

# Saugerties Youth Hockey Association, Inc.

By-Laws

6/1/2015



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# **BY-LAWS OF SAUGERTIES YOUTH HOCKEY ASSOCIATION, INC.**

## **ARTICLE I -- NAME AND POWERS**

The name of the Corporation is the Saugerties Youth Hockey Association, Inc (hereinafter referred to as the "SYHA"), a nonprofit SYHA incorporated in the State of New York.

All the powers of the SYHA shall be vested in the Board of Directors (hereinafter referred to as the "Board").

**Historical Background.** The organization grew out of the Hurley Recreation Hockey Inc. group, organized as an incorporated non-profit organization in the 1970's that relocated to the Kiwanis Ice Arena in Saugerties in the 1999-2000 seasons.

## **ARTICLE II -- PURPOSE AND OBJECTIVE**

The SYHA is organized, and shall be operated, exclusively for charitable and educational purposes under section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or any corresponding provisions of future federal tax laws (hereinafter referred to as the "Code"). Notwithstanding any provision of these By-Laws, the Articles of Incorporation or the laws of the State of New York governing the corporation or pertaining to it, the corporation shall only carry on activities permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or (ii) by a corporation, contributions to which are deductible under Section 170(c), 2055 and 2522 of the Code.

The purposes and objectives for which the SYHA is organized include, but are not limited to, the encouragement of youths to participate in the sport of ice hockey by providing an amateur ice hockey program in the Town of Saugerties and primarily in the Ulster County, New York area in which youths can, for their physical and psychological betterment, learn and improve athletic skills, participate in a competitive sports environment, experience and acquire good sportsmanship qualities, and develop and maintain good fellowship with other participants.

## **ARTICLE III -- PRINCIPAL OFFICE**

The principal office of the SYHA shall be located at 6 Small World Drive, Saugerties New York at the Kiwanis Ice Arena.

## **ARTICLE IV -- MEMBERSHIP**

Each Member shall comply with and adhere to (i) the By-Laws, rules, and other policies of the SYHA; (ii) the By-Laws, rules, and other policies of USA Hockey, the New York State Amateur Hockey Association and their respective successors and assigns; and (iii) the rules of any subsequent or additional youth hockey league in which the SYHA participates (all such By-Laws, rules and policies described in (i), (ii) and (iii) , as amended, modified or supplemented from time to time hereafter, shall be individually and collectively referred to as the "Rule" or the "Rules").

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- A. **Members.** Any person who has volunteered time as a Head coach, Assistant Coach, Team Manager, Team Representative, Board Member or any capacity deemed sufficient by the Board, from approximately August to March each year (hereinafter "Regular Season"), shall be eligible to become a Member.
- B. **Suspension/Expulsion.** The Board may suspend or expel a Regular Member for cause. The term "cause" shall refer to (i) any violation of any Rule and (ii) conduct, which, in the sole opinion of the Board, is prejudicial to the best interests of the SYHA.
- C. **Good Standing.** Membership in good standing will be based upon completion of the appropriate CEP level, payment of the applicable fees, and compliance with the Rules.

### **ARTICLE V – MEETINGS OF MEMBERS**

- A. **Annual Meeting.** An annual meeting of Members of the SYHA shall be held in March of each year for the purpose of electing officers, reviewing the activities and goals of the SYHA, receiving financial reports, and for the transaction of any other business as may properly come before the Board.
- B. **Voting.** Each Member in good standing shall be entitled to one vote at any annual or special meeting of the membership.

### **ARTICLE VI -- BOARD OF DIRECTORS**

The Saugerties Youth Hockey Association shall be governed by a Board of Directors herein after referred to as the Board. The Board shall consist of officers and any other person within two branches or parts; the Executive Board (Elected) and the Associate Board (Appointed).

- A. **Qualifications of Officers.** Any person who is a Member in good standing and any person who contributes to the purposes of the SYHA shall be eligible for membership on the Board.
- B. **Number of Elected Executive Officers.** The Executive Board shall consist of no less than nine (11) elected Executive Officers.

