



CHIPPEWA YOUTH HOCKEY ASSOCIATION BY-LAWS

INDEX

		<u>PAGE</u>
ARTICLE I.	NAME	2
ARTICLE II.	CYHA CORPORATE STRUCTURE	2
ARTICLE III.	PURPOSE	3
ARTICLE IV.	MEMBERSHIP	3
ARTICLE V.	BOARD OF DIRECTORS	3
ARTICLE VI.	MEETINGS OF THE BOARD OF DIRECTORS	4
ARTICLE VII.	ELECTIONS OF OFFICERS	5
ARTICLE VIII.	AMENDMENTS TO BY LAWS	8
ARTICLE IX.	ANNUAL MEMBERSHIP MEETING	8
ARTICLE X.	STANDING COMMITTEES	9
ARTICLE XI.	AUTHORITY TO BIND, CONTRACTS, CHECKS AND DEPOSITS, SPECIAL CORPORATE ACTS	11
ARTICLE XII.	RULES OF ORDER	12

INTRODUCTION

These by-laws, in addition to Chippewa Youth Hockey Association Hockey Players Manual, shall be the governing body of Chippewa Youth Hockey Association.

ARTICLE I. NAME

1. The name of the Corporation shall be the CHIPPEWA YOUTH HOCKEY ASSOCIATION, INC.
2. The Chippewa Youth Hockey Association shall be abbreviated herein as CYHA.

ARTICLE II. CYHA CORPORATE STRUCTURE

1. CYHA shall be incorporated under the laws of the State of Wisconsin.
2. CYHA shall be, and is hereby governed by the rules of USA HOCKEY and the Wisconsin Amateur Hockey Association (WAHA), and may be a member in good standing other hockey associations as appropriate and shall abide by its own rules and procedures as well as those set forth within these Associations.
3. CYHA shall comply with the USA Hockey and WAHA screening and abuse policies and enforce the provisions thereof.
4. Eligibility to participate in CYHA is not determined by sex, race, creed, or color. CYHA does not discriminate against any person based upon sex, race, creed, color, or financial circumstances as determined by the Board of Directors.
5. Notwithstanding any other provisions of these articles, CYHA is organized exclusively for one or more of the purposes as specified in Sec. 501 (C)(3) of the Internal Revenue Code of 1954 and under the General Statutes the State of Wisconsin, and shall not carry on any activities not permitted to be carried on by a corporation exempt from the Federal income tax under IRC Sec. 501 to (C)(3) or corresponding provisions of any subsequent Federal tax laws.
6. No part of the net earnings of CYHA shall inure to the benefit of any member, trustee, director, officer, of CYHA, or any private individual (except that reasonable compensation may be paid for services rendered to or for CYHA as agreed to by an affirmative Board of Director vote), and no member, trustee, director, officer of the CYHA or any private individual shall be entitled to share in the distribution of any of CYHA assets on dissolution of CYHA.
7. In the event of dissolution, all of the remaining assets and property of CYHA shall, after necessary expenses thereof, be distributed to another hockey association exempt under IRC Sec. 501 (C) (3) or corresponding provisions of any subsequent federal government, or state, or local government for a public purpose. This distribution must also

be consistent with the Statutes of the State of Wisconsin as determined by the sole discretion of the Board of Directors.

ARTICLE III. PURPOSE

The purpose of CYHA shall be to provide the youth of Chippewa County, Chippewa Falls, Bloomer and Cadott School Districts with quality programs for ice skating related activities. We support teamwork and cooperation through mutual respect, sharing of skills, knowledge and responsibilities. This provides a foundation for fun and continuous improvement at an economical cost. This shall include the following:

1. To instruct participating youth (participant) in the fundamental skills of ice sports by providing qualified certified coaching at all levels.
2. To instill the necessary attitudes for team spirit, sportsmanship and fair play through success and cooperative effort.
3. To provide an environment where each participant, regardless of age, race, sex, religion, color, ethnic background, or financial circumstances is treated fairly, with respect and in a positive supportive manner.
4. To foster safety, fairness, and fun.

ARTICLE IV. MEMBERSHIP

Membership shall consist of:

1. Active members, or members in good standing, of CYHA include all registered participants, the parent(s) or legal guardian(s) of participants under 18 years of age, coaches, managers, current members of the Board, volunteers in positions appointed by the Board, or any other individuals; who are current on their financial obligations to the CYHA, and have fulfilled fundraising, and applicable assessment hour obligation, as established by the Board of Directors.
2. Members must at all times be in compliance with all the rules and regulations established by CYHA.
3. The Board, by majority vote, may suspend or expel any member for cause or conduct it deems inappropriate, such as malfeasance, illegal activity, and/or activity deemed detrimental to CYHA's and membership's reputation.

