

BYLAWS OF **SAUGERTIES YOUTH HOCKEY ASSOCIATION, INC.**

ARTICLE I – NAME AND POWERS

1. The corporation's name is Saugerties Youth Hockey Association, Inc. (SYHA), is a 501(c)(3) nonprofit entity incorporated in New York State.
2. Governance:
 - A. The Board of Directors (Board) holds all powers of the SYHA.
 - B. The Board is responsible for overseeing the organization's affairs.
 - C. SYHA is a USA Hockey-sanctioned association, in the New York State Amateur Hockey Association (NYSCHA) East Section.
3. Historical Background:

The Saugerties Youth Hockey Association (SYHA) originated as Hurley Recreation Hockey Inc. (established in the 1970s), after relocating to the Kiwanis Ice Arena in Saugerties (1999-2000 season).

The organization evolved into the SYHA, building on its history and commitment to youth hockey development.

ARTICLE II – PURPOSE AND OBJECTIVE

1. The SYHA is organized, and shall be operated, exclusively for charitable and educational purposes under section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or any corresponding provisions of future federal tax laws (hereinafter referred to as the "Code"). Notwithstanding any provision of these Bylaws, the Articles of Incorporation or the laws of the State of New York governing the corporation or pertaining to it, the corporation shall only carry on activities permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or (ii) by a corporation, contributions to which are deductible under Section 170(c), 2055 and 2522 of the Code.
2. The Saugerties Youth Hockey Association (SYHA) objectives are:
 - Promote youth participation in ice hockey for those under 19
 - Provide an amateur hockey program in Saugerties and Ulster County, NY
 - Foster physical and mental well-being through skill development and competition
 - Instill sportsmanship, teamwork, and camaraderie among participants

- create a supportive environment where young athletes can grow, learn, and thrive through the game of ice hockey.

ARTICLE III – PRINCIPAL OFFICE

1. The principal office of the SYHA shall be located at the Kiwanis Ice Arena in Saugerties, New York.

ARTICLE IV – GOVERNANCE

1. Governance of The Saugerties Youth Hockey Association will be carried out by the Board of Directors. The Board of Directors is made up of:
 - a. Elected Executive members
 - b. Appointed Associate Board members.
2. Both the Executive Board and the Associate Board will have equal voting authority, ensuring collaborative decision-making.
3. Officer Qualifications
 - a. Any member in good standing or individuals who contribute to SYHA's purposes are eligible for Board membership, provided they meet the necessary prerequisites.
 - b. To be eligible for President or Vice President, a person must have served as a board member for at least two years
 - c. For other positions, a member in good standing must demonstrate the ability to perform the duties of the role to a satisfactory level.
4. Executive Board - The Executive Board shall consist of seven (7) elected Executive Officers:
 - a. President/Director of Hockey Operations (elected in odd years)
 - b. Vice President of Administration (elected in even years)
 - c. Secretary (elected in even years)
 - d. Treasurer (elected in odd years)
 - e. Registrar (elected in even years)
 - f. Master Ice Scheduler (elected in even years)
 - g. ACE/Player Development Coordinator (elected in odd years)
5. Associate Board
 - a. The Associate Board will consist of appointed members, including but not limited to:
 - i. Fundraising Director
 - ii. Grow the Game Coordinator
 - iii. Administration & Operations Assistant
 - iv. Player Parent Liaison

- v. Girls Coordinator
- vi. Member at Large
- b. Appointed by the Executive Board for one-year terms; May be appointed by the President, subject to Executive Board approval
- c. Serve as voting members of the Board of Directors
- d. Must follow Executive Board requirements (By-Laws, policies, and regulations)
- e. May be removed by a majority vote of the Executive Board at any time

7. Eligibility:

- a. Officers may be reelected for successive terms
- b. Any vacancy filled for an Executive Officer (by majority vote during a regular or special meeting) must stand for election at the next annual meeting.

