

# BYLAWS

## CITY OF LAKES YOUTH HOCKEY ASSOCIATION, a/k/a MINNEAPOLIS TITANS

Adopted on :

### ARTICLE I – NAME

The name of this organization shall be the City of Lakes Youth Hockey Association, a/k/a Minneapolis Titans (the “Association”).

### ARTICLE II – PURPOSE

The Association’s purposes are to encourage participation of youth, within the boundaries dictated by Minnesota Hockey, the governing body of youth and amateur hockey in Minnesota, for Minnesota Hockey District 1 (“District 1”), or any subsequent District to which the Association may be assigned, in the sport of hockey; to organize suitable supervision and places to play hockey; to receive, hold, and disburse funds to accomplish these purposes; to associate with other hockey organizations in the State of Minnesota in the furtherance of the above purposes. It shall be non-partisan and non-political. It shall have the ordinary powers of social and non-profit associations created for the foregoing purposes and any policies and procedures thereof shall promote these purposes.

### ARTICLE III – MEMBERSHIP

**Section –1** Membership shall consist of natural persons who are parents and/or guardians of natural persons registered with the Association to participate in youth hockey and whose names and addresses are registered with the Association in the registration process by which natural persons are made eligible to participate in youth hockey with the Association. The number of members associated with a participant shall be limited to two. The Board, as defined herein, may admit as members other natural persons as long as the rules of Minnesota Hockey are adhered to.

**Section –2** Voting. Members shall be eligible to vote at Annual Meetings, as defined

herein, or any other duly called membership meeting, and serve in any of its elective or appointed positions if duly elected or appointed. Membership voting shall be limited to Board elections, changes to the Bylaws, other actions as agreed by the Board, or as otherwise stated in the Bylaws or Minnesota Statutes.

**Section –3 Resignation.** Any member may resign. Such resignation shall be in writing and delivered to the Secretary, as defined herein, who shall keep a record of the same and deliver it to the Board, as defined herein. Resignation shall not relieve a member of unpaid dues or other charges previously accrued.

**Section –4 Removal.** A member may be removed by the membership at an Annual Meeting or other meeting of the membership.

**Section - 5 Meetings.** An Annual Meeting of the members shall take place in the month of May, the specific time, date, and place of which may be designated by the Board. Notice of the Annual Meeting shall be delivered to members at least five (5) days prior to the Annual Meeting. At the Annual Meeting, the members shall: (a) elect the Board and Officers as defined herein; (b) receive reports on the activities of the Association, including a report on the Association’s activities and financial condition; and (c) consider and act upon any other matters as may be raised consistent with notice requirements. For the purposes of the Annual Meeting, a quorum shall consist of ten percent (10%) of the members entitled to vote at the Annual Meeting. Other meetings of the membership may be called by the Board or by demand of at least twenty percent (20%) of the membership and shall occur upon the same notice and quorum requirements as the Annual Meeting.

#### **ARTICLE IV – BOARD OF DIRECTORS**

**Section –1 General Powers.** The Board of Directors (“Board”) shall have control of and be responsible for the management of the affairs of the Association, which may include but is not limited to:

- a) transacting necessary business;
- b) creating committees as needed;
- c) resolving disputes;
- d) presenting a report at the Annual Meeting;
- e) having regular audits completed in accordance with state and local laws and regulations;
- f) receiving monies from fundraising and audit the accounts of the various fund raising activities;
- g) acting as the budget committee;
- h) responsibility for a grievance process;
- i) performing a regular review of the Bylaws and present recommendations to the membership for changes;
- j) approving coaches and managers for each team at each level of the hockey program.

**Section - 2 Number and Qualifications.**

A. The number of members of the Board shall be fixed from time to time by the Board but shall consist of at least sixteen (16) natural persons including the following Officers: President; Vice-President; Treasurer; Secretary; Ice Director. B. Each member of the Board shall be a member of the Association.

**Section - 3** Election and Terms of Office. Board members shall be elected at the Annual Meeting and at least five (5) members shall be elected to an Officer position. Board members shall be installed in their positions at the first Board meeting following the Annual Meeting. The positions of President, Secretary, and Ice Director shall be elected in odd numbered years. The Vice President and Treasurer shall be elected in even numbered years. Board members shall serve a term of two (2) years or until a successor has been duly elected.

**Section - 4** Quorum. A majority of the Board shall constitute a quorum for the purposes of conducting Association business.

