13September2001
(Transcribed to electronic form on 2May2023 by April D. Basarich)

BYLAWS

of

THE ELY BLUE LINE CLUB, INCORPORATED

ARTICLE I
Purpose

The purpose of the Ely Blue Line Club, Inc. is to encourage community participation in, and the development of, amateur hockey in Ely and its surrounding are.

The Blue Line Club intends to accomplish these objectives by promoting:

- Respect for self and others
- Academic commitment
- Development of hockey skills
- Philosophy of team play and sportsmanship

ARTICLE II
Membership

1. CLASS: There is one class of membership. There is no limit to the number of memberships.

2. QUALIFICATIONS: Membership is open to all individuals who are supportive of the organization's purpose. Membership shall be personal and shall not be assigned or transferred in any manner. All rights and privileges and interest of each member shall cease at the termination of the membership of the member.

3. VOTING: Each adult member over 18 years of age shall have one (1) vote on issues submitted by the Board of Directors (hereafter referred to as the Board) for membership vote, or for any membership elected position.

4. RESPONSIBILITES AND PRIVILEGES: Members are expected to serve and support the organization as requested by the President, the Board, or as required by the policies and procedures of the organization. They are also encouraged to attend the annual meeting. Members are expected to pay all dues and fees on time as established by Board policy. The dues are $1.00 per year. Fees will be established that will not discourage membership for any socio-economic group. In lieu of these fees, a member may make a request based on hardship to provide equivalent services. Any such request should be made to a member of the executive committee.

5. TERM: The term of each yearly membership shall be from 1 July of each year until 30 June of the following year.

6. MEETINGS: there shall be an annual meeting by the members to review the status of the organization including any changes to these Bylaws and to elect Board members and Officers.

The time and date of the annual meeting will be set by the Board and published in the local newspapers or notice mailed to members at least two (2) weeks in advance of the meeting. Special membership meeting may also be called by the Board or upon written request of 15 members. All meetings shall be open to the public.

7. RESIGNATION OR REMOVAL: A member may resign at any time by filing written notice with the secretary. An individual may be removed as a member of the organization for either 30 days delinquency in payment of dues or fees or for willful violation of these Bylaws or the policies and procedures of the organization. Removal requires a majority vote by the Board.

ARTICLE III

Board of Directors

1. NUMBER: There shall be ten (10) voting Directors and one (1) non-voting Director (player representative). The Officer positions are President, Vice President, Treasurer and Secretary, known collectively as the Executive Committee. The non-officer positions are the High School Hockey Coach or his full-time designee or the Blue Line Coaching Coordinator, and five (5) at large parents or coaches from the various divisions of Popsicles, Ice Mites, Squirts, PeeWees, and Bantams. The non-voting Director, the player representative, will be selected from either the PeeWee or Bantam Teams.

2. QUALIFICATIONS: Individuals who are members of the organization in good standing, and who qualify under section 5 below, may be voting Directors. The Board may establish other qualifications that may be necessary to assure representation of the constituencies served by the organization, such qualifications to be consistent with these Bylaws and the Articles of Incorporation.

3. RESPONSIBILITIES: The Board is responsible for establishing policies and procedures for the organization: for responsible fiscal management; for evaluating and selecting the Arena Manager, for providing adequate resources for the organization's activities through fund raising, for maintaining communication between the organization, its members and players, and the public, and for performing all those duties incidental to the Board of Directors of a non-profit corporation. Directors are expected to attend all meetings.

4. METHOD OF SELECTION: The nomination committee (as defined in section 10 below) shall submit names of qualified persons who have indicated their willingness to serve as Directors. The committee should select, if possible, candidates from each of the five (5) player divisions to assure balanced representation. The Directors shall be elected by the members present at the members' annual meeting. The nominating committee shall inform the membership who they intend to place in the nomination at least two weeks before the members' annual meeting. Nominations for these positions may also be taken from the floor, but the nominator must obtain prior approval from the nominee of their willingness to serve. Voting shall be by closed ballot, with the candidates receiving the most votes becoming Directors. Vacancies due to resignation or removal may be filled by the Board, keeping in mind the desire for balanced representation.

