BYLAWS of MARATHON COUNTY YOUTH HOCKEY ASSOCIATION (MCYHA)

Revised 05/19/2022

ARTICLE I. Offices

Principal office. A principal office of the Corporation she will be located in the city of Wausau, County of Marathon, State of Wisconsin. The business office of the registered agent of the Corporation she will be identical to such registered office. The board of directors may designate other temporary offices the Corporation may require from time to time.

ARTICLE II. Members

Section 1. Membership. There she will be two classes of members and members shall be limited to natural persons. Class I members are none parental members on the board with voting rights. Class II members are parent or guardian of registered players. Each parent or guardian in class to becomes a member upon paying the player registration fees and signing the registration form. The term for a class I membership ends when the non-parental member is no longer on the board and shall be governed by the bylaws of the Corporation and any membership rules by the Board of Directors. Class II memberships Shelby for 1 year terms starting November 1 and ending October 31 and shall be governed by the bylaws of the Corporation and any membership rules established by the Board of Directors.

Section 2. Annual Meeting. The annual meeting of the members of the Corporation she will be held in the month of Summer of each year, at such time and place as may be designated by the Board of Directors. Election of new Board of Directors will happen at this meeting if there are vacancies. If the Annual meeting is not possible for some reason, the board can designate a special meeting for this to happen, but this should be only the last resort.

Section 3. Special Meetings. Special meetings of members, for any purpose or purposes, unless otherwise prescribed by statute, may be called by the president or the Board of Directors or by the person designated in the written request of not less than ten percent (10%) of all members entitled to vote at the meeting. No business Shelby transected at any special meetings, except as may be designated in the notice thereof.

Section 4. Place of Meeting. The Board of Directors may designate anyplace, either within or without the state of Wisconsin, as the place of meeting for any annual meeting or for any special meeting called by the Board of Directors. A waiver of note is signed by all members entitled to vote at the meeting may designate anyplace, either within or without the state of Wisconsin, as the place for holding of such meeting. If no designation is made, or if a special meeting be otherwise called, the place of the meeting shall be the principal business office of the Corporation in the state of Wisconsin or such other Suitable Pl. in The County of marathon of such principal offices may be designated by the person calling such meeting, but any meeting may be adjourned to reconvene and anyplace designated by vote of a majority of the members represented thereat.

Section 5. Notice of Meeting. Written notice stating the place, day and hour of the meeting and, in the case of a special meeting, the purpose or purposes for which the meeting is called, she will be delivered not less than ten (10) days (unless a longer period as required by law) norm more than fifty (50) days before the date of the meeting, either personally or by mail, by her at the direction of the president, or the secretary, or the officer or persons calling the meeting, to each member entitled to vote at such meeting. If mailed, such notice she will be deemed to be delivered when deposited in the United States mail, address to the member at his or her address as it appears in the records of the Corporation, with postage thereupon prepaid. In lieu of written notice, notice may be given by publication as a class to notice under Chapter 985 over the Wisconsin statutes, or successor provisions, near the principal office of the Corporation.

Section 6. Quorum. Except as otherwise provided in the articles of incorporation, 1/10 of the members of the Corporation entitled to vote, represented in person or by proxy, she will constitute a quorum met a meeting of members. If a quorum is present, the affirmative vote of a majority of the members represented at the meeting and entitled to vote on the subject matter shall be the act of the members unless a vote of a greater number or a voting by classes as required by law or the articles of incorporation. No less than a quorum of the members are represented at a meeting, a majority of the members so represented manager in the meeting from time to time without further notice. At such adjourned meeting at which a quorum shall be present or represented any business may be transacted which might have been transected at the meeting as originally notified.

Section 7. Conduct of Meeting. The president, and in the president's absence, the presidents designee, and in their absence, any person chosen by the members present, she will call the meeting of the members to order and she will act as chairman of the meeting. The secretary of the Corporation she will act as secretary of all meetings of the members, but, in the secretary's absence, the presiding officer may have point and any other person to act as secretary of the meeting.