**Section - 5** Meetings. The Board shall meet from time to time as required to perform its duties. The Board shall meet on the first Thursday after the second Monday of each month, except in May, at a time and place determined by the Board, unless the Board shall determine a different date. The President shall preside over meetings; the Vice President shall preside over meetings in the event of the absence of the President. Other meetings may be called by a majority of Board members upon five (5) days notice to other Board members.

**Section - 6** Procedures. The majority vote of the Board at a duly called meeting of the Board at which a quorum is present is an act of the Board. The Board shall keep written minutes of its meetings in the Association's permanent records.

**Section - 7** Vacancy/Removal. A vacancy occurring due to resignation or removal during a term shall be filled by a majority vote of the Board; in the event of a tie vote, the President's vote shall be the tie breaker. Any Board member's term of office may be terminated for good cause by two-thirds vote of the members present at a meeting of the membership or by unanimous vote of all the other members of the Board at a meeting called for that purpose.

## **ARTICLE V - OFFICERS**

**Section - 1** The Officers of the Association shall be those members of the Board as elected by the membership for those positions pursuant to Article IV, Sections 2 and 3 of these Bylaws.

**Section -1.1** The President shall preside at membership meetings and Board meetings and conduct the affairs of the Association in a manner consistent with his/her office. The President shall serve as chairperson of the Board and shall be an ex-officio member of all committees with the right to vote. The President shall see that all actions, orders and resolutions of the Board are carried into effect and perform such other duties as usually pertain to the office of the President.

**Section –1.2** The Vice President shall act as the aide to the President and shall perform the duties of the President in the President’s absence because of an emergency or any other reason. In the President’s absence, the Vice President shall act as temporary chair of the meetings of the Board and members, and perform other duties as prescribed by the President and all duties incident to the office of Vice President.

**Section –1.3** The Secretary shall keep a correct record (minutes) of all meetings of the Association; maintain a register with the names and addresses of all active members; maintain a copy of the Bylaws with amendments and restatements thereof; when directed to do so, give proper notice of meetings of the Association; and perform other duties as prescribed by the President and all duties incident to the office of Secretary.

**Section –1.4** The Treasurer. Except as required by Minnesota Statutes or administrative rules, shall receive all moneys of the Association; keep an accurate account of receipts and expenditures; pay out funds only as authorized by the membership or Board; be responsible for reviewing and approving the financial activities of the Association; render to the President and Board, whenever required, an account of all transactions of the Association; perform other duties as prescribed by the President and all duties incident to the office of Treasurer.

**Section-1.5** The Ice Director shall oversee all ice needs on behalf of the Association; negotiate and complete the purchase of ice at all venues; use technology such as Avario, AutoIce (or other like application or program if possible) to distribute ice accurately to the Association’s levels and teams, consistent with team schedules; return or resell any unusable ice; reconcile ice usage and invoice payments with each arena manager and the Treasurer; coordinate with the Association's coaches/managers and applicable Minnesota Hockey Districts to create game schedules; and perform other duties as prescribed by the President and all duties incident to the office of Ice Director.

**Section –2** No position in the Association will receive paid compensation except as approved by the Board and ratified by the membership.

## **ARTICLE VI – AMENDMENTS**

These Bylaws may be altered, amended, or repealed by vote of a majority of the membership present at the Annual Meeting or any other meeting of the members. The text of any proposed changes shall be distributed to the Board and membership at least 15 days prior to the meeting at which the vote shall occur.

## **ARTICLE VII – DISSOLUTION**

**Section –1** In the event that the Association should decide to or is forced to dissolve, the Association shall make every effort to satisfy any monetary or material debt it legally owes, donate any funds or materials it owns to another charitable organization, preferably one that promotes youth hockey.

## **ARTICLE VIII – INDEMNIFICATION**

The Association shall indemnify each person who is or was a Member, Director, Officer, coach, team manager, or member of any committee appointed by the Board, together with each person who is or who was serving the Association as an appointed representative to some other entity, for the actions taken and decisions made by such persons on behalf of the Association to the extent allowed by law. The Association may provide and maintain insurance on behalf of any persons so indemnified.

## **ARTICLE XII – FINANCIAL ACCOUNTING PERIOD**

The Association shall use an accounting period of July 1<sup>st</sup> through June 30<sup>th</sup>.

**These Bylaws were adopted by a majority vote of the Members at a meeting occurring on June 15, 2023. The duly elected Officers below attest to this.**

**Cory Larson, President**

**Nancy Nordeen, Vice President**