



ACYHA Board Of Directors Monthly Meeting Minutes March 2016

Meeting Type: Monthly meeting
Date: March 14, 2016
Time: 6:30 pm
Location: New Hope Ice Arena - Meeting Room #1

| | | | | | | | | |
|-------------------|---|--------------------|---|----------------------|---|----------------------------|---|-------------------------|
| Attendees: | P | Scott Gaul - Chair | P | Buck Humphrey - Vice | P | Eric Jeffreys-Berns - Trea | E | Jim Tuchtenhagen - D3 |
| | A | Jon Hill - ACE | P | Bob Sticha - BTT | P | Tawnia Johnson - CD | P | Julie Ann Schmidt - Sec |
| | P | Kirk Anderson - ED | P | Jerry Mlekoday - GTT | P | Mark Lucas - Ice Sch | E | Carla Schoenberg - SFD |
| | P | Brian Thul - Mite | P | Jay/Lisa Annis - CMD | P | Crissy Ginther - Reg | P | Jenn Sondrall - TD |
| | E | Sara Subby - VPD | P | Tim McGlone - SS | | | | |

| | | | | | | | | |
|--------------------|---|-----------------------------------|---|-------------------------|---|--------------------------|---|---------------------------|
| Add'l Reps: | E | (NV) Bob Schlosser - Web | P | (NV) Tracee deNeui - GM | P | (NV) Matt Cook - Ast ACE | E | (NV) Mike Zacharias - HDC |
| | E | (NB) Catherine Hansen - Eval Cord | P | (NB) Dawn Speltz - AMC | | | | |
| | A | Absent | E | Excused | P | Present | | |

Guests:

18 Current voting board members, 10 required for quorum, have 15 so quorum is met for this meeting.

Call to Order at **6:36 pm** by Scott Gaul
Roll Call Julie Ann
Approval of Feb minutes tabled till next month

Gambling Report by Tracee deNeui - Feb approve presented this month as she was absent last month - out sick. January 31st was the last day at the lodge; they are renting our booth until the end of the month. At the end of the month, we will need volunteers to help move the booth to the storage unit.

Motion to approve the monthly February report, to approve the expenses for March 2016 in the amount of \$62,050, approval to make an ice time donation in the amount of \$10,000 for January 2016. Motion includes approval to pay the yearly taxes for the City of New Hope in the amount of \$3,325.94 and to pay the yearly taxes for the City of Crystal in the amount of \$1,839.79 which will be earmarked for the "Crystal Frolics", moved by Tawnia, seconded. Motion approved.

Great month in February - We had a record profit at Sunshine Factory and a good month at Pub 42. Things are going well with Pub 42. The Pub 42 cards are now going out to the teams

Motion to approve the March monthly report, to approve the expenses for April in the amount of \$67,950 and approval to make an ice time donation in the amount of \$30,000 to ACYHA for February 2016; moved by Bob, seconded. Motion approved.

Reminder: Pub 42 on Saturday at 1:00 pm; "Man Cave Bingo"

Chairman Report Scott Gaul - The legal issue has been resolved; see Scott or Buck with questions.

Registrar Position Change in voting - D3 has informed us that our Registrar cannot have a vote on the board because they are an extension of USA Hockey. Crissy is fine with this change. We will revise the Bylaws and they will be voted in at the April meeting by the membership and go into effect at the May meeting.

Reminder about Budget Meeting Next Saturday, March 19 at 9:00 am – Noon. Mandatory. Bring your budget, we will provide coffee and doughnuts.

Reminder: All outgoing board members need to come to the May meeting to transition their role or meet with their new person. Hand off the book prior to the May board meeting.

The SKATE Party is happening at Sky Zone. The question was raised if we were funding in any way. Julie Ann confirmed we approved \$1,000 from club funds and the remaining cost from team donations at the August meeting.

Vice Chairman Buck Humphrey - The boards are working well.

I am running for Chair so I think I should share, HDC is not functioning as it should, and we need to work on that. The on ice/off ice training is working and we should renew with Danny. The Pond Hockey was good and the Mite program is going strong. If you have any questions, you can approach me after and I am happy to address.

Secretary Julie Ann Schmidt (5 min) – Bylaws revisions reviewed, will adjust the wording on the Concessions Managers per Tawnia's direction, rework the attendance as discussed, and send out to board for review this week. We will get them up online for member review this week.

We have no official policy on exiting board members; we have done a number of things. We agreed we will just say thank you at the last meeting and that is it. Will add to guidelines at the next review.

Mite Program Director Dawn – We did go over budget on the Mite Jamboree by about \$3,000. This was due to lack of guidance; also, we had over 100 mites and we budgeted for 180. We also made \$102 off the tunnel, so yea for revenue off the tunnel. We had a visiting team for the MITE 2; it did not improve the raffles but might have improved chuck a puck. We did have an increase in the concessions revenue and the vendors were very pleased. Many comments from the board regarding a great job to the team. We had challenges with the volunteer hours.

Brian Thul – Thank you from the MITE program and for a great year supporting their athletes. Thank you to Dawn and Kris Murphy for a great job on the Mite Jamboree. Thanks to all the coaches for all the help on the ice.

On the Jamboree program, we need to be a bit more cost effective. We should try to group all our printing projects together. We do have an option of printing thru District 281, but there are lead times per Jay Annis. The Tournament Team will look at packaging a bit more.

All the old jerseys were jammed into the cage and that added a challenge getting at the mite gear.

The ice is going out on March 23rd on the North rink. The boards are off the moorings and there could be leakage into our cages.

HDC Report - Mike Zacharias – We had a good year. Good feedback from the players and the coaches. We did hear the coach wants more involvement with developing them as coaches. Maybe a monthly Coaches' Round Table. We will keep skills on Sunday even though we know it means you might be scheduled to skate three times a day, but it is what it is. They are young and can handle it. We need to continue to improve on the evaluations transparency. We can continue to improve.

Buck added the overall training schedule seemed to work.

Questions asked about how much land cage use was taken advantage of by random players. Mike did not have the info, he will get it. Comment was made about one board member's child who was using the open time and was told to leave, so we need to improve our education/communication on this for the next year.

Jay asked what Mike's overall direction is after his first year - we need to keep on the skills. That will be a main focus and we think this will improve. This will impact winning, sponsorships, and more. People will spend money on a winning team.

Buck brought up the 10,000 shots; Mike commented he did that when he was a kid. It is worth doing.

Treasurer Eric Jerfferys-Berns – Monthly report sent in advance; any questions.

Buck – Can you clarify how much we are in the red? The budget is \$61,000 in the red, but the concessions deposits are not all in. We might end up at \$75,000 when it is all said and done. We still have three gambling deposits that may come in over or under what is projected. We will end up with only \$20,000 in our reserves when all is said and done.

Buck - Jenn, what is this \$17,000 hole in Tournaments. Jenn – We hosted a district tournament last year that we did not get this year, so we lost all revenue.

