

# **NEW MEXICO MUSTANGS GIRLS' HOCKEY ASSOCIATION**

## **FIRST AMENDED BYLAWS**

**ADOPTED APRIL 27, 2014**

### **Article I. NAME**

The name of the Association shall be New Mexico Mustangs Girls' Hockey Association (NMMGHA) and shall also be referred to as "Team New Mexico" or "New Mexico Mustangs."

### **Article II. PURPOSE/OBJECTIVES**

The purpose/objectives of NMMGHA shall be:

1. to foster, encourage and improve girls' hockey in the area served by Land of Enchantment Amateur Hockey Association (LOEAHA) in accordance with the rules and regulations of USA Hockey, Inc. (USAH) and LOEAHA;
2. to host girls-only recreational hockey teams;
3. to host girls-only tournament teams that travel outside the LOEAHA area;
4. to host girls-only teams in the Mountain States Girls' Hockey League (MSGHL) or other interstate girls' hockey leagues;
5. to host girls-only Tier programs and prepare teams for National competition;
6. to provide a comprehensive girls-only ice hockey program from introduction to hockey to the highest level of competition;
7. to apply for tax exemption under the laws of New Mexico and the US;
8. to do fundraising in support of the above purposes/objectives;
9. any other purpose(s) allowed by law.

### **Article III. MEMBERSHIP**

The members of NMMGHA shall be the families of girls who are USAH registered for the current season, in good standing and who also register with NMMGHA. The current season, which is currently August 1 to July 31, will follow USAH registration requirements. Good standing includes good financial standing for the current season and all past seasons with NMMGHA and any Association under LOEAHA.

Each member family shall have one (1) vote, regardless of the number of girls registered with NMMGHA or the composition of the family. It is up to the member family to designate who will vote on behalf of the family. The member casting the member family vote must be 21 years of age or older. In the event a member family casts more than one vote, the first vote cast by the designated family member will be the vote tallied.

Coaches and Volunteers registered with NMMGHA, but who do not have a daughter registered shall also be members and be entitled to one (1) vote.

#### **Article IV. GOVERNANCE**

- A. Board of Directors:** a Board of Directors shall govern NMMGHA.
  - a. **Number of Directors:** The Board of Directors shall consist of up to seven (7) Directors elected for a two-year term by the Membership.
  - b. **When Elected:** Directors shall be elected at the Annual Meeting.
  - c. **Membership Requirement:** Directors must be members of NMMGHA.
  - d. **Terms:** the terms of the current Directors expire and the terms of the new Directors begin upon the adjournment of the Annual Meeting. There shall be no limit on the number of terms that a member may serve as a Director.
  - e. **Staggered Terms:** The election of Directors shall be staggered so that half are elected each year.
  - f. **Age Requirement:** Directors must be 21 years of age or older.
  - g. **Vacancies:** In the event that a Director resigns or is unable to fulfill their duties, the Chair shall appoint a new Director to fill the remaining term.
  - h. **Removal:** any Director may be removed by a majority vote of the Board, whenever, in the sole judgment of the Board, the best interest of NMMGHA would be duly served thereby.
  - i. **Re-election:** Members may seek re-election to the Board of Directors and/or to Officer positions.
  - j. **Voting:** Voting Members of the Board of Directors shall:

- i. vote in person at a Board of Directors meeting,
  - ii. there will be no proxy voting,
  - iii. **Email voting:** Email voting shall be allowed on issues before the Board of Directors providing the email is sent by the Secretary to all Directors in good standing stating the issue and the date and time certain by which the vote must be cast. The vote shall be cast by sending a “reply all” email to the Secretary with your choice clearly stated. The Secretary shall tally the vote and publish the result. Failure to vote by email in the time allotted shall be considered a non-vote and shall not be construed as a yes or a no vote.
- k. **Compensation:** Directors of the Board shall not receive any salary for their services.
- B. **Officers:** The Board of Directors shall elect officers to the following positions:
  - a. Chair
  - b. Vice Chair
  - c. Treasurer
  - d. Secretary
- C. **Officer Terms**
  - a. The terms for officers shall be two (2) years.
  - b. The Chair and the Secretary shall be elected in even years; the Vice Chair and the Treasurer shall be elected in odd years.
  - c. Officer positions may be combined, but in no case can the positions of Chair and Treasurer be combined and held by the same person.
  - d. **Vacancies:** In the event an Officer resigns or is unable to fulfill their duties, the Chair shall appoint a new Officer to fill the remaining term.
  - e. **Removal:** any Officer may be removed by a majority vote of the Board, whenever, in the sole judgment of the Board, the best interest of NMMGHA would be duly served thereby.
  - f. **Terms:** the terms of the current Officers expire and the terms of the new Officers begin upon the adjournment of the Annual Meeting. There shall be no limit on the number of terms that a member may serve as an officer.

g. **Compensation:** Officers of the Board shall not receive any salary for their services.

