

## **Luverne Hockey Club By-Laws**

### **Article I – Directors, Officers and Committees**

#### Section 1. Board of Directors

The Board of Directors shall be composed of the President, Vice President, Secretary, Treasurer, Southwest District Representative IV, one general director in charge of Referees, one general director in charge of Coaches, one general director in charge of Players, one general director in charge of Fundraising, and one general director in charge of Tournaments; all of whom shall be elected for a term as specified in the Article or until his/her successor has been elected and qualified.

#### Section 2. Elections, Terms and Vacancies

The Board of Directors as designated in the Articles of Incorporation shall serve for the full terms as stated in such Articles. Thereafter as their respective terms expire, officers of directors shall be elected for three year terms at each annual meeting. If a vacancy occurs during a term of office of any officer or general director, the remaining members of the Board of Directors shall elect a member of the club to serve for the unexpired term of the vacated position.

#### Section 3. Removals

Any officer or general director may be removed at a special meeting of the members by a majority vote of those entitled to vote at an election of officers and directors. No removal is to be considered states such purpose. When an officer or general director has been removed, new officers or general directors may be elected at the same meeting to serve until the next election and until their successors have been selected and have qualified.

#### Section 4. Compensation

The general directors, the President, Vice President and ex-officio member of the Board shall receive no compensation for their services.

If the members by majority vote decide the Secretary and/or Treasurer shall be compensated, it shall be acted upon at the annual meeting of the members. If at the annual meeting it is decided the Secretary and/or Treasurer shall be compensated, the amount shall be fixed at the same meeting. The amount may be changed from time to time by the members at either the annual or a special meeting.

#### Section 5. Fiduciary Responsibility of Directors

The members of the Board of Directors shall act as trustee with the Fiduciary obligation to the State of Minnesota and to the members of the Luverne Hockey Club.

## **Article II – Powers and Duties of Officers and Directors**

### Section 1. Power and Duties of Officers and Directors

It shall be the duty of the Board of Directors to prepare modes and plans for the safe and profitable investment of the unappropriated funds of the Club, and whenever loans and investments are made, to investigate and pass upon the securities offered to attend the drawing and execution of the necessary papers. The board shall order an audit of the books and accounts of the Secretary and Treasurer annually, and shall submit a written report of the condition of the Club to the members at the annual meeting.

### Section 2. President's Duties

The President shall preside at all meetings of this club and all meetings of the Board of Directors sign all check of the Club drawn by the Treasurer for the payment of such sums of money as may from time to time be disbursed by the association; sign such certificates and notices as may need his signature to authenticate them; shall enforce the due observances of the Articles of Incorporation and the By-Laws; see that the officers and general directors properly perform the duties as assigned tot hem and shall have general and careful supervision over the affairs of the Club.

### Section 3. Vice President's Duties

The Vice President shall assist the President. He/She shall perform the duties of President during the absence or disability of the President, and in the case of a vacancy in the office of the President until a successor has been chosen and has qualified. The vice President shall also be chairperson of the building, land and equipment committee.

### Section 4. Secretary's Duties

- a.) It shall be the duty of Secretary to keep a true and accurate record of the proceedings of all minutes of all meetings of the Club and the Board of Directors. He/She shall keep a correct record of all amendments, alterations and additions to the Articles of Incorporation or the By-Laws in a separate book from the minute book of this Club. He/She shall cause due notice of all special meetings of the club and the Board of Directors to be given. He/She shall receive all money due the Club and pay the same over to the Treasurer.
- b.) He/She shall keep a roll of the membership of the Club, with the date of joining; resignation, discharge, dues and assessments paid and shall give a report of such at each regular meeting of the Board of Directors.
- c.) He/She shall act as custodian of the seal and records of the Club, signs its official papers, and perform such other appropriate duties as may be imposed upon him/her by the Board of Directors. His/Her books shall be at all times open to inspection to the Board of Directors. He/She shall sign all orders for payment issued to the Treasurer and jointly with the Treasurer, shall prepare

and file all reports and statements required by law.