ARTICLE V. BOARD OF DIRECTORS

1. CYHA shall be administered by a Board of Directors (herein "Board") consisting of up to nine (9) voting members and four (4) officers. No Board of Director shall receive any salary or anything of pecuniary value, from the Association for performing services as a board member but may be reimbursed for actual expenses in connection therewith.
2. Each Board member shall be an active member in good standing and shall be elected to a three (3) year term.
3. The Board of Directors shall determine the annual membership fees, fundraising requirements and assessment hour requirements for each active member in any CYHA program.
 - a. As a general rule and as stated on the CYHA application form(s), no refunds will be given for memberships once received or to participants after acceptance of a rostered position.
 - b. Any member not in compliance with Article IV, Section 1, shall be notified by the Registrar and shall be considered suspended from membership until such time as said member is in compliance.
 - c. The Registrar shall notify all Directors of all pending suspensions as soon as possible, but before notification provided for above are delivered.
 - d. No special dues schedules or rates shall be set without authorization of the Board of Directors.
4. All CYHA finances and financial matters shall be under the control of the Board of Directors.
5. The Rink Manager shall be appointed by the Board of Directors in an At Large capacity to the Board of Directors with voting rights.

ARTICLE VI. MEETINGS OF THE BOARD OF DIRECTORS

1. Regular Board meetings shall be held at least once per month, unless a majority of the board votes to forgo that month's meeting, on the 3rd Wednesday of the month at 7:00 p.m. to conduct CYHA business and to accomplish the objectives of the CYHA.
2. The Order of Business at the Board of Directors meetings shall be as follows:
 - a. Roll Call.
 - b. Reading and approval of minutes of previous meetings.
 - c. Treasurers report.
 - d. Report of officers.
 - e. Report of committees.
 - f. Unfinished business.
 - g. New business.

3. At the Board's discretion, any Board meeting or portion of a Board meeting may be closed to non-Board members upon a majority vote of the quorum. Otherwise, Board meetings are open to the general members.
4. The time and location of the Board meeting shall be announced at least one (1) week in advance to the membership.
5. Any committee or member wishing to bring an issue up for consideration at a Board Meeting must present in writing their desire to be added to the meeting's agenda to the Board Secretary at least 24 hours prior to the scheduled meeting time.
6. Special Board meetings may be called at the discretion of the President of the Board or by a minimum of at least two board members. Notification of said meeting must be given at least 48 hours prior to the convening of the meeting.
7. A "quorum" of at least two-thirds (2/3) of the standing Board must be present at any Board meeting for valid voting to take place. A vote can only be passed with a quorum present and a majority voting for said initiative.
8. An unscheduled vacancy on the Board of Directors shall be filled, for the remainder of the departed Director's then current term, by a majority vote of the Board of Directors at a meeting where a quorum is present.
9. The Directors shall abide by and act in accord with the Articles of Incorporation, Bylaws, Rules and Regulations, Playing Rules and decisions of the Board of Directors of USA Hockey and such documents and decisions shall take precedence over and supersede all similar governing documents and/or decisions of CYHA. CYHA shall assist USA Hockey in the administration and enforcement of the provisions of the Bylaws, Rules and Regulations, Playing Rules and decisions of the Board of Directors of USA Hockey, within and upon its members and/or within its jurisdiction.
10. In addition to the Committees established pursuant to these By-Laws, the Board of Directors may, by resolution passed by a majority of the whole Board, designate one or more non-permanent committees, each committee to consist of one or more of the Directors or members. Any such committee, to the extent provided by Resolution of the Board of Directors, shall have and may exercise all the powers and authority granted to it by such Resolution
11. The President and Vice-President are members of all permanent and non-permanent committees established by the Board of Directors on which they do not formally sit.
12. Upon notice, when action is needed and a board meeting cannot be held in time to take action, the board may convene via email, social media or other electronic technology to take up required action and vote upon urgent matters. An affirmative vote of at least 7

members is needed to pass any business or motions. Board Members are afforded at 24 hours to vote by email, social media or other electronic media.