5. TERMS: The term of office for a Director other than the player representative is two (2) years unless he/she was elected by the Board to replace a terminated Director, in which event their term will expire at the next annual membership meeting. The term of office for the player representative is one (1) year. A Director may serve for up to six (6) years, if elected by the membership. After a two (2) year hiatus, a Director may serve an additional six (6) years on the Board. A Director may serve no more than 12 years total unless he/she replaces a terminated Director, in which event they may serve no more than 13 years.

6. REMOVAL: A Director may be removed from office by a majority vote of the Directors present at a Board meeting without prior notice if there are three (3) consecutive, unexcused absences from regular, special, or annual Board meetings. Absences may be excused by the President or his/her designee. A Director may also be removed by a majority vote of the Directors present at a Board meeting, provided just cause is identified, all Directors are given notice that such action is pending two (2) weeks prior to the meeting of the Board at which such action is to be taken, and the Director in question is given time to respond at that meeting.

7. MEETINGS: The Board shall meet monthly at regular times established by the Board. These meetings will be conducted in accordance with Article IX (Conduct of Meetings) of these Bylaws. Special meetings may be called by the president, the Executive Committee, or by written request of three (3) of the voting Directors. Directors shall be notified of special meetings by mail or phone at least three (3) days prior to the meeting. All meeting except those involving personnel issues shall be open to the membership. A Blue Line member whishing to address the Board directly should notify the President of their desire to do so at least three (3) days before the next scheduled Board meeting. This requirement may be waived by the President at his/her discretion.

8. OFFICERS: The members present at the annual meeting of the membership, shall elect a President, Vice President, Secretary, and Treasurer of the Board. If desired, the same person may fill the positions of both Secretary and Treasurer. The term of office shall be one (1) year. A Director may serve no more than two (2) consecutive terms in one office, and no more than three (3) consecutive terms as an officer.

   The nominating committee (as defined in section 10, below) shall submit the names of qualified individuals who have indicated the willingness to serve as Officers. Officers shall be selected for the following year by vote of the club membership in the same manner the Directors are selected.

   The President is responsible for convening and presiding over all Board meetings and the annual membership meeting; for seeing the resolutions of the Board are carried out; for supervising receipt and disbursement of funds jointly with the Treasurer; for maintaining a cooperative, effective relationship between the membership and the Board, between the Executive Committee and the Board, and among the Directors: and for performing all duties incidental to the off of the President.

   The Vice President is responsible for assisting the President; for being capable of taking over the President duties should the President be unable to perform; for coordinating all scheduling activities; for overseeing the development and maintenance for the operations manual, and for performing all duties incidental to the office of Vice President.

The Secretary is responsible for announcing meetings in the manner proscribed by the Bylaws or directed by the Board; for recording minutes of all meetings of the Board and the annual membership meeting; for handling correspondence; for coordinating picture taking; for maintaining the Articles of Incorporation, the Bylaws and the policy and operations manuals of the organization; and for performing all duties incidental to the office of the Secretary.

Should an officer become unable to perform the position's duties, the Board may elect a Director to complete the term, except that the Vice President shall fill the position of the President until such time that a new President is elected by a special or annual meeting of the membership.

9. EXECUTIVE COMMITTEE: The Board shall form an Executive Committee which shall consist of the officers of the Board. The executive Committee shall have the authority of the full Board between regular meetings of the Board except that the Executive Committee shall not have the authority to amend, modify or rescind any action taken by the Board, nor to modify or amend the Bylaws, nor to remove a Director from any office or committee, nor to elect or appoint Directors or executive Committee members. All actions of the Executive Committee shall be reported to and reviewed by the Board at the next regular or special meeting. The Executive committee shall endeavor to carry out the intentions of the Board in all its actions.

10. NOMINATING COMMITTEE: The Nominating Committee shall have five (5) members. The members of this committee must be members of the organization. Two (2) committee members shall be Board members and the remaining three (3) shall be non-Board members. Members of this committee will be selected for the following year through nomination by the current Nominating Committee and confirmed by vote of the membership in the same manner that Directors are selected. In the event that a member of the Nominating Committee is unable to serve, he/she shall be replaced by a vote of the Board. The Nominating Committee shall determine the number of Directors and Officers needed in the coming fiscal year. After consultation with the current Board members, with other members of the organization, and based upon their own knowledge, they will select from a list of candidates those individuals they believe will provide the greatest benefit to the organization. After confirming the availability of the selected individuals, the board and membership will be notified prior to the annual membership meeting of their recommendations.