Consensus is we need to have a more reasonable budget and we cannot have people going over budget. This makes the meeting on Saturday that much more important and why we have to have our numbers right on.

Discussion on what is our budgeting philosophy and a desire to be strategic in our long term budgeting. We need to have a better handle on what the cost is for each player per level vs the revenue for that player. After the budgeting meeting, the three directors (Mite, Boys Travel, and Girls Travel) to bring the data to the next board meeting, in April.

Mark will present the ice report at the May meeting.

District Three Report Jim Tuchtenhagen – Absent, report sent via email to all members; contact him for questions.

Nominations Committee Report Crissy Ginther – We had a number of interviews and we are putting forth a slate as below:

Chair - Buck Humphrey

Vice Chair - Jeff Pappas (Stu Shapiro was the other candidate)

Tournament Director - Jenn Sondrall/Susie Melynychuk - share for one year and then Susie would take over the remaining two years of the term. They would both receive full hours and have one less person on the tournament committee

Girls Travel Teams Director - Jerry Mlekoday

Boys Travel team Director - Dave Essen (Murry Ginther was the other candidate) Crissy did not participate in the position's interviews, Scott

Volunteer Programs Director - Stephanie Smith (Sara Subby was the other candidate)

Assit Treasurer - Anne Saffert (Mike Melsha was the other candidate)

Motion to appoint Jenn and Tawnia as the ballot judges by Scott, Second. Motion approved.

Volunteer Program Coordinator Sara Subby – Absent. Report submitted by Julie Ann Schmidt.

Because of confusion over new DIBS credits for positions and the new Tourney DIBS, I ended up crediting a large group of people. I would like to add that a LOT of the people credited are people who put a lot into the association and a group of them also went ahead and did some hours after I credited them.

Sara will remind those missing they need to fill and there are still hours to be posted.

Note: There were some non-dibs volunteers that were not clear on their hours and, in the end, we gave more hours than budgeted. We need to watch this for next season.

Communications & Marketing Director Jay Annis – Discuss plan for getting banner hung in the rink; sample attached. It would cost us \$200 and will be in the budget. It would go up above the elite banner on the wall above the glass wall to the rink office. We have a larger banner/banding plan we would be presented in the future, but this is the start.

We have been researching the club awards and this is what we have learned so far:

Rev. 030915

1980 - New Hope Youth Hockey Peewee A - State Tourney 2nd Place, played in International Falls
1985 - New Hope/Plymouth Jr Gold A - State Tourney 1st Place, played in Grand Rapids
1986 - Armstrong Youth Hockey Jr Gold A - State Tourney 2nd Place, played in Bloomington
2010 - ACYHA Peewee B2 District 3 Champions
2014 - ACYHA Girls U10B District 3 Regular Season Champions
2014 - ACYHA Peewee A District Champions
2016 - ACYHA Bantam A District Champions
2016 - ACYHA Squirt B2 District Runner Ups
2016 - ACYHA 15UB State Tournament Appearance (maybe better!)

Keep funneling ideas to us. Still working on pricing, but estimate about \$50 per. Thinking about putting ACYHA banners in the North Rink and the South Rink.

We need to set the line of what gets a banner - keep sending suggestions and we will present in the summer. Some suggestions - state tournament showing, district second place or not, one large banner to put the winning year on for some of the levels.

Going forward, the policy is District and State tournament trophies should be the property of the association.

ACE Director Jon Hill – Absent; Matt Cook provided the report. Bob send the survey. Matt complied the report. Julie Ann will send out the report to the board. We have 135 responses, which is about 70% of the travel teams. Results are attached. Asked that we get a copy of the survey for the minutes and next year can we have the number of responses compared to possible responses.

New Business

Old Jerseys' Sales – There is a volunteer who is happy to help manage the sale of the old jersey. Julie Ann will connect her with Kirk. We will try to kick off this Friday at the Girls' Team's end of the year Slumber Party.

Adjourn 8:45 pm

Preliminary minutes, respectfully submitted by Julie Ann Schmidt, Secretary, March 17, 2016. Approved April 11, 2016.



**ARMSTRONG COOPER
YOUTH HOCKEY ASSOCIATION**

Julie Ann

MONTHLY GAMBLING REPORT TO MEMBERS - FEBRUARY 2016

MEETING DATE - FEBRUARY 8, 2016

ITEMS INCLUDED IN REPORT TO MEMBERSHIP OF ACYHA (SEE ATTACHED DOCUMENTS)

| | |
|-------------------------------------|---|
| <input checked="" type="checkbox"/> | 1 - G-1 Lawful Gambling Summary (Schedule A, B2, E) |
| <input checked="" type="checkbox"/> | 2 - Copy of check register or itemized expense journal |
| <input checked="" type="checkbox"/> | 3 - Copy of LG1010 Schedule C/D |
| <input checked="" type="checkbox"/> | 4 - Copies of Distributor invoices or perpetual inventory records |
| <input checked="" type="checkbox"/> | 5 - Copy of month-end inventory |
| <input checked="" type="checkbox"/> | 6 - Copy of Itemized bank statement |
| <input checked="" type="checkbox"/> | 7 - Correspondence with GCB, MN Revenue, IRS, Miscellaneous items |
| <input checked="" type="checkbox"/> | 8 - P&L Statement |
| <input checked="" type="checkbox"/> | 9 - Monthly Expense Approval - See below |
| <input checked="" type="checkbox"/> | 10 - Review of recent and upcoming activities |

BOARD APPROVAL ITEMS

| | |
|-------------------------------------|---|
| <input checked="" type="checkbox"/> | Approval of monthly report to board |
| <input checked="" type="checkbox"/> | Approval for expenses for MARCH 2016 - \$62,050 Needs to be in Minutes. |
| <input checked="" type="checkbox"/> | Approval to make an ice time donation to ACYHA in the amount of \$10,000 for January 2016. |
| <input checked="" type="checkbox"/> | Approval to pay the yearly taxes for the City of New Hope in the amount of \$3325.94 |
| <input type="checkbox"/> | Approval to pay the yearly taxes for the City of Crystal in the amount of \$1,839.79 which will be earmarked for the "Crystal Frolics". |
| <input type="checkbox"/> | |
| <input type="checkbox"/> | |

1 - Checkbook balance end of January 2016 - \$56,164.47

2- Profit for JANUARY 2016 - \$18,355.25

3-Revenue in Jan. \$80K, Dec. \$69K, Nov.\$72K, Oct.\$77K, Sept.,\$69K, Aug., \$58K,

4 - Last day at the Lodge was on January 31st. The charity there now wants to buy our booth. Thoughts? We do have the Toby Keiths booth in the storage unit as well.

