



North Branch Area Hockey Association By-Laws

By-Laws of the North Branch Area Hockey Association

The name of this organization shall be the North Branch Area Hockey Association.

MISSION STATEMENT

The sole purpose of the North Branch Area Hockey Association (hereafter; NBAHA), shall be to promote and support hockey in the North Branch School District area. This shall include all youth through high school, regardless of race or color.

PURPOSE

The association strives toward the development of a complete and stable amateur hockey program. The complete program should allow all individuals to participate at some level. The association's establishment of reasonable disciplinary standards depending on the degree of mental and physical self-control desired derives the stability. The display of personal respect and courtesy among all members involved must always be maintained. Personal respect and antagonisms between spectators, officials, coaches, players and opposing teams must be completely non-existent. Without this type of controlled climate, expect nothing short of chaos rather than acceptable, wholesome, sportsman-like atmosphere.

SECTION 1

Principles required by Affiliate agreement with Minnesota Hockey (MH)

A: All teams of Affiliate shall register with Minnesota Hockey

B. Government

The government and authority of Affiliate shall be vested in a Board of Directors composed of at least three representatives, as determined by Affiliate, selected through an annual democratic election process. A majority of the Board must always be composed of representatives selected by such election process. The officers of Affiliate, selected by the membership or the Board of Directors, shall include at least a president, vice president and secretary/treasurer. It is recommended that the terms of directors and officers be staggered.

C. Voting

Each member of Affiliate shall be entitled to one vote in the process adopted by Affiliate for the election of its Board of Directors. The governing documents of the affiliate shall clearly define membership in the affiliate. Voting for the members of the Board of Directors shall be a democratic process wherein each member is entitled to one vote. In the absence of other criteria, each family that participates in the activities that are provided under the jurisdiction of the affiliate shall be deemed to be a member and shall be entitled to vote. See section 8C for voting privilege information.

E. Financial Reports/Dues and Assessments

Affiliate shall provide to its membership an annual financial report of operations. All dues and assessments by Affiliate shall be reasonable in relation to the programs it offers to its members.

F. Publication of Constitution and By-Laws

If the Affiliate is a non-profit corporation, it shall annually distribute to its members, upon request, copies of its constitution, By-Laws and other governing documents, and all amendments thereto.

G. Equal Opportunity

Affiliate must provide an equal competitive opportunity, considering ability, physical size 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 athletic competition without discrimination on the basis of race, color, religion, age, sex, or national origin.

H. Grievance Resolution

Affiliate shall provide for the prompt and equitable resolution of grievances of its members, including fair notice and opportunity for a hearing to any amateur athlete, coach, trainer, manager, administrator, or official before declaring such individual ineligible to participate.

I. Insurance

(1) Affiliate agrees, at all times throughout the term of this Agreement, to be covered by the general liability insurance policy maintained by USA Hockey. The Affiliate shall be informed of the limits of that policy, and of any changes to those limits which may be made by USA Hockey at its sole prerogative. Affiliate retains the right to obtain whatever additional insurance coverages it may desire, at its own expense, but agrees to name MH as an additional insured thereof. By purchasing and maintaining the aforementioned general liability insurance policy, MH does not assume, and indeed disclaims, any liability for any actions or omissions of Affiliate.

J. 501(c) (3) Status

Minnesota Hockey strongly recommends that the Affiliate maintain tax exempt status under Section 501(c) (3) of the Internal Revenue Code during the term of this Agreement.

K. Abuse

Affiliate shall adopt policies prohibiting sexual and physical abuse which meet certain minimum criteria established by MH (subject to any contrary requirements contained in state or local law applicable to Affiliate).

L. Adoption

Affiliate shall adopt, as amendments to its By-Laws or as official policy, the foregoing principles set forth in Sections II and III within 180 days of the date of this Agreement. It shall be a condition of the continuation of the grant of affiliate status contained herein for Affiliate to deliver, upon request, written proof of such adoption to MH. If Affiliate does not adopt the foregoing

principles as required herein, its members shall not be entitled to the benefits of membership in MH.

Section 2

A. Board Vote

All Board Members shall have one (1) vote, except for the President. The only exception to that vote would be if there was an obvious conflict of interest. In this case, the Board Member will abstain from vote. Should any Member hold more than one position (i.e., Vice President and Ice Director) they shall have only one vote.

Should any position be shared between people (i.e., husband/wife) they shall only have one vote. All shared board positions will be determined on a case-by-case basis by the board. In the case of a tie, the President will place the deciding vote. This is the only case in which the President will vote.

B. Quorum

A quorum of the Board of Directors must be present before the Board shall be able to conduct and transact business. A quorum shall consist of 70% of the Board Members. A quorum of the Membership must be present before the Membership shall be able to conduct and transact business. A quorum shall consist of 7 Members.

