

BY-LAWS  
of  
ELK RIVER YOUTH HOCKEY ASSOCIATION

A corporation duly organized under  
the laws of the State of Minnesota.

ARTICLE I.

Section 1. The registered office of the corporation shall be in the City of Elk River, State of Minnesota.

ARTICLE II.

Section 1. MEMBERSHIP. Every parent and/or guardian of a register skater shall be a member of ERYHA. All active ERYHA coaches and all active hockey coaches of the Elk River High School staff shall be members of ERYHA. To maintain being a member of ERYHA in good standing, all fees and/or assessments must be paid in full prior to the annual meeting. If stated fees or assessments are not paid in full the member/members will lose their voting privilege and will not be allowed to run for any position or maintain a position on the Board of Directors.

Section 2. VOTING. Any member in good standing shall be a voting member of ERYHA. To maintain being a member in good standing all fees and/or assessments must be paid in full.

ARTICLE III.

ANNUAL MEETING

Section 1. PLACE. All annual meetings of the members of the corporation shall be held at the registered office of the corporation in the City of Elk River, County of Sherburne, State of Minnesota.

Section 2. TIME. The annual meeting of the members of the corporation shall be held in the month of April, at such place and on such day and hour as the Board of Directors may determine. Notice of the annual meeting shall be given through publication in a newspaper of general circulation in the area served by the corporation, not less than ten (10) days prior to the date of such meeting.

Section 3. NOTICE. Written notice of a special meeting of the members of the corporation stating the time, place and object thereof shall be mailed to the last known address of each member of the corporation, postage prepaid, at least fourteen (14) days before such meeting to each member.

**Section 4. QUORUM.** A quorum of any meeting of the membership of the corporation shall consist of not fewer than seven percent (7%) of the total annual membership thereof; any action by the majority of those present shall be the action of the membership.

## ARTICLE IV.

### BOARD OF DIRECTORS

**Section 1.** The business and property of the corporation shall be vested in a Board of Directors, comprised according to an organizational chart, attached hereto as exhibited.

**Section 2. ELECTION.** The Board of Directors shall be elected at the Annual Meeting.

**Section 3. MEETINGS.** Meetings of the Board of Directors shall be held the third Wednesday of every month, or on call of the President, or if he/she is absent or unable or refuses to act, by an officer, or by any five directors, providing not less than five (5) days notice and the purpose of such meeting is given to each director. Absence from three (3) consecutive meetings of the Board may, at the discretion of the Board, be construed as a resignation by the member so absent. Vacancies occurring on the Board between Annual Meetings may be filled by Presidential appointment, with Board approval for the duration of the unexpired term.

**Section 4.** All directors shall hold office until their respective successors are elected.

**Section 5.** A quorum for any meeting of the Board of Directors shall consist of not fewer than six (6) members of the Board, and any action by the majority of those present shall be the action of the Board of Directors.

**Section 6.** The duties of the board of Directors shall be:

- A. To manage the affairs of the corporation.
- B. To adopt such policies and procedures as may be consistent with the Article of Incorporation and By-laws.
- C. To appoint such persons or committees as it may deem expedient for carrying out the objects of this corporation, and to act upon the recommendations of such committees.
- D. To employ such persons as it may deem necessary for the successful prosecution of the objects of the corporation.
- E. To give at least once a year a full and complete report of its activities.

Section 7. Not later than March 1st, the President shall appoint a nominating committee of not fewer than two (2) members of the corporation to make nominations for the election of directors at the annual meeting of the membership.

## ARTICLE V.

### OFFICERS

Section 1. The officers of the corporation shall be a President, Vice-president, Secretary, Treasurer, Registration, Fund-raising, Girls Director, Bantam/Jr. Gold Director, Peewee Director, Squirt Director, and Mite Director. These officers shall be elected by the membership from among the members of the corporation.

Section 2. Each officer will serve for a term of two years and until his successor is elected. Vacancies among the officers occurring during the term shall be filled by the Board of Directors for the unexpired terms.

Section 3. The duties of the President, Secretary and Treasurer will be those duties normally ascribed to those offices. The President will have no vote except to break a tie vote. The duties of the other officers shall be listed in position descriptions.

## ARTICLE VI.

### EXECUTIVE COMMITTEE

Section 1. The executive committee shall consist of the officers of this corporation. Other members may be elected to the executive committee by the Board of Directors, from time to time, as it deems necessary. The executive committee shall exercise, between meetings of the Board, all the powers of the Board of Directors and the management of the business of the corporation, excepting the power to fill vacancies, amend by-laws and such other powers as are prohibited to the committee by law.

Section 2. The president shall serve as chairman of the executive committee, but shall have no vote except to break a tie vote.

Section 3. The executive committee shall meet at the call of the president or secretary. The quorum shall be a majority of its members, and action by the majority attending the meeting shall constitute action by the committee.

Section 4. The executive committee shall keep regular minutes of its proceedings, and submit the same for examination and approval at each meeting of the Board of Directors.