ARTICLE V – BOARD OFFICER RESPONSIBILITIES AND CONSEQUENCES

- 1. Board of Directors Duties and Powers: The duties and powers of the SYHA Officers are outlined in these Bylaws and include:
 - a. Those specifically stated in the Bylaws
 - b. Those customarily associated with their respective offices in a corporate setting
- 2. The Board shall be responsible for the management and administration of the affairs of the SYHA, including:
 - a. Setting directions, goals, budgets, and fiscal policies
 - b. Fundraising strategies and implementation
 - c. Approving annual reports, financial agreements, and contracts
 - d. Establishing policies, rules, and procedures to protect members' interests
 - e. Delegating day-to-day operations to coaches, volunteers, and committees
 - f. Approving coach and volunteer appointments (year-to-year basis, subject to revocation)
 - g. Determining teams based on registration and guidelines
 - h. Adhering to USA Hockey & NYSAHA rules & guidelines, which includes but is not limited to enforcing the USA Hockey Code of Conduct and taking disciplinary action when necessary.
- 3. Meetings
 - i. Regular meetings will be held as decided by the Board, with advance notice given
 - ii. Special meetings can be called by the President or two Executive Officers, with notice given by the Secretary.

4. Quorum

- i. Fifty-percent plus one of the Board must be present to constitute a quorum.
- ii. A majority vote of the Board Officers present is required for decision-making.

5. Voting and Decision-Making

- i. The Board votes on all matters, with a simple majority required to pass or defeat an issue
- ii. Email voting is acceptable for urgent business transactions & board matters, with copies kept as official records by the Secretary.
- iii. Each Executive and Associate Board Officer present has one vote.
- iv. Actions can be taken without a meeting if all members consent in writing.
- v. No proxy voting is allowed

6. Failure to Perform Duties

- i. Any board member (executive or appointed) that fails to regularly attend official meetings or otherwise not performs their duties may result in a declaration of vacancy by a majority Board vote.

7. Vacancies:

- i. May be filled at a regular or special meeting with a majority vote and a quorum present.
- ii. Alternatively, vacancies can be filled through an election at an annual or special meeting of Regular Members with a quorum present.
- iii. Officers will serve the remainder of any unexpired term.

8. Resignation:

- i. An Officer may resign by providing written notice to the President or Secretary.
- ii. The resignation takes effect upon receipt of the notice, unless a later date is specified.

ARTICLE VI – EXECUTIVE BOARD

1. Executive Directors Term of Office

- a. Term duration: 2 years, staggered
 - i. Half of the Executive Officers' terms expire each year at the conclusion of the annual meeting
- b. Eligibility:

- i. Officers may be reelected for successive terms
- ii. Any vacancy filled for an Executive Officer (by majority vote during a regular or special meeting) must stand for election at the next annual meeting.

2. Executive Board Officers – Roles & Responsibilities:

- a. President:
 - i. Oversees day-to-day operations and active management of SYHA business
 - ii. Presides over all SYHA meetings
 - iii. Represents SYHA to outside agencies as the Board directs
 - iv. Ensures Board orders and resolutions are implemented
 - v. Makes decisions not specifically reserved by the Board
 - vi. Signs all contracts (except as assigned or delegated by the Board, Bylaws, or Articles to another Director, Officer, Member, or agent, or as required by law)
 - vii. Additionally, the President may engage an administrative assistant to assist with their duties.
- b. Vice President:
 - i. Acts on behalf of the President in their absence or disability
 - ii. Performs duties delegated by the President or Board of Directors
 - iii. Has the authority to remove any player, coach, parent, spectator, or volunteer "on the spot" in the event of an actionable incident. Such removal triggers a mandatory review by the Board, Disciplinary Committee which must convene in a timely manner to:
 - 1. Continue the removal
 - 2. Reinstate the individual
 - 3. Determine a finding of fact
- c. Secretary:
 - i. Records and maintains minutes of SYHA meetings
 - ii. Custodian of SYHA records, documents, and papers
 - iii. Ensures proper records of all SYHA transactions
 - iv. Provides minutes for inspection to:
 - 1. Board Directors (at any time)
 - 2. Members (upon written request)
 - v. Performs duties assigned by the President or Board of Directors
 - vi. In the Secretary's absence, the President designates a replacement
- d. Treasurer:
 - i. Performs duties assigned by the Board or President
 - ii. Oversees financial procedures, including:

1. Accounting for all monies received and expended
 2. Submitting proposed annual budgets
 3. Providing financial reports as requested
 - iii. Ensures financial records are available for inspection by:
 - iv. Board Directors (at any time)
 - v. Members (upon written request)
- e. Registrar:
 - i. Responsible for the association's USA Hockey player, coach & volunteer registration, and team rostering.
 - ii. Specific duties require user access to the official USA Hockey registration portal, under which all registrations are processed & team rostering is performed.
 - iii. Interacts directly with USA Hockey and NY State Amateur Hockey master registrars for member and team registration & rostering.
 - iv. Assists team coaches, and ACE coordinator, with coach education and registration requirements, including but not limited to volunteer screening (background checks), SafeSport compliance, and general coach/team interactions.
- f. ACE/Player Development Coordinator:
 - i. Oversees coach education, as per official USA Hockey and NY State Amateur Hockey requirements, acting as a liaison to both on behalf of SYHA.
 - ii. May include attending USA Hockey/NYSAHA meetings related to coach administration & education (such as the CEP program).
 - iii. Assists with overall player skill and team development, following the USA Hockey Advanced Development Model (ADM).
- g. Master Ice Scheduler:
 - i. Creates & maintains overall team practice & game schedule with Kiwanis Ice Arena staff & management.
 - ii. Coordinates available ice slots with teams, and executive board, specifically with the Treasurer for team budgeting.
 - iii. Develops & interacts with official's association assigner for on-ice game officials coverage for home games, including coordinating game fees with treasurer.

3. Associate Appointed Board Members – Roles & Responsibilities

- a. Fundraising Director
 - i. Coordinates overall SYHA fundraising activities
 - ii. Works with sponsors & donors, managing sponsor outreach, recruiting new sponsors/donors, and retaining existing sponsors.

- iii. Records & coordinates fundraising, sponsor, and donations with SYHA treasurer.
- iv. Works with teams, and Treasurer, for league-wide fundraisers in fund distribution with team budgets.
- v. Ensures all donations abide by 501c3 rules & regulations.

b. Administration & Operations Assistant:

- 1. Assists executive board members with organizational operations, in their day-to-day or special duties, as needed.

c. Grow the Game Coordinator

- i. Overall responsible for promoting SYHA & youth hockey in general, to attract possible new players, and help retain existing players.
- ii. Assists ACE coordinator with program player recruitment, retention, & skill development with USA Hockey initiatives.
- iii. Coordinates "Try Hockey for Free" recruitment events.

d. Player Parent Liaison – board member, usually not a coach, that interacts with coaches, players, parents & families on any concerns or issues that may arise in the day-to-day operations of SYHA programs.

- i. Represents player/family interests, and provides the Board with feedback & important information.
- ii. Communicates with team coaches in a similar vein for issues & information that may arise, or that the Board advises.

e. Girls Program Coordinator – focuses on the organization, development, growth, and retention of the SYHA girl's "Fillies" players & teams. This may include working with NYSAHA and USA Hockey on similar girl's hockey initiatives.

- i. Assists in promoting & registering players for SYHA girls teams.
- ii. Coordinates girl team's league play, and may represent SYHA in league meetings.
- iii. Works with ACE & Grow the Game coordinators for girls team needs, as well as registrar for player registration & team rostering.
- iv. Member at Large – additional board members willing to volunteer for non-specific but important duties, or serve on committees, for the overall SYHA program oversight.

4. Delegation of Duties --The Board may delegate the powers or duties of any Officer to another Officer in the following circumstances:

- a. Absence of an Officer
- b. Other reasons deemed sufficient by the Board

- c. This delegation may include all or some of the powers or duties of the Officer.

ARTICLE VII – MEMBERSHIP OF SYHA

- 1. Membership Eligibility - in addition to Board members (executive officers & appointed board members), SYHA is dependent upon many volunteer members, as coaches, off-ice officials (scorekeepers/scoreboard operators), penalty box attendants, and miscellaneous team & general volunteers.
 - a. Individuals who have volunteered as coaches, managers, or team representatives during the regular season are eligible to become members. All members are eligible to vote in the annual board officer's elections.
 - b. Coaches – all coaches are appointed & approved by the SYHA board prior to the beginning of the season. In addition:
 - i. All coaches must register with SYHA and USA Hockey, and complete all certification, education, volunteer screening requirements as defined by USA Hockey & NYSAHA.
 - ii. Coaching appointments are annual & not automatically renewed in future seasons.
 - c. All members must adhere to:
 - i. SYHA Bylaws, handbook, rules, and policies
 - ii. USA Hockey and New York State Amateur Hockey Association rules and policies
 - iii. Rules of any additional youth hockey leagues SYHA in which participates
- 2. Suspension/Expulsion - The Board may suspend or expel members for cause, including:
 - a. Violating any rules or policies
 - b. Conduct deemed harmful to SYHA's best interests
- 3. Good Standing - a member in good standing has:
 - a. Completed required coaching requirements (including fees, if applicable)
 - b. Complied with all rules, regulations, and policies.
 - c. Performed assigned duties for the entire season.
- 4. The Board may revoke good standing for violations of USA Hockey, New York State Amateur Hockey Association, or SYHA conduct policies.

