

# **Taos Coyote Youth Hockey Association By-Laws**

## **Article I - ORGANIZATION**

### **Section 1: Name**

The name of this corporation shall be the TAOS COYOTE YOUTH HOCKEY ASSOCIATION (TCYHA).

### **Section 2: Registered Address**

The registered address of the corporation shall be at a place selected by the Board of Directors as the affairs of the corporation require.

### **Section 3: Registered Agent**

The registered agent of the corporation shall be the President elected by the Board of Directors.

### **Section 4: Non-Profit Status**

This corporation is organized as a State of New Mexico non-profit organization upon a non-stock membership basis, not involving pecuniary gain or profit for any of its members for a term of perpetual existence.

### **Section 5: Exempt Status**

This corporation is organized and shall be operated exclusively for educational purposes to provide training and instruction in athletics as an exempt organization under the provisions of Section 501(c)(3) of the Internal Revenue Code, as amended and as may be amended in the future.

### **Section 6: Use of Funds**

All funds and property of this corporation shall be used and distributed exclusively for carrying out the purposes of the corporation as set forth in Article II.

### **Section 7: Fiscal Year**

The fiscal year of the corporation shall begin September 1st thru August 31st of the following year.

### **Section 8: Power to Borrow Money**

The Association may borrow money, and mortgage its property or issue a promissory note or bond for repayment with interest, at the recommendation of the Treasurer and with the approval of two-thirds of the Board of Directors.

### **Section 9: Financial Statements**

The Treasurer shall, at least once each year or at the request of the Board of Directors, prepare a true statement of the assets and liabilities of the corporation for the preceding fiscal year. The statement shall be available to any member on their request.

### **Section 10: Dissolution**

Upon the event of liquidation or dissolution of this corporation, or in the event that it shall cease to carry out any of its purposes, all funds and property of the corporation shall be distributed within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, to non-profit corporations with purposes similar to those

set forth in Article II and which are exempt organizations as set forth in Section 4 of this Article I, that the Directors of this corporation may select, and in no event shall any of the funds or property be distributed to any of the members or used for any other purpose.

## Article II- MISSION OF THE ORGANIZATION

TYHA is a non-profit organization operating youth hockey programs for the benefit of people in the Taos area. The purposes of the corporation are:

1. To develop character, sportsmanship, and physical fitness among the youth of the Taos area;
2. To promote, encourage, and improve the standard of amateur ice hockey;
3. To associate with other ice hockey associations;
4. To conduct an amateur hockey program consistent with the rules and regulations of the Land of Enchantment Amateur Hockey Association and USA Hockey, and
5. To perform or participate in other activities that will aid in reaching these objectives.

## Article III - MEMBERSHIP

### Section 1: Active Member

An active member is a parent, step-parent, guardian, or other person who has a child registered in TCYHA and who is current, with all payments to the Association. Each active member shall be entitled to one vote on matters as provided herein for each child of his or hers registered in TCYHA and who is current, with all payments to the Association. The term of membership is the fiscal year of the Association. Funds contributed to TCYHA as part of a fund raising activity does not entitle the contributor the benefits of membership.

### Section 2: Expulsion

An active member may be expelled, after due notice and an opportunity for a hearing, for conduct detrimental to the Association, by the vote of two-thirds of the Board of Directors. The Secretary shall provide at least ten days notice to the person to be expelled and to the members of the Board prior to the regular or special meeting at which the matter is to be resolved. The person shall be offered an opportunity to be heard at that meeting, and to present others to testify on his or her behalf prior to any final disposition by the Board.

### Section 3: Voting Rights

Each active member at least 18 years of age and in attendance at the Annual Meeting shall be entitled to one vote by secret ballot in the election of members to the Board of Directors.

### Section 4: Right to Hold Office

Each active member at least 18 years of age is entitled to run for a position on the Board of Directors under the procedures established by these By-Laws, and if elected, to run for any office of the Association.