The SYHA Elected Executive Board:

- President
- Vice President (Hockey Director)
- Vice President (Administration)
- Treasurer
- Secretary
- Ice Scheduler
- Registrar
- Ace/Player Development Coordinator
- Player/Parent Advocate

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- Fundraising Coordinator
- Recreation/Girls Coordinator

C. **Appointed Associate Board Officers.** The Executive Board may appoint additional officers and/or assistant officers for such terms and for such purposes as the Board deems appropriate. These appointed officers herein will be Officers of the Associate Board. These include but are not limited to a Webmaster, Equipment Manager, Fundraising Coordinator, Public Relations Coordinator, Tech Valley Hockey League Representative, Spirit Wear Coordinator, Sponsor Coordinator, and a Surveyor. The following provisions apply to Associate Board members:

1. Serve as non-voting members of the Board of Directors
2. Must follow all of the requirements of Executive Board members (By-Laws, policies and regulations)
3. May be appointed by the SYHA President subject to Executive Board approval at the next scheduled SYHA Board of Directors meeting
4. Associate Board members may be removed by a majority vote by the Executive Board at any time
5. The term for all Associate Board members shall be one (1) year

D. **Meetings.** There shall be one regular meeting of the Board scheduled during the second week of each month on a date to be designated by the President unless such a monthly meeting is waived at the prior month's Board meeting by a majority vote. A minimum advance notice of 10 days shall be given with regard to all regular meetings of the Board.

E. **Special Meetings.** A special meeting of the Board may be called at the written request of the President or any two (2) Executive Board Officers. Such meeting shall be held at such time and place as decided by the President, and it shall be the duty of the Secretary to then give notice of the special meeting, setting forth the time, place and purpose thereof, to be held between two (2) and thirty (30) days after receiving the request. If the Secretary fails to give notice of the meeting within seven (7) days from the day on which the request was made, the person or persons who requested the meeting may fix the time and place of the meeting and give notice thereof in the manner hereinafter provided.

F. **Quorum.** Except as otherwise provided in these By-Laws, at all meetings of the Board, fifty-percent (50%) plus one of the Executive Board must be present in person to constitute a quorum for the transaction of business. Except as otherwise provided in these By-Laws or applicable law, the act of a majority of the Executive Board present at a properly convened meeting at which there is a quorum shall be deemed to be an act of the Board. If a quorum is present when a duly called meeting is convened, the Board members present may continue to transact business until adjournment, even if the withdrawal of one or more Executive Board Officers leaves less than the number otherwise required for a quorum.

G. **Voting.** At any meeting of the Board, each Executive Board Officer present shall be entitled to one vote on any question coming before the meeting. Any action required to

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be taken at any meeting of the Board or of any committee may be taken without a meeting if all of the members of the Board or committee, as the case may be, consent thereto in writing, and such consents are filed with the minutes. An Executive Board Officer may not appoint a proxy for himself or herself or vote by proxy at a meeting of the Board.

- H. **Resignation.** Any Officer may resign at any time by giving written notice to the President or the Secretary. The resignation shall be effective without acceptance when the President or the Secretary receives the notice, unless a later effective date is specified in the notice.
- I. **Indemnification.** The SYHA shall indemnify every Officer, any former Officer, and any agent or agents, acting under the authority of the SYHA and the Board, against any and all expenses, including attorneys' fees, reasonably incurred by or imposed upon any Officer in connection with any action, suit or other proceeding (including settlement of any suit or proceeding if approved by the Board) to which the Officer may be made a party by reason of being or having been an Officer of the SYHA regardless of whether he or she is an Officer at the time such expenses are incurred.