A quorum of the Membership is not needed to conduct and transact charitable gambling.

C. Association Meetings

1. Any meeting sponsored by NBAHA will be open for any member in good standing. Exceptions to this will be any disciplinary hearing.
2. Board meetings shall be held monthly with the date, time and location to be set by the President.
3. Membership meetings shall be held monthly with the date, time and location to be set by the Board. These meetings shall be announced via e-mail or social media.

D. Special Board of Directors Meetings

Special meetings may be called at any time the President deems necessary. If a special meeting is for an issue which has been voted down at a board meeting, there shall be a minimum of a twenty-four (24) hour waiting period. This time is established to allow Members to weigh all facts or possibly obtain more information pertaining to the issue.

E. Special Membership Meetings

Special meetings of the members may be held whenever called by the Secretary upon the direction of the President or upon written direction of a majority of the directors then in office or upon the written direction of the members of not less than ten (10) percent of the membership. It shall be the duty of the Secretary to give at least seven (7) days' notice of such meeting to the membership. Such notice to state the purpose for which and time and place where said meeting would be held.

F. Annual Meetings

Any action(s) or policy(s) adopted or requested to be adopted by the Board of Directors or the officers of Affiliate shall be reported to its membership, or their duly authorized representatives, at least once each year at a meeting called for such purpose, with notice and agenda of such meeting being given to all members of Affiliate no less than fifteen (15) days in advance of the holding of the meeting, which meeting shall be open to all members of Affiliate

1. Election of Officers and Directors
2. Order of business for the Annual Meeting
3. Call to Order
4. Minutes from last Meeting
5. Secretary's Report
6. Treasurer's Report
7. Year-end Financial Statement
8. President's Report
9. Committee Reports
10. Old Business
11. New Business
12. Adjournment
13. Election Results

SECTION 3

A. Board of Directors

Elected board members shall consist of the Executive Officers (President, Vice President, Secretary, and Treasurer) and the Directors (Coaching, Registrar, Ice, Fundraising, Publicity, Mite, and any other positions deemed necessary to conduct business). The administration and management of all NBAHA programs, procedures and activities is the responsibility of the NBAHA Board of Directors. If you have accepted one of these volunteer positions, it is important that you fulfill your duties with the following considerations:

B. Responsibility of Officers

1. President

- a) The President shall chair all meetings.
- b) The President shall oversee and keep order at all meetings.
- c) The President may call special meetings at any time as he/she sees fit and the Board feels necessary.
- d) The President will represent the organization at any MAHA, AHAUS, or District meetings. They shall have the option to appoint someone to attend in their place if wish to do so.
- e) President shall normally co-sign on all checks.

2. Vice President

- a) The Vice President shall conduct meetings and business in the absence of the President.
- b) If the President is incapacitated for more than thirty (30) days the Vice President automatically assumes all responsibilities until the President returns.
- c) The Vice President is an authorized co-signer on all checks.
- d) The Vice President will normally only sign on checks in the absence of either the President or the Treasurer.

3. Secretary

- a) The Secretary shall be responsible to take notes and maintain all records of business transacted. This shall include maintaining a file of all correspondence received from the different leagues in which we skate.

- b) The Secretary shall set the agenda, with input from the board members, for the board monthly meeting and will send the agenda to all board members prior to the meeting.
- c) The Secretary is an authorized co-signer on all checks in the absence of the President or Vice President.

4. Treasurer

- a) The Treasurer shall be responsible for maintaining full financial records, in detail and updated monthly. The Treasurer shall give a full financial report monthly.
- b) The Treasurer shall handle all monies, income and expenses.
- c) The Treasurer is the authorized signer on all checks in addition to an authorized co-signer. Treasurer will prepare and make available the year-end report.

C. Responsibility of Directors

- a) Accept a director position to serve the entire NBAHA membership fairly and without prejudice for your own children and friends.
- b) Take the initiative when accepting a director position to fully understand your responsibilities and the time frames in which your work needs to be done.
- c) Understand which decisions other directors make that will impact you and which of your decisions impact others.
- d) Attend 75% of board meetings.
- e) Be prepared with your committee updates for each Board meeting.
- f) Few decisions made on behalf of the association are made in a unilateral manner.
- g) Major decisions or changes to past practice and/or policy require full board discussion and approval.
- h) Be supportive of other Board members and Board decisions.
- i) NBAHA Board members are subject to formal background checks.
- j) It is the responsibility of the Directors to coordinate all facets of their program. They have the power to appoint committees within their program.
- k) Directors must submit an itemized annual budget. An estimated general maintenance budget is due in August to be voted on by the membership.
- l) The Directors must have approval of the Executive Officers before they can take final action on the items listed above.