**D. Chair:** The Chair shall:

- a. Be a voting member of the Board,
- b. Be a member of the Executive Committee,
- c. Maintain the Bylaws and other governing documents,
- d. Call the Board of Directors meetings and the General Association meetings of NMMGHA, including the Annual Meeting,
- e. Set the Agenda for the meetings,
- f. Preside over the meetings,
- g. The Chair is a voting member of the Board,
- h. Appoint subcommittees,
- i. Attend LOAHA meetings on behalf of NMMGHA and report back to NMMGHA the actions taken by LOEAHA,
- j. Coordinate activities with all other Associations,
- k. Coordinate all activities with Ice Rinks, including the purchase of ice time. The Chair is the ONLY member of NMMGHA authorized to purchase ice time,
- l. Serve as Chair of the Disciplinary Subcommittee or appoint a substitute, as necessary,
- m. Carry on the business of NMMGHA, subject to the approval of the Board of Directors,
- n. Co-sign all payments or withdrawals of NMMGHA funds over the amount set by the Board of Directors,
- o. Perform such other duties as the Board of Directors may designate.

**E. Vice Chair:** The Vice Chair shall:

- a. Be a voting member of the Board,
- b. Be a member of the Executive Committee,
- c. Act for and perform the duties of the Chair in the Chair's absence,
- d. Attend MSGHL, or other League, meetings on behalf of NMMGHA and report back to NMMGHA the actions taken by the League,
- e. Perform such other duties as the Chair may direct.

**F. Secretary:** The Secretary shall:

- a. Be a voting member of the Board,
- b. Be a member of the Executive Committee,

- c. Forward notice of all meetings and the agenda set by the Chair to the Board of Directors, or the General Membership as appropriate, in advance of the meeting,
  - d. Record minutes of all meetings of the Board of Directors or the Membership and post approved minutes on the website,
  - e. Receive and present to the Board of Directors all correspondence pertaining to NMMGHA, and be responsible for all communication, correspondences and contact on behalf of NMMGHA,
  - f. Maintain the website,
  - g. Shall assist the Chair as custodian of all records of the organization,
  - h. Perform such other duties as the Chair may direct.
- G. Treasurer:** The Treasurer shall:
- a. Be a voting member of the Board,
  - b. Be a member of the Executive Committee,
  - c. Have care and custody of, and be responsible for all of NMMGHA's funds,
  - d. Prepare and maintain financial statements, including year-end reports that are presented to the membership at the Annual Meeting,
  - e. Prepare monthly Treasurer's Reports and present them at Board of Directors meetings, or to the Chair if no meeting is held in that month,
  - f. Be responsible for the preparation and filing of any and all financial documents as may be required by law, including, but not limited to IRS Form 990,
  - g. Prepare a budget for the upcoming season and submit the budget to the Board of Directors for approval,
  - h. Be responsible for depositing all funds received,
  - i. Be responsible for payment of all financial obligations of the organization, either by check or other means as approved by the Board of Directors, which may include credit card or electronic transfer,
  - j. Perform such other duties as the Chair may direct.
- H. At-Large Members:** There shall be up to three (3) at large members of the Board of Directors who shall:
- a. Be a voting member of the Board,
  - b. Not be a member of the Executive Committee,
  - c. Perform such duties as the Chair may direct.