ARTICLE VIII – COMMITTEES

1. Committee Appointments - The Board shall be able to create and appoint members to standing or temporary committees, to assist with SYHA ongoing operations. Examples include:
 - a. Scholarship Finance Committee
 - b. Disciplinary Committee
 - c. Additional standing or temporary committees as needed
2. These committees may include advisory committees with no authority to act on behalf of SYHA
3. Committee authority:
 - a. Derived from Board resolutions
 - b. Subject to Board direction and oversight.
4. Committee composition:
 - a. Members appointed by Board or President (if authorized)
 - b. Members need not be Directors
5. Committee Personnel and Chair Positions

Unless otherwise specified in the Bylaws or Board resolutions, the President (with the Board's approval) shall:

- a. Annually designate committee roles, responsibility & members
- b. Appoint a chairman for each committee at the time of committee formation

6. Committee Responsibilities
 - Responsibilities of each committee will be clearly established by the Board & can be modified at any time, as needed.

ARTICLE IX – MEETINGS OF MEMBERS

1. SYHA Elections and Meetings
 - a. Annual Elections: The first week of each year, new Executive Board officers will be elected.
 - b. Annual Meeting: The annual meeting will be held at a time and place determined by the Board to:
 - i. Transition to the new board
 - ii. Review SYHA activities and goals
 - iii. Receive financial reports
 - iv. Conduct any other necessary business
2. Voting:

- a. Each member in good standing has one vote at annual or special meetings
- b. No proxy voting is allowed
- c. Voting may be conducted via Google Form or another approved method determined by the Board, to ensure ease and accessibility for all members

ARTICLE X – PROHIBITED ACTIVITIES

- 1. Limitation on SYHA Activities
 - a. Notwithstanding any other provisions in the Bylaws, Articles of Incorporation, or New York State laws, the SYHA shall only engage in activities permitted for a tax-exempt organization under
 - i. Section 501(c)(3) of the Internal Revenue Code of 1986
 - ii. Section 501(a) of the Internal Revenue Code
- 2. Distribution of Net Earnings
 - a. The SYHA's net earnings shall not benefit or be distributed to:
 - i. Directors
 - ii. Members
 - iii. Officers
 - iv. Trustees (if any)
 - v. Other private persons
- 3. Political Activities
 - a. The SYHA shall not engage in
 - i. Propaganda or attempts to influence legislation (except as permitted in Section 501(h) of the Code)
 - ii. Political campaigning or interventions (including publishing or distributing statements)
 - iii. Supporting or opposing any candidate for public office
- 4. Board Member Compensation
 - a. Board Members, including the President, typically do not receive compensation, except in cases where the Board explicitly approves it.
 - b. Expense reimbursements – all board & general members are entitled to
 - i. Reasonable compensation for services rendered in furtherance of the SYHA's purposes
 - ii. Reimbursement for out-of-pocket expenses incurred on behalf of the SYHA
 - iii. All expenses must be submitted to & approved by the SYHA Treasurer in a timely manner, with all supporting documentation & receipts.

- c. Board members shall abstain from voting on matters related to their own compensation.

5. Self-Dealing Transactions

- a. Definition: A self-dealing transaction is any transaction where:

 - i. The SYHA is a party
 - ii. One or more Board Members have a material financial interest
 - iii. The transaction is between the SYHA and a Board member, or
 - iv. The transaction is between the SYHA and a person with whom a Board member has a material financial interest

- b. Approval Requirements
 - i. The Board must determine the transaction is in the best interest of the SYHA
 - ii. The transaction must be fair and reasonable
 - iii. The Board must conclude that a more advantageous arrangement couldn't be obtained with reasonable effort
 - iv. Determinations must be made in good faith, with knowledge of material facts
 - v. Approval requires a majority vote of disinterested Directors (excluding the interested Board members vote)

7. Subjecting the SYHA to Tax

- a. Tax Compliance:
 - i. If the SYHA is classified as a private foundation under Section 509 of the Internal Revenue Code (or future equivalent):
 - 1. No transactions shall be approved that would subject the SYHA to tax under Sections 4941-4945 (or future equivalent).
 - 2. This includes excise taxes on:
 - a. Self-dealing (4941)
 - b. Failure to distribute income (4942)
 - c. Excess business holdings (4943)
 - d. Investments that jeopardize charitable purpose (4944)
 - e. Political expenditures (4945)

ARTICLE XI – INSURANCE

1. The SYHA may purchase and maintain insurance to cover liability for:
 - Officers
 - Appointed Board Members
 - Committee members

2. Coverage includes liability arising from their capacity, regardless of whether the SYHA is legally required to indemnify them.