### **ARTICLE VII – EXECUTIVE BOARD**

- A. **Term.** Executive Board Officers elected by the Members shall serve one or two year terms. Officers may be reelected for successive terms. The positions of President, Both Vice Presidents, Secretary, Treasurer and Scheduler are two year terms. All of elected board positions are one year terms. The term of an Executive Officer shall begin, if such Officer is elected, at the conclusion of the annual meeting at which time such Officer was elected, or, if such Officer is appointed by the Board to finish a partial term, at the Board meeting following such Officer's appointment. Any Officer appointed by the Board shall stand for election at the next annual meeting following such Officer's appointment. Each Officer's term of office shall continue until the conclusion of the annual meeting unless the Board has determined that a successor will not be elected, until his or her successor has assumed office; or until the Officer's prior death, resignation or removal.
- B. **Delegation.** In the absence of any officer of the SYHA, or for any other reason the Board may deem sufficient, the Board may delegate the powers or duties, or any of such powers or duties, of any Officers or Officer to any other Officer.
- C. **Failure to Perform Duties.** If an Executive Board Officer fails to attend two (2) consecutive regular meetings of the Board or twenty-five percent (25%) or otherwise fails to perform any of the duties devolving upon him or her, his or her office may be declared vacant by the affirmative vote of a majority of the Board.
- D. **Vacancies.** All vacancies on the Executive Board may be filled by the remaining Officers at any regular or special meeting of the Board by an affirmative vote of the majority of the Executive Board Officers at a meeting where a quorum is present or by an election either at an annual meeting or at a special meeting of the Regular Members called for that purpose where a quorum is present. Any Officer elected to fill a vacancy shall hold office for the balance of the unexpired term of such vacancy for which he or she was elected.

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E. **Responsibilities of the Executive Board.** The Board shall be responsible for the management and administration of the affairs of the SYHA, which include:

1. Developing and approving all yearly and projected directions, goals, budgets, and fiscal policies.
2. Initiating, approving and implementing fund raising strategies.
3. Approving all annual reports.
4. Approving all financial and contractual agreements.
5. Implementing other measures as the Board deems proper to the SYHA.
6. Establishing policy, operating rules and procedures to best protect the interest and welfare of its members of the SYHA.
7. Establish and delegate responsibility of day to day operations to the Coaches, Approved Volunteers, Associate Board Members and Committees.
8. Responsible for approval of all team coaches and volunteers prior to the start of the season, and reserves the right to immediately suspend, dismiss, or not approve the assignment of a coach or volunteer that does not abide by the organizational and USA Hockey Inc. By-Laws, playing rules, ethics and sportsmanship criteria. All coach and volunteer appointments are on a year-to-year basis, and are not automatically renewed in future seasons. All assignments by the Executive Board are final. There is no appeal process because it is not a punitive action. Assignments are made for the good of the entire organization and are considered and finalized at the discretion of the Executive Board.
9. Will render the right to determine teams based on registration and USA Hockey Guidelines.
10. Shall establish a Code of Conduct that must be made available to each player, coach and volunteer registered or association with the organization and programs.
11. Reserves the right to take any immediate disciplinary action against players, coaches, parents, spectators, or volunteers, should such individuals violate the Code of Conduct.
12. The Executive Board shall vote on all matters coming before it that are not covered herein. A simple majority vote by those Executive Board members attending the Board meeting is required to pass or defeat any issue presented before the Board. Email is acceptable for voting on business transactions that require immediate action. Copies of Emails will be kept as official records by the Secretary.
13. In the event of an actionable incident by a player, an executive board member, shall have the ability to remove any player, coach, parent, spectator or volunteer "ON THE SPOT" without discussion or conference. This will automatically trigger a review to the Executive Board, which MUST be convened in the circumstance within a timely fashion of the incident for the purpose of a continuance, a reinstatement or a finding of fact.
14. Meeting Agenda: The Secretary shall prepare an agenda for each Board meeting. All Board members shall submit "new business" items to the Secretary no later than one (1) full week prior to the Board meeting. The President shall then compile an agenda and distribute it to the secretary who will distribute to all members prior to the Board

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15. Meeting Protocol: The Board strives to conduct meetings pursuant to the Robert's Rules of Order. meeting. The President reserves the right to discuss or table issues as time permits.