Section 8. Voting. Each member shall be entitled to one vote upon each matter submitted to vote of the members.

Section 9. Waiver of Notice of Members. Whenever any notice whatever is required to be given to any member of the Corporation under the articles of incorporation or bylaws or any provision of law, a waiver thereof in writing, signed at any time, whether before or after the time of the meeting, by a member entitled to such notice, she will be deemed equivalent to the giving of such notice, provided that such waiver in respect to any matter of which notice is required under any provision of the Wisconsin Nonstock Corporation law, she will contain the same information as would have been required to be included in such notice except the time and place of meeting.

Section 10. Unanimous Consent Without Meeting. Any action required or permitted by the articles of incorporation or bylaws or any provision of law to be taken at a meeting of the members, may be taken without a meeting if a consent in writing or e-mail, setting forth the action so taken, shall be signed by all members entitled to vote with respect to the subject matter thereof.

ARTICLE III. Board of Directors

Section 1. General Powers and Number. The business in affairs of the Corporation she will be managed by its Board of Directors. The number of directors of the Corporation she will be fifteen (15),

which represents a reduction from the original board of 18, a change enacted in 2016. Each director serves a term of 3 years, and the terms are designed to be staggered so that every year the term of 5 of the directors should expire insuring there is some turnover every year, but also some continuity. As the term of office of each director expires the vacancy so created she will be filled by the election of a director for a period of 3 years by the members at an annual meeting of the members.

Section 2. Qualification. Each director elected by the members prior to the first annual meeting of the members (or, named in the articles of incorporation if no such election occurs prior to the first annual meeting) she will hold office until the first annual meeting of the members. A director may be removed from office by affirmative vote of a majority of the members entitled to vote for the election of such director, taken at a special meeting of the members called for that purpose. A director may resign at any time by filing his or her written resignation with the secretary of the Corporation. Directors need not be residents of the state of Wisconsin. Any director who is absent 3 regular meetings of the Board of Directors in the year beginning May 1 is automatically removed from office.

Section 3. Regular Meetings. A regular meeting of the Board of Directors she will be held without other notice then this by law immediately after the annual meeting of members, and each adjourned session thereof. The place of such regular meeting she will be the same as the place of the meeting of members which proceeds it, or such other suitable place as may be announced at such meeting of members. The Board of Directors may provide, by resolution, the time and place, either within or without the state of Wisconsin, for the holding of additional regular meetings without other notice than such resolution. The Board of Directors will hold regular meetings the first Monday of each month except when such day is a legal holiday in the state of Wisconsin, in which case the meeting shall be held on the next succeeding business day.

Section 4. Special meetings. Special meetings of the Board of Directors may be called by the president, secretary or any to directors. The president or secretary calling any special meeting of the Board of Directors may fix anyplace, either within or without the state of Wisconsin, as the place for holding any special meeting of the Board of Directors called by them, and if no other places fixed the place of the meeting shall be the principal business office of the Corporation is stated in section 1. Article 1 of these bylaws.

Section 5. Notice Waiver. Notice of any special meeting shall be given at least 48 hours previously their to buy written notice delivered personally or mailed or given by telegram or telephone to each director at his or her business address or at such other address as such director she will have designated in writing filed with the secretary. If mailed, such notice she will be deemed to be delivered when deposited in the United States may also addressed, with postage thereupon prepaid. If notice be given by telegram or telephone such notice she will be deemed to be delivered when the telegram is delivered to the telegraph Company or when the telephone call is received. Whenever any notice whatever is required to be given to any director of the Corporation under the articles of incorporation or bylaws or any provision of law, a waiver thereof in writing, signed at any time, whether before or after the time of meeting, by the director entitled to such notice, she will be deemed equivalent to the giving of such notice. The attendance of a director at a meeting shall constitute a waiver of notice of such meeting, except were director attends a meeting and objects thereat to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at

Northern purpose of, any regular or special meeting of the Board of Directors need be specified in the notice or waiver of notice of such meeting.