ARTICLE XII – BOOKS AND RECORDS

1. The following shall be maintained:
 - a. Accurate financial accounts and records
 - b. Minutes of Board meetings
 - c. Other records necessary for proper operation
2. Inspection rights:
 - a. Board Members, Directors, their agents, or attorneys may inspect records for legitimate purposes
 - b. Written notice to the President is required
 - c. Inspection may take place at reasonable times

ARTICLE XIII – CONTRACTS, CHECKS, DEPOSITS AND FUNDS

1. Contracts: The Board may, by written authorization of the President or Vice President & approved by the Board, authorize any board member to enter into any contract or execute and deliver any instrument in the name of, and on behalf of, SYHA.
2. Checks, Drafts or Orders. All checks, drafts, orders for the payment of money, notes or other evidence of the indebtedness of the SYHA, shall be signed by the Treasurer, President or Vice President. The Board may, by written authorization of the President or Vice President & approved by the Board, authorize the signing of these instruments by other Officers, employees, Regular Members or agents of the SYHA.
3. Deposits. All funds of the SYHA shall be deposited to the credit of the SYHA in such federally insured banks, trust companies or other depositories. The Board may select any and all such funds shall be withdrawn only in the manner or manners authorized by the Board.
4. Gifts and Donations- The Board is authorized to accept contributions, gifts, and bequests on behalf of the SYHA.
5. Authority to Borrow; Encumber Assets.
 - a. No Board Member, agent, or member may:
 - i. Borrow money on behalf of the SYHA
 - ii. Pledge its credit
 - iii. Mortgage or pledge its property
 - b. Except as authorized by the Board through resolutions that:

- i. Delegate specific authority
- ii. Define scope and extent of authority
- iii. May be general or limited to specific instances

ARTICLE XIV – FISCAL YEAR

1. The SYHA's fiscal year shall commence on July 1st and conclude on June 30th of the following year.

ARTICLE XV – SYHA SEAL

1. The SYHA shall have a Corporate Seal in accordance with the laws of the State of New York. The SYHA seal shall be circular in form and bear the name of the SYHA and the words and figures showing that it was incorporated in the State of New York.

ARTICLE XVI – LOGO

1. The official logo of the Saugerties Youth Hockey Association, Inc. (SYHA) is the "SYHA Mustangs" or "SYHA Fillies" logo, depicted as:



2. Logo Change
 - a. A change to a logo(s) requires a majority vote
 - b. If approved, a competition will be held to select a new logo, with submissions solicited and coordinated by the Board of Directors or a designated sub-committee.
3. Use of the SYHA name and logo without explicit written consent from the Executive Board is strictly prohibited.

ARTICLE XVII – AMENDMENTS TO THE BYLAWS

1. Procedure:
 - a. Proposed amendments must be presented for discussion (first reading) at a regular Board meeting.
 - b. The vote on the proposal will take place at the next regular Board meeting (second reading).
 - c. Amendments may be modified during or after the first reading, but before the second reading.
2. Approval Requirements:
 - Two-thirds (2/3) affirmative vote of the entire Board is required to adopt, amend, or repeal Bylaws.

ARTICLE XVIII – AMENDMENTS TO ARTICLES OF INCORPORATION

1. Procedure:
 - a. Proposed amendment(s) to Articles of Incorporation must be presented for discussion (first reading) at a regular Board meeting.
 - b. The vote on the proposal will take place at the next regular Board meeting (second reading).
 - c. Amendments may be modified during or after the first reading, but before the second reading.
2. Approval Requirements:
 - Two-thirds (2/3) affirmative vote of the entire Board is required to adopt, amend, or repeal Articles of Incorporation.

ARTICLE XIX – ANNUAL FINANCIAL REPORT

1. The President may choose to provide an official financial statement.

2. The statement shall be compiled by a Certified Public Accountant (CPA) designated by the Board.

ARTICLE XX – DISSOLUTION OF THE SYHA

1. A special Board meeting shall be called to adopt a resolution to dissolve the SYHA, if necessary.
2. Dissolution shall be carried out in accordance with:
 - a. The Articles of Incorporation
 - b. The laws of the State of New York