



# BYLAWS OF THE FLATHEAD VALLEY HOCKEY ASSOCIATION

## 1. NAME AND PURPOSE

- 1.1. Name: The name of the organization shall be the Flathead Valley Hockey Association (hereinafter referred to as "FVHA" or "the Association").
- 1.2. Mission: The mission statement of FVHA is "Flathead Valley Hockey Association offers the youth of the Flathead Valley of all ages and abilities the opportunity to participate in the sport of ice hockey."
- 1.3. Membership: The membership of the Flathead Valley Hockey Association will consist of each hockey player, coach, and Board member registered for the current season with the Association.
- 1.4. Robert's Rules of Order: The rules contained in the current edition of Robert's Rules of Order Newly Revised shall guide the meetings of the Association in all cases to which they are applicable and in which they are not inconsistent with these bylaws.

## 2. BOARD OF DIRECTORS

- 2.1. Board: An all-volunteer Board of Directors (hereinafter referred to individually, "the Directors" and collectively, "the Board") shall manage the affairs and property of the organization in accordance with the purposes and limitations set forth in these Bylaws.
- 2.2. Directors: The number of Directors shall be eleven (11).
- 2.3. Qualification of Directors: Any community member in good standing with the Association and able to pass the MAHA background check is eligible to be a Director. Board Members and Association Voting Members may nominate candidates to be considered by the voting membership at the Annual meeting. Only one (1) Director per household is allowed.
- 2.4. Term of Office: Term of office for elected Directors shall be two (2) years. At the end of this two-year term, Directors will stand for re-election unless retiring. Director positions shall be staggered so that one half (5 or 6) of Director Positions shall be up for election each year.
- 2.5. Attendance: Good attendance and participation is expected of Directors. Upon three (3) or more absences annually of regular Board Meetings, the Board has the right to bring a motion to remove the Director.
- 2.6. Quorum and Voting: The presence of a majority of the Directors shall constitute a quorum of the Board for the transaction of business. Directors attending remotely/on-line shall be considered present. The President is a voting member, but may not cast a tying vote in any decision.



2.7. Electronic Voting: Occasionally the Board may approve action without calling a meeting necessary to conduct FVHA business. The Board may approve action by majority vote through officially sanctioned electronic communication. Such actions must be filed as minutes and recorded by the Secretary and presented at the next Board meeting.

2.8. Resignation: If at any time a Director feels that he or she can no longer perform their duties, they may choose to resign from the Board with written notice to the President, Vice President or to the Board as a whole.

2.9. Removal: The Board may remove any Director for cause by a vote of two-thirds (2/3) of the Directors at a regularly scheduled meeting. Notice of intent must be given to the affected Director a minimum of 10 days prior to the regular meeting. Grounds for termination include, but are not limited to, acts or behavior detrimental to the purpose and goals of FVHA and/or non-attendance of Board meetings.

2.10. Vacancies: Should a vacancy or vacancies open on the Board mid-year, the Board may appoint someone to fill the position by majority vote.

2.10.1. The appointment vote must occur during a Board meeting.

2.10.2. A minimum of 10 days' notice must be posted publicly to the Board and regular members.

2.10.3. Directors chosen to fill vacancies are to finish the remaining term of the vacant position.

### 3. OFFICERS

3.1. Officers and Duties: There shall be four (4) separate officers consisting of a President, Vice President, Secretary and Treasurer. Office responsibilities and their duties are as follows:

3.2. President: The President shall supervise the Association's affairs and activities and shall serve as the organization's Chief Executive Officer. The President shall preside over all meetings of the Board and the Annual Meeting. The President shall also prepare the agenda for regular Board Meetings and supervise the business of the organization subject to the control, advice and consent of the Board. The President shall, along with the Treasurer, have signing authority for all banking loan documents or any other financial documents. The President shall be responsible for assuring that the Association is in compliance with all the rules and regulations of USA Hockey and other organizations of which the Association is a member. The President shall lead the Board in developing an annual budget. The President is required to chair the Scholarship Committee and audit the Board member election.

3.3. Vice President: The Vice President shall act as President in the absences of the President and when so acting, shall have the full power and authority of the President. The Vice President shall work with the President on such affairs of the organization as membership, public relations and any other items deemed necessary. The Vice President is required to chair the Election and Disciplinary Committees.