Section 6. Quorum. Except as otherwise provided by law or by the articles of incorporation or these bylaws, a majority of the number of director set forth in section 1, article 3 of these bylaws, shall constitute a quorum for the transaction a business at any meeting of the Board of Directors, but a majority of the directors present (the less than such quorum) may adjourned the meeting from time to time without further notice.

Section 7. Manner of Acting. The active the majority of the directors present at a meeting at which a quorum is present she will be the act of the Board of Directors, and less the active the greater number is required by law or by the articles of incorporation or these bylaws.

Section 8. Conduct of Meetings. The president, and in his or her absence, any director chosen by the directors present, she will call meetings of the Board of Directors to order and she will act as chairman of the meeting. The Secretary of the Corporation she will act as secretary of all meetings of the Board of Directors, but in the absence of the secretary, the presiding officer may have point any Assistant Secretary or any director or other person present to act as Secretary of the meeting.

Section 9. Vacancies. Any vacancy occurring in the Board of Directors, including a vacancy created by an increase in the number of directors, may be filled until the next succeeding annual election by the affirmative vote of the majority of the directors than in office. If the vacancy in the Board of Directors was created by the removal of a director by vote of the members, the members she will have the right to fill such vacancy at the same meeting or any internment thereof. The newly elected director she will serve out the unexplained term remaining that the director who created the vacancy previously held.

Section 10. Compensation. The Board of Directors she will serve without compensation.

Section 11. Presumption of Assent. A director of the Corporation who is present at a meeting of the Board of Directors or committee thereof of which here she is a member at which action on any corporate matters taken shall be presumed to have assented the action taken and less his or her descent shall be entered in the minutes of the meeting or less here she shall file written descent to such action with the person acting as the secretary of the meeting before journeyman thereof or self forward such descent by registered mail to the secretary of the Corporation immediately after the internment of the meeting. Such try to descent shall not apply to a director who voted in favor of such action.

Section 12. Unanimous Consent Without Meting. Any action required by your permitted by the articles of incorporation or bylaws or any provision of law to be taken by the Board of Directors at a meeting or by resolution may be taken without a meeting if a consent in writing, setting forth the action so taken, she will be signed by all of the directors than in office. A telephone cannabis, by the president, to all board members may also be permitted to conduct required action.

ARTICLE IV. OFFICERS

Section 1. Number. The principal officers of the Corporation she will be a president, 1 or more vice presidents, secretary and a treasurer, each of whom she will be elected by the Board of Directors. Such other officers, and assistant officers as may be deemed necessary may be elected or appointed by

the Board of Directors. Any 2 or more offices may be held by the same person, except the offices of President and Secretary in the offices of President and Vice President.

Section 2. Election and Term of Office. The initial officers of the Corporation shall be elected by the Board of Directors at their first meeting for a term expiring on the date their success are 0 elected following the first annual meeting of the members. Thereafter, the officers of the Corporation to be elected by the Board of Directors she will be elected annually by the board at their first meeting held after each annual meeting of the members. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as conveniently may be. Each officers shall hold office until his or her successor shall have been duly elected or until death, resignation or removal.

Section 3. Removal. Any officer or agents may be removed by the Board of Directors whenever in its judgment the best interests of the Corporation will be served thereby, but such removal she will be without prejudice to the contract rights, if any, of the person so removed. Election or appointment shall not of itself create contract rights.

Section 4. Vacancies. A vacancy in any principal office because of death, resignation, removal, disqualified her otherwise, she will be filled by the Board of Directors for the on expired portion of the term. A vacancy in any other office, as created under section 1 of this article for, because of death, resignation, removal, disqualified in her otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