ARTICLE VII. ELECTIONS OF OFFICERS

1. The Membership shall elect all members of the CYHA Board of Directors and all CYHA officers.
2. Elections shall be through an annual election process at the Membership Annual Meeting, called by the President
3. Officers shall consist of
 - a. President
 - b. Vice President
 - c. Secretary
 - d. Treasurer
4. Officers and board members shall be elected for a term of three (3) years, on a three (3) year basis so no more than one third (1/3) of the board turns over every year.
5. The President, Treasurer, and two (2) At Large seats will be elected in one year, the Vice President, Secretary, and two (2) At Large seats shall be elected the following year, and four (4) At Large seats the year after that.
6. All Officers and Directors shall have the responsibility to conduct and attend the Board of Directors meetings with full voting rights on all issues and matters that are decided upon at said meetings.
7. The President shall be the chief executive officer of the organization. The President shall preside at all meetings of the membership and Board of Directors and shall have the general powers and duties, which are usually vested with the office of President and such other duties as may be prescribed from time to time by the Board of Directors. Specific duties of the President include, but are not limited to the following:
 - a. To see that these Bylaws and any CYHA rule and regulation is enforced and followed;
 - b. To appoint from among the membership, subject to approval by the Board, and supervise permanent committee and non-permanent committee members;
 - c. To represent CYHA at organizations in which CYHA maintains membership or appoint a representative subject to approval by the Board;
 - d. To approve checks, payments or other instruments drawn upon banks, or other depositories in which the funds and securities of CYHA are deposited;
 - e. To work with the Vice-President and Treasurer to establish fiscal year budgets;

- f. To appoint and supervise a Website and social media administrator subject to approval by the Board, who shall be responsible for managing and updating the CYHA website and social media;
 - g. To appoint, subject to approval by the Board, the Director of Hockey.
 - h. To present a report of the conduct of his/her office at each Regular Board meeting and the Annual Membership Meeting.
8. The Vice-President will take the place of and perform all such duties of the President whenever the President shall be absent or unable to act. The Vice President shall report to the President and perform all duties incident to the office of the Vice President and such other duties as may be prescribed from time to time by the Board. Specific duties of the Vice President include, but are not limited to the following:
- a. To work with the President and Treasurer to establish fiscal year budgets;
 - b. To approve checks, payments or other instruments drawn upon banks, or other depositories in which the funds and securities of CYHA are deposited;
 - c. To present a report of the conduct of his/her office at each Regular Board meeting.
 - d. Shall serve as the Safety Officer including reporting concussions and educate members of blood borne pathogen and AED.
 - e. Shall serve as Safe Sport Coordinator.
9. The Secretary shall keep the minutes of all meetings of the membership and meetings of the Board of Directors. The Secretary shall have charge of the books and records of CYHA and of other such materials as the Board may direct. The Secretary shall report to the President and perform all duties incident to the office of Secretary and such other duties as may be assigned by the President and/or by the Board. Specific duties of the Secretary include, but are not limited to the following:
- a. To prepare and publicize agendas for the board meetings, to keep accurate minutes of the proceedings of all membership and Board meetings and to preserve such minutes in a permanent record book or electronic archive;
 - b. To keep on record a copy the Bylaws and any rules and regulations on the CYHA website;
 - c. To see that all books, reports, and certificates as required by law are properly kept or filed;
 - d. To file any documentation required by any statute, Federal or State;
 - e. To collect and distribute, in a timely fashion, tCYHA's mail from the Post Office Box;
 - f. To maintain a membership list in for mailings and other such membership notices;
 - g. To distribute notes from all meetings to the Board of Directors;
 - h. To maintain bulletin boards;
 - i. To present a report of the conduct of his/her office at each Regular Board meeting.
10. The Treasurer shall have care and custody of all funds of CYHA and shall be responsible for keeping full and accurate accounts of all receipts and disbursements. The

Treasurer shall be responsible for the deposit of all monies and other valuable effects in the name of and to the credit of CYHA, in such depositories as approved by the Board. The Treasurer shall report to the President and perform all duties incident to the office of Treasurer and such other duties as may be assigned by the President and/or by the Board. Specific duties of the Treasurer include, but are not limited to the following:

- a. To receive and have care and custody of all funds and securities of CYHA and to deposit same in the name of CYHA in such banks or depositories as selected by the Board;
 - b. To sign or otherwise authorize checks, payments or other instruments drawn upon banks, or other depositories in which the funds and securities of CYHA are deposited;
 - c. To keep the official financial records and books of account of CHYA;
 - d. Coordinate an audit of the books of CYHA, if required after the close of the fiscal year and to report the results of such audit to the Board at their next meeting;
 - e. To determine the fees for all hockey programs subject to approval by the Board;
 - f. To fix the wages and payment schedules of all employees of CYHA subject to approval by the Board;
 - g. To develop forms for funds disbursement and reimbursement;
 - h. To report to the Board as required by Article V, Section 3;
 - i. To present a report showing the current month's activities and balance of all accounts at each Regular Board meeting.
 - j. The Treasurer shall be vetted by the Board of Directors to ensure acceptable experience and knowledge to perform the duties and responsibilities noted above prior to the annual meeting elections.
11. No Executive Committee member shall be eligible for re-election for more than one additional consecutive term. Nothing in this article shall prevent a former Executive Committee member from serving on the Board of Directors in an at-large capacity.