3.4. Secretary: The Secretary shall maintain the records. Records shall include minutes of meetings of the Board, copies of disciplinary actions taken, maintain contact information for the Board, send notice of meetings, track attendance of all meetings and keep a list of FVHA members. The Secretary shall ensure all minutes are Board approved at the following regular Board Meeting and posted publicly within 10-days of that Board meeting. The Secretary must document any Electronic Voting results (see Article II) and provide Ballots for the Election (see Article VII).



3.5. Treasurer: The Treasurer shall be the custodian of all financial records of the organization. The Treasurer shall keep the books of the organization, assist in the preparation of the budget, make financial information available and make a report at each regular Board Meeting including but not limited to, accounts payable activities, accounts receivable activities, and budget tracking. The Treasurer shall also prepare any necessary tax documents as required by law. The Treasurer shall, along with the President, have signing authority for all banking loan documents, or any other financial documents. The Treasurer must be a member of the Scholarship Committee and audit the Board member election.

## 4. MEETINGS OF VOTING MEMBERS AND THE BOARD OF DIRECTORS

4.1. Annual Strategic Planning Meeting: The Annual Strategic Planning Meeting of the organization shall be held no later than April 30 of each year and all FVHA voting members will be encouraged to participate. Exceptions to the deadline may occur with majority vote of the Board and public notice to the membership.

4.2. Board of Directors Meetings: The Board shall meet at least monthly determined by a majority vote by the Board. Special meetings of the Board may also be called by the President or at the request of three (3) or more Directors provided the request is given to all Board members. Special meetings will be held with a minimum of three (3) days' notice to the Board. Board meeting will be open to the public. Notice of the date, time and location of regular Board meetings, the Annual Meeting and special meetings shall be posted publicly not less than two (2) weeks before the meeting is to be held with the exception of emergencies.

## 5. COMMITTEES

5.1. Committee Participation: All Directors and Officers shall participate in a minimum of at least one Committee. Every Committee must be chaired by a Board member that reports committee activity to the Board at its regular monthly meetings. Any Committee membership gaps will be assigned by the President.

5.2. Standing Committees: There shall be eight (8) standing committees as follows:

5.2.1. Fundraising/Marketing Committee shall manage the annual raising of funds through recurring activities such as board ads, Wall of Ice or other fundraising activities that support the General Fund. This Committee will also handle the promotion of the programs and events related to the rink and the Association. Special Committees may be formed to manage Capital Campaigns for specific fundraising projects.

5.2.2. External Facilities Committee shall include control of the ice, surrounding external facilities and maintenance of related equipment. This includes but is not limited to the compressors, chillers, coolant lines, glass, boards, mats, scoreboard, penalty/score/time boxes, grandstands, external sound (speakers and wires), ice resurfacers, edgers, snow blowers, shovels, plows, sheds, heaters and all associated fuel.

5.2.3. Internal Facilities Committee shall oversee the management of facilities not related to the creation and management of ice. Additionally, it will manage gear, equipment, security system, phone and internet services, office equipment and the internal sound system (amps and mics). The internal facility will oversee the management of private rentals and related scheduling through the Association Scheduler.



5.2.4. Coaching and Referee Committee shall ensure that programs managed by Association coaches meet USA Hockey ADM guidelines as well as FVHA policies and to ensure coordination and communication with the independent referee pool. The Committee shall continually seek out potential coaches and recruit wherever possible, ensure there are enough coaches for the Association's requirements and work with the Registrar to confirm all coaches hold appropriate certifications. The Committee shall work with the Coaching Coordinator to mediate any coach/parent/player conflicts and seek additional input from outside the committee where conflicts of interest exist. All members shall have current USA Hockey coaching or referee certification. The Committee shall provide all relevant information to the Board to ensure records of association, coaches and coaching qualifications are maintained.

5.2.5. Scholarships Committee shall be chaired by the President with the Treasurer and Registrar as members. They shall review and approve scholarship applications and determine and report to the Board the quantity and amount of scholarships awarded each season.

5.2.6. Election Committee shall be chaired by the Vice President. The Election Committee shall request registrations for serving on the Board, review and report on candidates' standing in the Association and manage the election process. There will be a minimum of three (3) Board or Voting Association members on this committee and shall be approved by the Board. If unavailable, the chair will be selected by the Board by majority vote.

5.2.7. Team and Winter Classic (WC) Managers Committee will consist of all the team managers, the WC managers and required directors. They will communicate the needs of the teams to the affected committees and Association as needed.