Section 5. President. The president shall be the principal executive officer of the Corporation and, subject to the control of the Board of Directors, challenge and supervise and control all of the business in affairs of the Corporation. The president shall: (a) when present, presiding all meetings of the members; (b) have authority, subject to such rules as may be prescribed by the Board of Directors, to a point such agents and employees of the Corporation is deemed necessary, prescribe the powers, duties in compensation, and to delegate authority to them. Such agents and employees she will hold office at the discretion of the president; (c) have authority to sign, execute and acknowledge, behalf of the Corporation, certificates evidencing membership in the Corporation, contracts or other instruments necessary or proper to be executed in the course of the Corporation's regular business, or which she will be authorized by resolution of the Board of Directors; and, except as otherwise provided by lower the Board of Directors, may authorize any Vice President or other officer or agent in the Corporation to sign, execute and acknowledge such documents or instruments; (d) in general perform all duties incident to the office of president as may be prescribed by the Board of Directors from time to time.

Section 6. Vice President. In the absence of the presidents or in the event of his or her death, inability or refusal to act, or in the event for any reason that she will be impractical for the president act personally, the Vice President (or in the event there be more than one Vice President, the vice presidents in the order designated by the Board of Directors, or in the absence of designation, than in the order of there are election) shall perform the duties of the president, and when so acting shall have all the powers of and be subject to all the restrictions upon the president. The Vice President shall perform such other duties and have such authority as from time to time may be delegated or signed by the president or by the Board of Directors. The execution of any instrument of the Corporation by any Vice President shall be conclusive evidence, as to third parties, of his or her authority to act in the stead of the president.

Section 7. Secretary. The secretary shall: (a) keep the minutes of the meeting of the members and of the Board of Directors in 1 or more books provided for that purpose;(b) see that all notices are duly given in accordance with the provision of these bylaws or as required by law; (c) because still he and of the corporate records; (d) keep or arrange for the keeping of a register of the post office address of each member which she will be furnished to the secretary by such member; and (e) in general perform all duties incident to the office of secretary and have such other duties and exercises such authority as from time to time may be delegated or signed by the president or the Board of Directors.

Section 8. Treasurer. The treasurer shell: (a) have charge and custody of, and be responsible for all funds insecurities of the Corporation; (b) receive and give receipts for monies due in payable to the Corporation from any source whatsoever, and deposit all such monies and the name of the Corporation and such Banks, trust companies, or other deposit or ease as she will be selected in accordance with the provisions of article V of these bylaws and (c) in general perform all of the duties incident to the office of treasurer and have such other duties in exercise such authority as from time to time may be delegated or signed by the president or by the Board of Directors. If required by the Board of Directors, the treasurer she will give a bond for the faithful discharge of his or her duties in such some and with such surety or sureties ease as the Board of Directors she will determine.

Section 9. Other Assistants and Acting Officers. The Board of Directors she will have the power to a point any person to act as assistance to any officer, or agent of the Corporation, or to perform the duties of such officer whenever for any reason it is impractical for such officer to act personally, and such assistant or acting officer or other agent so pointed by the Board of Directors shall have the power to perform all the duties of the office to which he he or she is so pointed to be assistants, or as to which he or she is so pointed to act, except as such power may otherwise be defined or restricted by the Board of Directors.

Section 10. Salaries. No officer of the Corporation she will receive any salary, or anything of pecuniary value, from the Corporation for performing services as an officer, but may be reimbursed for actual expenses and connection therewith.

ARTICLE V. CONTRACTS, LOANS, CHECKS, AND DEPOSITS:

SPECIAL CORPORATE ACTS

Section 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 confined to specific instances. In the absence of other designation, all deeds, mortgages and instruments of assignment or pledge made by the Corporation shall be executed in the name of the Corporation by the presidents or 1 of the Vice President's and by the secretary, and assistant secretary, the treasurer or an assistant 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.

Section 2. Loans. No indebtedness for borrowed money she will be contracted on behalf of the Corporation and no evidences of such indebtedness shall be issued in its name and less authorized by your under the authority of a resolution of the Board of Directors. Such authorization may be general or confined to specific instances.

Section 3. Checks, Drafts, etc. all checks, drafts or other orders for the payment of money, notes or other evidence of indebtedness issued in the name of the Corporation, she will be signed by such officer or officers, agent or agents of the Corporation and in such a manner as shall be from time to time be determined under the authority of a resolution of the Board of Directors.

