

MENTOR YOUTH HOCKEY BOOSTER CLUB BY-LAWS

revised December 2017

ARTICLE 1 NAME

- Section 1 The name of the Organization shall be the Mentor Youth Hockey Booster Club, a non-profit organization in the State of Ohio and hereinafter referred to as the "MYHBC".

ARTICLE 2 PURPOSES

- Section 1 The organization is organized exclusively for charitable, religious, educational and scientific purposes, including for such purposes, the making of distributions to organizations under Section 501 [c] (3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law); and provided that no part of the earnings of the Organization shall inure to the benefit of, or be distributed to, its members that the Organization shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payments and distributions in furtherance of the purposes herein set forth; and provide further that the Organization shall not carry on any other activities not permitted to be carried on by an association exempt from Federal Income Tax under Section [c] (3) of the Internal Revenue code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law) or by an Organization Contribution to which are deductible under Section 170 [c] 2) of the Internal Revenue Code (or corresponding provisions of the future United States Internal Revenue Law).
- Section 2 The purposes of MYHBC are:
- A. To provide activities and programs fostering the education and participation of young people in the sport of ice hockey;
 - B. To encourage citizens' interest and participation in ice hockey and especially the activities of MYHBC;
 - C. To raise funds for the support of MYHBC programs; and
 - D. To foster sportsmanship and fair play.
- Section 3 As an organization, all participants, members, officers, and directors shall abide by USA Hockey Zero Tolerance Policy.

ARTICLE 3 MEMBERSHIP

- Section 1 Any person 18 years and over connected to a youth in the Mentor Hockey Program is eligible for an adult membership. Each member shall be entitled to a vote on all matters put to a vote of the membership, provided said member is in good standing. Any person 17 years or under who is a registered player of the Mentor Hockey program will automatically become a junior member with no voting rights and no charge of annual dues. The General membership consists of the adult and junior members.
- Section 2 An annual application from an eligible adult member must be received by the MYHBC by October 1st of the current hockey season and must be accompanied by \$25.00 application fee per member. Late applications may be accepted on approval by of the Board of Directors.
- Section 3 Members shall signify their intent to continue their membership by applying for membership by October 1st of the current hockey season and submitting a \$25.00 annual application fee per member.
- Section 4 Applications for adult memberships shall be made available by September 1st of the current hockey season.
- Section 5 An adult membership may be terminated by:
- A. resignation;
 - B. failure to comply with the By-Laws and Policy;
 - C. failure to pay membership/application fee; or
 - D. a majority vote of the Board of Directors for dissension, harassment or interference in any way with the MYHBC.
- Section 6 Non-Mentor residents shall have equal privileges as Mentor residents.

ARTICLE 4 BOARD OF DIRECTORS

- Section 1 The Board of Directors shall be comprised of five (5) Executive Officers and three (3) additional Directors.
- Section 2 The Board of Directors shall be responsible for the development and implementation of MYHBC rules, policies, procedures, programs, and activities. It shall conduct all business to bring about the Purposes of MHYBC as outlined in Article 2 of these By-Laws.

- Section 3 The Executive Officers for MHYHBC shall be a President, Vice President, Recording Secretary, Corresponding Secretary, and Treasurer.
- Section 4 The Executive Officers shall constitute the Budget and Finance Committee.
- Section 5 The Standing Committees shall be the Budget and Finance Committee, Communications Committee, Tournaments and Fundraising Committee and Program Development Committee.
- Section 6 The term of office for all Directors shall be one (1) year.
- Section 7 The Board of Directors can remove any Director for just cause by two-thirds (2/3) majority of the Board of Directors or, unless excused by the President for a valid reason, three (3) consecutive absences from Board of Directors or general membership meetings. The Corresponding Secretary will notify the removed Board member of the action within ten (10) days of the vote or final infraction.
- Section 8 The President upon ratification of the Board of Directors shall fill vacancies on the Board of Directors by a majority vote. The newly appointed Board member shall serve the unfinished term of his predecessor.
- Section 9 The three (3) non-Executive Officer directors shall be nominated and voted upon by the Membership as provided in Article 6 herein.

