

BYLAWS OF THE WISCONSIN ICE SPIRIT GIRLS HOCKEY ASSOCIATION

As approved by the Board of Directors
August 30, 2010

With revisions approved by Board of Directors and voted on at April 19, 2012 Annual meeting

With revisions adopted by the Board of Directors on April 11, 2016. Adopted at the annual meeting on April 25, 2016.

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WISCONSIN ICE SPIRIT GIRLS HOCKEY, LTD.

BY-LAW 1: NAME AND LOCATION

Section 1. Name of Association

The name of this non-stock, non-profit corporation shall be Wisconsin Ice Spirit Girls Hockey, Ltd. (hereinafter referred to as the “Association”), organized under Chapter 181 of the Wisconsin Statutes. Teams skating for the Association shall be designated and known as the Wisconsin Ice Spirit. “Ice Spirit” is an acceptable name to use.

Section 2. Principal Place of Business

The principal office shall be located in Dane County, Wisconsin.

Section 3. Mission Statement.

The Wisconsin Ice Spirit is a girls hockey association dedicated to the marketing and promotion of hockey for girls of all age classifications and skill levels.

The Wisconsin Ice Spirit program provides development and off ice conditioning for the purpose of advancing players, as well as promoting healthy recreation and competition in the spirit of youth development. It is the intent of the Wisconsin Ice Spirit not only to promote these ideals within our organization, but also to also share information and interact with regional and statewide associations dedicated to promoting all female participants.

BY-LAW 2: MEMBERSHIP

Section 1. Membership in Association

- A. Any female who is at least four years old, and no older than nineteen, on or before December 31 of the current hockey season, and who is interested in pursuing a program of healthy, competitive, educational, and recreational ice hockey may become an active player upon payment of dues and fees and acceptance by the Board of Directors.
- B. Parents or guardians of active players shall be regarded as member families of the Association. These member families will be expected to encourage, promote, and assist in carrying out the Association's activities.
- C. Coaches who are not part of a member family will be considered members of the Association as long as they are actively coaching.
- D. All members of the Association shall abide by the provisions of the Bylaws of the Association, the Bylaws of the Wisconsin Amateur Hockey Association, and the Bylaws, Rules and Regulations, Playing Rules and decisions of the Board of Directors of USA Hockey.

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Section 2. Transfer of Assets Upon Dissolution or Merger

If for any reason dissolution of the Association should occur, all assets and equipment will be transferred to an organization of similar purpose and intent and no member or parent will profit by any such action.

BY-LAW 3: MEETINGS

Section 1. Annual Meetings

- A. The annual meeting of the Association shall be held on a date near the end of the hockey season, and prior to the end of the fiscal year, at such time and place in Dane County, Wisconsin as the Directors shall determine.
- B. Not less than seven (7) nor more than thirty (30) days before each annual meeting, written notice of the time and place of the meeting shall be given to the members personally, by mail, or electronically to the last known address as shown on the Association records.

Section 2. Special Meetings

- A. The President may call a Special Meeting of the Association upon giving notice to the membership in the manner herein described for an annual meeting, except that the notice shall also specify the purpose of the Special Meeting.
- B. Upon written demand signed by at least twenty percent (20%) of the members, the President shall call a Special Meeting for purpose to which the demand relates, in the manner herein described.

Section 3. Quorum

A quorum at a member meeting shall be ten percent (10%) of the member families.

Section 4. Voting By Members

- A. Each member family and each member coach shall have one vote on all questions.
- B. Voting by proxy is not allowed.

Section 5. Order of Business

The Order of Business at the annual meetings and so far as applicable at other meetings shall be substantially as follows, unless changed at the meeting:

- 1) Call to order
- 2) Introductions
- 3) Approval of Minutes of Previous Annual Meeting and any Special Meetings of the Association
- 4) President's Report
- 5) Treasurer's Report
- 6) Consideration of proposed changes to the By-Laws of the Wisconsin Ice Spirit Girls Hockey Association and adoption of reported changes, if any.

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- 7) Report on changes to association policies
- 8) Report of other directors, if any
- 9) Report of the Nominating Committee
- 10) Election of Directors
- 11) Such other business as allowed
- 12) Adjournment

BY-LAW 4: BOARD OF DIRECTORS

Section 1. Qualifications

Only family members who are current with dues and obligations and have been members for one skating season or more may serve as Directors.

Section 2. Composition

The Board of Directors shall include 9 elected officers, as follows:

- ◆ President
- ◆ Vice President
- ◆ Ice Buyer
- ◆ ACE Director
- ◆ Treasurer
- ◆ Secretary
- ◆ Registrar
- ◆ Communications Director
- ◆ Recruiting Coordinator

All of the above are voting members.