- d.) It shall be the duty of the Secretary to collect all dues and charges for equipment and other fees necessary to hockey participants.

Section 5. Treasurer's Duties

- a.) It shall be the duty of the Treasurer to receive from the Secretary all moneys belonging to the Club and to hold them subject to the order of the President. He/She shall keep separate and distinct accounts of the general and special funds, and shall prepare and present to the Board of Directors a full and detailed statement of the assets and liabilities of each fund separately prior to the annual meeting of the Club.

He/She shall deliver to his/her successor in office or any committee appointed by the Board of Directors to receive the same, all moneys, books papers, etc., pertaining to his/her office immediately upon the expiration of his/her term of office. Jointly with the Secretary, he/she shall prepare and file all reports and statements required by law. He/She shall, prior to entering upon the duties of his/her office, give bond in such an amount and with such sureties as may be required and approved by the Board of Directors, conditioned upon the faithful discharge of his/her trust and the faithful performance of his/her office, and payable from the special fund of the Club.

- b.) The Treasurer shall also be in charge of fund raisers of the Club and shall be chair person of the Fund Raising Committee.

Section 6. General Director in Charge of Referee

It shall be the duty of the General Director in charge of Referees to be present at all Board of Director meetings to assist in carrying out the general duties of the Board.

He/She shall also be responsible for communicating and administrating to the referees. He/She shall also be responsible for referee selection.

Section 7. General Director in Charge of Coaches

It shall be the duty of the General Director in charge of Coaches to be present at all Board of Director meetings to assist in carrying out the general duties of the Board.

He/She shall also be responsible for communicating and administering to the coaches. He/She shall also be responsible for coach selection.

Section 8. General Director in Charge of Players

It shall be the duty of the General Director in charge of players to be present at all Board of Director meetings to assist in carrying out the general duties of the Board.

He/She shall represent the Players and Players' Parents at board meetings.

Section 9. Southwest District Representative

It shall be the duty of the Southwest District IV Representative in charge of being the Club's representative at all District IV meetings.

He/She shall be present at all Board of Director meetings to provide updates from the district meetings and to assist in carrying out the general duties of the Board.

**Article III – Committees**

Section 1. Specific Committees

The Luverne Hockey club shall have three specific committees consisting of (1) Building, Land and Equipment Committee; (2) Fundraising Committee; and (3) Player/Parent Committee.

Their authority is to make recommendations to the Board of Directors.

Section 2. Duties, Elections, Terms and Vacancies of Committees

A. Building, Land and Equipment Committee

The duties are to oversee the properties of the Club.

The committee shall consist of the Vice President as chairperson and six committee members.

The committee shall elect a secretary at the first meeting after the annual meeting to record minutes of the committee meetings.

The six committee members terms shall be three years. At the adoption of these by-laws, two committee members shall be elected for terms of one year, two committee members for two years and two committee members for terms of three years. Thereafter as their respective terms expire, two committee members shall be elected for three year terms at each annual meeting.

If a vacancy occurs during the term of a committee member, the committee may recommend a replacement to the Board of Directors for their approval. The replacement would be for the unexpired term of the vacated position.

The Building, Land and Equipment Committee shall meet on a regular monthly basis.

B. Fundraising Committee

The duties shall be to direct and handle the fundraising activity of the club (other than due and assessments)

The Fundraising Committee shall consist of the Treasurer as chairperson and six committee members.

The committee shall elect a secretary, at their first meeting after the annual meeting, to record the minutes of their meeting. The six committee members terms shall be three year terms.

At the adoption of these by-laws, two committee members shall be elected for terms of one year, two committee members for two years and two committee members for terms of three years. Thereafter as their respective terms expire, two committee members shall be elected for three year terms at each annual meeting.

If a vacancy occurs during the term of a committee member, the committee may recommend a replacement to the Board of Directors for their approval. The replacement would be for the unexpired term of the vacated position.

The Fundraising Committee shall meet on a monthly basis.

