



WASATCH MOUNTAIN AMATEUR HOCKEY
ASSOCIATION
AMENDED BYLAWS

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Table of Contents

Article I. Organization and Purpose..... 5

Section 1.01 Name5

Section 1.02 Organization.....5

Section 1.03 Purpose 5

Section 1.04 Place of Business 5

Section 1.05 Jurisdiction..... 5

Section 1.06 Fiscal Year.....5

Article II. Members..... 6

Section 2.01 Membership6

Section 2.02 Application6

Section 2.03 Acceptance or Rejection.....6

Section 2.04 Membership Rights 6

Section 2.05 Voting Rights.....6

Section 2.06 Suspension or Forfeiture of Membership..... 7

Article III. Fees, Dues and Sanctions 7

Section 3.01 Fees.....7

Section 3.02 Dues.....7

Section 3.03 Fee and Dues Schedules7

Section 3.04 Sanctions.....7

Article IV. Meetings of This Association..... 8

Section 4.01 Annual Meetings8

Article V. Board of Directors 8

Section 5.01 Directors8

Section 5.02 Qualifications for Directors8

Section 5.03 Ex-Officio Directors8

Section 5.04 Nomination of Directors.....9

Section 5.05 Election of Directors.....9

Section 5.06 Filling of Vacancies.....9

Section 5.07 Powers of the Board9

Article VI. Meetings of the Board of Directors..... 10

Section 6.01 Regular Meetings.....10

Section 6.02 Special Meetings10

Section 6.03 Notices.....10

Section 6.04 Waiver of Notice11

Section 6.05 Quorum.....11

Section 6.06	Informalities and Irregularities.....	11
Section 6.07	Power to Act notwithstanding Vacancies	11
Section 6.08	Action without a Meeting.....	11
Section 6.09	Meetings by Conference Telephone	11
Section 6.10	Voting Procedures	11
Section 6.11	Proxy Voting	12
Article VII.	Officers	12
Section 7.01	Election or Appointment.....	12
Section 7.02	President and Vice-President	12
Section 7.03	Secretary.....	13
Section 7.04	Treasurer.....	13
Article VIII.	Requirements of USA Hockey.....	13
Section 8.01	USA Hockey Preeminence	13
Section 8.02	Indemnity	14
Section 8.03	Equal Opportunity	14
Section 8.04	Resolution of Grievances.....	14
Section 8.05	Abuse.....	15
Section 8.06	Tax Status.....	15
Article IX.	General Provisions	15
Section 9.01	Indemnification of Directors and Officers	15
Section 9.02	Liability Insurance	15
Section 9.03	Directors and Officers Insurance.....	15
Section 9.04	Execution of Contracts.....	15
Section 9.05	Loans.....	16
Section 9.06	Checks and Drafts	16
Section 9.07	Deposits.....	16
Section 9.08	Dealing with Interested Parties	16
Section 9.09	Bank Accounts	16
Section 9.10	Liquidation	17
Section 9.11	Amendments.....	17
Section 9.12	Successors.....	17
Section 9.13	Articles of Incorporation.....	17
Section 9.14	Seal	17
Section 9.15	Publication.....	17
Section 9.16	Parliamentary Authority	17

Revision History

Date	Change Description
	Add Section 7.1.1
March 11, 2005	Removed specific year of expiration on board positions.
August 31, 2010	Updated Table of contents Changed Section 1.3 Purpose, Changed Section 1.5 Jurisdiction to fix age levels Changed quorum to 50% Miscellaneous language clarifications Reformatted entire document
May 15, 2013	Added Section 5.02 regarding qualifications for directors.
August 1, 2013	Amended election of directors to three-year terms.
November 4, 2015	Updated Table of contents Changed Section 2.05 selection of TM Changed Section 5.04 nomination of Directors Changed Sections 5.05 cumulative vote
September 15, 2016	Changed Section 5.02 Qualifications for Directors
December 2, 2020	Modified Section 5.01 to add eighth board member provision Modified Section 5.01 to include board members and terms Modified Section 5.02 to remove prohibition of team manager serving as board member
September 30, 2021	Modified Section 5.01 to update board member terms
September 7, 2022	Modified Section 5.01 to update board member terms
August 9, 2023	Editorial Changes Updated sections 2.05, 3.04, 4.01, 4.03, 5.01, 5.02, 5.05, 7.01, 9.03, 9.05, and Certification Removed sections 4.02, 4.04, 4.05, 4.06 to eliminate ambiguity and duplication with section 5 and 6.
September 5, 2024	Updated Addendum A – new board members.