Section 3. Nomination and Election

- A. Members of the Board shall serve staggered two-year terms. The following positions shall be elected in even-numbered years: vice president, ACE director, secretary, communications director, and recruiting coordinator. The following positions shall be elected in odd-numbered years: president, ice buyer, treasurer, registrar.
- B. By March 1 of each year, the President shall appoint a Nominating Committee consisting of at least three members who shall recruit and recommend qualified members for election to the Board of Directors. In appointing members of the nominating committee, consideration shall be given to ensuring that each active Ice Spirit team has at least one member representative. The President shall designate one member of the Nominating Committee to be the chairperson.
- C. At the time of appointment of the Nominating Committee the President shall also direct the Secretary to notify the Association members to submit names for nomination to the Board of Directors. The names may be submitted to any

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member of the Nominating Committee.

- D. The Nominating Committee shall present to the members at the Annual Meeting a slate of candidates for office. The slate of candidates shall include one name for each position up for election in that year, as well as a candidate for any open board positions.
- E. Each member family and member coach will receive a ballot at the Annual Meeting. The members will be instructed to complete the ballot and submit it to the Secretary when called for at the Annual Meeting.
- F. Election to the Board of Directors shall be by a simple majority (more than 50 percent) of the votes cast.
- G. In the event no candidate for a Board position receives a simple majority of the votes cast at the Annual Meeting, a runoff election between the two candidates receiving the most votes for such position will be held at the Annual Meeting. Voting in the runoff election shall be conducted by written ballot in a manner similar to that required by Paragraph E above.
- H. In the event that any position on the Board of Directors cannot be filled by election, the Board of Directors shall fill such position in the same manner as it fills vacancies under Section 5 below. The Board may vote to leave an open officer position unfilled for the year if no qualified candidates are available to fill an open position.

Section 4. Order of Succession

If a vacancy occurs in the position of President, the Vice President shall become President. In the event that the Vice President declines to become President, the Secretary will become the interim President until the Board of Directors fills the vacancy in the manner prescribed by Section 5 below.

Section 5. Vacancies

- A. Any vacancy on the Board occurring during the term of office shall be filled by appointment of the Board of Directors.

Section 6. Quorum

At any meeting of the Board, if all 9 Director positions are filled, a quorum shall consist of 5 directors. If the Board consists of less than 9 Directors, a quorum shall be 50 percent of the current Board members.

Section 7. Voting

All Board Members are voting members. Each Board Member is entitled to one and only one vote. Absentee members may be polled but cannot vote. A simple majority of "for" or "against" votes shall carry a motion. Abstentions shall not be counted.

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Section 8. Meetings

- A. The Board of Directors shall meet at least monthly during the regular playing season, and as otherwise deemed necessary.
- B. Uniform notice of Director's meetings shall be given to each Director.
- C. Meetings of the members of the Board of Directors shall be conducted according to and governed by Roberts Rules of Order (revised) except as otherwise provided in these By-laws.

Section 9. General Powers and Duties of the Board of Directors

The Directors shall conduct, manage, and control the affairs and business of the Association. They shall require proper records to be kept of all business transactions and take such other lawful actions as they deem necessary to affect the purposes of the Association.

- A. Hockey Activities
 - 1) The board shall appoint coaches for each team and address coaching issues as warranted.
 - 2) The board shall establish and implement policies and procedures as required by USA Hockey and WAHA, and as necessary for the effective conduct of business. Such policies shall be distributed to member families on an annual basis. Member families shall acknowledge receipt of association policies.
- B. The board may grant scholarships.
- C. The board shall periodically review and implement revisions to the Bylaws and Policies and communicate these revisions to the membership at the General Meeting.
- D. The board may delegate any powers or responsibilities to a duly appointed subcommittee.

Section 10. Absence from Meetings

Any Director not attending three consecutive meetings may be removed from office by the remaining Directors, and a new Director appointed when applicable. Proper notice shall be given to the Director.

BY-LAW 5: DUTIES OF DIRECTORS

Section 1. President

The principal duties of the President shall be to preside at all meetings of the Board of Directors and all the regular and special meetings of the members, and to have a general supervision of the affairs of the Association. This person shall sign or delegate the signing of all certificates, contracts, and legal instruments. The president will become a

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representative to the Youth Hockey Council along with one other representative of the Board (Dane County Board).

Section 2. Vice President

The duties of the Vice President shall be to discharge the duties of the President in the event of the absence or disability for any cause whatsoever of the latter. The Vice President shall coordinate and participate in activities with WAHA, region 4, and other groups serving youth hockey.