### Section 5: Referenda

Upon the request in writing of one quarter of the membership, the Board of Directors shall, or upon its own initiative may, submit any question to the active members for a mail referendum vote.

### Section 6: Activities Fund

Any person, association, partnership, corporation, or estate may establish or participate in an activities fund administered by the Board of Directors or its designate, to further the purposes of the Association. Participation in such a fund shall carry with it no voting rights or other privileges of membership.

### Section 7: Annual Meeting

The Annual Meeting of the active members shall be held annually at the end of each season with the date, place and time to be determined by the Board of Directors.

### Section 8: Notice and Quorum

At least fifteen days prior to the Annual Meeting, written notice of the time and place shall be mailed to the address of each active member entitled to vote at the meeting, and posted in locations frequented by the members. The notice of the Annual Meeting shall include the list of members selected by the Nominating Committee to run for positions on the Board of Directors, and the text of any amendments to the By-Laws which will be presented for approval at that meeting. The active members present at the Annual Meeting shall constitute a quorum.

### Section 9: Order of Business

The order of business at the Annual Meeting, unless amended by majority vote of those present, shall be as follows:

1. Call to Order
2. Minutes of the last Annual Meeting
3. Treasurer's Report
4. Executive Committee Reports
5. Standing Committee Reports
6. Other Committee Reports
7. Presentation of the Nominations
8. Election of Members to the Board of Directors
9. Other Business
10. Adjournment

## Article IV - BOARD OF DIRECTORS

### Section 1: Board of Directors

The property and affairs of TYHA shall be managed by a Board of Directors composed of at least three and no more than eleven elected directors, the actual number of which shall be determined by a resolution adopted by a majority of the board of directors at each annual meeting. The Board may appoint up to three additional non-voting directors for a term of one year to serve special functions within the Association. Any action by the Board shall require a vote by a majority of the directors then present at a meeting during which a quorum is present unless expressly stated otherwise in these Bylaws.

### Section 2: Election of Directors

A. Directors shall be elected during Coyote Classic Tournament on an annual basis if positions are available in that voting year. A Director may succeed himself/herself for an indefinite number of terms. Terms are three years in duration.

B. When a position is vacant due to resignation or expulsion of a Director, the Board of Directors shall appoint a member to serve the remainder of the three year term.

C. The number of Board positions open for election at any Annual Meeting may not be less than one-third of the total number of elected Directors. There is no lower or upper limit to the number of nominees in any given election.

D. In addition to an Active Member, any interested citizen at least 18 years of age is eligible to run for a position on the Board of Directors.

E. In addition to Board membership, any interested citizen at least 18 years of age is eligible to participate as a Board Representative or serve on a subcommittee. These positions will NOT have voting privileges and must be approved by the Board of Directors. There is no limit to the number of Board Representatives or subcommittees.

F. In the event that the Taos Youth Hockey Association's slate of candidates for the the board is equal to or less than the number of positions available to serve on the board, the election shall be declared an uncontested election and no balloting or voting shall be required. All candidates shall assume office in the manner as appropriate to a fully conducted election. Any positions remaining unfilled by an uncontested election shall be available to the President for one-year appointments until the next election is held

### Section 3: Terms of Office

Directors elected at the Coyote Classic Tournament serve for three years, with their term expiring following the Coyote Classic Tournament of the third year. Directors appointed by the Board to perform special functions serve only until the next Coyote Classic Tournament (on an annual basis).

### Section 4: Duties of the Board of Directors

The duties of the Board of Directors shall include:

- A. To elect the officers of the Association from within the Board of Directors;
- B. To fill any vacancies which may occur in the Executive Committee or in the Board of Directors;
- C. To manage the business, property and affairs of the Association;
- D. To formulate the policies and determine the overall conduct and standards of the hockey program which shall be administered by the officers;
- E. To establish a budget and set fees for the hockey programs;
- F. To study for approval proposals to amend or revise the Association's By-laws, rules or regulations;
- G. To review and act upon any temporary decision by the President
- H. To hear and rule on appeals.
- I. To participate in fund-raising.