D. Terms of the Board of Directors

Officers and Directors shall be elected by the membership at the annual meeting of the members and shall hold office, Directors for one (1) year and Officers and Registrar for two (2) year terms until their respective successors are chosen. This section shall not prohibit any past or current Officer or Director from serving more than one term in any office. An individual may not be elected to more than one office in any given year.

E. All board members are required to review and sign the Board Member Code of Conduct annually. This will occur during the monthly meeting following the annual meeting and election. Failure to review and sign the agreement, by the board member, will result in a voluntary resignation and removal from the board.

SECTION 4

A. Nominations and Elections

The Election committee will be responsible for the nominations and election. The election committee will consist of only board members. This Committee shall be chosen at the January meeting.

1. The floor shall also be open for further nominations at the annual meeting.
2. Members may only run for one position at election, regardless of position status (Officer, Director, or Coordinator)
3. Board members may be appointed by the board during the year should the need arise, such as vacant positions or resignations.
4. Spouses are not allowed to serve on the Executive board together. Whether through election or board appointment.

New Officers and Directors take office at the April board meeting. Outgoing officers and Directors shall be available till August 1st to help with transition.

B. Requirements- Board of Directors and Coordinator positions

1. Member in good standing,
2. Minimum of one (1) year as a NBAHA member to serve as a director.
3. Board Members are required to attend 75% of the membership/board meetings or may be subject to be removed from the board.

C. Requirements- President and Treasurer

The requirements to serve on the Board of Directors are:

1. Member in good standing,
2. Minimum of two (2) years as a board member
3. Minimum two (2) years served as a board member
4. Board Members are required to attend 75% of the membership/board meetings or may be subject to be removed from the board.

D. Requirements- Vice President and Secretary

The requirements to serve on the Board of Directors are:

1. Member in good standing,
2. Minimum of one (1) year as a board member
3. Board Members are required to attend 75% of the membership/board meetings or may be subject to be removed from the board.

E. Treasurer Requirements

1. Will pass an additional background check as determined by the Executive Board

E. Resignation

An Officer or Director may resign at any time by filing his/her written resignation with the Executive Board.

F. Vacancies

The Board of Directors may fill any vacancy on their board happening after any regular annual election or any vacancy created by an increase in the authorized number of Directors until the next succeeding election. This is done by appointment by the Board.

SECTION 5

A. Standing Committees

There shall be Standing Committees if needed: Coaching, Ice, Registrar, Publicity/Recruiting, Fundraising, Mite and Election.

Each Director will be the chairperson of their committee. The Board shall select committee members after elections. Chairperson is defined as the person responsible to form the respective committee, report to the Board on actions taken by the committee and keep the committee progressing. Each standing committee shall have no less than three (3) members, not to include the chairperson.

B. Responsibilities of Standing Committees:

The following Committees are responsible for, but not limited to:

1. Coaching: This Committee shall be responsible for recommending the coaches to the board for consideration. They will also have, prior to the start of the season, all equipment ready for distribution to the teams (i.e., pucks, jerseys, first aid kits, etc.).
2. Ice: This Committee shall be responsible for the purchasing and distribution of all ice time purchased or maintained by NBAHA.
3. Registrar: This Committee shall be responsible for proper registration procedures for all players and coaches.
4. Fundraising: This Committee shall initiate all fund-raisers, securing sponsors and making presentations to local councils for support of the programs.
5. Mite: The committee will be responsible for leading, directing and organizing the Mite program.
6. Election: The Vice President is the chairperson of the committee. A committee of no less than two (2) and no more than three (3) board members for the annual election. Committee members must be members of the board. This Committee shall be chosen at the January meeting.

SECTION 6

A. Who Has the Power to Conduct Business

The Board of Directors of the NBAHA is empowered to consider and conduct all business of the association. At any regular monthly board meeting or special board meeting, action may be taken on such by a majority vote when a quorum is present in accordance with the By-Laws.

B. The general membership shall have the right to bring any issue before a membership meeting of the NBAHA. The issue may then be referred to the Board of Directors for recommendation, if deemed necessary by the President. The following month the board must bring a recommendation back to the membership meeting. If the President finds the issue not necessary of a Board recommendation, action may be taken on such by a majority vote when a quorum is present in accordance with the By-Laws.

C. Procedures Not Covered

Roberts Rules of Order will resolve any issues not covered by our Articles of Incorporation or By-Laws

Section 7

A. BOUNDARIES

Boundaries for the NBAHA include Ind. School District 138.