#### C. Player/Parent Committee

The duties of the Player/Parent Committee shall be to represent the players and parents as well as perform the following functions:

1. Acquire two (2) copies of the birth certificates of new players who have not played in the program before. Give one copy of the coach and the other copy to the Luverne Hockey Club secretary for filing.
2. Get a complete roster to the Luverne Hockey Club secretary. The roster should include the following information: player's name, birth date, jersey number, father and mother's first name, address, phone number.
3. Works closely with the coach to keep the parents and players informed of all schedule changes.
4. Arrange for drivers to out-of-town games. Set up a drivers' schedule and check it again before each away game to confirm drivers.
5. Assume the responsibility for making overnight trips, etc.
6. Meet with the concessions chairperson to make up work schedules for parents at hockey games and tournament games.
7. If the team has an invitational tournament, work with the tournament director on any items that he needs assistance with
8. See to it that someone on the team mails or calls in team results weekly to the newspaper.
9. Help coordinate the timing of team and individual pictures.
10. Arrange for a year end party and coaches gifts.
11. Act as a liaison between parents, coach, and Luverne Hockey Club Board of Directors.

The committee shall elect a secretary at their first meeting after the annual meeting to record the minutes of their meeting as well as perform other normal secretarial duties.

The term of each committee member shall be one year, the election taking place at the annual meeting.

If a vacancy occurs during the term of a committee member, the committee may recommend a replacement to the Board of Directors for their approval. The replacement shall be for the unexpired term of the vacated position.

The Player/Parent committee shall meet on a monthly basis.

## **Article IV – Funds**

### Section 1. General Fund

The funds received by the Club from dues, fees, and other miscellaneous sources, together with gains or interest earned thereon, shall be kept in a general fund on the books of the Secretary and Treasurer and may be disbursed by the Board of Directors for any purpose reasonably suited to the welfare of the Club and its members. The Board of Directors may transfer funds from the General Fund to the Building and Land Fund or Equipment Fund.

### Section 2. Building and Land Fund

All funds received by this Club from any source designated towards building or land fund shall be kept in a special fund called Building Fund on the books of the Secretary and Treasurer and except by unanimous vote of the Board of Directors shall not be disbursed for any purpose other than building or land items.

### Section 3. Equipment Fund

All funds received by this Club from any source designated towards equipment shall be kept in a special fund called Equipment Fund on the books of the Secretary and Treasurer and except by unanimous vote of the Board of Directors shall not be disbursed for any purposes other than equipment items.

### Section 4. Disbursements

No disbursement of the funds of the Club shall be made except by checks drawn by the Treasurer and countersigned by the President. Except when issued for salaries, and other fixed charges, the exact amount of which has previously been determined by the Board of Directors or the members, no check shall be issued until the claim to which it relates has been approved by the Board of Directors.

### Section 5. Deposits

All money belonging to this Club shall be deposited to the credit of the Club in such banks, trust companies or other depositories as the Board of Directors may designate.

## **Article V – Membership**

### Section 1. Membership

A member must be at least 18 years of age. Enrollment of a player in the hockey program will automatically include on membership in the Luverne Hockey Club. The membership fee of \$5.00 will be included in the registration fee. Should both spouses desire voting rights an additional fee of \$5.00 must be submitted. For purposes of clarification any family with more than one registrant will only be charged the \$5.00 fee once, unless the spouse also desires a vote.

Any other person desiring membership must submit an application along with a \$5.00 fee.

### Section 2. Resignation or Expulsion

Any member of this Club may resign and terminate his/her membership in this club. Likewise, any member may be expelled from this club by majority vote of the Board of Directors at a regular or special meeting. Notice of such meeting shall be given to such member and he/she shall be given an opportunity to be heard at this meeting. In the case of resignation or expulsion, there shall be no refunding of membership fees.

## **Article VI – Meetings**

### Section 1. Meeting of the Board of Directors

The Board of Directors shall meet on a regular monthly basis.

### Section 2. Annual Meeting

The annual meeting of this club shall be held in April of each year. The place of meeting shall be designated and may be changed from time to time by the Board of Directors, if so needed.