F. **Duties and Powers of the Executive Board Officers.** The duties and powers of the Executive Board Officers of the SYHA shall be as stated in these By-Laws, including the following, and those customarily discharged and exercised by corporate officers holding such office:

1. **President.** The President shall be the chief executive officer and shall be responsible for the day-to-day operations of the SYHA and general active management of the business of this SYHA. It is the President's duty to preside at the meetings of the SYHA and the Board, represent the SYHA, see that orders and resolutions of the Board are carried into effect, make any and all decisions not specifically reserved by the Board, and perform such other duties as are necessarily incident to the office of President and sign all contracts entered into by the SYHA, except (a) where such authority is expressly assigned or delegated by the Board, the By-Laws or Articles of the SYHA exclusively to another Officer, Member or agent of the SYHA and (b) in cases in which the authority to sign and deliver contracts is required by law to be exercised by another person. The President shall be permitted to engage the services of the Vice President or of an administrative assistant to assist him or her with his or her duties.
2. **Vice President Administration.** Vice President of Administration: The Vice President, who is present at the time and able to so act, shall act on behalf of the President in the President's absence or disability. The Vice President shall perform such other duties as may from time to time be delegated to him or her by the President or by the Board. These duties include preparing and overseeing evaluation and tryout schedules for Travel teams, coordinating the scheduling of all hockey practices and games sponsored by the SYHA in which Players participate and completing registration for all Players in the organizations in which the SYHA participates. The Vice President shall also perform such other duties as may from time to time be delegated to him or her by the President or by the Board.
3. **Vice President of Hockey Activities.** The Vice President, who is present at the time and able to so act, shall act on behalf of the President in the President's absence or disability. The Vice President shall perform such other duties as may from time to time be delegated to him or her by the President or by the Board. The duties of the Vice President shall also be responsible for collecting and overseeing all upcoming season plans from each Age Level Director. The Hockey Director shall be responsible for coordinating all activities for the Travel League and Recreation League and shall perform such other duties as may from time to time be delegated to him or her by the President or by the Board.
4. **Secretary.** The Secretary shall be responsible for recording and maintaining all minutes of the meetings of the SYHA, custody of the records, documents



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and papers of the SYHA and providing for the keeping of proper records of all transactions of the SYHA. In the absence of the Secretary, the President shall designate a replacement. The SYHA's minutes shall be open to inspection to all Officers, and any Member of the SYHA may inspect them upon the Secretary's receipt of a written request. The Secretary shall have and may exercise any and all other powers and duties pertaining by law, regulation or practice to the office of Secretary, or imposed by these By-Laws. The Secretary shall perform such other duties as may be assigned to him or her from time to time by the President or the Board.

5. **Treasurer.** The Treasurer shall perform such duties as may be properly required of him or her by the Board or the President. In addition, the Treasurer shall be responsible for the financial procedures used by the SYHA, including the accounting of all monies received and expended and the submittal of a proposed annual budget and such financial reports as may be requested from the Board and/or President. The financial records of the SYHA shall be open to inspection to all Officers, and any Member of the SYHA may inspect them upon the Treasurer's receipt of a written request.
6. **Player/Parent Advocate.** The Player & Parent Liaison mediates (on boards behalf) issues that could pertain to disciplinary and safety matters, tryouts or other issues that would result from disputes that require resolution. The Player/Parent Liaison is also responsible for advising and providing Travel and House teams on safety matters including but not limited to Consent Forms and Medical Kits. The Player/Parent Advocate should be well versed in safety matters recommended by USA Hockey. The Player/ Parent Liaison shall also help with scheduling and processing equipment nights for 8U programs. The Player/ Parent Liaison shall also perform such other duties as may be properly required by the executive board.
7. **ACE Coordinator.** The ACE Coordinator shall be primarily responsible for (1) organizing, coordinating, and managing the Travel Coaches and House Coaches and (2) organizing and directing the hockey instruction and competition according to the policy set by the Board. The Ace Coordinator shall also promulgate coaching policy and strategy and shall ensure that the instruction and competition are conducted competently and efficiently. The Ace Coordinator shall be responsible for coordinating all hockey related activities of all Coaches and Players and shall perform such other duties as may from time to time be delegated to him or her by the President or by the Board. The ACE Coordinator is required to be an experienced individual with a strong coaching background who serves as the administrative link to USA Hockey and its Coaching Education Program (CEP). In their role, Association ACE Directors organize and manage CEP requirements, assist the local association in the development of a well-trained coaching staff, promote parent education and provide clear goals and objectives for player skill development.
8. **Registrar.** The principal duties of the Registrar shall be to account for all skater registrations, including USA Hockey registrations for both skaters and