Article I. Organization and Purpose

Section 1.01 Name

The name of the organization is Wasatch Mountain Amateur Hockey Association, Inc. (the “Association”).

Section 1.02 Organization

The Association is a non-profit corporation formed under the Utah Revised Nonprofit Corporation Act (the “Act”) and is recognized as a Sub-Affiliate of the Utah Amateur Hockey Association, Inc. (“UAHA”) which is an Affiliate of USA Hockey, Inc. (“USA Hockey”).

Section 1.03 Purpose

The purpose of the Association is to promote, govern, and enhance hockey for the good of all players; to foster a community spirit among Association Members (“Members”), supporters, and teams; to increase interest in the game of hockey throughout Utah; and to promote team participation, sportsmanship, fair play, safety, and equal opportunity to all Members relative to the game of ice hockey. The mission of the Association is to develop hockey players from the youngest to the oldest divisions in the youth classification of Hockey and to provide opportunities at the elite levels of the game for players to compete, develop, and excel.

Section 1.04 Place of Business

The registered office of the Association required by the Act shall be at the address of its statutory agent for service of process or such other place as the governing Board of Directors (the “Board”) shall determine from time to time. This Association may have such offices within the State of Utah and may conduct its business at such other places as the Board shall determine from time to time.

Section 1.05 Jurisdiction

The Association shall organize teams into different divisions based on the age of the players. The Association may field teams at any level defined by USA Hockey. Consistent with the provisions of UAHA and USA Hockey, the Board may amend and add to these Divisions at any time. The Association shall have jurisdiction over all Members of the Association.

Section 1.06 Fiscal Year

The fiscal year of the Association shall be determined by the resolution of the Board and may be changed from time to time at the discretion of the Board. After adopting these Amended Bylaws

(“Bylaws”) the fiscal year shall be a fiscal year commencing on August 1st and ending on July 31st.

Article II. Members

Section 2.01 Membership

The Association shall have Members. Any individual or organization interested in or involved in the conduct of ice hockey competition within Utah is eligible to become a Member of the Association, provided they are a registered member of USA Hockey and agree to abide by the Bylaws, Policies and Procedures, Rules and Regulations, Codes of Conduct, and Playing Rules of the Association, UAHA, and USA Hockey.

Section 2.02 Application

An individual or organization may request Membership in the Association by submitting a written application to the Association’s Board. The application must include the following:

- (a) The membership application fee as set in the Association’s schedule of fees in effect on the date of application.
- (b) A written statement agreeing to comply with and adhere to the provisions of all Bylaws, Policies and Procedures, Rules and Regulations, Codes of Conduct, and Playing Rules of the Association, UAHA, and USA Hockey.
- (c) Any other document or certification that may be required from time to time by the Board.
- (d) If the applicant is an organization, copies of the organization’s Bylaws, Rules and Regulations, 501(c)3 determination letter (if applicable), and other documents that describe the programs of the organization. This documentation must contain provisions for sexual and physical abuse screening for all individuals described in the sexual and physical abuse policy for all levels of participation.

Section 2.03 Acceptance or Rejection

The Association will review each completed application and will exercise its best efforts to notify the applicant of its decision on acceptance or rejection within 90 days of receipt. Membership is a privilege and not a right. The Board shall have sole discretion to accept or reject any membership application and its decision shall be final.

Section 2.04 Membership Rights

Accepted Members shall be entitled to exercise all rights and privileges that Membership may accord if the Member remains in good standing.