Section 4. Deposits. All funds of the Corporation not otherwise employed she will be deposited from time to time to the credit of the Corporation in such Banks, trust companies or other deposit Tory's as may be selected by your under the authority of a resolution of the Board of Directors.

ARTICLE VI. TAX EXEMPTION AND DISSOLUTION

Section 1. Tax Exemption Considerations. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed but to its directors, officers, or other private persons except that the Corporation shall be authorized to an empowered to pay reasonable compensation for services rendered and to make payments and distributions and furtherance of the purpose set forth in article III of its articles of incorporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation she will not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of a candidate for public office. Notwithstanding any other provisions of these bylaws, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a Corporation exempt from federal income tax under section 501 (c) (3) of the internal revenue code of 1954 (or the corresponding provisions of any future written United States Internal Revenue Code) or (b) by a Corporation, contributions to which are ductal under section 170 (c)(2) of the internal revenue code of 1954 (or the corresponding provision of any future United States Internal Revenue Code).

Section 2. Corporate Dissolution. In the event of dissolution of this Corporation, all of its assets, after payment of its debts and liabilities shall be distributed to such organizations organized and operated exclusively for literary charitable or educational purposes, as shell at the time qualify as exempt organizations under section 501 (c) (3) of the internal revenue code of 1954 (or the corresponding provisions of any future written United States Internal Revenue Code) and be designated as distributees by the Board of Directors or the Corporation's a legal administrator.

ARTICLE VII. FISCAL YEAR

The fiscal year of the Corporation she will begin on the first day of May and and on the 30th day of April in each year.

ARTICLE VIII. SEAL

The Corporation she will not have a corporate seal.

ARTICLE IX. AMENDMENTS

Section 1. By Members. These bylaws may be altered, amended or repealed and new bylaws may be adopted by the members by affirmative vote of not less than the majority of the members present or represented at any annual or special meeting of the members at which a quorum is in attendance.

Section 2. By Directors. These bylaws may also be altered, amended or repealed and new bylaws may be adopted by the Board of Directors by affirmative vote of the majority of the number of Directors present at any meeting at which a quorum is in attendance; but no bylaws adopted by the members shall be amended or repealed by the Board of Directors if the bylaws so adopted so provides.

Section 3. Implied Amendments. Any action taken or authorized by the members or by the Board of Directors, which would be inconsistent with the bylaws then and affect but is taken or authorized by affirmative vote of not less than the number of members or the number of Directors required to amend the bylaws so that the bylaws would be consistent with such action, she will be given the same effect as though the bylaws had been temporarily amended or suspended so far, but only so far, as is necessary to permit the specific action so taken authorized.

ARTICLE X. COMMITTEES

Section 1. Committees of Directors. The Board of Directors by resolution adopted by a majority of the Directors in office, may designate one or more committees, each of which she will consist of 3 or more Directors, which committees, to the extent allowed by law and provided NSAID resolution, she will have an exercise the authority of the Board of Directors in the management of the Corporation; but the designation of such committees in the delegation there are 2 of authority shall not operate to relieve the Board of Directors, or any individual director, of any responsibility imposed upon it or him or her by law.

Section 2. Executive Committee. The executive committee, made up of the president, vice president, secretary, treasurer, and past president to appoint the members and the chairman of all standing committees.