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coaches. Any payments accompanying registrations shall be accounted for and passed along to the Association Treasurer. Any ice credits which shall come into his or her hands from the Treasurer's records shall be accurately accounted for.

9. **Ice Scheduler.** The Ice Scheduler shall be responsible for the purchase and distribution of ice. The Ice Scheduler shall coordinate with the ice arena manager, hockey director, age level directors, board members, referees association and coaches to develop practice and game schedules
10. **Fundraising Coordinator.** This is a member of the board who will act as a go between for the Executive Board and the Booster Club. They are responsible for all monies collected by the Booster club. They are primarily responsible for raising money through sponsorships, events and other means for the program. Additionally they are responsible for coordination of the recruiting and retention but are not limited to production of recruiting materials, organization of recruiting efforts and events. They are responsible to contact all SYHA families at the end of the season for feedback. They are responsible to promote Try Hockey for Free Day as well as any other programs SYHA may use to recruit new kids to the game. The Fundraiser shall also perform such other duties as may from time to time be delegated to him or her by the President or by the Board.
11. **Girls & Recreation Coordinator.** This is a member of the board who will be responsible to oversee the continued growth and development of our Girls programs and In-House programs. They will be responsible for ensuring all teams have coaches, team parents, players and schedules. Additionally they are responsible for coordination of the recruiting and retention but are not limited to production of recruiting materials, organization of recruiting efforts and events. The Girls & Recreation Coordinator shall also perform such other duties as may from time to time be delegated to him or her by the President or by the Board.

### **ARTICLE VIII – COACHES, AND TEAM MANAGERS**

- A. **Number and Terms of Coaches, and Team Managers.** The number of Travel Coaches, House Coaches, and Team Managers shall be determined by the Board. The respective terms of Travel Coaches, House Coaches, and Team Managers shall be no longer than one year.
- B. **Duties and Powers of Coaches and Team Managers.** The Travel Coaches, House Coaches, and Team Managers shall have the powers and perform such duties as prescribed in these By-Laws and as may be properly required of them by the President and/or the Hockey Director.
- C. **Travel Coaches.** The Executive Board shall be responsible for appointing all Travel Coaches. A Travel Coach may be removed from service without cause by the Executive

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Board. Each Travel Coach shall have such duties as may be properly required of him or her by the Hockey Director, ACE Coordinator or the President.

- D. **House Coaches.** The Executive Board shall be responsible for appointing the House Director and all House Coaches. A House Coach may be removed from service without cause by the Executive Board. Each House Coach shall have such duties as may be properly required of him or her by the Hockey Director, ACE Coordinator or the President.
- E. **Team Managers.** The Coaches with the consent of the Executive Board for House teams, and Travel Teams shall appoint such Team Managers as they shall deem necessary (subject to the maximum number of Team Managers permitted by the Board). A Team Manager may be removed from service without cause by the Executive Board.
- F. **Level Directors.** The Level Directors shall be responsible for coordinating all activities of the Travel league level they are responsible for as defined by the Hockey Director. The Hockey Director shall, with the consent of the president, appoint a Level Director. The Level Director may be removed from office without cause by the Executive Board.