## Article V. APPOINTED POSITIONS AND SUBCOMMITTEES

- A. Appointed Positions:** The Chair of the Board shall appoint the following positions to the Board of Directors:
- a. **Registrar:** The Registrar shall:
    - i. Not be a voting member of the Board,
    - ii. Not be a member of the Executive Committee,
    - iii. Perform the duties of Association Registrar in accordance with USAH policy,
    - iv. Ensure that all registrants are eligible for admittance into the Association,
    - v. Perform such other duties as the Chair may direct.
  - d. **Head Coach:** The Head Coach shall:
    - i. Not be a voting member of the Board,
    - ii. Not be a member of the Executive Committee,
    - iii. Represent the coaches to the Board and the Board to the coaches,
    - iv. Ensure that all coaches rostered with NMMGHA have and maintain proper certification and credentials,
    - v. Ensure that all coaches are following USAH coaching guidelines and policies,
    - vi. Prepare a coaching philosophy and goals and objectives for the season and work with all coaches to ensure that they are being followed,
    - vii. Name the Head and Assistant Coaches for each team for approval by the Board,
    - viii. Organize Girls Player Development Camp (PDC) in conjunction with the LOEAHA New Mexico Coach-in-Chief,
    - ix. Shall review and bring to the Board for approval any request by coaches for reimbursement of expenses,
    - x. Perform such other duties as the Chair may direct.
- B. Other Appointed Positions:** The Chair may appoint the following positions to the Board, as needed:
- a. **Head Manager:** The Head Manager shall:
    - i. Not be a voting member of the Board,
    - ii. Not be a member of the Executive Committee,
    - iii. Represent the managers to the Board and the Board to the managers,

- iv. Ensure that every team has a manager who will be responsible for organization, control and administration of each team,
  - v. Perform such other duties as the Chair may direct.
- b. **Fundraising Chair:** The Fundraising Chair shall:
- i. Not be a voting member of the Board,
  - ii. Not be a member of the Executive Committee,
  - iii. Be responsible for, and bring to the Board for approval, all fundraising activities,
  - iv. Work with the Treasurer to prepare a fundraising budget,
  - v. Be responsible for meeting the fundraising budget,
  - vi. Perform such other duties as the Chair may direct.
- c. **Ice Scheduler:** The Ice Scheduler shall:
- i. Not be a voting member of the Board,
  - ii. Not be a member of the Executive Committee,
  - iii. Prepare the schedule for all practice and game ice at all rinks necessary subject to the approval of the Chair and/or Vice Chair,
  - iv. Coordinate with all other Association Ice Schedulers,
  - v. Process any requests for additional or special ice usage and forward to the Chair and/or Vice Chair and/or other appropriate schedulers,
  - vi. Post the season schedule on the website and be responsible for keeping it up to date,
  - vii. Perform such other duties as the Chair may direct.
- d. **Equipment Manager:** The Equipment Manager shall:
- i. Not be a voting member of the Board,
  - ii. Not be a member of the Executive Committee,
  - iii. Be responsible for the maintenance of all equipment belonging to NMMGHA,
  - iv. Be responsible for researching and proposing the purchase of new equipment to the Board for approval,
  - v. Conduct a review and submit a yearly inventory of equipment to the Board,
  - vi. Perform such other duties as the Chair may direct.
- e. **Tournament/Festival Director:** The Tournament/Festival Director shall:
- i. Not be a voting member of the Board,
  - ii. Not be a member of the Executive Committee,

- iii. Select Tournament/Festival Committee members for NMMGHA sanctioned activities,
- iv. Chair Tournament/Festival Committee meetings,
- v. Coordinate Tournament/Festival activities,
- vi. Develop and publish the Tournament/Festival Rules and Schedule,
- vii. Complete USAH Tournament/Festival application and submit to State Registrar in timely manner,
- viii. Serve as Chair of the Tournament/Festival Disciplinary Committee or appoint a Chair, as necessary,
- ix. Perform other such duties as the Chair may direct.

**C. Subcommittees**

- a. The Chair of the Board shall appoint all Subcommittee Chairs and members. Subcommittee Chairs must be NMMGHA members, however Subcommittee members do not have to be members of NMMGHA. The Subcommittee Chair shall be responsible for communicating all actions to the Board of Directors for approval.

**Article VI. ELECTIONS**

- A. Directors shall be elected to the Board at the Annual Meeting. Candidates for the Board shall be nominated either by a nominating committee appointed by the Chair of the Board of Directors or by nominations from the floor at the annual meeting. A candidate may nominate him- or herself. Each year Directors whose terms have expired shall be re-elected or new Directors shall be elected to replace them. There shall be no limit on the number of terms that a member may serve on the Board.
- B. **Voting and Email Voting:** Voting shall be in accordance with the terms of Membership as set forth in Article III and shall be in person at the meeting or by email. There shall be no proxy vote. To vote by email, the Secretary shall send an email to all Members in good standing stating the slate of Directors and the date and time certain by which the vote must be cast. Members shall cast their vote by replying to the Secretary. The Secretary shall tally the vote and publish the result. Failure to vote by email in the time allotted shall be considered a non-vote and shall not be construed as a yes or no vote.