ARTICLE 5 MEETINGS

- Section 1 General Membership Meetings ("Meeting") will be held once a month during the hockey season. The Meeting schedule will be established and communicated to the general membership at the beginning of each hockey season. Any change in a scheduled date of a Meeting will be done by written notice to the general membership within seven (7) days of the originally scheduled meeting.
- Section 2 The Board of Directors will meet no less than quarterly on a regularly scheduled date. This date will be established annually by the Board of Directors at its first regular meeting.
- Section 3 Two-thirds (2/3) of the Board of Directors membership need to be present to constitute a quorum.
- Section 4 Robert's Rules of Order shall govern the proceedings of all meetings of the MYHBC and its constituted parts except as provided by these By-Laws.

ARTICLE 6
NOMINATIONS AND ELECTIONS

- Section 1 Any registered adult member may submit in writing to the Board of Directors the intent to run for a MYHBC Director position, or may be nominated at a regularly scheduled meeting.
- Section 2 Nominees for the Board of Directors must be eligible voters as set forth in Section 3 of this Article.
- Section 3 Adult members are eligible to vote and run for members of the Board of Directors only after attending three (3) or more Meetings per hockey season prior to the March Meeting or was a coach in the program the previous year (listed on the official coach roster with CSHL).
- Section 4 Voting for new members of the Board of Directors shall take place at the February Meeting.
- Section 5 Newly elected members of the Board shall officially take office on April 1st of the year elected.

ARTICLE 7
DUTIES OF OFFICERS

- Section 1 **AUTHORITY TO BIND.** No member, director, or officer of this Organization shall contract for or enter into any agreement, or otherwise obligate this program, financially or otherwise, without proper authorization from the Board of Directors.
- Section 2 The President shall:
- A. preside at all meetings of the General Membership and Board of Directors;
 - B. execute all contracts on behalf of the Board of Directors;
 - C. vote only in cases of ties at either a Board or General meeting ;
 - D. be empowered to call special Board or General meetings in accordance with these By-Laws;
 - E. serve as an ex-officio member of all committees;
 - F. represent the MYHBC at community activities;
 - G. fill vacancies of the Board of Directors; and
 - H. shall appoint committee chairpersons.

Section 2 The Vice President shall:

- A. act as President in the event of President's absence or inability to exercise its office;
- B. perform any other tasks assigned by the President;
- C. serve as Parliamentarian for all General and Board meetings; and
- D. serve as an ex-officio member of all committees.

Section 3 The Recording Secretary shall:

- A. maintain accurate minutes and attendance of all meetings of the General Membership and Board of Directors;
- B. be responsible for the safe keeping of all records, correspondence, and reports (except for financial) of the MYHBC;
- C. validate all official permanent minutes by signature; and
- D. serve as an ex-officio member of all committees.

Section 4 The Corresponding Secretary shall:

- A. prepare and distribute agenda for the Board and General meetings;
- B. be responsible for the publication of the annual calendar of events, programs and meeting notices;
- C. prepare and make available applications for adult membership to MYHBC; and
- D. serve as an ex-officio member of all committees.

Section 5 The Treasurer shall:

- A. receive and/or direct receipts of all funds of the MYHBC with the approval of the Board of Directors;
- B. establish and oversee a system for the deposit of all funds in the name of the MYHBC as approved by the Board of Directors;
- C. establish and maintain a standard method of double entry bookkeeping so as to keep an accurate account of all funds received and dispersed;

- D. prepare a printed monthly statement on the financial status of the MYHBC, listing all receipts and disbursements by budget category, for distribution at monthly Meetings
- E. be responsible for the safe keeping of all official financial records and papers of the MYHBC;
- F. be responsible for maintaining all financial records for the timely filing of all required state and federal tax reports so as to protect the MYHBC's tax status;
- G. work with the newly elected Treasurer in completing financial records for the current fiscal year and the transfer of all financial records and books; and
- H. serve as an ex-officio member of all committees.

Section 6 The Officers upon expiration of their terms, shall transfer all official records and MYHBC property in their possession to their duly elected or appointed successors in office in a timely and orderly manner.

ARTICLE 8 COMMITTEES AND RESPONSIBILITIES

Section 1 The Board of Directors shall be comprised of five (5) Executive Officers and three (3) additional Board of Directors.

Section 2 Standing Committees shall consist of four (4) committees: Budget and Finance; Program Development; Communications; and Tournaments and Fundraising.

Section 3 The President shall appoint the chairpersons of the Standing Committees. An elected member of the Board of Directors may chair the Standing Committees.