Section 2.05 Voting Rights

The Head Coach of each team shall select a Team Manager (“Team Manager”). Each Team Manager shall be entitled to one vote for each vacant Director position being elected at an Annual Meeting. Elections may be conducted by the Board as provided in these Bylaws.

Section 2.06 Suspension or Forfeiture of Membership

The Board may terminate or suspend a Member’s Membership in this Association for any of the following reasons:

- (a) The Member fails to comply with the Bylaws, Policies and Procedures, Rules and Regulations, Codes of Conduct, or Playing Rules of the Association, UAHA, or USA Hockey.
- (b) The Member fails to comply with any of the requirements, or decisions of the Association, UAHA, USA Hockey, or the member organization through which a team or person is registered.
- (c) If a member organization loses its 501(c)3 status, the membership of such organization will be reclassified to the appropriate classification.

Article III. Fees, Dues and Sanctions

Section 3.01 Fees

The Board may establish annual registration fees for Membership in this Association, and in addition to any such registration fees, such other individual, team, travel, or membership fees as the Board may deem appropriate from time to time.

Section 3.02 Dues

The Board may require Members to pay membership dues in addition to any annual registration fees.

Section 3.03 Fee and Dues Schedules

On or before September 30th of each year, the Board shall adopt a complete schedule of fees and dues to be charged by the Association for the next year and may have the Association’s Treasurer give written notice of such fees and dues to the Executive Director of USA Hockey.

Section 3.04 Sanctions

Members who are rostered players and have chosen to pay dues on the installment plan are required to pay these monthly dues by the first day of each month. Rostered players who fail to pay their monthly installment dues have thirty (30) days to make restitution. If restitution is not made within this 30-day period, the player shall be immediately suspended, as allowed by USA Hockey Bylaw 10, from all team activities, including practices, games, and tournaments. The continuing failure to pay the required fees or dues within ninety (90) days after they have

become due and payable will result in an automatic loss of membership in this Association. Members who lose membership, because of failure to pay, will pay all costs of suit enforcement and collection, including reasonable attorney's fees, for the collection of any amounts due to the Association.

Article IV. Meetings of This Association

Section 4.01 Annual Meetings

The Association shall have an Annual Meeting during September each year at a time and place set by the Board. The following business shall be conducted at the Annual Meeting:

- (a) The Board shall report on the operation of the Association during the past fiscal year, including a summary of any actions or policies adopted or requested to be adopted by the Board and a summary of the financial records of the Association.
- (b) The Board will hold elections for vacant Director positions.
- (b) The Board shall elect or appoint officers after the election of the Directors.
- (c) The Board shall distribute copies of its bylaws and other governing documents to the Members in attendance at the meeting.
- (d) The Board may conduct workshops or other discussions at the Annual Meeting as may be approved by the Board.

Article V. Board of Directors

Section 5.01 Directors

A Board of Directors shall govern the affairs of this Association. The Association shall have seven (7) Directors at-large. The term for each Director position shall be for three (3) years from the date elected. The current term for each Director position shall expire at the Annual Meeting in the year set forth in Addendum A.

Section 5.02 Qualifications for Directors

Any prior or current Member in good standing may be nominated and, if elected, serve as a member of the Board. No more than two (2) prior Members may be a part of the Board at any given time. All parties are subject to the following restrictions. A Director may serve as a temporary head coach, with Board approval, or temporary assistant coach of a WMAHA team while serving on the Board. A spouse or partner of a head coach receiving compensation more than the dues for the team being coached may not serve as a member of the Board. A person with a controlling interest in a hockey related business may not serve as a member of the Board. A current Team Manager can serve on the Board; however, they are not eligible for an officer position.