## ARTICLE VII.

### OTHER COMMITTEES

Section 1. The president shall appoint, subject to approval of the Board of Directors, standing committees and such other committees as may be deemed necessary from time to time. Each of these committees shall consist of such number of members as the Board of Directors and president deem advisable. All acts of such committees shall be subject to approval by the Board of Directors.

Section 2. All committees shall meet at such time as may be agreed upon by the majority of the members thereof, or upon call of the chairman of the committee.

## ARTICLE VIII.

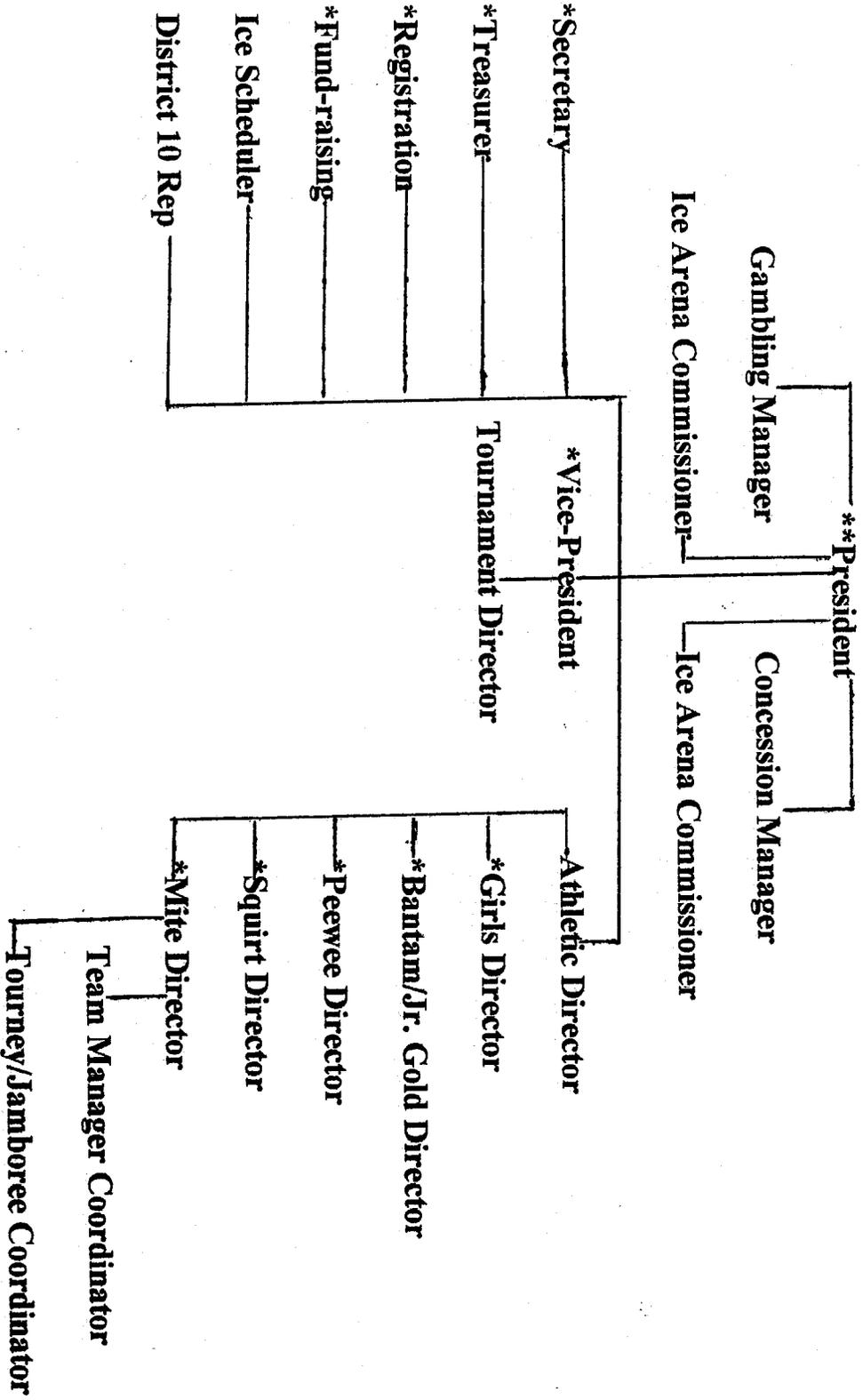
Section 1. All checks, drafts or other orders for payment of money, notes of other evidences of indebtedness, issued in the name of or payable to the corporation, shall be signed or endorsed by such persons and in such manner as shall be determined by resolution of the Board of Directors.

Section 2. The Board of Directors shall require the Treasurer, and may, at its discretion, require any other officer or any employee of the corporation, to give a surety bond for the faithful performance of his duties, in such form and by such surety company and in such sum as the Board may determine. All such bonds shall be for the benefit of, and payable to, the corporation, and the premiums therefor shall be paid by the corporation.

## ARTICLE VIV.

The Articles of Incorporation or By-laws may be enlarged, amended, repealed or altered in whole or in part by two-thirds vote of the members of the Board of Directors present at a meeting of the members of the Board where such action has been announced in the notice of such meeting.

# ERYHA ORGANIZATION CHART



\* = Voting Position

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