5.2.8. FVHA Information Technologies (FIT) committee shall oversee the software programs, websites, email accounts and electronic document retention servers. This includes software for player registrations, team rostering, team and rink scheduling, tournament registrations and Point-of-Sale registers. The Committee will support network wired and wireless connections and/or surveillance equipment at the rink (in conjunction with the Internal Facilities Committee). The Committee must provide the means for the officially sanctioned electronic communication required for electronic voting of the Board (see Electronic Voting in Article II).

5.3. Special Committees shall be convened when required by a majority vote of the Board members. These include but are not limited to the following:

5.3.1. Disciplinary committee shall be chaired by the Vice President with one additional director. This committee gathers information, assesses findings and presents to the Board. Once a Board decision is made, the committee disseminates the information to all affected individuals, appropriate members and necessary associations.



## **6. ASSOCIATE POSITIONS: THESE POSITIONS HOLD ASSOCIATION RESPONSIBILITIES BUT ARE NOT REQUIRED TO BE STAFFED BY BOARD MEMBERS.**

6.1. Registrar: The Registrar shall coordinate the registration of members through the Association's process with the FIT Committee. This includes members being registered with USA Hockey. Reports of member numbers for each team and funding status will be provided monthly for the Board meetings. The Registrar shall roster all registered players as per MAHA and USA Hockey guidelines.

6.2. Team Manager: Each team shall have a Team Manager that handles the daily operations of each team. They shall communicate issues and resolutions to the Board as needed. Tasks include, but are not limited to, the following:

6.2.1. Scheduler of practices in coordination with other teams and the Association Scheduler

6.2.2. Scheduler of games including MAHA League games

6.2.3. Organizer of home games including scheduling referees and volunteers for game clock, scoreboard and penalty box operation.

6.2.4. Records and accounts for team funding including management of the team bank account

6.2.5. Organizes team travel including hotel booking organization

6.2.6. Organizes team events

6.3. Winter Classic Manager: The WC manager organizes each team's tournament. It is recommended that each team have its own manager that is separate from the Team Manager. Activities include but are not limited to the following:

6.3.1. Coordinate schedules and invitations to other teams to attend

6.3.2. Schedule various rink functions including but not limited to ice maintenance (Zamboni) and/or snow removal, concessions, front desk, locker room (water), winter classic recognition and prizes and any fund-raising events (*i.e.* chuck-a-duck).

6.4. Scheduler: The Scheduler shall be responsible for the creation and updating of the master ice schedule for both practice and game ice for all teams involved in the Association. The Scheduler shall:

6.4.1. Attend the MAHA Scheduling Meetings and work with Team Managers to schedule home games.

6.4.2. Once game times are set, fill in the schedule with private rentals, Craft Brewer's Cup, adult drop-in, adult hockey, school rentals, *etc.* They will work with all parties to schedule exact ice times.

6.4.3. Be responsible for the contact and scheduling with the established referee associations that provide officiating at all of the Association home games.

6.4.4. Charge teams for additional practice times and credit teams for cancelled practice times (*i.e.* cancellations due to other teams' winter classic/games, ice conditions, inclement weather, *etc.*).

6.4.5. Prepare billing at the end of the season for Team Managers and the Treasurer.

6.5. MAHA Representative: The Association democratically elects a seated Local Director member with the Montana Amateur Hockey Association (MAHA). This MAHA board representative communicates information, presents Association issues and relates Board vote outcomes of such issues between the Association and MAHA. Their role is to represent the common interests of each board to grow the sport of ice hockey in Montana.