Section 5.03 Ex-Officio Directors

The Associations may also have Ex-Officio Directors. All USA Hockey officials and representatives appointed, elected, or employed by or through USA Hockey for the primary purpose of assisting this Association and its Members in carrying out the purposes of USA Hockey shall be appointed by the Board as Ex-Officio Directors. Ex-Officio Directors shall enjoy all the rights and privileges of Directors of this Association, except that no Ex-Officio Director shall be entitled to vote on any matter in their capacity as an Ex-Officio Director and no Ex-Officio Director shall be counted in their capacity as an Ex Officio Director for purposes of determining a quorum or the result of any vote. By way of example, the following could be considered to be appointed as Ex-Officio Directors: Utah Associate Registrar, Utah Local Supervisor of Officials, Utah Coaching Achievement Program Director, Utah Initiation Program Administrator, and the Utah Risk Manager.

Section 5.04 Nomination of Directors

Candidates for election to the Board shall be nominated at the Annual Meeting of this Association. Candidates must give written notice of his or her candidacy to the Secretary of the WMAHA Board no less than fourteen (14) days prior to the Annual Meeting at which the election will occur.

Section 5.05 Election of Directors

The election of Directors to fill vacant Director positions shall occur at the Annual Meeting. Each Team Manager may vote for as many candidates as the number of Director positions being elected. The Team Managers may not cast their votes in a cumulative manner. For example, if three Directors are being elected, each Team Manager may vote for three candidates, but may not cast more than one vote for any candidate on the same ballot. Once the votes are cast, Directors shall be elected in descending order according to the number of votes received by each candidate. In the event of a tie, the Board will arrange a special election between only the tied candidates until the tie is broken and the number of Director positions as provided for under these Bylaws has been filled.

Section 5.06 Filling of Vacancies

If a Director ceases to serve as a Director, or if a vacancy exists in a Director position because a Director was not elected to fill the position at the Annual Meeting, a successor or a new Director shall be elected by a majority vote of the Board to serve the remainder of the term associated with that Director's position.

Section 5.07 Powers of the Board

In addition to the other powers stated herein or provided for by law, the Board shall have the power to:

- (a) Exercise all powers, authority, rights, privileges, and jurisdiction vested in or delegated to this Association by UAHA and USA Hockey.
- (b) Formulated, prescribe, alter and amend these Bylaws and the Policies and Procedures for the government of this Association.

- (c) Interpret, define, and explain all of the provisions of these Bylaws and the Policies and Procedures of this Association.
- (d) Appoint and remove any coach or Officer of this Association and define, restrict, enlarge, or otherwise modify the powers and duties of any coach Officer of this Association at any time.
- (e) Forthwith remove from office any Director of this Association, by a two-thirds majority vote of the full Board.
- (f) Appoint committees from among its membership or otherwise employ individuals for the handling of special or specified business.
- (g) Dissolve or overrule any decision or action of any committee appointed by the Board.
- (h) Establish and define the rules and laws of amateur hockey for all amateur hockey competition subject to the jurisdiction of this Association, as a supplement to the rules and laws of amateur hockey established and defined by UAHA and USA Hockey.
- (i) Have immediate access on demand to the articles of incorporation, bylaws, books, vouchers, receipts, and records of any Member Organization.
- (j) Add voting Board position for Grizzlies (or other) sponsorship representative as per contract(s) that require it.

Article VI. Meetings of the Board of Directors

Section 6.01 Regular Meetings

A regular meeting of the Board shall be held as soon as reasonably practical after the adjournment of the Annual Meeting of the Association. Additional regular meetings of the Board may be held at such times and places as the Board may determine.

Section 6.02 Special Meetings

Special Meetings of the Board may be held whenever and wherever called for by the President or the number of Directors that would be required to constitute a quorum of the Board. The business to be conducted at any special meeting shall be limited to the purposes specified in the notice thereof and to such additional matters as the chairman of the special meeting may rule to be germane to such purposes.

Section 6.03 Notices

No notice need be given of any regular meeting of the Board or of any meeting of the Board which has been adjourned to a date less than 45 days after the adjournment, provided that the agenda for such meeting will not include any proposed change in or to these Bylaws. Not less than 10 and not more than 30 days (inclusive of the date of the meeting) before the date of any other meeting of the Board, the Secretary or any other Officer of this Association shall mail or personally deliver a written notice setting for the time, place, and general purpose of the meeting to each Director. All mailed notices shall be mailed first class, postage prepaid, to the Director at his or her last address as shown on the records of this Association.