### Section 5: Regular Meetings

Regular meetings of the Board of Directors shall be held at least six times per year at a time and place determined by the President. The Secretary shall notify all members of the Board of the date, time and place of each meeting.

### Section 6: Special Meetings

Special meetings of the Board of Directors may be called by the President, or at the written request, to the President, of at least five members of the Board. The Secretary shall notify members of the Board of the date, time and place of the meeting at least five days in advance.

### Section 7: Quorum

At least two-thirds of the current Board members, including at least one-half of the Executive officers, must be present to constitute a quorum at any regular or special meeting. For decisions impacting policy, all of the current Board members will be polled.

#### Section 8: Election of Officers

At the first regular or special meeting of the Board of Directors following the election of new directors, the Board as then constituted shall elect its officers.

#### Section 9: Order of Business

The order of business for meetings of the Board of Directors shall be as follows:

1. Roll call of the Board of Directors
2. Minutes of the previous meeting
3. Treasurer's Report
4. Executive Committee Reports
5. Communications
6. Standing Committee Reports
7. Other Committee Reports
8. Old Business
9. New Business
10. Adjournment

#### Section 10: Parliamentary Procedure

All meetings shall be governed by rules of parliamentary procedure. Roberts Rules of Order shall govern questions of procedure.

#### Section 11: Limited Liability

No director shall be liable in any manner for any debts or obligations of the Association and shall not be subject to any manner of assessment by virtue of his membership.

#### Section 12: Resignation

Any member of the Board of Directors may resign and/or withdraw from membership in the Association at any time, upon written notice of his/her desire to do so delivered to the President or Secretary of the Association.

#### Section 13: Expulsion

Any director shall be subject to removal upon having three unexcused Board meeting absences within a fiscal year, or for failure to discharge the normal duties of a Board member, or for conduct detrimental to the Association, after due notice and opportunity for a hearing, by a vote of two-thirds of the Board of Directors at any regular or special meeting. The Secretary shall provide at least ten days' notice to the person to be expelled and to the members of the Board prior to the regular or special meeting at which the matter is to be resolved. The person shall be offered an opportunity to be heard at the meeting, and to present others to testify on his/her behalf, prior to any final disposition by the Board.

### Article V - EXECUTIVE COMMITTEE

#### Section 1: Composition

The Executive Committee shall have three members and be composed of any three of the following: President, the Vice-President, the Secretary, and/or the Treasurer.

## Section 2: Duties

The Executive Committee under the direction of the President shall prepare policies, programs and budgets for discussion, revision and approval by the Board of Directors.

## Section 3: Disciplinary Committee

The Disciplinary Committee shall be created as needed to review and act upon all disputes regarding infractions of the TYHA rules and regulations. The committee shall consist of the President or his designee and two other board members. Decisions of the committee shall be final, subject only to review by the full Board at the next regular or special meeting.

## Article VI - OFFICERS and ADMINISTRATORS

### Section 1: President

The duties of the President shall include, but not be limited to, the following:

- A. To preside at all regular or special meetings of the membership or Board;
- B. To call special meetings of the Association or Board;
- C. To make decisions on questions not provided for in the By-Laws or rules until the next regular or special meeting of the Board of Directors;
- D. To represent, or designate suitable representation for, this Association at other ice hockey meetings;
- E. To appoint Chairperson of the standing committees of the Association, subject to approval of the Board of Directors;
- F. To appoint a League Director, subject to approval of the Board of Directors;
- G. To serve as an ex-officio member of all committees;
- H. To chair the Disciplinary and Transfer Committees;
- I. And such other duties as may be specifically assigned by the Board of Directors.

### Section 2: Vice-president

The duties of the Vice-president shall include, but not be limited to, the following:

- A. To assume the duties and powers of the President in his/her absence;
- B. To chair the Fund-Raising Committee;
- C. And such other duties as may be assigned by the President or the Board of Directors.