### **ARTICLE IX -- COMMITTEES**

- A. **Appointment of Committees.** The Board shall appoint the members of the Finance Committee and Nominating Committee. The Board may, from time to time, provide for such additional standing or temporary committees as it shall deem appropriate, including advisory committees that shall have no authority to act on behalf of the SYHA. The President may also establish advisory committees. The Finance Committee, Nominating Committee and each such additional committee, as applicable (i) shall have the authority of the Board as provided herein and to the extent provided in resolutions adopted by the Board; (ii) shall be comprised of the members as provided herein or as appointed by the Board or, if expressly authorized by the Board, by the President. Each such committee is at all times subject to the control and direction of the Board. Committee members need not be Officers.
- B. **Chair of Committees.** Except as otherwise provided by the By-Laws, or the resolution of the Board, the President shall annually designate the personnel of each committee, and, at the time of the appointment of a committee, designate a chairman for such committee.

### **ARTICLE X -- PROHIBITED ACTIVITIES**

Notwithstanding any other provision of these By-Laws, the Articles of Incorporation or the laws of the State of New York governing the SYHA or pertaining to it, the SYHA shall not engage in or carry on any activities not permitted to be engaged in or carried on by a SYHA described in Section 501(c)(3) of the Code of 1986 and exempt from taxation under section 501(a) of the Code.

- A. **Net Earnings.** No part of the net earnings of the SYHA shall benefit, or be distributed to its Members, Officers, trustees (if any) or other private persons, except that the SYHA shall have the authority to pay reasonable compensation for services actually rendered to or for

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the SYHA in furtherance of its purposes as set forth in Article II hereof and to reimburse persons for out-of-pocket expenses incurred on behalf of the SYHA.

- B. **Political Activities.** No part of the activities of the SYHA shall consist of carrying on of propaganda, or otherwise attempting to influence legislation, except as permitted in section 501(h) of Code. The SYHA shall not participate in, or intervene in (including the publication or distribution of statements), any political campaigning on behalf of or in opposition to any candidate for public office.
- C. **Compensation.** No Board of Directors officer including the President shall receive compensation for any duties performed as a Board Member.
- D. **Loans and Guarantees.** Subject to Article XE below, the SYHA shall not make any loan of money or property to, or guarantee the obligation of, any Officer; provided, however, that the SYHA may advance money to an Officer of the SYHA for expenses reasonably anticipated to be incurred in performance of the duties of such Officer so long as such individual would be entitled to be reimbursed for such expenses; provided, however, that this SYHA shall not advance expenses incurred in defense of a claim brought by or in the right of this SYHA or expenses incurred in pursuing a claim against this SYHA. The provisions of this Section are not intended to limit the ability of a person to receive advances as an insured under an insurance policy maintained by this SYHA.
- E. **Self-Dealing Transaction.** Except as provided in this Subsection, the Board shall not approve self-dealing transactions. A self-dealing transaction is:
  - 1. one to which the SYHA is a party and in which one or more of the Officers has a material financial interest, or
  - 2. a transaction between the SYHA and one or more of the Officers, or
  - 3. a transaction between the SYHA and any person in which one or more of its Officers has a material financial interest.

The Board may approve a self-dealing transaction if it determines that the transaction is in the best interest of the SYHA, is fair and reasonable and, after reasonable investigation, reaches the conclusion that the SYHA could not have obtained a more advantageous arrangement with reasonable effort. Such determinations must be made by the Board in good faith, with knowledge of the material facts concerning the transaction and an Officers interest in the transaction, and by a vote of a majority of the Board then in office (determined as if the position or positions of the interested Officer(s) were vacant, without counting the vote or votes of the interested Officer(s).

- F. **Subjecting the SYHA to Tax.** If the SYHA is treated during a particular year as a private foundation described in Section 509 of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law), no approval shall be given to any transaction which would subject the SYHA to tax under any provision of sections 4941 through 4945 of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue law).