Section 6.04 Waiver of Notice

Any Director may waive call or notice of any meeting of the Board (or any adjournment thereof) at any time before, during or after it is held. Non attendance of a Director at a meeting shall constitute their waiver of call and notice of such meeting (and any adjournment thereof).

Section 6.05 Quorum

At any meeting of this Association, the presence of more than fifty percent (50%) of the Directors entitled to vote at the meeting shall constitute a quorum of the Directors for all purposes. Any Director represented by proxy shall be deemed present at such meeting for purposes of constituting a quorum. In the absence of a quorum, any meeting of the Board may be adjourned by the chairman without notice other than announcement thereof at the meeting, until a quorum is formed. Once a quorum has been formed at any meeting, the Directors in attendance may continue to transact business until adjournment, notwithstanding the departure of enough Directors to leave less than a quorum.

Section 6.06 Informalities and Irregularities

All informalities and irregularities in the call or notice of a meeting of the Board or in the areas of credentials, quorums, voting, and similar matters shall be waived if no objection is made at the meeting.

Section 6.07 Power to Act notwithstanding Vacancies

Pending the filling of vacancies in the Board, a majority of the current number of Directors may exercise the powers of the Board.

Section 6.08 Action without a Meeting

Any action required or permitted to be taken at a meeting of the Board or any committee may be taken without a meeting if a “consent in writing”, setting forth the action so taken, is signed by all the Directors entitled to vote with respect to such action. Such consent may be executed in counterparts and shall have the same effect as a unanimous vote of the Directors at a duly convened meeting.

Section 6.09 Meetings by Conference Telephone

Any Director may participate in any meeting of the Board or any committee by means of a conference telephone or other similar communication equipment whereby all Directors participating in such meeting can hear and speak to one another. Such participation shall constitute attendance in person at the meeting.

Section 6.10 Voting Procedures

Each Director in attendance at a Board meeting (except for any Ex Officio) shall have one vote. At all meetings of the Board or any committee, voting shall be by voice vote, unless the

participating Directors decide on a ballot. A decision at a meeting of the Board or a committee shall be made by a majority of votes cast, unless otherwise required by these Bylaws or any provision of the Policies and Procedures of this Association.

Section 6.11 Proxy Voting

Directors may attend any regular or special meeting of the Board by proxy. All proxies shall be in writing, such writing may be in the form of an e-mail and shall state with specificity the person authorized to exercise such proxy. Each such proxy must contain an expiration date which may not exceed 30 days. Proxies must be presented to the presiding officer prior to the exercise of any vote pursuant to such proxy.

Article VII. Officers

Section 7.01 Election or Appointment

From among the members of the Board, the Board shall elect or appoint a President, Vice-President, Secretary, Treasurer, and such other Officers of this Association as the Board may deem advisable from time to time. The same person may hold the offices of Secretary and Treasurer. The regular election or appointment of Officers shall take place at each Annual Meeting of this Association immediately following the election of Directors, but election or appointment of any Officer may occur at any other meeting of the Board. A person elected or appointed to any office shall continue to hold that office until the election or appointment of their successor, resignation, removal, or incapacity to fill the office.

One (1) year prior to the expiration of the current President's term, the Board may appoint a President-elect. If the President-elect is a current board member, he/she will continue in that position until the next Annual Meeting. At the next Annual Meeting, the President-elect will be elected to the director-at-large position opened by the current President. If the President-elect is not a current board member, the position will be a non-voting position until the President-elect becomes a board member.

Not less than three (3) months prior to the expiration of the current Treasurer's term. The board may appoint a Treasurer-elect. If the Treasurer-elect is a current board member he/she will continue in that position until the next Annual Meeting. At the next Annual Meeting, the Treasurer-elect will be elected to the director-at-large position opened by the current Treasurer. If the Treasurer-elect is not a current board member, the position will be a non-voting position until the Treasurer-elect becomes a board member.