5 - Have had several meetings with Steve, the owner at Pub 42. Thank you to Scott, Lisa and Jay A. and Eric with your help at the various meetings. Our meeting last week was very promising. Steve was really impressed with Lisa and her marketing ideas as well as Jay, with his calm, cool professional approach to things. I appreciate all the help with trying to continue at this site! Thank you!!

6- Purse Bingo will be this Saturday at the Sunshine Factory at noon. No table seats available. Maybe at the bar if you show up when doors open at 10:15 am .

7 - Purse Bingo at Pub 42 on Saturday, Feb. 20th at 1 pm. Please consider coming and getting your friends to come as well. We definitely need people in seats for this event and the more we can have there from ACYHA, the better! Fun event!

Forecasting profits and plans for gambling money

Current running total of City taxes owed for 2016 - \$1800.

To see additional details on revenue or expenses please contact Tracee L. deNeui 763.226.8372

Copy of this information must be included in meeting minutes (including pre-approved amounts)



**ARMSTRONG COOPER
YOUTH HOCKEY ASSOCIATION**

Julee Ann

MONTHLY GAMBLING REPORT TO MEMBERS - MARCH 2016

MEETING DATE - MARCH 14, 2016

ITEMS INCLUDED IN REPORT TO MEMBERSHIP OF ACYHA (SEE ATTACHED DOCUMENTS)

| | |
|-------------------------------------|---|
| <input checked="" type="checkbox"/> | 1 - G-1 Lawful Gambling Summary (Schedule A, B2, E) |
| <input checked="" type="checkbox"/> | 2 - Copy of check register or itemized expense journal |
| <input checked="" type="checkbox"/> | 3 - Copy of LG1010 Schedule C/D |
| <input checked="" type="checkbox"/> | 4 - Copies of Distributor invoices or perpetual inventory records |
| <input checked="" type="checkbox"/> | 5 - Copy of month-end inventory |
| <input checked="" type="checkbox"/> | 6 - Copy of Itemized bank statement |
| <input checked="" type="checkbox"/> | 7 - Correspondence with GCB, MN Revenue, IRS, Miscellaneous items |
| <input checked="" type="checkbox"/> | 8 - P&L Statement |
| <input checked="" type="checkbox"/> | 9 - Monthly Expense Approval - See below |
| <input checked="" type="checkbox"/> | 10 - Review of recent and upcoming activities |

BOARD APPROVAL ITEMS

| | |
|-------------------------------------|---|
| <input checked="" type="checkbox"/> | Approval of monthly report to board |
| <input checked="" type="checkbox"/> | Approval for expenses for APRIL 2016 - \$67,950 Needs to be in Minutes. |
| <input checked="" type="checkbox"/> | Approval to make an ice time donation in the amount of \$30,000 to ACYHA for FEBRUARY 2016. |
| <input type="checkbox"/> | |
| <input type="checkbox"/> | |
| <input type="checkbox"/> | |
| <input type="checkbox"/> | |

1 - Checkbook balance end of FEBRUARY 29, 2016 - \$72,380.36

2- Profit for FEBRUARY 2016 - \$24,700.48

3-Revenue in Feb. \$87K, Jan. \$80K, Dec. \$69K, Nov.\$72K, Oct.\$77K, Sept.,\$69K, Aug., \$58K,

4 - Had a REALLY good month in February. Especially at the SFactory and Pub 42. Record months for both places.

5- Had a Purse Bingo at S Factory on 2/13 and 1 at Pub 42 on 2/20. Our deposits for these together was almost \$12K.

6 - Pub 42, things seem to be going better. Hard to tell with the owner sometimes. He said no one has come in with the Pub Club cards yet to sign up. Who has these? He also wants a bigger presence on the ACYHA website.

7 - Ran the Mite Jamboree Raffle - the deposit was \$2483 this year.

8- 3 payrolls in April, make that line a little more than usual.

Forecasting profits and plans for gambling money

Current running total of City taxes owed for 2016 - estimate \$4,300

To see additional details on revenue or expenses please contact Tracee L. deNeui 763.226.8372

Copy of this information must be included in meeting minutes (including pre-approved amounts)

See Page 2 for Monthly Expense approval for APRIL 2016

ACYHA Budget vs. Actuals: Budget 2015-16 - FY16 P&L June 2015 - May 2016

Prior Season

June 2015 - May 2016

| | Total | | | Total |
|--|----------------|----------------|----------------|-------------|
| | Actual | Budget | over Budget | % of Budget |
| Income | | | | |
| 4000 *REGISTRATION FEES*3.25%+ \$1.50 | 333,077.50 | 305,262.00 | 27,815.50 | 109.11% |
| 4050 MISC Income | 28,765.09 | 10,765.00 | 18,000.09 | 267.21% |
| 4200 *ACYHA TOURNY INCOME* | 54,153.69 | 72,000.00 | (17,846.31) | 75.21% |
| 4400 *FUNDRAISING Income | 63,202.98 | 58,000.00 | 5,202.98 | 108.97% |
| 4450 *SPONSORSHIPS* | 4,800.00 | 5,000.00 | (200.00) | 96.00% |
| 4700 *Gambling Income* | 110,000.00 | 110,000.00 | 0.00 | 100.00% |
| 4850 SOLD OFF Ice | | | | |
| 4900 Concessions Income | 30,000.00 | 30,000.00 | 0.00 | 100.00% |
| Total Income | \$ 623,999.26 | \$ 591,027.00 | \$ 32,972.26 | 105.58% |
| | | | | |
| Cost of Goods Sold | | | | |
| 5000 Scholarships | 5,305.00 | 9,000.00 | (3,695.00) | 58.94% |
| 5001 registration credits~mgrs/ice sched/registrar | 20,480.00 | 17,000.00 | 3,480.00 | 120.47% |
| 5002 Refunds | 7,149.25 | 7,000.00 | 149.25 | 102.13% |
| 5010 NGIN fees | 0.00 | 0.00 | 0.00 | 0.00% |
| 5090 fundraising invoices | 36,721.02 | 35,000.00 | 1,721.02 | 104.92% |
| 5200 Goalie Credits | 12,925.00 | 15,700.00 | (2,775.00) | 82.32% |
| 5300 Shared ad revenue w NH | 883.50 | 5,000.00 | (4,116.50) | 17.67% |
| 55650 bad debt | 244.00 | 370.00 | (126.00) | 65.95% |
| Total Cost of Goods Sold | \$ 83,707.77 | \$ 89,070.00 | \$ (5,362.23) | 93.98% |
| Gross Profit | \$ 540,291.49 | \$ 501,957.00 | \$ 38,334.49 | 107.64% |
| | | | | |
| Expenses | | | | |
| 6000 *FACILITIES FEES* | 314,385.40 | 315,000.54 | (615.14) | 99.80% |
| 6200 *HOST TOURNAMENT EXPENSES | 28,218.70 | 27,378.00 | 840.70 | 103.07% |
| 6201 *TOURNAMENT REGISTRATION AWAY | 31,550.00 | 25,650.00 | 5,900.00 | 123.00% |
| 6281 *DONATIONS* | 5,000.00 | 5,000.00 | 0.00 | 100.00% |
| 6300 *LEAGUE REFEREE FEES* | 14,268.50 | 12,840.00 | 1,428.50 | 111.13% |
| 6400 *COACHING/SKILLS* | 112,478.20 | 97,344.00 | 15,134.20 | 115.55% |
| 6500 *ACYHA ADMIN* | 28,810.48 | 20,938.45 | 7,872.03 | 137.60% |
| 6525 SKATE expense | 2,345.60 | 0.00 | 2,345.60 | 100.00% |
| 6665 *DISTRICT 3 TEAM FEE* | 13,500.00 | 13,500.00 | 0.00 | 100.00% |
| 6700 *EQUIPMENT* | 64,839.55 | 46,165.99 | 18,673.56 | 140.45% |
| Total Expenses | \$ 615,396.43 | \$ 563,816.98 | \$ 51,579.45 | 109.15% |
| Net Operating Income | \$ (75,104.94) | \$ (61,859.98) | \$ (13,244.96) | 121.41% |