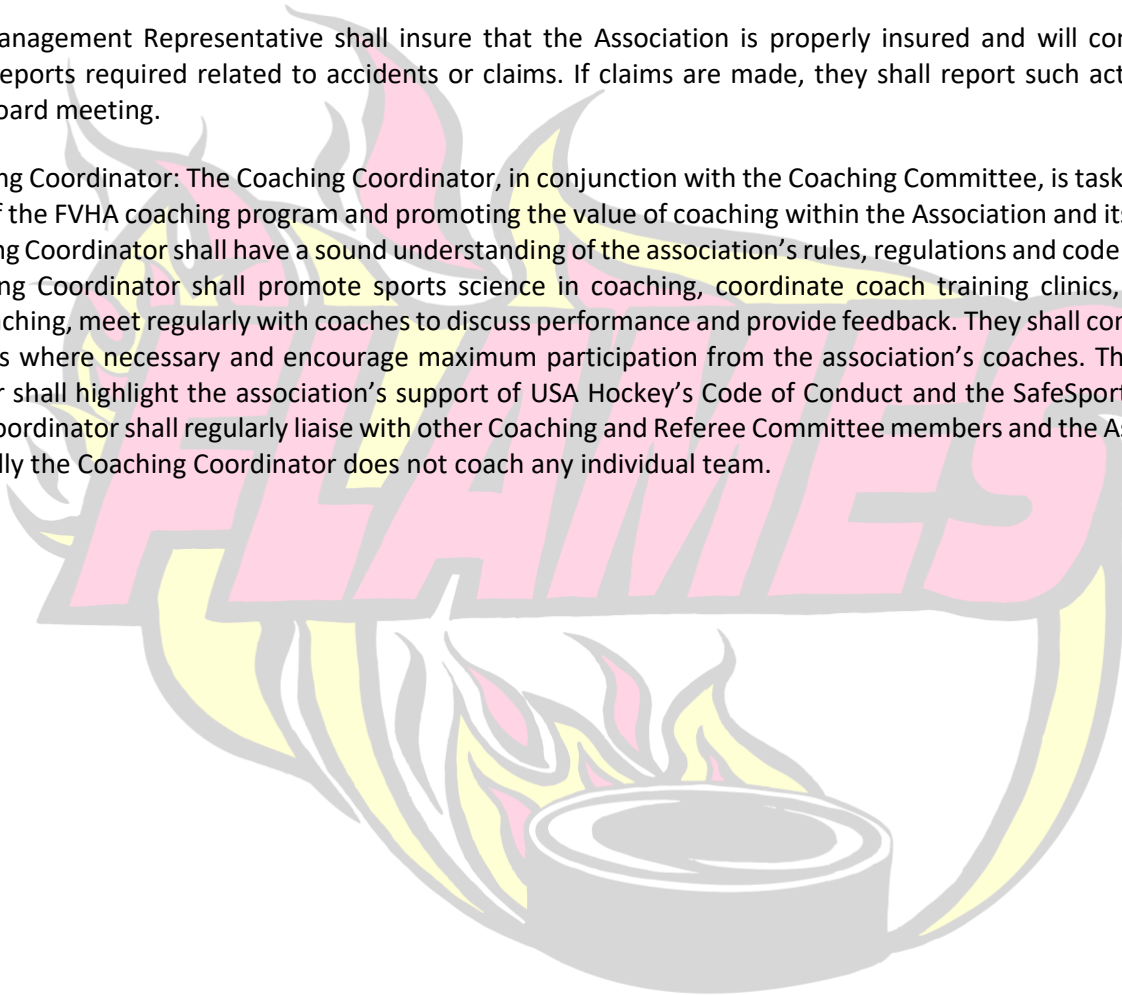


6.6. SafeSport Coordinator: The SafeSport Coordinator will be the facilitator of the USA Hockey SafeSport program on behalf of the Association and reports any violations of the policy or incidents of abuse. The Coordinator shall promptly notify the MAHA SafeSport Director of all reports for an investigation, hearing or other proceeding within the Association's programs that involve violations of the USA Hockey SafeSport Policies or the SafeSport Handbook.

6.7. Adult Programs Representative shall be a point-of-contact and voice for adult programs including but not limited to Adult Hockey and Women's Hockey. These programs are self-governed and not members of the Association. The representative should account for incoming Association funds, schedule events with the Association Scheduler and mediate internal Adult Programs' issues and represent and escalate to the Board as needed.

6.8. Risk Management Representative shall insure that the Association is properly insured and will complete and submit all reports required related to accidents or claims. If claims are made, they shall report such activity at the following Board meeting.

6.9. Coaching Coordinator: The Coaching Coordinator, in conjunction with the Coaching Committee, is tasked with the oversight of the FVHA coaching program and promoting the value of coaching within the Association and its members. The Coaching Coordinator shall have a sound understanding of the association's rules, regulations and code of conduct. The Coaching Coordinator shall promote sports science in coaching, coordinate coach training clinics, encourage positive coaching, meet regularly with coaches to discuss performance and provide feedback. They shall conduct coach assessments where necessary and encourage maximum participation from the association's coaches. The Coaching Coordinator shall highlight the association's support of USA Hockey's Code of Conduct and the SafeSport Code. The Coaching Coordinator shall regularly liaise with other Coaching and Referee Committee members and the Association's Board. Ideally the Coaching Coordinator does not coach any individual team.