Section 7.02 President and Vice-President

Unless otherwise specified by resolution of the Board, the President shall be the chair of the Board and the Chief Executive Officer of this Association. The President shall supervise the affairs and business of the Association and the performance by all its Officers of their respective duties, subject to the control of the Board. The Vice-President, as designated by the Board, shall

be vested with all the powers and charged with all the duties of the President in the event of President's absence or inability to act. Unless otherwise specified by resolution of the Board, the President shall be the proper officer to represent and to cast any vote for this Association at any meeting or function of UAHA, USA Hockey, or any regional or district governing authority thereof which requires or allows for the representation of this Association and to sign on behalf of this Association all contracts, agreements, waivers, consents, and other legal documents. The president shall preside over all meetings of this Association and all meetings of the Board.

Section 7.03 Secretary

The Secretary shall keep and distribute the minutes of all meetings of this Association and of the Board and all unanimous consents of the Board and shall see that all notices relating to this Association are duly given in accordance with the provisions of these Bylaws and as required by law. In case of the Secretary's absence or refusal or neglect to act, such minutes may be kept, and such notices may be served by any other person designated by the President. The secretary shall be the custodian of the corporate seal and corporate records. The secretary shall certify all resolutions adopted by the Board and all Bylaws and Policies and Procedures, and all amendments or modifications thereof, adopted by the Board and shall thereupon record the same in the corporate records of this Association.

Section 7.04 Treasurer

The Treasurer shall keep full and accurate accounts of receipts and disbursements of this Association in books belonging to this Association and shall cause all money and other valuable effects of this Association to be deposited in the name of and to the credit of this Association in such depositories, subject to withdrawal in such manner, as may be designated by the Board. The Treasurer shall render to the President, the Board, and the Members of this Association on account of all transactions of the Treasurer and of the financial condition of the Association.

Article VIII. Requirements of USA Hockey

Section 8.01 USA Hockey Preeminence

As a Sub-Affiliate of USA Hockey, the Association shall abide by and act in accordance with the Articles of Incorporation, Bylaws, Policies and Procedures, Rules and Regulations, Codes of Conduct, 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 this Association. Further, this Association (a) shall assist USA Hockey, in the administration and enforcement of the provisions of the Bylaws, Policies and Procedures, Rules and Regulations, Codes of Conduct, Playing Rules and decisions of the Board of Directors of USA Hockey within and upon its Members and, or, within its jurisdiction and (b) agrees to be guided by the following core values of USA Hockey:

(a) Sportsmanship

Foremost of all values is to learn a sense of fair play. Become humble in victory, gracious in defeat. We will foster friendship with teammates and opponents alike.

- (b) Respect for the Individual**
Treat all others as you expect to be treated.
- (c) Integrity**
We seek to foster honesty and fair play beyond mere strict interpretation of the rules and regulations of the game.
- (d) Pursuit of Excellence at the Individual, Team, and Organizational Levels**
Each member of the organization, whether player, volunteer, or staff, should seek to perform each aspect of the game to the highest of his or her ability.
- (e) Enjoyment**
It is important for the hockey experience to be fun, satisfying and rewarding for the participant.
- (f) Loyalty**
We aspire to teach loyalty to the ideals and fellow members of the sport of hockey.
- (g) Teamwork**
We value the strength of learning to work together. The use of teamwork is reinforced and rewarded by success in the hockey experience.

Section 8.02 Indemnity

As a Sub-Affiliate of USA Hockey, the Association shall indemnify and hold harmless USA Hockey, the Board of Directors of USA Hockey and each member thereof, the Executive Committee of USA Hockey and each member thereof, the councils and committees of USA Hockey and each member thereof, and all other elected, appointed, employed or volunteer representatives of USA Hockey from any and all claims, liability, judgments, costs, attorney's fees charges and expenses whatsoever, arising from the acts and omissions of this Association, except to the extent (1) that USA Hockey or its afore described representatives caused such claims, liability, judgments, costs, attorneys' fees, charges or expenses by their own intentional neglect or default or (2) that such acts or omissions were the direct result of compliance with the Articles of Incorporation, Bylaws, Rules and Regulations, Playing Rules or decisions of the Board of Directors of USA Hockey. Further, this Association understands and acknowledges that USA Hockey and its afore described representatives have assumed such assignment, function, office, or capacity upon the express understanding, agreement, and condition that they be so indemnified and held harmless to the extent described in this bylaw.