## **ARTICLE XI – INSURANCE**

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The SYHA may purchase and maintain insurance on behalf of any person who is or was an Officer, committee member, agent, employee or staff member against any liability asserted against or incurred by that person in or arising from such capacity, whether or not the SYHA would otherwise be required to indemnify the person against the liability.

### **ARTICLE XII -- BOOKS AND RECORDS**

The following books and records shall be kept:

1. Complete books and records of account.
2. Minutes of the proceedings of Board meetings.
3. Any other record necessary for the proper operation of the SYHA.
4. All books and records of the SYHA may be inspected by any Officer, or his/her agent or attorney, for any proper purpose at any reasonable time upon written notice to the President.

### **ARTICLE XIII -- CONTRACTS, CHECKS, DEPOSITS AND FUNDS**

- A. **Contracts.** In addition to the President, the Board may by written authorization of the President or Vice President authorize any Officer, Regular Member or agent to enter into any-contract or execute and deliver any instrument in the name of and on behalf of the SYHA.
- B. **Checks, Drafts or Orders.** All checks, drafts, orders for the payment of money, notes or other evidence of the indebtedness of the SYHA, shall be signed by the Treasurer or the President. The Board may by written authorization of the President or Vice President authorize the signing of these instruments by other Officers, employees, Regular Members or agents of the SYHA.
- C. **Deposits.** All funds of the SYHA shall be deposited to the credit of the SYHA in such federally insured banks, trust companies or other depositories as the Board may select and all such funds shall be withdrawn only in the manner or manners authorized by the Board from time to time.
- D. **Gifts.** The Board may accept on behalf of the SYHA any contribution, gift or bequest.
- E. **Authority to Borrow; Encumber Assets.** No Board Member, agent or member of the SYHA has any power or authority to borrow money on its behalf, to pledge its credit or to mortgage or pledge its real or personal property except within the scope and to the extent of the authority expressly delegated by resolutions adopted from time to time by the Board. The Board may give authority for any of the above purposes, and this authority may be general or limited to specific instances.

### **ARTICLE XIV -- FISCAL YEAR**

The fiscal year of the SYHA shall begin on the first day of July of each year and end at midnight on the thirtieth (30th) day of June of the following year.

**ARTICLE XV -- SEAL**

The SYHA shall have a Corporate Seal in accordance with the laws of the State of New York. The SYHA seal shall be circular in form and bear the name of the SYHA and the words and figures showing that it was incorporated in the State of New York.

**ARTICLE XVI -- LOGO**

The SYHA shall have the current logo for the Saugerties Youth Hockey Association, Inc. which is the "SYHA Mustang" or "SYHA Fillies" as pictured below:



Additionally, the Mustang within the Circular crest with Saugerties Youth Hockey Around it is an acceptable alternative.

Should there be a desire to change the logo, a majority vote of the SYHA members in good standing will be called for and executed. If the majority requests a change a competition will be held to select a new logo and submissions will be solicited. This will be coordinated by the Board of Directors and delegated to a special sub-committee as needed. Use of this SYHA name and logo for any purpose without the express written consent from the SYHA Executive Board is strictly prohibited.

**ARTICLE XVII -- AMENDMENTS TO THE BY-LAWS**

These By-Laws may be adopted, amended or repealed after they have been discussed at a Board meeting and approved by an affirmative vote of two-thirds (2/3) of the entire Board.

**ARTICLE XVIII -- AMENDMENTS TO ARTICLES OF INCORPORATION**

The Articles of Incorporation may be amended after they have been discussed at a Board meeting and approved by an affirmative vote of two-thirds (2/3) of the entire Board.

**ARTICLE XIX -- ANNUAL FINANCIAL REPORT**

The President may elect to provide an official financial statement, compiled by a Certified Public Accountant designated by the Board.

**ARTICLE XX -- DISSOLUTION**

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Should it become necessary to dissolve the SYHA, a special Board meeting shall be called to adopt such a resolution and dissolution shall proceed in which all monies of the SYHA will be donated to the Kiwanis Ice Arena in the Town of Saugerties, New York.