| | Total | | | Total |
|--|----------------|----------------|----------------|-------------|
| | Actual | Budget | over Budget | % of Budget |
| Income | | | | |
| 4000 *REGISTRATION FEES*3.25%+ \$1.50 | 333,077.50 | 305,262.00 | 27,815.50 | 109.11% |
| 4050 MISC Income | 28,765.09 | 10,765.00 | 18,000.09 | 267.21% |
| 4200 *ACYHA TOURNY INCOME* | 54,153.69 | 72,000.00 | (17,846.31) | 75.21% |
| 4400 *FUNDRAISING Income | 63,202.98 | 58,000.00 | 5,202.98 | 108.97% |
| 4450 *SPONSORSHIPS* | 4,800.00 | 5,000.00 | (200.00) | 96.00% |
| 4700 *Gambling Income* | 110,000.00 | 110,000.00 | 0.00 | 100.00% |
| 4850 SOLD OFF Ice | | | | |
| 4900 Concessions Income | 30,000.00 | 30,000.00 | 0.00 | 100.00% |
| Total Income | \$ 623,999.26 | \$ 591,027.00 | \$ 32,972.26 | 105.58% |
| | | | | |
| Cost of Goods Sold | | | | |
| 5000 Scholarships | 5,305.00 | 9,000.00 | (3,695.00) | 58.94% |
| 5001 registration credits~mgrs/ice sched/registrar | 20,480.00 | 17,000.00 | 3,480.00 | 120.47% |
| 5002 Refunds | 7,149.25 | 7,000.00 | 149.25 | 102.13% |
| 5010 NGIN fees | 0.00 | 0.00 | 0.00 | 0.00% |
| 5090 fundraising invoices | 36,721.02 | 35,000.00 | 1,721.02 | 104.92% |
| 5200 Goalie Credits | 12,925.00 | 15,700.00 | (2,775.00) | 82.32% |
| 5300 Shared ad revenue w NH | 883.50 | 5,000.00 | (4,116.50) | 17.67% |
| 55650 bad debt | 244.00 | 370.00 | (126.00) | 65.95% |
| Total Cost of Goods Sold | \$ 83,707.77 | \$ 89,070.00 | \$ (5,362.23) | 93.98% |
| Gross Profit | \$ 540,291.49 | \$ 501,957.00 | \$ 38,334.49 | 107.64% |
| | | | | |
| Expenses | | | | |
| 6000 *FACILITIES FEES* | 314,385.40 | 315,000.54 | (615.14) | 99.80% |
| 6200 *HOST TOURNAMENT EXPENSES | 28,218.70 | 27,378.00 | 840.70 | 103.07% |
| 6201 *TOURNAMENT REGISTRATION AWAY | 31,550.00 | 25,650.00 | 5,900.00 | 123.00% |
| 6281 *DONATIONS* | 5,000.00 | 5,000.00 | 0.00 | 100.00% |
| 6300 *LEAGUE REFEREE FEES* | 14,268.50 | 12,840.00 | 1,428.50 | 111.13% |
| 6400 *COACHING/SKILLS* | 112,478.20 | 97,344.00 | 15,134.20 | 115.55% |
| 6500 *ACYHA ADMIN* | 28,810.48 | 20,938.45 | 7,872.03 | 137.60% |
| 6525 SKATE expense | 2,345.60 | 0.00 | 2,345.60 | 100.00% |
| 6665 *DISTRICT 3 TEAM FEE* | 13,500.00 | 13,500.00 | 0.00 | 100.00% |
| 6700 *EQUIPMENT* | 64,839.55 | 46,165.99 | 18,673.56 | 140.45% |
| Total Expenses | \$ 615,396.43 | \$ 563,816.98 | \$ 51,579.45 | 109.15% |
| Net Operating Income | \$ (75,104.94) | \$ (61,859.98) | \$ (13,244.96) | 121.41% |
| | | | | |
| Expenses | | | | |
| 6000 *FACILITIES FEES* | 314,385.40 | 315,000.54 | (615.14) | 99.80% |
| 6200 *HOST TOURNAMENT EXPENSES | 28,218.70 | 27,378.00 | 840.70 | 103.07% |
| 6201 *TOURNAMENT REGISTRATION AWAY | 31,550.00 | 25,650.00 | 5,900.00 | 123.00% |
| 6281 *DONATIONS* | 5,000.00 | 5,000.00 | 0.00 | 100.00% |
| 6300 *LEAGUE REFEREE FEES* | 14,268.50 | 12,840.00 | 1,428.50 | 111.13% |
| 6400 *COACHING/SKILLS* | 112,478.20 | 97,344.00 | 15,134.20 | 115.55% |
| 6500 *ACYHA ADMIN* | 28,810.48 | 20,938.45 | 7,872.03 | 137.60% |
| 6525 SKATE expense | 2,345.60 | 0.00 | 2,345.60 | 100.00% |
| 6665 *DISTRICT 3 TEAM FEE* | 13,500.00 | 13,500.00 | 0.00 | 100.00% |
| 6700 *EQUIPMENT* | 64,839.55 | 46,165.99 | 18,673.56 | 140.45% |
| Total Expenses | \$ 615,396.43 | \$ 563,816.98 | \$ 51,579.45 | 109.15% |
| Net Operating Income | \$ (75,104.94) | \$ (61,859.98) | \$ (13,244.96) | 121.41% |

Jun 2014 - May 2015 (PY)

| |
|---------------|
| 313,502.50 |
| 16,866.63 |
| 71,655.66 |
| 60,544.00 |
| 5,800.00 |
| 90,000.00 |
| 2,523.25 |
| 30,000.00 |
| \$ 590,892.04 |

| |
|---------------|
| 3,825.00 |
| 17,140.00 |
| 8,887.50 |
| 136.01 |
| 35,853.27 |
| 12,400.00 |
| 5,242.50 |
| 327.00 |
| \$ 83,811.28 |
| \$ 507,080.76 |

| |
|----------------|
| 323,213.04 |
| 25,807.61 |
| 31,935.00 |
| 5,000.00 |
| 12,842.50 |
| 74,865.00 |
| 22,766.22 |
| 5,654.82 |
| 13,368.00 |
| 20,030.10 |
| \$ 535,482.28 |
| \$ (28,401.53) |

**THIS IS
WINGS
TERRITORY**



ARMSTRONG COOPER HOCKEY

Evaluation of coaches 2016:

Overall experience with the year:

Bantam A: (Paid HC)

Positive: 90% Neutral: 10% Negative: 0%

Feedback almost all positive.