Section 8.03 Equal Opportunity

This Association shall provide an equal competitive opportunity, considering ability and other athletic criteria, to amateur athletes, coaches, trainers, managers, administrators, and officials to participate, consistent with the requirements of the Amateur Sports Act of 1978, as amended, in amateur hockey competition without discrimination on the basis of race, color, religion, age, sex or national origin.

Section 8.04 Resolution of Grievances

This Association shall adopt Policies and Procedures providing for the prompt and equitable resolution of grievances of any person or organization under the jurisdiction of this Association which shall include provisions for a fair notice and opportunity for a hearing in connection therewith.

Section 8.05 Abuse

This Association shall adopt Policies and Procedures prohibiting sexual and physical abuse which are within the guidelines of USA Hockey and meet the minimum criteria of any applicable statutory requirement.

Section 8.06 Tax Status

This Association shall use reasonable efforts to obtain and maintain 501(c)3 status under the Internal Revenue Code.

Article IX. General Provisions

Section 9.01 Indemnification of Directors and Officers

This Association shall indemnify and hold harmless the Board of this Association, and each member thereof, every committee of this Association, and each member thereof, every Officer of this Corporation and all other elected, appointed, employed, or volunteer representatives of this Association from any and all claims, liability, judgments, costs, attorneys' fees, charges and expenses whatsoever, arising from the acts and omissions of this Association or the performance of their respective duties in connection therewith, except to the extent (1) that any of the afore described parties caused such claims, liability, judgments, costs, attorneys' fees, charges and expenses by their, its, his or her intentional neglect or default. Further, this Association understands and acknowledges that the afore described parties have assumed such assignment, function, office, or capacity upon the express understanding, agreement, and condition that they by so indemnified and held harmless to the extent described by this Bylaw.

Section 9.02 Liability Insurance

This Association shall always maintain coverage under (1) any available general liability insurance policy maintained by USA Hockey and (2) such other policies as the Board deems advisable from time-to-time.

Section 9.03 Directors and Officers Insurance

This Association shall use reasonable efforts to purchase, acquire or always provide and maintain in full force and effect Directors' and Officers' liability insurance and crime insurance, insuring its Directors and Officers and, to the extent that such insurance is not obtained through USA Hockey, naming USA Hockey as an additional insured.

Section 9.04 Execution of Contracts

Except as otherwise required by law or by these Bylaws, any contract or other instrument may be executed and delivered in the name of the Association, and on its behalf by the President, or any officer or officers of the Board authorized to execute and deliver any contracts or other

instrument in the name of the Association and on its behalf; and such authority may be general or confined to specific instances as the Board may by resolution determine.

Section 9.05 Loans

The Board shall not incur any single item of indebtedness more than \$10,000 without the consent of a two-thirds majority of all eligible votes at a duly noticed regular or special meeting of the Board.

Section 9.06 Checks and Drafts

All checks, drafts, orders for the payment of money, and insurance certificates shall be assigned or endorsed by such officer or officers or agent or agents of the Association and in such manner as shall, from time to time, be determined by resolution of the Board.

Section 9.07 Deposits

All funds of the Association not otherwise employed, shall be deposited, from time to time, to the credit of the Association, or otherwise as the Board or the President shall direct, in such bank, trust companies, savings and loans Association, or other depositories as the Board may select or as may be selected by any officer or officers of the Association to whom power in that respect shall have been delegated by the Board. For the purpose of deposits and for the purpose of collection for the account of the Association, checks, drafts, and other orders for the payment of monies that are payable to the order of the Association may be endorsed, assigned and delivered by any officer or agent of the Association.

