a minor participant also occurs when a minor player touches an employee, volunteer, or independent contractor for the sexual arousal or sexual gratification of either the minor participant or the employee, volunteer, or independent contractor, if the touching occurs at the request or with the consent of the employee, volunteer, or independent contractor. Neither consent of the player to the sexual contact, mistake as to the participant's age, nor the fact that the sexual contact did not take place at a hockey function are defenses to a complaint of sexual abuse. Upon proof of violation of this policy, the violator will be permanently banned or suspended from any NDAHA sanctioned programs and/or the programs of its Affiliate Associations.

It is the policy of the HWS that there shall be no physical abuse of any participant involved in any of its sanctioned programs, training camps, hockey clinics, coach's clinics, referee clinics, invitational or NDAHA playoff tournaments, or other NDAHA events by any employee, volunteer, or independent contractor. Physical abuse means physical contact with a participant that intentionally causes the participant to sustain bodily harm or personal injury. Physical abuse also includes physical contact with a participant that intentionally creates a threat of immediate bodily harm or personal injury. Physical abuse does not include physical contact that is reasonably designed to coach, teach, or demonstrate a hockey skill. Permitted physical conduct

may include, but is not necessarily limited to, shooting pucks at a goaltender, demonstrating checking and other hockey skills, and communicating with or directing participants, during the course of a game or practice, by touching them in a non-threatening, non-sexual manner.

Hazing

It is the policy of the HWS that there shall be no Hazing. Hazing occurs when an act is committed against a student, or a student is coerced into committing an act that creates a substantial risk of harm to the student or any third party in order for the student to be initiated into, or affiliated with any school group, club, athletic team or grade level. Hazing might include, but is not limited to the following:

- Any activity involving an unreasonable risk or physical harm, including paddling, beating, whipping, branding, electrical shock, sleep deprivation, exposure to weather, placement of harmful substances on the body and participation in physically dangerous activities.
- Any activity involving the consumption of alcohol, drugs, tobacco products, or any food, liquid or other substance that subjects the student to an unreasonable risk of physical harm.
- Any activity involving actions of a sexual nature or the simulation of a sexual nature.
- Any activity that subjects a student to an extreme and unreasonable level of embarrassment, shame, or humiliation that creates a hostile, abusive, and intimidating environment for the student.
- Any activity involving a violation of federal, state or local law, or violation of school district policies and regulations.

Grievance Overview

The game of hockey is exciting and emotional. We want to ensure that the integrity of the game is not jeopardized. It is important that cool heads prevail when problems are being addressed, for this reason we are asking all people to honor a 24-hour cooling down period before confronting a coach or other member.

We encourage people to resolve their differences by discussing them with the people involved. If this is not possible for any reason, please feel free to continue with the following:

1. Contact the Program Director
2. Contact a member of the Grievance Committee.
3. For the Grievance Committee to take any formal action, a written complaint will have to be filled out. A form is available from the Board.
4. All grievances will be handled in a timely manner by the Grievance Committee with as much discretion and confidentiality as possible.
5. Any grievance that cannot be resolved by the Grievance Committee will be referred to the Board of Directors.