Bantam B2: (Paid HC)

Positive: 22% Neutral: 28% Negative: 50%

Feedback was mostly about range of talent and to many players on team.

Pewee A: (Paid HC)

Positive: 79% Neutral: 5% Negative: 16%

Most loved the time and effort put in, negative was about head coach's negativity.

Pewee B1: (Paid HC)

Positive: 67% Neutral: 33% Negative: 0%

Almost all positive feedback.

Pewee B2: (Paid HC)

Positive: 100% Neutral: 0% Negative: 0%

Almost all positive feedback.

Pewee C:

Positive: 0% Neutral: 33% Negative: 67%

Only 3 responded. Most upset by being only team without paid HC at this level.

Squirt B1:

Positive: 80% Neutral: 20% Negative: 0%

Mostly positive. Negative was about kids not switching positions and lines.

Squirt B2 Blue: (Paid HC)

Positive: 91% Neutral: 0% Negative: 9%

Almost all positive feedback.

Squirt B2 White:

Positive: 100% Neutral: 0% Negative: 0%

All positive feedback.

Squirt C:

Positive: 100% Neutral: 0% Negative: 0%

All positive feedback.

U15B: (Paid HC)

Positive: 100% Neutral: 0% Negative: 0%

Almost all positive feedback.

U12A: (Paid HC)

Positive: 70% Neutral: 15% Negative: 15%

A lot of positive, but bad was about negativity of head coach.

U12B:

Positive: 25% Neutral: 50% Negative: 25%

Negative feedback was about lack of ice time and new untrained parent coaching.

U10A

Positive: 91% Neutral: 9% Negative: 0%

Almost all positive feedback.

U10B: (Paid HC)

Positive: 92% Neutral: 8% Negative: 0%

Almost all positive feedback.



ARMSTRONG COOPER YOUTH HOCKEY ASSOCIATION
BY-LAWS
APRIL 9, 2012 APPROVED
(DRAFT REDLINE COPY FOR BOARD REVIEW AND APPROVAL)

Style Definition: Subtitle: Left

Table of Contents

| | |
|--|------------------|
| ARTICLE I - NAME | 2 |
| ARTICLE II - PURPOSE | 2 |
| ARTICLE III - MEMBERSHIP | 2 |
| ARTICLE IV - GUIDELINES AND POLICIES OF THE ASSOCIATION..... | 2 |
| ARTICLE V - BOARD OF DIRECTORS | 3 |
| ARTICLE VI - OFFICERS OF THE ASSOCIATION | 6 |
| ARTICLE VII - APPOINTED REPRESENTATIVES | 8 |
| ARTICLE VIII - MEETINGS..... | 8 |
| ARTICLE IX - VOTING AND ELECTIONS | 9 |
| ARTICLE X - COMMITTEES | 10 |
| ARTICLE XI - INDEMNIFICATION | 11 10 |
| ARTICLE XII - AMENDMENTS..... | 11 |
| ARTICLE XIII - FISCAL YEAR | 11 |
| ARTICLE XIV - DISSOLUTION..... | 11 |
| ARTICLE XV - CHARITABLE GAMBLING OPERATION | 12 |

ARTICLE I - NAME

The name of this corporation is Armstrong Cooper Youth Hockey Association, Inc., hereinafter referred to as "ACYHA" or "the Association."

ARTICLE II - PURPOSE

SECTION 2.1

The primary purpose of the Armstrong Cooper Youth Hockey Association (ACYHA) is to give kids at all levels of youth hockey, regardless of athletic ability, an opportunity to develop hockey playing skills and game knowledge in a safe and fun environment, and to promote enjoyment for youth hockey families.

SECTION 2.2

This corporation shall not pay any dividends nor provide any pecuniary remuneration directly or indirectly to its shareholders or members.

SECTION 2.3

The charitable purpose of this Association is exclusively charitable, scientific, literary or educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or such other provisions of Minnesota or Federal law as may from time to time be applicable. This corporation shall not be operated for profit but shall be operated exclusively for charitable purposes.

ARTICLE III - MEMBERSHIP

SECTION 3.1

All parents/legal guardians of those players on sanctioned teams and/or residing within the geographical boundaries of School District 281, and any coaches and persons actively assisting in the program and in good standing, as defined in Article VII of Policies and Guidelines, shall be deemed members of this Association. Members must be of legal age under Minnesota Statutes.

SECTION 3.2

There shall be no annual dues.

SECTION 3.3

Membership entitles a person to vote at the annual meeting of the Association and to be eligible for election to the Board of Directors.

SECTION 3.4

The term of membership shall be for the current fiscal year as defined in Article XIII.

ARTICLE IV - Guidelines and Policies of the Association

SECTION 4.1

USA Hockey Association and Minnesota Hockey Association rules and regulations shall be followed by all members, players, and coaches of this Association.

SECTION 4.2

All funds received by the Association from any source, unless specifically designated by the donor, shall be used specifically to further the purpose of this Association as set forth in Article II of these By-laws.

SECTION 4.3

Board-approved Association Guidelines and Policies shall be made available to any member of the Association upon request and will be available at all times on the Association's website.

SECTION 4.4

The identity of the Association shall remain "Armstrong Cooper Youth Hockey Association"; the players on all teams shall be referred to as the "Armstrong Cooper Wing" and said players will be represented by the colors of Red, White, and Navy Blue. Any changes to the aforementioned identity or approved logo must be acknowledged and approved by the Board. In the event the Board chooses to change or update the approved logo of the Association as a whole, the logo shall be decided by the membership in either a special election or at the Association's annual meeting.

- a) Teams must wear regulation ACYHA jerseys as issued by Equipment Manager for all league games (home and away), District playoffs, and any tournaments hosted by or paid for by ACYHA. Teams not abiding by or exhibiting willful disregard of this by-law will be subject to sanctions imposed by the ACYHA Board including, but not limited to, increased parent volunteer hours or a board determined financial penalty.
- b) The Secretary will be the primary contact regarding the approved logo, including the logo's presence on the website as well as logo requests.