Section 3. Standing Committees. The following standing committees, each of which she will consist of 3 or more Directors, she will not operate to relieve the Board of Directors, or any individual director, of any responsibility imposed upon it or him or her by law:

a. Finance Committee. The finance committee she will direct the work securing the necessary funds to maintain the programs of Marathon County Youth Hockey, inc.
b. Registration and Membership Committee. The registration and membership committee she will be responsible for player registration and the maintenance of current player rosters. This committee she will prepare an annual forecast of players by division and submit same to the board at the September meeting. This committee she will be responsible for the annual election of the Board of Directors and she will ensure that a sufficient number of qualified candidates are available for election. This committee she will also be responsible for the annual awards banquet.
c. Facilities (building) committee. The facilities committee she will coordinate the utilization, service, maintenance and construction of all facilities used by marathon County youth hockey, Inc. The scheduler she will be a member of this committee.
d. Equipment committee. The equipment committee she will be responsible for the selection, purchase, distribution, collection and maintenance of all player equipment.

e. Program committee. The program committee she will be responsible for the overall hockey program which includes player selection, coach selection, team classification, numbers of players per team, practicing game schedules, T managers, player discipline, coach discipline and the Wausau tournaments. This committee she will submit to the board, at the October meeting, specifics on each of the above items. This committee she will be chaired by the vice president.

f. Officiating committee. The officiating committee she will be responsible for an adequate supply of trained and competent officials to ensure each team and equal treatment under the rules. This committee she will provide a program of instruction and training for officials and she will maintain her Oster of qualified officials for the program. This committee she will be responsible for assigning officials to games played under marathon County youth hockey jurisdiction. This committee she will secure rule books and score sheets as needed.

g. Concession committee. The concession committee she will be responsible for the operation of the concession stand. This responsibility include selection of vendors, price of good sold, purchase of concession stand equipment, operating rules and the establishment of assignments, by team, of each teams concession stand responsibility.

h. Publicity committee. The published city committee she will have charge of all advertising and publicity of marathon County youth hockey. During the months of October through March, not less than 1 newsletter per month shall be distributed to the membership at large. This committee she will be responsible for establishing and maintaining a working relationship with appropriate members of the local media (newspapers, radio stations, TV stations, etc.) Such that marathon County youth hockey receives maximum coverage.

i. WED Committee. The WED committee she will have charge of all programming and activities for the marathon county/D.C. Everest joint program which includes programming for members of the 2 associations during the summer months. This committee she will be responsible for establishing and maintaining an appropriate program for youth of the community to provide skating and playing opportunities and she will be empowered to commit funds for a non-behalf of the Associations in the providing of summer programming and physical conditioning and training for youth in the area.

Section 4. Chairman. One member of each committee she will be appointed its chairman.

Section 5. Vacancies. Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments.

Section 6. Quorum. Unless otherwise provided in the resolution of the Board of Directors designating a committee, majority of the whole committee she will constitute a quorum in the act of a majority of the members present at the meeting at which a quorum his presents shall be the act of the committee.

Section 7. Rules. Each committee may adopt rules for its own governments not inconsistent with these bylaws or with rules adopted by the Board of Directors.

ARTICLE XI Indemnification of Directors and Officers

THE CORPORATION SHALL INDEMNIFY any Director or Officer, or former Director or Officer, of the Corporation, or any person who may have served at its request as a Director or Officer of another corporation in which it owns shares of capitol stock, or of which it is a creditor, against reasonable expenses, including attorney's fees, actually and necessarily incurred by him or her in connection with the defense of any civil, criminal or administrative action suit or proceeding in which he or she is made a party or with which he or she is threatened by reason of being or having been or because of any act as such Director or Officer, within the course of his or her duties or employment, expect in relation to matters as to which he or she shall be adjudged in such action, suite or proceeding to be liable for negligence or misconduct in the performance of his or her duties. The Corporation may also reimburse any Director or Officer for the reasonable costs of settlement of any such actions, suit or proceeding, if it shall be found by a majority of a committee composed of the Directors not involved in the matter in controversy (whether or not a quorum) that it was to the interests of the Corporation that such settlement be made and that such Director or Officer was not guilty of negligence or misconduct. The right of indemnification herein provided shall extend to the estate, executor, administrator, guardian, and conservator of any deceased or former Director or Officer or person who himself would have been entitled to indemnification. Such rights of indemnification and reimbursement shall not be deemed exclusive of any other rights to which such Director or Officer or person who himself would have been entitled to under any statue, agreement, vote of shareholders, or otherwise.