Section 4 The Program Development Committee shall be responsible for developing and implementing programs, in accordance with the Purposes in Article 2 of these By-Laws, to benefit the junior and adult members of MYHBC. The Program Development Committee shall present their program plans and corresponding budget needs to the Board of Directors for approval. The Programs Committee shall be comprised of the Chairperson, Treasurer, and at least two (2) other members from the General membership.

Section 5 The Communications Committee shall be responsible for the development and dissemination of information about the MYHBC and its activities. The Committee will provide information especially to MYHBC members on a regular and timely basis through the publication of a periodic newsletter,

use of the MYHBC bulletin board, and periodic meetings with its team representatives. The Communication Committee will be comprised of a Chairperson and may include a representative from each team.

Section 6 Budget and Finance shall be responsible for the development of an annual operating budget to be used as a guide in receiving and dispersing funds. This Committee shall be comprised of the Executive Officers of MYHBC. It shall meet no less than quarterly to review the current financial position of the MYHBC and to prepare a report of this review with necessary recommendation for the Board of Directors.

Section 7 The Tournaments and Fundraising Committee shall be responsible for developing and implementing plans for raising funds needed to execute the various programs of the MYHBC. The Tournaments and Fundraising Committee shall present their program plans and corresponding budgets to the Board of Directors for approval. The Tournaments and Fundraising Committee shall be responsible for coordinating all facets of MYHBC hockey tournament(s) including, but not limited to the Ice of March Tournament.

ARTICLE 9 GENERAL ARTICLES

Section 1 Conflict of Interest Policy. Any director, officer, or member who has an interest in a contract or other transaction presented to the Board of Directors or committee thereof for authorization, approval or ratification shall make a prompt and full disclosure of her or her interest to the Board of Directors or committee prior to the Board acting on such contract or transaction. Such disclosure shall include any relevant or material facts known to such person about the contract or transaction, which might reasonably be construed to be adverse to the MYHBC's interest.


The body which such disclosure is made shall thereupon determine, but a vote of seventy-five (75%) of the votes entitled to vote, whether the disclosure shows that a conflict of interest exists or can reasonably be construed to exist. If a conflict is deemed to exist, such person shall not vote on, nor use his or her personal influence on, nor participate (other than to present factual information or to respond to questions) in the discussions and deliberations in respect to such contract or transaction. Such person may be counted in determining whether a quorum is present, but may not be counted when the Board of Directors or committee of the Board takes action on the contract or transaction. The minutes of the meeting shall reflect the disclosure made, the votes thereon, the abstention from voting and participation.

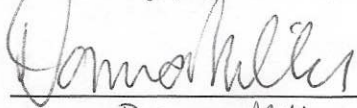
Section 2 Amendments to Bylaws. These Bylaws may be adopted, amended or repealed by the affirmative vote of the Board of Directors of at least 2/3 (66%) of the total votes eligible to be cast at a legal meeting of the Board of Directors.

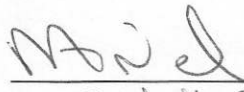
Section 3 Any circumstance, rule or regulation not covered herein, shall fall under the jurisdiction of the Board of Directors.

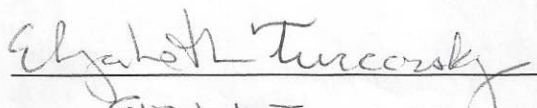
We, the undersigned, representing at least a quorum of the Executive Officers of the Board of Directors of the Mentor Youth Hockey Booster Club, Inc. do hereby attest that the by-laws contained within this document, are the latest revision of the Mentor Youth Hockey Booster Clubs By-Laws, as voted at the Special Membership Meeting December 12, 2017.

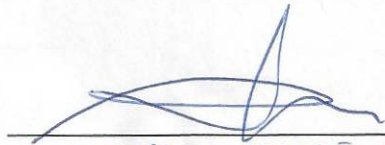
These By-Laws shall supersede all other by-laws established before this date, and shall be the governing by-laws of the Mentor Youth Hockey Booster Club until such time as the general membership of this organization shall elect to alter or amend them.

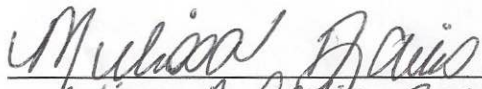

Adam J. Pulsifer - President



Donna Miller, Treasurer


Michelle Friel, Rec. Sec.


Elizabeth Turcovsky, Co. Sec.


ROBERT L. MOORE, BOARD MEMBER


Melissa A. DAVIS, BOARD MEMBER


Andrew Rigo, Vice President