SECTION 4.5

Children and family members of ACYHA officials including board members, and coaches shall not receive any preferential treatment in any aspect of ACYHA activities. This includes, but is not limited to, travel team tryouts, playing time in games, selection for coaching or officiating, etc.

SECTION 4.6

In the event a compensated member of the Association resigns or is removed before the completion of the current fiscal year, his/her fees (or compensation) will be pro-rated according to the term served, based on the effective date of resignation or removal.

ARTICLE V - Board of Directors**SECTION 5.1**

The property and business of the Association shall be managed by the Board of Directors, hereinafter referred to as "the Board." The Board will consist of the five (5) Officers making up the Executive Committee named in Article VI, and a minimum of thirteen (13)¹ and a maximum of fifteen (15) additional voting representatives from among the following:

¹ Per MN Gambling Control Board

Voting Officers - Executive Committee:

1. Board Chairmen, CEO
2. Vice Chairmen
3. Secretary
4. Treasurer
5. District 3 Representative

Voting Representatives:

1. Association Coaching and Education (ACE) Director*
2. Boys' Travel Team Director
3. Concessions Director**
4. Equipment Director
5. Girls' Travel Teams Director
6. Ice Scheduler**
7. Sales and Fundraising Director
8. Mite Program Director
9. Outgoing Chairmen/Member At Large
10. Communications and Marketing Director
- ~~11. Registrar***~~
- ~~12.11.~~
11. Tournament Director
- ~~13.12.~~ Volunteer Programs Director
- ~~14.13.~~ Safe Sport Director

Non-voting Representatives:

1. Asst. ACE Coordinator - Coaching
2. Asst. ACE Coordinator - Administration
3. Gambling Manager***
4. ~~Player-Hockey~~ Development Committee (HPDC) Chair
5. Web Administrator
- ~~5.6. Registrar***~~

* Attendance of voting ACE Coordinator determined by ACE Charter.

** Representatives receive compensation in the form of reduced registration fees, up to \$4,000 in addition to receiving volunteer hour credit. Payments may trigger production of 1099 tax form for reportable compensation. No representatives may receive cash payments per section 2.2. This compensation does not apply to team fees.

*** Representatives receive compensation in the form of reduced fees, up to \$1,500 in registration fees in addition to receiving volunteer hour credit. Payments may trigger production of 1099 tax form for reportable compensation. No representatives may receive cash payments per section 2.2. This compensation does not apply to team fees.

*** Gambling Manager is a non-voting member relative to Association items; is a voting member relative to gambling items.

+ Concessions Managers are non-board members that are compensated in the form of reduced registration fees up to \$1,500 in addition to receiving volunteer hour credits. Payments may trigger production of 1099 tax form for reportable compensation. No representatives may receive cash payments per section 2.2. This compensation does not apply to team fees.

No other positions receive compensation in the form of reduced registration fees.

SECTION 5.2

Officer candidates for the Voting Officers- Executive Committee shall be presented by the Nominating Committee or from the floor by membership at the annual meeting. These positions will be voted on by the membership including sitting Board members. To be eligible for nomination for the office of Board Chairmen, a person must have served a minimum of two years as a member in good standing within the Association. To be eligible for nomination to the office of Vice Chairmen, a person must have served as a member in good standing for a minimum of one year within the Association.

Candidates for the Voting Representatives and the Non-Voting Representatives shall be presented by the Nominating Committee at the annual meeting. The positions will be appointed by the chairmen with majority approval by the current Board.

SECTION 5.3

The Board of Directors shall be installed at the annual meeting. Their term of office shall begin at the regular May meeting of the Board and last for three years, until successors are installed, or they are removed from their positions.

The board terms will be stagger so that the board only has 1/3 of the positions being elected or appointed in one year. The terms are staggered in the following manner.

| Year 1 | Year 2 | Year 3 |
|--|--------------------------------|-------------------------------|
| Officer – Secretary | Officer - Chairmen | Officer - Treasurer |
| Officer – D3 | Officer - Vice Chairmen | Concessions Director |
| Registrar | Tournament Director | Ice Scheduler |
| Equipment Director | Girls Travel Teams Director | Sales & Fundraising |
| Player-Hockey Development Coordinator | Member at Large | ACE Director |
| Gambling Coordinator | Boys Travel Director | Communications & Mkt Director |
| Mite Director | Volunteer Programs Coordinator | Safe Sport Director |
| Asst ACE Coordinator - Coaches | Asst ACE Coordinator - Admin | Web Administrator |

The option exists for the Nominating Committee to fill the role of Assistant for the Treasurer, Ice Scheduler and Gambling Manager one year before the end of the sitting board members term when the existing board member is not going to continue at the end of the term. The purpose of this is to train a replacement in these complicated and critical roles. When the Assistant role is filled the compensation and hours will be split equally between the two members.

SECTION 5.4**a. Resignation**

Any appointed board member may resign at any time by giving 30 days' advance written notice to the Secretary of the Association.

Any elected board member may resign at any time by giving 90 days' advance written notice to the Secretary of the Association.

b. Removal

Any appointed representative may be removed by a two-thirds (2/3) affirmative vote of the other members of the Board present at any meeting of the Board, provided that notice of such proposed action has been given to all members of the Board in advance of the meeting.

Any elected board member may be removed by a two-thirds (2/3) vote of the membership present at any special or annual meeting of the Association, provided that such action was included as a purpose of the meeting in the notice of the meeting at least 48 hours prior to the meeting.

c. Attendance

It is the expectation that board members attend all board meetings (regular, special, annual, and telephone). Any board member (elected or appointed) shall have their voting rights automatically suspended effective at which time they have three (3) ~~unexcused~~ absences within the Association's business year from board meetings, annual meeting, or scheduled work at Association functions. An absence shall be considered excused if notice is provided to any officer, the Secretary of the Association, or the committee chairperson responsible for the Association function. Voting rights will be reinstated following attendance and/or submission of a report for three consecutive meetings following the suspension. Board members (elected or appointed) agree to provide a report in the event of their absence.

go to
exc
they
choose
an
vote

SECTION 5.5

In addition to the powers conferred upon the Board elsewhere in these By-laws, the Board shall have general charge of the management of the Association, including filling vacancies occurring on the Board or in any other office. The Board shall control and manage the property of the Association and its funds and authorize the making of all contracts and purchases. Unless specifically authorized by the members of the Association at a meeting specifically called for that purpose, the Board shall have no power to make the Association liable for any debts other than operative expenses of the Association within the limits of the approved budget.

ARTICLE VI - Officers of the Association

SECTION 6.1

The Association shall have at least five (5) officers who shall be the Board Chairmen, CEO, Vice Chairmen, Secretary, Treasurer, and District Three (D3) Representative, no two of which offices may be held by the same member. Officers are voting members of the Board. Officers shall be elected by secret ballot by the membership at the annual meeting according to the election process indicated in section 9.4.