ARTICLE VIII. AMENDMENTS TO BY-LAWS

1. With the exception of Article XIII, these By-Laws may be adopted, amended or repealed by a two-thirds (2/3) majority vote of all members of CYHA present and voting at any regular meeting. All members must be notified by the Secretary via email, as it appears in the membership roll book, at least fifteen (15) days in advance, of proposed change(s) in these By-Laws, and of the meeting at which the By-Law change(s) will be acted upon. With regard to the removal of Article XIII, three (3) subsequent Board of Directors, in three (3) successive years, need to vote to unanimously remove Article XIII.
2. Amendments may be proposed in writing by any member to the Board of Directors, who shall notify the membership in accordance with Article VI Section 1.

ARTICLE IX. ANNUAL MEMBERSHIP MEETING

1. The annual membership meeting of CYHA shall be called by the President.
2. Business shall include election of Directors, Officers as identified in these By-Laws, and presentation of current finances and budget for next fiscal year.
3. The presence of not less than fifteen (15) CYHA Members shall constitute a quorum.
4. All members in good standing, constituting said quorum, shall be entitled to one (1) vote on any matter before the membership. Voting is via in person and proxy voting is prohibited.
5. Except as provided for in Article VII, notice of all membership meetings shall be sent by the Secretary to all members via email, as it appears in the membership roll book, and shall be posted to CYHA's website, at least five (5) days, but not more than ten (10) days before the scheduled date set for such meeting.
6. Special meetings of the Membership, for any purpose or purposes, may be called by an Officer of CYHA, or by the President or Vice President at the written request of a majority of the Board of Directors; or at the request in writing from not less than thirty (30) CYHA Members. Such requests shall state the purpose or purposes of the proposed meeting and shall be delivered to the Secretary in writing.
7. Except as provided for in Article VII, notice of all membership special meetings shall be sent by the Secretary to all members via email, as it appears in the membership roll book, and shall be posted to CYHA's website, at least five (5) days, but not more than ten (10) days before the scheduled date set for such meeting. Business transacted at any membership special meeting shall be limited to the purposes stated in the notice.

ARTICLE X. STANDING COMMITTEES

The eight main committees of the Board of Directors shall be:

Executive Committee
Fundraising (2 Directors)
Concession
Equipment (Hockey Related)
Operations and Maintenance
Tournaments/Team Representatives
Recruitment/Publicity
Player Development

Each At Large Board of Director member excluding the Rink Manager shall chair a standing committee excluding the Executive Committee.

The areas of supervision of these committees shall be as follows:

Executive Committee -

The Executive Committee shall be the President, Vice President, Secretary, Treasurer, and Rink Manager. The Executive Committee may act on behalf of CYHA whenever it is

unfeasible or impossible to hold a special meeting of the Board of Directors. Any action taken by the Executive Committee shall not be binding upon CYHA until confirmed by the Board of Directors. The Executive Committee shall recommend to the Board of Directors the membership of all other Standing Committees. The Executive Committee shall appoint the Game Scheduler, Referee Coordinator, Registrar, and members of the Ethics, Figure Skating and Finance Committee.

Fundraising (2 Directors):

This committee shall be responsible for the generation of funds above and beyond general program revenue. This committee shall oversee all special events for the association. The board shall determine the purpose for funds raised by this committee.

Concessions:

The concessions committee shall be responsible for the operation of the concession area. This includes but is not limited to: the selection of vendors, price of goods sold, purchase of equipment, operating rules and establishment of assignments. The committee shall select the concession stand manager.

Equipment (Hockey Related):

This committee is also responsible for selection, distribution and maintenance of all hockey equipment owned by CYHA. Shall also be responsible for ordering apparel and accessories upon approval by the board of directors. Shall aid in pro shop oversight and hockey equipment needed for special events.

Operations and Maintenance:

This committee is responsible for the maintenance of the building, arena facilities, cleaning, grounds, indoor and outdoor ice, and Zamboni. This committee also handles any improvements to the building and grounds. This committee shall be responsible to have the rink ready for special events and tournament weekends. Shall also report to the board of any capital needs to perform these duties.