### Section 3. Special Meeting

Special meeting of the members may be called at any time upon the written order of the President and one other member of the Board of Directors or by five members of this Club. In either case, the order shall be filed with the Secretary and he/she shall thereupon give notice of the meeting to each member of the Board of Directors and to each member of this Club entitled to vote at the meeting. No other business shall be transacted at a special meeting than that specified in the notice of meeting.

### Section 4. Quorums

A majority of the members of the Board of Directors shall constitute a quorum for the transaction of any business at meetings of the Board, and ten members of the Club shall constitute a quorum of the transaction of any business at the annual or

at any special meeting of the members. A number less than a quorum may adjourn any meeting of the Board of Directors or the President may adjourn any meeting of the Board of Directors or the annual meeting of the members.

Section 5. Notice of Meetings

Except as provided, otherwise in these By-Laws, notice of each annual or special meeting of the members shall be given by the Secretary to each officer, each general director, and to each member entitled to vote at the meeting.

Section 6. Order of Business

At the annual and at all specified meetings, the order of business shall be as follows:

1. Call to order
2. Reading of minutes of previous meeting
3. Secretary's report
4. Treasurer's report
5. Committee reports
6. Unfinished business
7. New business
8. Adjourn

Section 7. Voting

Each member in good standing shall be entitled to one vote upon any matter voted upon by the membership. Cumulative voting and voting by proxy shall not be permitted.

Section 8. Amendments

These By-Laws may be altered or amended at any annual or special meeting of the members of this Club providing the proposed amendments or alterations shall have been presented to the Secretary 10 days prior to the meeting.

## **Article VI – Capacity and Authority**

Section 1 Capacity

The Luverne Hockey Club has the capacity to act possessed by natural persons, but it shall have authority to perform only acts that are necessary or proper to accomplish its purposes and not repugnant to law.

Section 2 Authority

The Luverne Hockey Club has authority to:

1. Continue as a corporation on a perpetual basis
2. Sue and be sued
3. Take and hold an interest in real or personal property
4. Lease, encumber, convey or dispose of real or personal property subject to the provisions of Minnesota Statutes 317.26, subdivision 3.



5. Enter into obligations or contracts and do any act incidental to the transaction of its business or expedient to the purposes stated in its articles of incorporation.
6. Acquire, hold, mortgage, pledge, or dispose of shares, bonds, securities, and other evidences of indebtedness of any domestic or foreign corporation, either profit or nonprofit and either public or private, and it is owner thereof, to exercise all the rights, powers, and privileges of ownerships, including the right to vote.
7. Conduct its affairs within and without this state
8. conduct all or part of its business under one or more assumed names as provided in Minnesota Statutes 333.0001 to 333.06
9. Merge and consolidate with other nonprofit corporations, domestic or foreign, organized for related purposes.
10. make donations to other nonprofit organizations
11. Be a member of another nonprofit corporation whether foreign or domestic
12. Dissolve and wind up

## BY-LAW AMENDMENTS

### May 4, 1987

Article V – Membership is amended as follows:

#### Section 1 Membership

Enrollment of a player in the hockey program will automatically include on membership in the Luverne Hockey Club. The membership fee of \$5.00 will be included in the registration fee. Should both spouses desire voting rights, an additional fee of \$5.00 must be submitted. For purposes of clarification, any family with more that one registrant will only be charged the \$5.00 fee once, unless the spouse also desire a vote.

Section 2. Application is deleted

Section 3. Annual Renewal is deleted

Section 4. Membership Period is deleted

Section 5. Resignation or Expulsion – Remain as written

### April 6, 1997

Amendment to Article I, Section 1 of the Luverne Hockey Club By-Laws

The first sentence of Article I, Section 1 shall now read:

*The Board of directors shall be composed of the President, Vice-President, Secretary, Treasurer, one general director of Referees, one general director in charge of Coaches, one general director in charge of Players, one general director in charge of fundraising, and one general director in charge of Tournaments; all whom shall be elected for a term as specified in this Article, or until his/her successor has been elected and qualified.*

### April 2, 2006

Amendment to Article I, Section 1 of the Luverne Hockey Club By-Laws

Board of Directors shall include the position of SW League District IV Representative.  
(Reference minutes of November 1998 meeting)