Section 9.08 Dealing with Interested Parties

No contract or other transaction between the Association and any other corporation or other entity and no act of this Association, shall in any way be affected or invalidated by the fact that any Member or Members are pecuniary or otherwise interested in, or are directors, officers or employees of such other corporation or entity. Any Member, individual, or corporation or entity of which such Member may be a director, officer or employee may be a party to, or may be pecuniary or otherwise interested in, any contract or transaction of the Association, provided that the fact that he, she or such corporation or entity is so interested shall be disclosed or shall have been known to the Board, prior to the Board's vote on such contract or transaction and such transaction shall be ratified by a vote of the Board without counting the vote of any interested person. Any Member who is also a director, officer, or employee of such other corporation or entity, or is so interested, may be counted in determining the existence of a quorum at any meeting of the Board that shall authorize such contract or transaction with like force and effect as if he or she were not such director, officer or employee or not so interested, but he or she shall not have the right to vote on such contract or transaction.

Section 9.09 Bank Accounts

No Committee may maintain a separate bank account without the prior approval of the Board. Any person or group authorized to maintain a bank account must submit to the Treasurer a monthly financial statement by the 15th of the month following and a full yearly statement for

the fiscal year within 30 days after the end thereof. These shall be submitted in accordance with the Policies and Procedures as outlined by the Board.

Section 9.10 Liquidation

In the event of liquidation, dissolution, or termination of this Association, for any reason, any assets remaining after payment of creditors, shall be paid over to any organization exempt from taxation under § 501(c)(3) of the Internal Revenue Code of 1986, as amended, as shall be selected by the Board of Directors, or failing such selection, as shall be selected by a Superior Court of the State of Utah.

Section 9.11 Amendments

These Bylaws and the Articles of Incorporation of the Association may be altered, amended, or repealed by a majority vote of the Directors at any regular or special meeting of the Board.

Section 9.12 Successors

All references in the Bylaws to this Association shall include all successors to this Association, and all references in these bylaws to USA Hockey shall include all successors to USA Hockey.

Section 9.13 Articles of Incorporation

All references in these Bylaws to the Articles of Incorporation of this Association shall be deemed to refer to the Articles of Incorporation of this Association and all amendments thereto on file with the Utah Corporation Commission. The Articles of Incorporation of this Association shall in all respects be senior and superior to these Bylaws, and in the event of any conflict or inconsistency between the Articles of Incorporation of this Association and these Bylaws, the Articles of Incorporation of this Association shall prevail.

Section 9.14 Seal

The Board of Directors may provide for a seal of this Association, which shall have inscribed thereon the name of this Association and the State and the year of its incorporation.

Section 9.15 Publication

The Articles of Incorporation, Bylaws and Policies and Procedures of this Association shall be available to the Members of this Association upon reasonable request.

Section 9.16 Parliamentary Authority

The rules contained in the current edition of The Modern Rules of Order shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with the Articles of Incorporation, these Bylaws, and any special rules of order the Association may adopt.

Certification

The undersigned hereby certify that the foregoing Bylaws were adopted by the Board of the Association at a meeting of the Board held via electronic communication on September 5th, 2024, and shall be deemed to be effective as of this same date.

By _____
Randy Abbey, President

By _____
Farrah Sczykutowicz, Secretary

ADDENDUM A

The current Board of Directors and their respective term expiration dates are provided below.

Revision History

Date	Change Description
08/09/2023	Created Addendum A
10/04/2023	Updated Board Members, Year Elected, and Term Expiration
09/05/2024	Updated Board Members, Year Elected, and Term Expiration

Position	Name	Year Elected	Term Expiration
1	Randy Abbey	2024	2027
2	Erica McConnell	2024	2027
3	Farah Sczykutowicz	2024	2027
4	Danny LaDue	2023	2026
5	Ryan Walcott	2023	2026
6	Michael Farnsworth	2023	2026
7	Jeff Kite	2022	2025