SECTION 6.2

The officers of the Association shall also serve as members of the Board.

SECTION 6.3

Vacancies in the Officer positions shall be filled by an appointment of the Board Chairmen, subject to the approval by a majority of the remaining members of the Board. Such appointed officer shall serve until the next annual meeting of the Association, at which time elections are held. At said election a person will be elected by the membership to fill the remaining years of the vacated term.

SECTION 6.4

The duties of the officers are as follows:

The **Board Chairmen** shall preside at membership meetings and conduct the affairs of the organization. The Board Chairmen shall also serve as Chair of the Board and shall be ex-officio

Adopted 04.09.2015

member of all committees with the right to vote. The Board Chairmen will also be recognized as the Chief Executive Officer (CEO) as it pertains to any lawful charitable gambling operation of the Association. He or she shall also perform such other duties as usually pertain to the office of Board Chairmen, and as defined by the job description. The Board Chairmen will be responsible for the Safe Sport position when the term is vacant.

The **Vice Chairmen** shall, in the absence or disability of the Board Chairmen perform the duties and exercise the powers of the Board Chairmen, and shall perform such other duties as the Board of Directors shall prescribe, and as defined by the job description. The Vice Chairmen shall purchase and schedule ice time when there is no member in an Ice Scheduler role.

The **Secretary** shall act in the absence of the above officers. The Secretary shall conduct all official correspondence, preserve all records and communications, record the proceedings of this Association, and see to it that all notices are properly posted. The Secretary shall also be the keeper of the official records of the Association. The Secretary will also perform all duties as defined in the job description.

The **District 3 Representative** shall act in the absence of the above officers and assist the Board Chairmen in conducting the hockey program, and will be the liaison between Minnesota Hockey and the Armstrong Cooper Youth Hockey Association. The District 3 Representative is responsible for attending monthly District 3 meetings and reporting information from these meetings to the Association board members. The District 3 Representative is also responsible for coordinating and managing any post-season district tournaments hosted by the Association. The District 3 Representative, working with the Registrar, shall be responsible for ensuring that all the MN Hockey/USA Hockey team registrations and all fees are completed and turned in when due. The District 3 Representative, again working with the Registrar, shall be responsible for ensuring player eligibility by verifying team rosters with birth or baptismal certificates and will ensure that all players live within the boundaries of the Association or have the required certificate of waiver. The District 3 Representative, working with traveling team managers, is responsible for the reporting of scores from all Association league games to the MN Hockey District 3 administration. The District 3 Representative will also perform all duties as defined by the job description.

The **Treasurer** shall act in the absence of the above officers. The Treasurer shall keep an itemized account of all receipts and disbursements, pay all bills as authorized by the Board, make a financial report at each regular Board meeting and a complete financial statement at the annual meetings. The books of the Treasurer shall be audited by an external auditor or an auditing committee appointed by the Board Chairmen within one month of the close of the fiscal year. The auditors or the committee shall examine the books of the Treasurer as well as the annual report and make a report thereon. The Treasurer shall audit all individual team checking accounts at the end of each season and make a financial report to the Board on the status of each team account. The Treasurer and Board Chairmen shall be authorized to sign checks for the Association. It is expressly understood that the Treasurer will not be authorized to distribute funds or manage financial records of the Association's lawful charitable gambling operation. The person holding this position will maintain it until May 31 the end of the fiscal year. This will require the person to close the books for the fiscal year, have them audited, and file the tax return. The Treasurer will perform all duties as defined in the job description.

ARTICLE VII - Appointed Representatives**SECTION 7.1**

The *appointed* representatives of the Association shall be the:

1. -Association Coaching and Education (ACE) Director
2. Asst. ACE Coordinator - Coaching (non-voting)
3. Asst. ACE Coordinator - Administration (non-voting)
4. Boys' Travel Team Director
5. Concessions Director
6. Equipment Director
7. Gambling Manager (non-voting on Association items; voting on gambling items)
8. Girls' Travel Team Director
9. ~~Player-Hockey~~ Development Committee (~~HP~~DC) Chair (non-voting)
10. Ice Scheduler
11. -Sales & Fundraising Director
12. Mite Program Director
13. Board Chairmen Outgoing Chairmen/Member at Large
14. -Communications & Marketing Director
15. Registrar (~~non-voting~~)
16. SafeSport Director
17. Tournament Director
18. Volunteer Programs Director
19. Web Administrator (non-voting)

SECTION 7.2

These representatives shall be appointed by the Board Chairmen at the April annual membership meeting with approval of a majority of the other members of the Board and shall serve a term of at least one year, but up to three years. Terms will be assigned to keep the board turnover as outlined in Section 5.3.

SECTION 7.3**Vacancies**

Vacancies in the offices in the above section 7.1 shall be filled by an appointment of the Board Chairmen and nomination by the Nominating Committee, subject to the approval by a majority of the remaining members of the Board.

ARTICLE VIII - MEETINGS**SECTION 8.1**

The annual meeting of the Association shall be held the second Monday in April of each year. The purpose of this meeting shall be the election of officers (when applicable) for the ensuing term and for transacting any other business properly brought before the meeting.

SECTION 8.2

Quorum for any annual, regular, or special meeting shall be attendance of greater than fifty per cent of the voting board members in attendance (i.e. if the board consists of 189 voting members and 10 voting members are in attendance, a quorum is established).

If less than a quorum is present, any action taken shall be subject to ratification at the next regular meeting of the board.

SECTION 8.3

Regular meetings of the Board shall be held on the second Monday of each month. All such meetings shall be open to the membership.

SECTION 8.4

Notice of each regular meeting and the annual meeting may be published in a prominent area of the Association website. Said posting shall occur in the week preceding regular meetings and thirty (30) days prior to annual meetings. Each notice shall state the time and place of the meeting and the purpose or purposes thereof.

SECTION 8.5

The Board Chairmen may call and establish a special meeting of the Board. Notification of the time, place and purpose of the meeting must be given to each Board member at least 48 hours in advance. The Board Chairmen may declare said meeting closed except for the Board members. If less than a quorum is present or less than 48 hours notice was given, any action taken shall be subject to ratification at the next regular meeting of the Board.

SECTION 8.6

Remote meetings by the Board may be held via phone only, remote meetings and votes will not be held online or via email. The Board Chairmen or in his absence the Vice Chairmen are the only members allowed to call for a remote meeting and/or vote. The notice for the remote meeting must be made 72 hours in advance, the agenda and call in information must be provided 24 hours in advance, a quorum must be on the call to hold the meeting or take any vote, and meeting materials must also be sent out 24 hours in advance. The call will allow the appropriate amount of time for all callers to get logged on and into the call before starting discussion.

ARTICLE IX - Voting and Elections**SECTION 9.1**

Motion for action may be made and/or seconded by any Board member present at a regular meeting. At the annual meeting, a motion for action may be made and/or seconded by any member of the Association.