### Section 3: Secretary

The duties of the Secretary shall include, but not be limited to, the following:

- A. To record the attendance and Minutes of all regular or special meetings of the Board or the membership;
- B. To assume the responsibility for the Association's correspondence;
- C. To receive and register all memberships of the Association; The Secretary may appoint an individual (with the approval of the Board) to conduct the business of the registrar;
- D. To notify the membership of the Association of the date, time and location of the Annual Meeting or any special meetings;
- E. To provide an Annual Report of the affairs of the Association, to be presented to the membership at the Annual Meeting;
- F. To notify the members of the Board of all regular and special meetings of the Association;
- G. To advise the Board on a regular basis unexcused absences of members of the Board;
- H. And such other duties as may be specifically assigned by the Board of Directors.

### Section 4: Treasurer

The duties of the Treasurer shall include, but not be limited to, the following;

- A. To receive all funds due the Association and deposit them into a charter bank or banks.
- B. To pay the rightful obligations of the Association, as approved by the Board of Directors;
- C. To provide a regular monthly report and an Annual Report as to the financial condition of the Association;
- D. To prepare and file any financial reports that may be required by state or federal regulations;
- E. To keep and maintain ledgers and other books of account, which may be audited at the request of the Board of Directors;
- F. And such other duties as may be specifically assigned by the Board of Directors.

## Article VII - COMMITTEES

### Section 1: Chairpersons

Chairpersons for the following standing committees shall be appointed annually by the President from those members of the Board who are not on the Executive Committee, except where noted otherwise.

### Section 2. Committee members

Each chairperson shall select at his/her discretion at least two members of the Association to serve on the committee. Members may serve on more than one committee, or as an officer or administrator and on a committee.

### Section 3: Meetings

Each standing committee is required to meet formally at least three times prior to the Annual Meeting. A committee member should be delegated to take attendance and minutes at any meetings of the committee.

### Section 4: Annual Report

Prior to the Annual Meeting, each committee chairperson shall file a written report with the Secretary of the Association on the committee's membership, activities and recommendations. The Secretary shall make such reports available to any Association member at his/her request.

### Section 5: Rules Committee

The Rules Committee shall investigate, consider and may recommend for adoption by the Board of Directors, supplemental playing rules and/or regulations not specifically provided for by LOEAHA or USA Hockey. The committee shall select one member to be the liaison with the local referees association. The committee shall establish procedures to critique the referees working Association games and shall present the results to the referees association in the interest of improving all referees.

### Section 6: Publicity Committee

The Publicity Committee shall promote the Association and its programs among the general public and keep the membership informed of the policies, issues, programs and activities of the Association.

### Section 7: Equipment Committee

The Equipment Committee shall maintain an inventory of all hockey equipment and other supplies of the Association, and distribute such equipment and supplies to members of the Association as required to support the Association's programs. New equipment or supplies

shall be purchased or authorized by this committee. Prior Board approval shall be required for purchases above a limit set by the Board.

#### Section 8: FundRaising Committee

The FundRaising Committee shall select, subject to Board approval, the fund raising activities of the Association and supervise the participation of the membership in these activities. The Vice-President shall be the chairperson of the Fund-Raising Committee.

#### Section 9: Special Committees

The President, or a majority vote of the Board, may establish other committees for specific purposes as necessary. The chairperson may be any active member of the Association, and the committee may meet as required for its purposes. A report on its membership and activities shall be submitted to the Annual Meeting. The committee shall terminate at the completion of its assignment or at the next Annual Meeting.

### Article VIII - AMENDMENTS TO THE BY-LAWS

#### Section 1: Board of Directors

The Board of Directors may amend these By-Laws by presenting the amendment at a regular or special meeting and voting on the amendment at a subsequent regular or special meeting. The approval of two-thirds of the membership of the Board is required to pass the amendment.

#### Section 2: Annual Meeting

These By-Laws may be amended at an Annual Meeting by including the amendment in the notice of the Annual Meeting and having the members vote on the amendment by secret ballot at the Annual Meeting. The approval of two-thirds of the votes cast is required to pass the amendment.