Tournaments/Team Representatives:

This committee schedules and conducts all tournaments at the arena. Contacts potential participants and aids in filling open spots. Publishes tournament program book and works with ice scheduler to facilitate ice time for the tournament. This committee also is responsible for making sure team managers are prepared for the tournaments and assist with questions throughout the season. The team rep for the host team should be the first point of contact for the tournament that they are hosting.

Recruitment/Publicity:

This committee is responsible for increasing member registration, current member retention and improving member engagement. This committee will also be responsible for reaching out to the community to tell our story with a goal to increase involvement in CYHA.

Player Development:

The Director of Hockey shall be the Chair of the Player Development Committee. This Committee oversees the development of a well-trained coaching staff, the promotion of parent education and promotes clear goals and objectives for player skill development. The committee recommends to the Board standards of conduct for members. Accepts suggestions on all regulations, policies and rules of CYHA, and presents recommendations to the Board of Directors. The specific duties of this Committee are, but are not limited to:

- a. Ensure compliance with USA Hockey certification levels.
- b. Deliver Parent Education Programs to members.
- c. Communicate USA Hockey's Player Development opportunities to players, parents and coaches.
- d. Ensure that CYHA is promoting age-specific skill development in all of their programs.
- e. Encourage the development and organization of workshop and skills clinics for CYHA members.
- f. Establish and maintain a resource center for CYHA members that may include USA Hockey materials.
- g. Oversee the, training, evaluation and discipline of coaches and participants.
- h. Develop and manage the player selection process for CYHA.
- i. Assist in developing teaching and practice-planning curriculum for CYHA coaches when requested.
- j. Evaluate practice sessions and provide feedback to CYHA coaches to improve coaching capability.
- k. The PDC committee will assist in all activities involving girls' hockey for CYHA. The PDC shall appoint a chair for Girls Coordinator. This can include co-op agreements or WAHA questions regarding registration and tryouts. This committee will also be responsible for exploring opportunities for growing girls' hockey for CYHA and surrounding communities.

ARTICLE XI. AUTHORITY TO BIND, CONTRACTS, CHECKS AND DEPOSITS, SPECIAL CORPORATE ACTS

1. Contracts The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute or deliver any instrument in the name of and on behalf of the corporation, and such authorization may be general or confirmed to specific instances. In the absence of other designations, all deeds, mortgages and instruments or assignment or pledge made by the corporation shall be executed in the name of the

corporation by the President or the Vice President and the Secretary or Treasurer; and when so executed no other party to such instrument or any third party shall be required to make any inquiry into the authority of the signing officer or officers.

2. Loans No indebtedness for borrowed money shall be contracted on behalf of the corporation and no evidences of such indebtedness shall be issued in its name unless authorized by or under the authority or a resolution of the Board of Directors. Such authorization maybe general or confirmed to specific business.

3. Disbursements All disbursements shall be made by check, check card or electronic banking. Checks shall be signed by the Treasurer and/or the President of the corporation and in such a manner as shall be from time to time determined by or under the authority of a resolution of the Board of Directors. The Treasurer is authorized by the Board of Directors to do all necessary actions to effectuate online banking including transferring funds between accounts of the corporation.

4. Deposits All funds of the corporation not otherwise employed shall be deposited from time to time to the credit of the corporation in such banks, trust companies, credit unions or other depositories as maybe selected by or under the authority of a resolution of the Board of Directors.

5. Budget The budget process shall be governed by the finance committee and shall be presented to the board as a whole to act upon. When adopted or modified by the Board of Directors, the budget shall be the authorization for the appropriations by the corporation.

ARTICLE XII. RULES OF ORDER

1. The rules contained in "Robert's Rules of Order" (Newly Revised) shall govern CYHA in all cases to which they are applicable, and where they are not inconsistent with these By-Laws.

ARTICLE XIII. ENDOWMENT

1. The Board of Directors hereby establishes an endowment for ensuring the financial well-being of the Association. This endowment is a **Restricted** Endowment where the fund principal shall be held in perpetuity, while the earnings from the invested assets, when the principal reaches One Million Dollars (\$1,000,000.00), may be used for the operation of the Association, with the emphasis on skating for the youth of the Association. The Board of Directors are in charge, after consulting with investment experts, of investing the endowment principal with qualified investment firms to maximize the return on the investments of the endowment principal.
2. It is the intent of the Board of Directors in establishing this endowment, that the subsequent Board of Directors do not dissolve the endowment and do not use the

principal for the operation of the Association. As a result, in order to dissolve this endowment, three (3) subsequent Board of Directors, in three (3) successive years, need to vote unanimously to dissolve the endowment.

Adopted: April 13, 1992

Revised and Amended: December 18, 2013

Revised and Amended: June 16, 2021

Revised and Amended: April 19, 2023