## April 8, 2013

- Amendment to the Article I, Section 1 of the LHC By-laws. It was last amended on April 2, 2006. The LHC would like to add “Said board member of director must have said child enrolled in Luverne Public School or within school sport agreement, be a resident of Luverne and/or Rock County.” As the last sentence of the by-law.
- Amendment to Article II, Section 3 (Vice President Duties) of the LHC By-laws. Currently is stated in the last sentence that the Vice President shall also be chairperson of the building, land and equipment committee. The LHC would like to amend the last sentence of that statement to “The Vice President shall also be the board of director’s liaison of the building, land and equipment committee
- Amendment to Article III, Section 2 Duties, Elections, Terms and Vacancies of Committees. The Amendment shall read
  - A. Building, Land and Equipment Committee  
The duties are to oversee the properties of the Club.

The Committee shall consist of the Vice President as *board liaison* and six committee members.

The Committee shall elect a secretary at the first meeting after the annual meeting to record minutes of the committee meetings *and to elect a chairperson*.

The six committee member’s terms shall be three years. At the adoption of these by-laws, two committee members shall be elected for terms of one year, tow committee members for two years and two committee members for terms of three years. Thereafter as their respective terms expire, two committee members shall be elected for three year terms *as recruited by the committee and approved by the LHC board of directors*.

If a vacancy occurs during the term of a committee member, the committee may recommend replacement to the Board of Directors for their approval. The replacement would be for the unexpired term of the vacated position.

The Building, Land and Equipment Committee shall meet on a regular monthly basis.

- Amendment to Article V, Section 1 – membership which was last amended May 4, 1987. The article stated that the enrollment of a player will automatically include a \$5 membership fee in the registration for voting rights and it would be an additional \$5 if both spouses desire voting rights. The LHC has not enforced this amendment for many years and would like to delete Article V, Section 1.

## April 10, 2017

-Amendments were prepared and presented to the LHC Annual Meeting on April 10<sup>th</sup> with motions and votes made to approve proposed changes to By-Laws to stay current.

- **Amendment to Article II, Section 2 – Presidents Duties** - The article stated that the President should sign all checks of the Club drawn by the treasurer for the payment of such sums of money as may for time to time be disbursed by the association. The association has not enforced this for some time and has voted to delete that section of Article II, Section 2.

**Amendment to Article II, Section 2** now reads .... The President shall preside at all meetings of this Club and all meetings of the Board of Directors. He/She shall sign any needed certificates and notices as may need his signature to authenticate them: shall enforce the due observances of the Articles of Incorporation and the By-Laws; see that the officers and general directors properly perform the duties assigned to them and shall have general and careful supervision over the affairs of the club.

- **Amendment to Article II, Section 4 – Secretary’s Duties** - Letter (a) The article states that the Secretary shall receive all money due to the club and pay the same amount to the treasure. That procedure has not been enforced for a long time and the LHC Board and members felt it needed to be removed for the duties of the Secretary.

In that section letter (b) it also states the Secretary shall keep a roll of membership of the club, with date of joining, resignation, discharge, dues and assessments paid and shall give a report of such at each regular meeting of the Board of Directors. With today’s technology this does not fall under the secretary anymore and has been removed for the position.

In that section letter (c) is changed to letter (b). In that paragraph it states that the secretary shall sign all orders for payment issued to the treasure. It will be changed to state that He/She shall jointly with the s the

In the final paragraph of that section it states that “It shall be the duty of the Secretary to collect all dues and charges for the equipment and other fees necessary to hockey participants.” This is all removed from the duties of the Secretary.

- **Amendment to Article II, Section 5 – Treasurer Duties** - Letter (a) now states “ It shall be the duty of the Treasurer to receive all moneys belonging to the Club and hold them subject to the order of the President. He/She shall keep detailed recorded of all moneys received and distributed as approved by the Board of Directors, and shall prepare and present to the Board of Directors a full and detailed statement of the assets and liabilities of each fund separately prior to the annual meeting of the club.