## 7. ELECTIONS

### 7.1. Election of Directors

#### 7.1.1. General and Preparation:

7.1.1.1. The Board of Directors shall be elected by majority vote of the Voting Members of the Association.

7.1.1.2. A Single Voting Member is the parents/guardians of a minor registered player. Coaches, Board and Associate Position members with no players registered in the Association shall be considered a Single Voting Member.

7.1.1.3. One (1) ballot per Single Voting Member will be provided.

7.1.1.4. Voting will occur at the Annual Meeting. Exceptions to the deadline may occur with majority vote of the Board and public notice to the membership.

7.1.1.5. Nominations for Directors shall be based upon registrations submitted at least 14 days prior to the election by voting members in good standing or the community members interested in serving on the Board. Exceptions to the deadline may occur with majority vote of the Board and public notice to the membership. Any nominee must accept their nomination before their name can be placed before the electing body.

7.1.1.6. Ballots: The secretary will provide ballots with the slate of nominees approved by the Election Committee.

#### 7.1.2. Election Process:

7.1.2.1. Candidates are encouraged to attend and will be given 2 minutes to speak.

#### 7.1.2.2. Voting Member registration:

7.1.2.2.1. The Election Committee will manage the registration

7.1.2.2.2. The Election Committee will allocate the ballots

7.1.2.2.3. Members cannot transfer voting rights

7.1.2.2.4. The Election Committee will tally which members voted and how many ballots were allocated then report the registration results to the Secretary

7.1.2.2.5. The Secretary will add the registration report to the minutes of the Annual Meeting

7.1.2.3. Voting Members will choose a number of Directors equal to or less than the number of openings on the Board for the upcoming year.

7.1.2.4. Ballots will be returned and controlled by the President and Treasurer.

#### 7.1.3. Counting of Votes:

7.1.3.1. The President and Treasurer will count the votes within 24 hours.

7.1.3.2. The candidates receiving the most votes will be elected to the open Directors positions.

7.1.3.2.1. In the case of a tie for the last seat(s), a run-off vote shall occur between the tied candidates within a time less than 30 days determined by the Board.

7.1.3.2.2. In the case of a mid-term resignation creating a one-year vacancy, the newly elected director with the least winning votes shall serve the remaining one-year term.

7.1.3.3. Spoiled ballots will not be counted.



7.1.3.4. The President and Treasurer will report the results to the Election Committee which will report the results publicly to the members within 24 more hours.

## 7.2. Election of Officers:

7.2.1. The Election of Officers shall be held during the June Board Meeting. Nominations and voting for the positions of President, Vice President, Secretary and Treasurer shall be made by the seated and newly-elected Board members attending the June meeting. Each nomination will require a second in order for the candidate's name to be placed on the ballot. The Officers will be chosen from the Board of Directors elected by the Association to take office on July 1<sup>st</sup>. All offices are held for a period of one year or until the officer's successor is elected. All officer positions are renewable subject to the approval of the majority of the Board or Directors.

7.2.2. Ballots: The secretary will provide ballots counted by the current president and treasurer.

7.3. Terms: Newly elected Directors and Officers shall assume their duties beginning July 1st each year and outgoing Directors and Officers shall remain active until June 30th each year.

## 8. GENERAL

8.1. Limitations: FVHA shall use its funds only to accomplish the objectives and purposes specified in these Bylaws. No part of any net earnings or gains shall be distributed to an individual, the Directors or any other private organizations which are operated for profit. FVHA is authorized to pay reasonable fees for products and services within the limitation set forth in these Bylaws.

8.2. Fiscal Year: The Fiscal Year shall be July 1st through June 30th. The Fiscal Year may be altered by the Board by a majority.

8.3. Budget: The Board shall construct and approve an Annual Budget by September 15<sup>th</sup> of each year.

8.4. Minutes & Records: FVHA shall keep minutes of all meetings of the Board. Records of members shall be maintained and updated by the Secretary with the assistance of the Registrar including contact information, date of membership and dues paid for each member. Records shall be kept by the Secretary and shared with the Treasurer. Records shall be made available without charge to parties entitled to inspect them. Documents may be destroyed after seven years.

8.5. Dissolution: In the event of dissolution, all assets of the organization shall be distributed to a qualified tax-exempt organization. Distribution of assets will be subject to majority vote of Directors.

8.6. Amendments: These Bylaws may be altered, amended or repealed by a majority vote of the Board at any regular or special meeting. The proposed amendments shall be emailed to the Board for their consideration at least five (5) days in advance of the meeting.