- C. The Chair, Vice Chair, Secretary and Treasurer shall be elected by ballot by the Board immediately following the adjournment of the Annual Meeting.

## **Article VI. MEETINGS**

### **A. Annual Meeting:**

The Annual Meeting of the Membership shall be held April, at a time and place to be determined by the Board of Directors and announced by the Secretary. The purpose of the meeting shall be to hear reports by the Officers and Appointed Positions, to re-elect Directors and/or elect new Directors and to transact such business as may be properly brought before the meeting.

- a. **Notice of and the Agenda for the Annual Meeting:** At least 10 days prior to the Annual Meeting notice of the time, place and purpose shall be announced by the Chair and shall be emailed to each member entitled to vote at the meeting by the Secretary.
- b. **Quorum:** There shall be no quorum requirement.

### **B. Regular Meetings:**

- a. Regular meetings of the Board of Directors shall be open to all members and shall be held at the time and place directed by the Board for the purpose of transacting such business as may come before the meeting.
- b. **Notice and Agenda:** At least 72 hours prior to the meeting, notice of the time, place and purpose shall be announced by the Chair, and shall be emailed to each Director and published on the website by the Secretary.
- c. **Quorum:** For the transaction of business at any regular meeting of the Board of Directors, a simple majority of Directors, less any Directors who have secured excused absence from the meeting shall constitute a quorum. In the absence of a quorum, the Directors may still meet, but any vote must be delayed until there is a quorum or the next meeting, whichever comes first.

### **C. Special Meetings:**

- a. Special Meetings of the membership may be called by the Chair, a majority of the Board of Directors or a majority of the membership at a time and place designated by the Board.
- b. **Notice and Agenda:** The Secretary shall provide notice at least 24 hours in advance to all members including the date,

time and purpose of such meeting. Business not mentioned in the notice shall not be transacted at such meeting.

**D. Executive Committee Meetings:**

The Chair of the Board may call a meeting of the Executive Committee to act on those matters that cannot wait until the next regularly scheduled meeting with notice appropriate to the circumstances, including verbally, written or electronically. Three members of the Executive Committee shall constitute a quorum. Minutes shall be taken and submitted to and approved by the full Board at its next meeting.

**E. Email Voting:**

Email voting shall be allowed on issues before the Board of Directors providing the email is sent by the Secretary to all Directors in good standing stating the issue and the date and time certain by which the vote must be cast. The Secretary shall tally the vote and publish the result. Failure to vote by email in the time allotted shall be considered a non-vote and shall not be construed as a yes or a no vote.

**F. Waiver of Notice:** Any Director or Member may waive the notice requirement.

**Article VII. INDEMNIFICATION**

NMMGHA hereby holds all the Directors, Officers and Members harmless for any act, deed, matter or thing made, done in the execution of the permitted duties or actions of the Association, except those occasioned by neglect, willful neglect or default.

**Article VIII. DISSOLUTION**

In the event of the dissolution of NMMGHA for a any reason, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of NMMGHA, distribute all of the assets or property to the successor organization; provided that the successor is organized and operated exclusively for charitable, educational, religious, scientific purposes, or as a qualified amateur sports organization and shall qualify as an exempt organization under Section 501(c) of the Internal Revenue Code and any other applicable federal or state laws. If there is no successor, the assets and properties

shall be distributed to LOEAHA. In no event shall the assets or properties or proceeds of the sale thereof be distributed or inure to the benefit of any members of NMMGHA or any individual.

**Article IX. AMENDMENTS**

Amendments or alterations to the Bylaws shall be made only at regular Board Meetings. The Secretary shall publish the proposed amendments or alterations in writing to each Director 15 days prior to the meeting at which such vote will occur. A 2/3rds majority vote of the entire Board of Directors is required for adoption of any amendment or alteration to these Bylaws. The Secretary shall notify all NMMGHA members of approved Amendments and post them on the website.

Adopted this 30th day of April, 2014

Jeff Schultz  
Chair Signature

Jeff Schultz  
Print