SECTION 9.2

At all regular meetings, each voting Board member is entitled to one (1) vote. At the annual meeting, each member of the Association in good standing (as defined in the Parent Code of

Conduct) shall be entitled to one (1) vote upon each subject properly submitted to a vote. Absentee ballots will not be accepted.

SECTION 9.3

At the annual meeting or at meetings of the Board, the affirmative vote of a simple majority of those present and entitled to vote shall be required to carry any motion or resolution.

SECTION 9.4

When executive officer positions are up for election, a slate of proposed candidates shall be presented by the Nominating Committee to the membership at the annual meeting. Nominations properly presented from the floor shall be accepted, provided said nominees are present to accept. Officers are elected by the membership by secret ballot at the annual meeting.

SECTION 9.5

The Board Chairmen, at the annual meeting, shall appoint two (2) members of the Association to act as ballot judges in the event of an election of officers. The ballot judges shall count the ballots and report the results to the Board Chairmen who shall acknowledge them to the membership. In the event of a tie leaving one or more board positions unfilled, further balloting shall take place for those positions until all vacancies have been filled.

SECTION 9.6~~10~~

All remote votes must follow the rules as outlined in section 8.6 for remote meetings.

ARTICLE X - COMMITTEES

SECTION 10.1

Nominating Committee – The Nominating Committee shall consist of three (3) persons, at least one of whom is a current member of the Board. The Nominating Committee shall be appointed by the Board Chairmen with the approval of the majority of the Board. Said committee shall solicit and submit names of persons interested in filling a position of officer and shall meet not less than 30 days prior to the annual meeting to select a slate of officer candidates which shall be nominated by the chair of the Nominating Committee at the annual meeting.

SECTION 10.2

Coaches Selection Committee – The Coaches Selection Committee shall consist of seven (7) members of the Association, one of which will be the ACE Director -who shall act as chair. The Coaches Selection Committee shall be appointed by the ACE Director, with the approval of the majority of the Board. Said committee shall be responsible for head coach staffing of all traveling teams.

SECTION 10.3

Audit Committee – As required in section 15.4, the Officers shall appoint each year, a three-person Audit Committee to periodically audit the gambling activity and report their findings to the Board.

SECTION 10.4

The Board Chairmen may, from time to time, appoint other committees for specific purposes subject to approval by a majority of the Board.

SECTION 10.4

HDC Committee – The Hockey Development Committee shall consist of members of the board including the HDC Chair who will run the committee. The members of the association that make up the HDC include Boys Travel Teams Director, Girls Travel Teams Directors, ACE Director, Mite Program Director and the Ice Scheduler. Additional groups can be invited to support and consult the HDC on an ad hoc basis, on a fully volunteer non-compensated basis.

ARTICLE XI - Indemnification

SECTION 11.1

The Association shall have the power to indemnify any person who was or is a party or has threatened to be made a party to any proceeding by reason of the fact that such person is or was an agent of the Association against expenses, judgments, fines, settlements and other amounts actually and reasonably incurred in connection with such proceeding, if such person acted in good faith and in a manner such person reasonably believed to be in the best interests of the Association and, in the case of a criminal proceeding, such person had no reasonable cause to believe the conduct was unlawful. The termination of any proceeding by judgment, order, settlement, conviction or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner which the person reasonably believed to be in the best interests of the Association.

SECTION 11.2

In the absence of fraud, no contract or other transaction between this Association and any corporation shall in any way be invalidated or otherwise affected by the fact that any one or more of the members of the Board of this Association have an interest, pecuniary or otherwise, in that other corporation. Any member of the Board may be a party to any contract or transaction of this Association, provided that his/her interest is disclosed or known to a majority of the Board. Any member of the Board who is so interested may be counted in determining the existence of a quorum at any meeting of the Board or of any committee of this Association which shall authorize any such contract or transaction.

ARTICLE XII - AMENDMENTS

The Board shall have authority to make, amend, alter, change or repeal any provision contained in the By-laws by an affirmative vote of at least two-thirds (2/3) of the entire Board of Directors, subject, however, to the final approval at the next annual meeting of the Armstrong Cooper Youth Hockey membership. Approval by the membership shall require two-thirds (2/3) affirmative vote of the members present at the said meetings.

ARTICLE XIII - FISCAL YEAR

The fiscal year of this Association shall begin June 1 and end May 31.

ARTICLE XIV - DISSOLUTION

SECTION 14.1

Because there are no substantial assets distributable upon dissolution and the public interest and welfare are not prejudiced, the Association may affect the liquidation of the Association affairs

and the voluntary dissolution out of court. Such assets as may exist shall be distributed to a non-profit organization as approved by the Board.

SECTION 14.2

Dissolution shall be by a Two Thirds (2/3) affirmative vote by the membership at a properly called meeting of the Board of Directors. The meeting must be posted with 30 days' notice to the membership.

SECTION 14.3

This Association shall apply to District Court of Hennepin County, at a Special Term, with due notice to interested parties, for an Order allowing the liquidation of the Association's affairs and the dissolution of the Association out of court.

ARTICLE XV - Charitable Gambling Operation**SECTION 15.1**

The Gambling Manager² will be hired by the officers and approved by the Board of Directors. Compensation for the Gambling Manager will be determined by the officers and ratified by the Board of Directors. The Gambling Manager must be a member of the Association a minimum of one (1) year prior to being hired. The Gambling Manager is an appointed representative on the board, with voting rights on gambling issues only. This position is considered a non-voting member of the Board.

SECTION 15.2

It is the responsibility of the Gambling Manager to comply with the internal controls and appropriate State laws established for the operation of the gambling activity.

SECTION 15.3

The Gambling Manager is responsible for hiring personnel to operate the gambling activity. The Gambling Manager must set employment policies and have them approved by the Board of Directors.

SECTION 15.4

The Officers shall appoint each year, a three-person audit committee to periodically audit the gambling activity. The committee shall report their findings at the regular meeting of the Board of Directors. This report shall be incorporated in the minutes of the meeting.

SECTION 15.5

² Gambling Manager, as defined by MN Lawful Gambling and Gambling Devices Statute 349.12, Subd. 19, means a person who has been designated by the organization to supervise the lawful gambling conducted by it, has been an active member of the organization for at least the most recent six months at the time of application for a gambling manager license, and meets other qualifications as prescribed by the board by rule.

The Gambling Manager will serve the Board of the Armstrong Cooper Youth Hockey Association in a voting capacity on gambling related issues and in a non-voting capacity on Association items.

The undersigned, Julie Ann Schmidt, Secretary of the Armstrong Cooper Youth Hockey Association, hereby certifies that the foregoing By-laws were adopted as the complete revised By-laws of the corporation effective April 9, 2015~~11, 2016~~, pursuant to the unanimous written action of the Board of Directors of the Association and a full membership vote.

By *Julie Ann Schmidt*
Secretary