Section 8

A. Memberships

Memberships will be designated as the one of the following:

1. Family Membership - Any individual or family contributing an amount set by the Board of Directors, or more in any fiscal year shall be a regular member of the Corporation. It is mandatory that the families of any participant in the program have a family membership.
2. Booster Membership - Anyone contributing a set dollar amount to be determined by the Board or more to the Corporation in any fiscal year shall be a Booster Member of the Corporation.
3. Service Membership - Anyone contributing services to the Corporation in any fiscal year may be awarded Service Membership of the Corporation upon affirmative vote of the Board of Directors.

B. Length of Membership

1. NBAHA membership shall run from October 1st to September 30th of the following year.

C. Voting Privileges

1. Each family will be allowed two (2) votes for parents/guardians of NBAHA registered players

D. Membership in Good Standing

1. A Member is said to be in good standing if they have paid their Booster Membership fees and has no disciplinary action taken against them.
2. If the Family has skaters in the program, has met the registration fees as set forth by the NBAHA and has no disciplinary action taken against them.

Section 9

A. Gambling Fund Dispersal

There are a number of basic operating expenses incurred by the Pull-Tab Operation in its daily transaction of business. These expenses include, but are not limited to some of the following items: Taxes, Costs of Games, Rents, Supplies, Bank Charges, Wages, etc.

These normal operating expenses of the Pull-Tab, as well as contracted ice-rental and budgeted equipment are to be authorized by a vote of those NBAHA Members present at the monthly meeting before they are paid for out of gambling funds.

B. From time-to-time a request for dispersal of funds from the Pull-Tab Account to pay for lawful expenditures outside of normal budget will occur. The NBAHA Membership should follow the procedure as described below to allow for the distribution of these funds.

1. Any Member of the NBAHA will be allowed to present a motion for dispersal of Pull-Tab funds during the new business portion of the monthly meeting. The motion should be clear in stating the exact purpose of the funds, and a reliable estimate of the funds asked for.
2. The motion must be given a second from another member of the NBAHA
3. Any member present at the meeting may vote on the motion.
4. If approved, the motion must be:
 - a. Placed on the agenda for the following month's meeting to be formally voted upon by all NBAHA Members in attendance.
 - b. Published in the NBAHA meeting minutes so that any interested parties are able to vote at the meeting, which will address the request for funds.

Section 9

By-Laws and/or policies adopted by Minnesota Hockey (MH) as required per our affiliate agreement.

A. MH Preeminence

The Affiliate, an affiliate association of Minnesota Hockey (MH), shall abide by and act in accord with the Articles of Incorporation, By-Laws, Rules and Regulations, Playing Rules and decisions of the Board of Directors of MH, and such documents and decisions shall take precedence over and supersede all similar governing documents and/or decisions of the Affiliate. Further, Affiliate (i) shall assist MH in the administration and enforcement of the provisions of the By-Laws, Rules and Regulations, Playing Rules and decisions of the Board of Directors of MH, within and upon its members and/or within its jurisdiction and (ii) agrees to be guided by the following core values of USA Hockey and MH:

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.

RESPECT FOR THE INDIVIDUAL - Treat all others as you expect to be treated.

INTEGRITY - We seek to foster honesty and fair play beyond mere strict interpretation of the rules and regulations of the game.

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 level of his or her ability.

ENJOYMENT - It is important for the hockey experience to be fun, satisfying and rewarding for the participant.

LOYALTY - We aspire to teach loyalty to the ideals and fellow members of the sport of hockey.

TEAMWORK - We value the strength of learning to work together. The use of teamwork is reinforced and rewarded by success in the hockey experience.

B. Indemnity

The Affiliate, an affiliate association of MH, shall indemnify and hold harmless MH, the Board of Directors of MH and each member thereof, the Executive Committee of MH, and each member thereof, councils and committees of MH and each member thereof, and all other elected, appointed, employed or volunteer representatives of MH from any and all claims, liability, judgments, costs, attorneys' fees, charges and expenses whatsoever, arising from the acts and omissions of Affiliate, except to the extent (i) that MH or its aforescribed representatives caused such claims, liability, judgments, costs, attorneys' fees, charges or expenses by their own intentional neglect or default or (ii) that such acts or omissions were the direct result of compliance with the Articles of Incorporation, By-Laws, Rules and Regulations, Playing Rules or decisions of the Board of Directors of MH. Further, the Affiliate understands and acknowledges that MH and its fore 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 provision.

MH shall reasonably cooperate with Affiliate in any litigation and provide reasonable support in connection therewith, including but not limited to advice and testimony upon reasonable request; provided, however, that such cooperation shall not require MH to incur any out-of-pocket expense not reimbursed by Affiliate.

Section 10

A. Amendments

The By-Laws may be amended, repealed or altered at any regular or special meeting of the membership. Providing a minimum of thirty day written notice via email. By-Law changes must pass by two thirds of those members attending the meeting.