## 9. CERTIFICATE

I hereby certify that the foregoing Bylaws, consisting of nine (9) pages, including this page, constitute the Bylaws of FLATHEAD VALLEY HOCKEY ASSOCIATION, adopted by majority vote of the Board of Directors on \_\_\_\_\_, \_\_\_\_\_.

\_\_\_\_\_  
Cara Lemire, President

\_\_\_\_\_  
Lindsey Foster, Vice-President

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James Foster, II, Treasurer

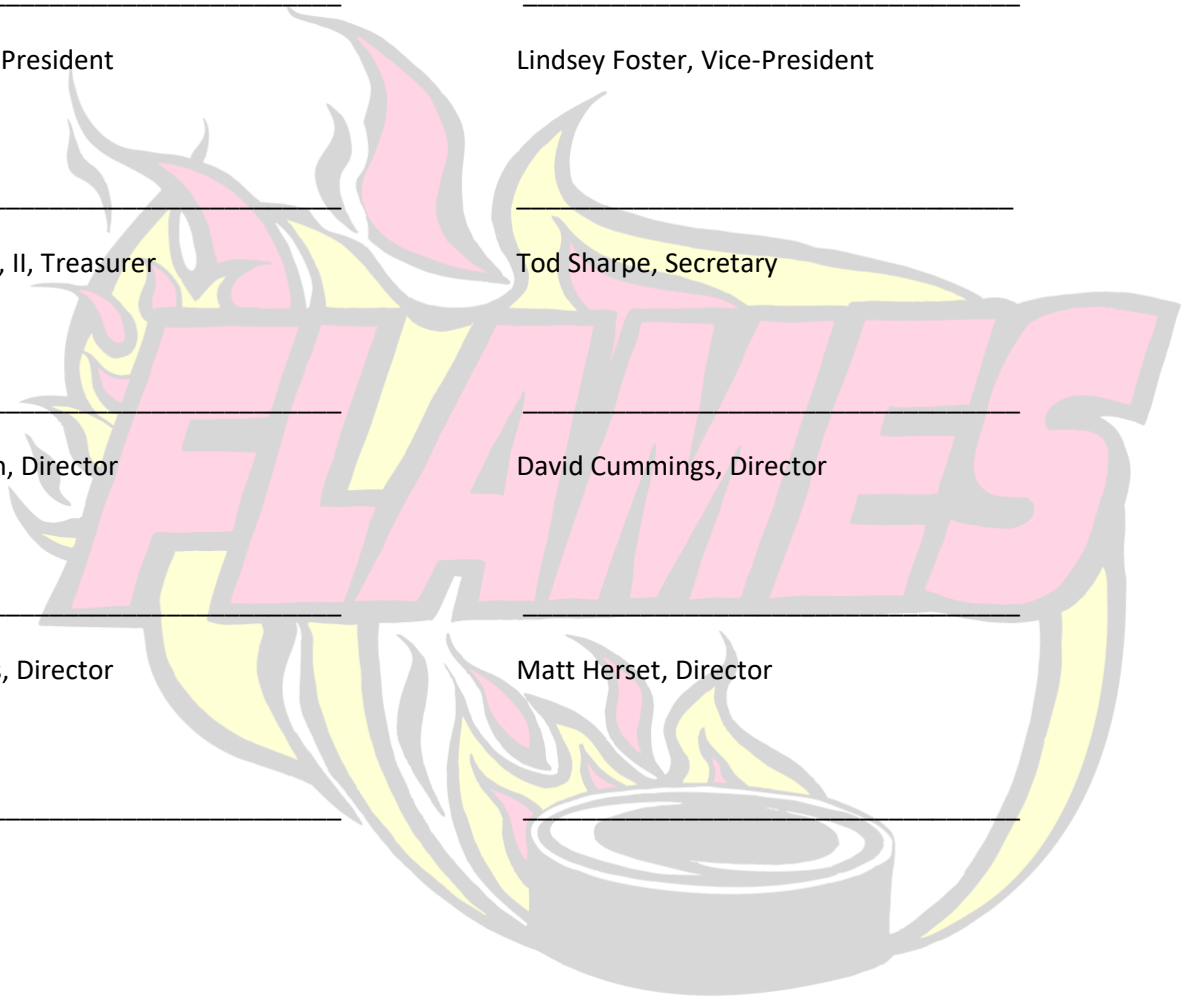
\_\_\_\_\_  
Tod Sharpe, Secretary

\_\_\_\_\_  
Marcel Quinn, Director

\_\_\_\_\_  
David Cummings, Director

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Jessica Crofts, Director

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Matt Herset, Director



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