He/She shall deliver to his/her successor in office or any committee appointed by the board of Directors to receive the same, all money, books, papers, ect., pertaining to his/her office immediately upon the expiration of his/her term of office. He/She

shall, prior to entering the duties of his/her office, give bond in such an amount and with such sureties as may be required and approved by the Board of Directors, conditioned upon the faithful discharge of his/her trust and the faithful performance of his/her office, and payable from the general fund of the Club.

Letter (b) Updated to read – His/Her books shall be at all times open to inspection to the Board of Directors and jointly with the Secretary shall prepare and file all reports and statements required by law.

- **Article II, Section 10 and 11 were added.**

**Article II, Section 10 – General Director in Charge of Fundraising -**

It shall be the duty of the Director in charge of Fundraising to be present at all Board of Director meetings to assist in carrying out the general duties of the Board.

He/She shall also be responsible for the organizing and carrying out fundraisers and shall also be chairperson of the Fund Raising Committee. He/She shall turn over all receipts upon completion of fundraiser to Treasurer.

**Article II, Section 11 – General Director in Charge of Tournaments -**

It shall be the duty of the Director in charge of the Tournaments to be present at all Board of Director meetings to assist in carrying out the general duties of the Board.

He/She shall also be responsible for organizing and advertising the tournaments. He/She shall work jointly with members of the Operations and Recruitment Committees.

The Recruitment Committee will work on recruiting teams to come to our tournaments and the Operations Committee would assist in organizing and running the tournament weekends. In conjunction with these committees, the Parent/Player Committee of the respective team would assist as well.

- **Article III, Section 2 – Duties, Elections, Terms and Vacancies of Committees –**  
Letter (B) Fundraising committee shall consist of the Director in Charge of Fundraising and six committee members.

Letter (C) – After the 11 stated duties it now shall state;

The Player/Parent Committee Shall consist of the General Director in charge of the Players and a Parent representative from each team. This representative of each team will be chosen by the General Director in charge of Players at the beginning of each season and then approved by the Board of Directors. Each representative will continue to serve until the end of each season.

If a vacancy occurs during the term of a committee member, the General Director in Charge of Players recommends a replacement to the Board of Directors for their approval. The replacement shall be for the remaining time of that season.

The Play/Parent committee shall meet as needed.

- **Article IV, Section 1 – Funds** - Shall read...  
The funds received by the Club from dues, fees and other miscellaneous sources, together with the gains or interest earned thereon, shall be kept in a general fund on the books of the Treasurer and may be disbursed by the Board of Directors for any purpose reasonably suited to the welfare of the Club and its members. The Board of Directors may transfer funds from the General Fund to the Building and Land Fund.
- **Article IV, Section 3** – removed and other sections updated as to order of sections.
- **Article IV, Section 4 (now Section 3)** – Checks do not need to be counter signed by the President.

### April 9, 2018

#### **Amendment of Article 1 Section 1: Board of Directors**

1. Omit “one general director in charge of Referees”
2. Add “one general director in charge of Registration”
3. Add “one general director in charge of Concessions”

#### **Article II, Section 12 & 13 were added:**

The Amendment shall read:

##### **Article II, Section 12 – General Director of Registration Duties**

1. It shall be the duty of the General Director in charge of Registration to be present at all Board of Director meetings to assist in carrying out the general duties of the Board.
2. He/She shall also handle registration of players with Minnesota Hockey and prepare roster forms for all Minnesota Hockey teams. He/She shall maintain and update records of payments for registration. He/She shall keep current all paperwork associated with each player and his/her family information.

##### **Article II, Section 13 – General Director of Concessions Duties:**

1. It shall be the duty of the General Director in charge of Concessions to be present at all Board of Director meetings to assist in carrying out the general duties of the Board.
2. He/She shall order supplies for concession stand and ensure compliance with state regulations. He/She shall to meet the requirements of the cash box policy and to hold the workers accountable for their hours.
3. He/She shall prepare, monitor and post schedules for workers in concession stand and will verify and record regular concession hours worked online.

Amendments were voted upon at the the LHC Annual Meeting on April 9, 2019 and passed.