Section 3. Secretary

The principal duties of the Secretary shall be to keep a record of the proceedings of the Board of Directors and the proceedings of the Association at its regular and special meetings, and to safely and systematically keep all books, papers, records, documents, and correspondence belonging to the Association or in any way pertaining to the business thereof. In the event of the absence or disability of the President and the Vice President, the Secretary shall discharge the duties of the President.

Section 4. Treasurer

The principal duties of the Treasurer shall be to keep or delegate account of all monies, credits, and property of any and every nature of the Association which shall come into this person's hands: to keep an accurate account of all monies received and disbursed, to render such accounts, statements, and inventories of monies received and disbursed and of money and property on hand, to accept all gifts to the club, and generally of all matters pertaining to this office as shall be required by the Board of Directors. The Treasurer shall prepare a report reflecting the current the financial status of the Association for each meeting of the Board of Directors, and work with the Registrar to insure and carry out timely WAHA/USA Hockey registration of skaters.

All instruments calling for the payment of money issued by the Association shall be signed by such Directors as the Board of Directors may from time to time designate.

Section 5. ACE Director

The ACE Director shall chair the coaching committee and provide training activities for coaches, organize recruitment of new coaches and evaluate current coaches including the receipt of input by parents and skaters. The ACE director is also responsible for ensuring all coaches have the proper and necessary certifications/qualifications as required by USA Hockey.

Section 6. Registrar

The Registrar shall be responsible for the registration of skaters and submission of official rosters to WAHA. The Registrar shall oversee preparation and distribution of informational brochures to schools, recreational information and retail outlets, and distribute and collect skater registration forms and monies. The Registrar shall promptly deposit all payments and provide the Treasurer with complete records of the same so that the Treasurer may readily track payments/collections/billings and other skater financial information, and transmit registration for paid members to WAHA/USA Hockey.

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Section 7. Communications Director

The Communications Director is responsible for developing and administering a marketing plan on behalf of the Association and for promoting the interests and image of the Association. The Communications Director is responsible for a broad range of public relations activities, including social media, advertising activities, and the ongoing promotion of the Ice Spirit organization, to its members and the community at large. The Communications Director is responsible for the issuance of information to members of the association, including the ongoing administration of, and updating, the association's website.

Section 8. Ice Buyer

The principal duties of the Ice Buyer are to be responsible for the purchasing ice time and for allocating practice and game times for each team. The Ice Buyer shall also track ice time usage and provide the Board with regular updates on ice availability by team, and monitor the cost of purchasing ice.

Section 9. Recruiting Coordinator

The principal duties of the recruiting coordinator are to promote Ice Spirit Girls Hockey, and recruit players to the organization.

In the event that an officer position is vacant, or the officer is unable or unwilling to perform the duty of their position, the Association President may delegate those duties to another member of the Board. A Director may, upon approval of the Board, serve in 2 positions simultaneously.

BY-LAW 6: COMMITTEE MAKEUP AND DUTIES

The Board of Directors shall appoint the committees, as determined by the Board.

BY-LAW 7: CAPITAL STRUCTURE

Section 1. Registration Fees

The Board of Directors shall set the registration fees for the coming year as it deems appropriate.

Section 2. Collected Fees are Income

All dues and fees levied and collected shall be income to the Association.

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Section 3. Ice Fee Credit

At the discretion of the board, ice fee credit shall be given for all elected officers of the Board. In the event a person, or another member of the same family, serves more than one position, an ice fee credit shall only be given for one position. The registration fees shall include an amount sufficient to cover credits as follows:

A.	President	\$200
B.	Vice President	\$200
C.	Secretary	\$100
D.	Treasurer	\$200
E.	Ace Director	\$100
F.	Registrar	\$100
G.	Communications Director	\$100
H.	Ice Buyer	\$200
I.	Recruiting Coordinator	\$100

Section 4. Reserves

Adequate non-allocated reserves for depreciation, obsolescence, and losses for bad accounts shall be established and maintained.

Section 5. Surplus

The Association may retain any net earnings after payment of all costs and expenses, together with reasonable reserves, as non-allocated surplus.

BY-LAW 8: AMENDMENT OF BY-LAWS

The Directors are authorized to adopt or amend the By-laws by a vote of two-thirds of the Directors. By-laws adopted or amended by the Directors shall be reported at the next regular member meeting for adoption by the membership by a simple majority of the voting members present.

BY-LAW 9: FISCAL YEAR

The fiscal year of this Association shall end on April 30 of each year.