11. OTHER COMMITTEES: The Board may form such other committees as it deems necessary and consistent with the organization's purpose and goals. The committees may include board and non-board members as determined by the Board. All committees may act within the powers granted them by the Board.

12. BOARD ADVISORS: The Board may retain and compensate advisors and consultants as it deems necessary. They shall not have voting rights or be legally responsible for actions of the board.

ARTICLE IV

Anti-Discrimination Clause

It is the policy of the Ely Blue Line club to prohibit discrimination because of race, color, religion, national origin, place of residence, political affiliation, disability, affectional preference, marital status, status with regard to public assistance, sex, or age in all aspects of its personnel policies, programs, practices, and operations. This policy shall also apply to the use of all facilities and to participation in all sponsored programs and activities.

ARTICLE V

Policy & Operations Manuals

1. The Board will develop a policy manual which will contain policies, procedures, and regulations consistent with the Bylaws, the Articles of Incorporation, and the Laws of Minnesota. The manual shall carry the authority of these Bylaws, and all Directors and members shall be responsible for following the regulations it contains. All Directors and Coaches shall receive a copy of the manual and its revisions, and a copy will be kept on file by the Secretary.

2. The Board will also develop an operations manual to provide guidance for future members regarding equipment purchase and maintenance, concessions management, arena management, scheduling, registration, hockey school, tournaments, and other activities as required.

ARTICLE VI

Contracts, Checks, Deposits, and Funds

The Board may authorize any officer(s) of the organization to enter into any contract or execute and deliver any instrument in the name of and on behalf of the organization, and such authority may be general or confined to specific instances. All checks, drafts, and other orders of payment, notes or other evidences of indebtedness issued in the name of the organization, shall be signed by such officer(s) as the Board may authorize, provided that there must always be more than one signature required for any such instrument. In the absence of such authorizations, such instruments must be signed by the Treasurer and the President or Vice President of the Board. The Board may elect to allow only one officer or staff member to sign such instruments up to a maximum dollar limit as approved by the board.

All funds of the corporation shall be deposited promptly to the credit of the organization in such banks or other depositories as the Board may select.

The Board or authorized designee may accept on behalf of the organization, any contribution, gift, bequest, or devise for the general purpose or for any specific purpose of the organization.

ARTICLE VII

Books and Records

The books and records of the organization shall be kept at the home of the Secretary or Treasurer. These will include correct and complete accounts of the organization's financial transactions; minutes of meetings of members, the Board, and any committees having any authority of the Board; and a list of names and addresses of the members and Directors. These books may be inspected by any member at any reasonable time.

ARTICLE VIII
Fiscal Year

The fiscal year shall be from 1 July through 30 June of the following year.

ARTICLE IX
Conduct of Meetings

All meetings shall be conducted according to Robert's Rules of Order as revised and informally applied.

A quorum for meeting of the Board and all Board committees shall be at least one-half of the total members. A quorum for the annual membership meeting and special membership meetings shall be 20 members. Unless otherwise stated, a quorum shall be required to carry on business. All decisions at Board and membership meetings require at least a majority vote of those present at the meeting.

ARTICLE X
Amendments

Amendments to these Bylaws may be adopted by a two-thirds vote of the total voting Board members provided written notice of the proposed amendments shall have been given to the Board members two (2) weeks prior to the meeting. Amendments to these Bylaws may also be adopted at the annual member's meeting by a two-thirds vote of the members present including absentee ballots, provided twenty percent of the total memberships is represented. Written notice of the proposed amendments shall be given to the membership at least two weeks prior to the annual meeting. Absentee ballots shall be available at least two weeks prior to the meeting and may be obtained from the Secretary. Complete absentee ballots must be received by the Secretary at least one day prior to the annual meeting.

Only the membership may adopt, amend, or repeal a bylaw setting the quorum for member or Board meetings, or reducing the number of Directors below the minimum specified in ARTICLE III or their terms in office.

Approved by membership vote this day September 13, 2001

____

Joe Smith, President

Ely Blue Line Club, Inc.